



**MONARCH**  
NETWORK CAPITAL

## CONSENT LETTER FROM THE BOOK RUNNING LEAD MANAGER

To,

**The Board of Directors**

**Sri Lotus Developers and Realty Limited**

5<sup>th</sup> and 6<sup>th</sup> Floor, Lotus Tower, 1 Jaihind Society,  
N S Road No 12/A, JVPD Scheme, Juhu,  
Mumbai, Maharashtra, India - 400049

**Re: Proposed initial public offering of equity shares (the “Equity Shares” and such offering, the “Offer”) of Sri Lotus Developers and Realty Limited (the “Company”).**

Ladies and Gentlemen,

We, Monarch Network Capital Limited, do hereby consent to act as book running lead manager to the Offer and to our name and the details mentioned herein, being inserted as a book running lead manager to the Offer in the draft red herring prospectus (**DRHP**), red herring prospectus (**RHP**) and the prospectus (**Prospectus**) (collectively, the **Offer Documents**) intended to be filed by the Company 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**), as applicable and any other documents in relation to the Offer.

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 [*Please provide relevant details as required below*]:



**Logo:**

**Name:** Monarch Network Capital Limited

**Address:** 4th Floor, B Wing, Laxmi Towers, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051, Maharashtra, India

**Telephone Number:** +91 22 6647 6400

**E-mail:** ecm@mnclgroup.com

**Website:** www.mnclgroup.com

**Contact Person:** Saahil Kinkhabwala/Aayushi Poddar

**Investor Grievance e-mail:** mbd@mnclgroup.com

**SEBI Registration Number:** INM000011013

We further confirm that the above information in relation to us is true, adequate and not misleading and without omission of any matter that is likely to mislead.

Further, we confirm that neither we nor our associates hold any Equity Shares of the Company.

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

### **Monarch Network Capital Limited (CIN: L65920GJ1993PLC120014)**

**Regd. Off.:** Unit No. PO4-01D, 4th Floor, Tower A WTC GIFT CITY, Block No. 51, Road 5 E, Zone-5, Gandhinagar - 382355, Gujarat  
**Corp. Off.:** “Monarch House”, Opp Prahladbhai Patel Garden, Near Ishwar Bhuvan, Commerce Six Roads, Navrangpura, Ahmedabad - 380009  
**T:** +91-079-266 66 500 / +91-079-660 00 500 | **E :** reachus@mnclgroup.com | **W:** www.mnclgroup.com



**MONARCH**  
**NETWORTH CAPITAL**

We confirm that we will immediately communicate any changes in writing in the above information to the book running lead manager to the Offer (**BRLM**) until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the BRLM and the legal counsels appointed in relation to the Offer, 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 BRLM and the legal counsels appointed in relation to the Offer and may be uploaded on their respective websites.

We authorize you to include this letter as a “*Material Contract and Document for Inspection*” in the Offer Documents, as required and make this letter available for inspection in accordance with applicable law.

We hereby consent to the submission and disclosure of this consent letter as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory or governmental authorities or statutory authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLM and in accordance with applicable law.

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 **Monarch Network Capital Limited**

**Authorized signatory**

**Name: Saahil Kinkhabwala**

**Designation: Director – Investment Banking**

Date: December 24, 2024

**Cc:**

**Motilal Oswal Investment Advisors Limited (“BRLM”)**

Motilal Oswal Tower,  
Rahimtullah Sayani Road,  
Opposite Parel ST Depot, Prabhadevi,  
Mumbai- 400 025, Maharashtra, India

**Legal Counsel to the BRLMs**

**Dentons Link Legal**

Aiwan-e-Ghalib Complex,  
Mata Sundri Lane,  
New Delhi 110 002, India

**Legal Counsel to the Company**

**Crawford Bayley & Co**

State Bank Building,  
4<sup>th</sup> floor, NGN Vaidya Marg,  
Fort, Mumbai – 400023,  
Maharashtra, India

**Monarch Network Capital Limited (CIN: L65920GJ1993PLC120014)**

**Regd. Off.:** Unit No. PO4-01D, 4th Floor, Tower A WTC GIFT CITY, Block No. 51, Road 5 E, Zone-5, Gandhinagar - 382355, Gujarat

