

CONSENT LETTER FROM THE REGISTRAR TO THE OFFER

Date: December 07, 2021

To,

The Board of Directors
Syrma SGS Technology Limited
Unit No, 601, 6th Floor
Floral Deck PL MIDC, Andheri (East)
Mumbai - 400093

Dear Sir/Madam,

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

We, Link Intime India Private Limited, hereby consent to act as Registrar to the Offer and to our name and the following details being inserted as Registrar to the Offer in the draft red herring prospectus (“**DRHP**”), red herring prospectus (“**RHP**”) and the prospectus (“**Prospectus**”) which the Company intends to file with the Securities and Exchange Board of India (“**SEBI**”), Registrar of Companies, Maharashtra at Mumbai (“**RoC**”), and the stock exchanges where the Equity Shares are proposed to be listed (“**Stock Exchanges**”) and any other documents in relation to the Offer (collectively, the “**Offer Documents**”).

We hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required. The following details with respect to us may be disclosed in the Offer Documents and any other documents in relation to the Offer.

Name: **Link Intime India Private Limited**

Logo: 

Address: C-101, 247 Park, 1st Floor, L.B.S. Marg, Vikhroli West, Mumbai – 400 083 Maharashtra, India

Telephone Number: +91 22 4918 6200

Website: www.linkintime.co.in

E-mail: syrma.ipo@linkintime.co.in

Contact Person: Shanti Gopalkrishnan

Investor Grievance e-mail: syrma.ipo@linkintime.co.in

SEBI Registration No.: INR000004058

URL of SEBI website: <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10>

CIN: U67190MH1999PTC118368

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI, as **Annexure A**, in the required format. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We also confirm that we have not been debarred from functioning by any regulatory authority.

We further confirm that the above information in relation to us is true and correct.

We confirm that we will immediately communicate any changes in the above information in writing to the Company and the book running lead managers to the Offer (“**Book Running Lead Managers**”) until the date when the Equity Shares allotted and transferred in the Offer, commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company, Book Running Lead Managers and the legal advisors,

each to the Company and the Book Running Lead Managers, can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This consent letter is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Company, the Book Running Lead Managers and the legal advisors appointed by the Company and Selling Shareholder and the Book Running Lead Managers in relation to the Offer. We hereby consent to the submission of this consent letter as may be necessary to the SEBI, the RoC, the relevant stock exchanges and any other regulatory authority and/or for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

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

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents, as the case may be.

Yours faithfully,

For and on behalf of Link Intime India Private Limited



Authorized signatory

Name: Dnyanesh Gharote

Designation: Vice President

Date: December 07, 2021

Encl: As above

CC:

Book Running Lead Managers

DAM Capital Advisors Limited

(Formerly IDFC Securities Limited)

One BKC, Tower C, 15th Floor Unit No. 1511,
Bandra Kurla Complex Bandra (East),
Mumbai – 400 051

ICICI Securities Limited

ICICI Venture House
Appasaheb Marathe Marg
Prabhadevi
Mumbai 400 025

IIFL Securities Limited

10th Floor, IIFL Centre, Kamala City
Senapati Bapat Marg
Lower Parel (W)
Mumbai 400013

Legal Counsel to the Company as to Indian Law

Khaitan & Co

Max Towers
7th and 8th Floors
Sector 16B, Noida
Gautam Buddh Nagar 201 301
Uttar Pradesh

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

Trilegal


One World Center,
10th Floor, Tower 2A and 2B,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai – 400013

Annexure A

Date: December 07, 2021

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

1. Registration Number:	INR000004058
2. Date of registration / Renewal of registration:	15.07.2014
3. Date of expiry of registration:	N.A
4. If applied for renewal, date of application:	N.A
5. Any communication from SEBI prohibiting Link Intime India Private Limited from acting as registrar and share transfer agent to the Offer:	None
6. Any enquiry/investigation being conducted by SEBI:	None
7. Period up to which registration/ renewal fees has been paid:	Permanent Registration / 05.05.2023
8. Details of any penalty imposed	None

<p>निर्णय रजिस्ट्रार और शेयर अंतरण अधिकर्ता</p>	<p>ISSUE & FORFEIT</p> <p>भारतीय प्रतिभूति और विनियम बोर्ड</p>	<p>REGISTRARS TO AN ISSUE AND SHARE TRANSFER AGENTS</p>
<p>SECURITIES AND EXCHANGE BOARD OF INDIA</p> <p>[निर्णय-रजिस्ट्रार और शेयर अंतरण अधिकर्ता] विनियम, 1993 (Registrars to an issue and Share transfer agents) Regulations, 1993</p> <p>(Regulation 8)</p>		
001372	(Regulation 8)	Regulation 8A
<p>रजिस्ट्रार का प्रमाणपत्र CERTIFICATE OF REGISTRATION PERMANENT REGISTRATION</p>		
<p>I. बॉर्ड, भारतीय प्रतिभूति और विनियम अधिनियम, 1982 के खंड 12 के तहत जारी की गई शर्तों के तहत अधिनियम की धारा 12 की उपधारा (1) द्वारा प्रदात रजिस्ट्रार का प्रयोग करने हुए व्यक्ति में निर्णय-रजिस्ट्रार और शेयर अंतरण अधिकर्ता (क्या-3) में निर्णय-रजिस्ट्रार/शेयर अंतरण अधिकर्ता के रूप में</p> <p>I. In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1982 read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to</p>		
<p>LINK INTIME INDIA PVT. LTD. C-15, KANTILAL MAGANLAL INDUSTRIAL ESTATE PANNALAL SILK MILLS COMPOUND L.B.S. MARG, BHANDUP (WEST) MUMBAI 400 078</p>		
<p>को निम्न की शर्तों के अधीन करने हुए और विनियमों के अंतर्गत नियंत्रण करने के लिए, जैसे एलमें डिफिनिट है, इसके द्वारा रजिस्ट्रार का प्रमाणपत्र प्रदान है।</p> <p>as registrars to an issue and share transfer agent in Category I/registrars to an issue/share transfer agent in Category II, subject to the conditions in the rules and in accordance with the regulations to carry out the activities as specified therein.</p>		
<p>B. निर्णय-रजिस्ट्रार और शेयर अंतरण अधिकर्ता का रजिस्ट्रार कोड</p> <p>B. Registration Code for the registrars to an issue and share transfer agent is</p>		<p>INR000004058</p>
<p>This certificate of registration shall be valid for permanent, unless suspended or canceled by the Board.</p>		
<p>III. यह एक नवीकृत न कि याद रजिस्ट्रार प्रमाणपत्र तक विधिवत है।</p> <p>III. Unless renewed, the certificate of registration is not valid.</p>		
<p>MUMBAI</p> <p>स्थान Place</p>		<p>आदेश से भारतीय प्रतिभूति और विनियम बोर्ड के लिए और उसके ओर से by order For and on behalf of Securities and Exchange Board of India</p> <p><i>B.K. Gupta</i> B.K. GUPTA अधिकृत हस्ताक्षरकर्ता Authorized Signatory</p>
<p>तारीख Date JULY 15, 2014</p>		
<p>*को तबू न हो वरु कड से *Delete whichever is not applicable</p>		