

Plot No.- 35-C/2, CTS No. 1069,  
 TPS-2, Azad Nagar, Juhu Koliwada,  
 Santacruz - West, Mumbai, 400049  
 Tel.No. 022-2660 6994  
 Email ID: veena.tandon@tandongroup.com

## CONSENT LETTER

*To be delivered prior to filing of the DRHP, the RHP and the Prospectus*

Date: November 13, 2021

To,

**The Board of Directors**

**Syrma SGS Technology Limited**

Unit No, 601, 6<sup>th</sup> Floor

Floral Deck PL MIDC, Andheri (East)

Mumbai - 400093

**DAM Capital Advisors Limited**

*(Formerly IDFC Securities Limited)*

One BKC, Tower C, 15<sup>th</sup> Floor Unit No. 1511,

Bandra Kurla Complex Bandra (East),

Mumbai – 400 051

**IIFL Securities Limited**

10<sup>th</sup> Floor, IIFL Centre, Kamala City

Senapati Bapat Marg

Lower Parel (W)

Mumbai 400013

**ICICI Securities Limited**

ICICI Venture House

Appasaheb Marathe Marg,

Prabhadevi,

Mumbai 400025

(DAM Capital Advisors Limited *(Formerly IDFC Securities Limited)*, ICICI Securities Limited and IIFL Securities Limited referred to as the “**Book Running Lead Managers**”)

**Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares”) of Syrma SGS Technology Limited (the “Company” and such offer, the “Offer”)**

Dear Sir/Madam,

**Corporate Information**

I, Mrs. Veena Kumari Tandon, wife of Mr. M.L. Tandon, residing at Tandon Beach House, Plot No. 35 – C/2, TPS II, Azad Road, Juhu Koliwada, Santacruz (W), Mumbai – 400 049 holder of passport number R2726758 do confirm that I hold 48,84,360 Equity Shares, representing 3.55% of the pre-Offer equity share capital of the Company.

I, further confirm that I am in compliance with the Companies (Significant Beneficial Owners) Rules, 2018, as amended.

**Consents**

I hereby consent to the inclusion of 3,369,360 Equity Shares (“**Offered Shares**”) held by me in the Company as part of the offer for sale in the Offer, subject to the terms of the Offer, as mentioned in the draft red herring prospectus (the “**DRHP**”), the red herring prospectus (the “**RHP**”), the prospectus (the “**Prospectus**” and together with the DRHP and RHP, the “**Offer Documents**”) and transaction agreements executed in relation to the Offer and the approval of any other regulatory authority, if required.

Tandon Beach House,  
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Santacruz - West, Mumbai, 400049  
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Email ID: veena.tandon@tandongroup.com

I hereby consent to the inclusion of my name as a selling shareholder and any other information as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”) and other applicable laws in the DRHP to be filed by the Company with the Securities and Exchange Board of India (“**SEBI**”) and any relevant stock exchange(s) where the Equity Shares are proposed to be listed (the “**Stock Exchanges**”), the RHP and the Prospectus which the Company intends to register with the Registrar of Companies, Maharashtra at Mumbai (the “**RoC**”) and thereafter file with SEBI and the Stock Exchanges and other Offer related documents.

I hereby consent that my entire pre-Offer shareholding, excluding the Offered Shares which are successfully sold and transferred as part of the Offer, shall be locked-in, in terms of Regulation 17 of the SEBI ICDR Regulations from the date of allotment in the Offer for such period as may be required under the SEBI ICDR Regulations.

I authorize the Company to deliver a copy of this letter of consent to the RoC, pursuant to Section 26 and 32 of the Companies Act, 2013, and the rules and regulations thereunder, each as amended, SEBI, the Stock Exchanges and any other regulatory authority as may be required and/or for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

I confirm that I will immediately communicate any changes in writing in the above information to the Company and the Book Running Lead Managers until the date when the Equity Shares sold pursuant to the Offer are listed and commence trading on the Stock Exchanges. In the absence of any such communication it may be assumed that there is no change to the above information until the Equity Shares sold pursuant to the Offer commence trading on the Stock Exchanges.

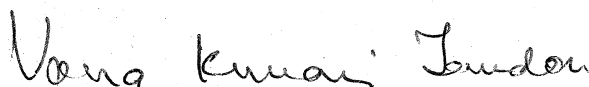
This consent letter is for information of, and may be relied upon by the Company, Book Running Lead Managers and the legal advisors to each of the Company and the Book Running Lead Managers in respect of the Offer.

I also consent to the inclusion of this letter as a part of “Material Contracts and Documents for Inspection” in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date.

The terms capitalized but not defined herein, shall have the meaning ascribed to them in the Offer Documents, as the case may be.

Yours faithfully,  
Signed by  
For and on behalf of

Veena Kumari Tandon



Name: Veena Kumari Tandon

Date:

Cc:

**Legal Counsel to the Company as to Indian Law**

**Khaitan & Co**

Max Towers, 7<sup>th</sup> and 8<sup>th</sup> Floors

Sector 16B, Noida,

Gautam Buddh Nagar 201 301

Uttar Pradesh

**Legal Counsel to the Book Running Lead Managers as to Indian Law**

**Trilegal**

Peninsula Business Park

17<sup>th</sup> Floor, Tower B, Ganpat Rao Kadam Marg

Lower Parel (West), Mumbai 400 013