**Corp. Off.:** “Monarch House”, Opp Prahladbhai Patel Garden, Near Ishwar Bhuvan, Commerce Six Roads, Navrangpura, Ahmedabad - 380009

**T:** +91-079-266 66 500 / +91-079-660 00 500 | **E :** reachus@mnclgroup.com | **W:** www.mnclgroup.com



**MONARCH**  
NETWORK CAPITAL

**Annexure A**

We hereby confirm that as on date the following details in relation to our registration with the Securities and Exchange Board of India as a book running lead manager are true, correct, accurate, complete and not misleading in any respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision:

1. Registration Number:	INM000011013
2. Date of registration / Renewal of registration:	Date of Registration: 18.05.2015 Renewal of Registration: 18.05.2020
3. Date of expiry of registration:	-
4. If applied for renewal, date of application:	-
5. Period up to which registration/ renewal fees has been paid:	-
6. Any communication from SEBI prohibiting Monarch Network Capital Limited from acting as lead manager:	-
7. Period up to which registration/ renewal fees has been paid:	-
8. Details of any penalty imposed	-

**Monarch Network Capital Limited (CIN: L65920GJ1993PLC120014)**

**Regd. Off.:** Unit No. PO4-01D, 4th Floor, Tower A WTC GIFT CITY, Block No. 51, Road 5 E, Zone-5, Gandhinagar - 382355, Gujarat  
**Corp. Off.:** "Monarch House", Opp Prahladbhai Patel Garden, Near Ishwar Bhuvan, Commerce Six Roads, Navrangpura, Ahmedabad - 380009  
**T:** +91-079-266 66 500 / +91-079-660 00 500 | **E :** reachus@mnclgroup.com | **W:** www.mnclgroup.com



मर्चेन्ट बैंककार

प्ररूप ख  
FORM B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड  
SECURITIES AND EXCHANGE BOARD OF INDIA

002789

(मर्चेन्ट बैंककार) विनियम, 1992  
(MERCHANT BANKERS) REGULATIONS, 1992

(विनियम 8)  
(regulation 8)

रजिस्ट्रीकरण प्रमाणपत्र

INITIAL REGISTRATION

CERTIFICATE OF REGISTRATION

- I. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए इसके द्वारा प्रवर्ग I / ~~II~~ / ~~III~~ / ~~IV~~ में मर्चेन्ट बैंककार के रूप में
- I. In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder the Board hereby grants a certificate of registration to

MONARCH NETWORK CAPITAL LIMITED  
901/902, 9<sup>TH</sup> FLOOR, ATLANTA  
CENTRE, SONAWALA ROAD, OPP.  
UDYOG BHAVAN, GOREGAON EAST,  
MUMBAI - 400063

को नियमों में शर्तों के अधीन रहते हुए और विनियमों के अनुसार निम्नलिखित क्रियाकलाप करने का रजिस्ट्रीकरण प्रमाणपत्र देता है :- as a merchant banker in Category I / ~~II~~ / ~~III~~ / ~~IV~~ subject to conditions in the rules and in accordance with the regulations to carry out following activities :-

- \*1. किसी निर्गमन का प्रबंध जिसके अन्तर्गत प्रास्पेक्टस तैयार करना, निर्गमन से संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तदाताओं से संबंध बनाना, अंतिम आबंटन और अधिक आवेदन धनराशि का प्रतिदाय है। Management of any issue, including preparation of prospectus, gathering information relating to the issue, determining financing structure, tie up of financiers, final allotment and refund of excess application money.
  - \*2. विनिधान सलाहकार। Investment Adviser
  - \*3. निर्गमनों का निम्नांकन। Underwriting of Issues.
  - \*4. ~~संविभाज्य प्रबंध सेवाएं। Portfolio Management Services.~~
  - \*5. किसी निर्गमन के प्रबंधक, परामर्शी या सलाहकार जिनके अन्तर्गत निगमित सलाहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services.
  - \*6. परामर्शी या सलाहकार। Consultant or Adviser.
- (\*जो लागू न हो उसे काट दें) (\*Delete whichever are not applicable)

II. मर्चेन्ट बैंककार के लिए रजिस्ट्रीकरण कोड

II. Registration Code for the merchant banker is MB / INM000011013

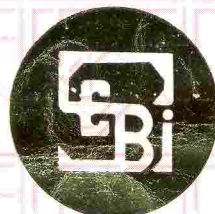
III. यह प्रमाणपत्र

18/05/2015 to 17/05/2020

III. This Certificate shall be valid from

तक विधिमानी होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेन्ट बैंककार) विनियम, 1992 में विनिर्दिष्ट है नवीकृत किया जा सकेगा।  
~~and may be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Banker(s) Regulations, 1992.~~

आदेश द्वारा  
By order



*Medha Sonparote*

MEDHA SONPAROTE

भारतीय प्रतिभूति और विनियम बोर्ड

के लिए और उसकी ओर से

For and on behalf of

Securities and Exchange Board of India

स्थान Place MUMBAI

तारीख Date OCTOBER 30, 2015



मर्चेट बैंककार

प्ररूप ख  
FORM B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड  
SECURITIES AND EXCHANGE BOARD OF INDIA

002947

(मर्चेट बैंककार) विनियम, 1992  
(MERCHANT BANKERS) REGULATIONS, 1992

(विनियम 8)  
(regulation 8)

रजिस्ट्रीकरण प्रमाणपत्र  
CERTIFICATE OF REGISTRATION

- I. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए इसके द्वारा प्रवर्ग I/ II/ III/ IV में मर्चेट बैंककार के रूप में
- I. In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder the Board hereby grants a certificate of registration to

MONARCH NETWORK CAPITAL LIMITED  
901/902, ATLANTA CENTRE, 09TH FLOOR,  
SONAWALA ROAD, GOREGAON (EAST),  
MUMBAI- 400063

को नियमों में शर्तों के अधीन रहते हुए और विनियमों के अनुसार निम्नलिखित क्रियाकलाप करने का रजिस्ट्रीकरण प्रमाणपत्र देता है :- as a merchant banker in Category I/ II/ III/ IV subject to conditions in the rules and in accordance with the regulations to carry out following activities :-

- \*1. किसी निर्गमन का प्रबंध जिसके अन्तर्गत प्रोस्पेक्टस तैयार करना, निर्गमन से संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तदाताओं से संबंध बनाना, अंतिम आबंटन और अधिक आवेदन धनराशि का प्रतिदाय है। Management of any issue, including preparation of prospectus, gathering information relating to the issue, determining financing structure, tie up of financiers, final allotment and refund of excess application money.
  - \*2. विनिधान सलाहकार। ~~Investment Adviser~~
  - \*3. निर्गमनों का निम्नांकन। ~~Underwriting of Issues.~~
  - \*4. संविभाग प्रबंध सेवाएं। ~~Portfolio Management Services.~~
  - \*5. किसी निर्गमन के प्रबंधक, परामर्शी या सलाहकार जिनके अन्तर्गत निगमित सलाहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services.
  - \*6. परामर्शी या सलाहकार। ~~Consultant or Adviser.~~
- (\*जो लागू न हो उसे काट दें) (\*Delete whichever are not applicable)

II. मर्चेट बैंककार के लिए रजिस्ट्रीकरण कोड

II. Registration Code for the merchant banker is MB /

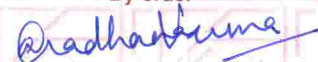
INM000011013

III. यह प्रमाणपत्र This certificate of Registration shall be valid from 18/05/2020, unless

III. This Certificate shall be valid from suspended or cancelled by the Board

तक विधिमाम्य होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेट बैंककार) विनियम, 1992 में विनिर्दिष्ट है नवीकृत किया जा सकेगा।  
and may be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Banker(s) Regulations, 1992.

आदेश द्वारा  
By order



ARADHANA VERMA



स्थान Place

Mumbai

तारीख Date

September 1, 2021

भारतीय प्रतिभूति और विनियम बोर्ड

के लिए और उसकी ओर से

For and on behalf of

Securities and Exchange Board of India