

To,  
**The Board of Directors**  
**Sri Lotus Developers and Realty Limited**  
5th & 6th Floor, Lotus Tower, 1 Jai Hind 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 "Issue") of Sri Lotus Developers and Realty Limited (the "Company").**

Ladies and Gentlemen,

We, Motilal Oswal Financial Services Limited, do hereby consent to act as a Syndicate Member to the Issue and to our name and the details mentioned herein being inserted as a Syndicate Member to the Issue in the red herring prospectus ("RHP") and the prospectus ("Prospectus") (collectively, the "Issue Documents") which the Company intends to file, with the Registrar of Companies, Maharashtra at Mumbai ("RoC"), the Securities and Exchange Board of India ("SEBI"), the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable and in any publicity material, press release, presentation or any other documents in relation to the Issue.

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 Issue Documents and any other documents in relation to the Issue:

**Name:** Motilal Oswal Financial Services Limited  
**Address:** Motilal Oswal Tower, Rahimtullah, Sayani Road  
Opposite Parel ST Depot, Prabhadevi  
Mumbai 400 025, Maharashtra, India  
**Telephone Number:** +91 22 7193 4200 / +91 22 7193 4263  
**E-mail:** [ipo@motilaloswal.com](mailto:ipo@motilaloswal.com) / [santosh.patil@motilaloswal.com](mailto:santosh.patil@motilaloswal.com)  
**Website:** <http://www.motilaloswalgroup.com>  
**Contact Person:** Santosh Patil  
**SEBI Registration Number:** INZ000158836  
**CIN:** L67190MH2005PLC153397

We enclose a copy of our registration certificate regarding our registration with SEBI in the required format (**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.

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.

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

We confirm that we will immediately communicate any changes in writing in the above information to the book running lead managers to the Issue ("**BRLMs**") until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the BRLMs and the legal counsels appointed in relation to the Issue can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Issue.

This consent letter is for information and for inclusion (in part or full) in Issue Documents or any other Issue-related material, and may be relied upon by the Company, BRLMs and the legal counsels appointed in relation to the Issue and may be uploaded on their respective websites.

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 and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs 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 Issue Documents, as the case may be.

Yours faithfully,

For and on behalf of **Motilal Oswal Financial Services Limited**

A handwritten signature in blue ink, appearing to read 'Nayana Suvarna'.

Authorized signatory

Name: Nayana Suvarna

Designation: Senior Group Vice President

Date 14-07-2025

Cc:

**Monarch Networth Capital Limited**

4<sup>th</sup> Floor, B Wing Laxmi Towers,  
G Block, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400051

**Motilal Oswal Investment Advisors Limited**

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

प्ररूप ध  
FORM D

# भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA

(स्टॉक दलाल और उप-दलाल) विनियम, 1992  
(STOCK BROKERS AND SUB-BROKERS) REGULATIONS, 1992

0001488

(विनियम 6 तथा 10B / Regulations 6 and 10B)

## रजिस्ट्रीकरण प्रमाणपत्र CERTIFICATE OF REGISTRATION

बोर्ड, भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 के अधीन बनाये गये नियमों और विनियमों के साथ पठित उस अधिनियम की धारा 12 की उप-धारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए

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

MOTILAL OSWAL FINANCIAL SERVICES LIMITED  
Trade Name: MOTILAL OSWAL FINANCIAL SERVICES LIMITED  
MOTILAL OSWAL TOWER, RAHIMTULLAH SAYANI ROAD  
OPPOSITE PAREL ST DEPOT, PRABHADEVI  
MUMBAI  
MAHARASHTRA  
400025

को प्रतिभूतियों में क्रय, विक्रय या व्यवहार / व्यापारों के समाशोधन तथा निपटान के क्रियाकलाप करने के लिए और ऐसे अन्य क्रियाकलाप जो स्टॉक एक्सचेंज (एक्सचेंजों) / समाशोधन निगम (निगमों) द्वारा अनुज्ञात हों करने के लिए, बोर्ड द्वारा, समय-समय पर, उसके लिए विनिर्दिष्ट शर्तों के अधीन, स्टॉक दलाल / सांपत्तिक व्यापारिक सदस्य / समाशोधन सदस्य के रूप में रजिस्ट्रीकरण प्रमाणपत्र एतद्वारा प्रदान करता है।

as a

**Stock Broker**

stock broker / proprietary trading member / clearing member for carrying on the activities of buying, selling or dealing in securities / clearing and settlement of trades and for carrying on such other activities as are permitted by stock exchange(s)/ clearing corporation(s), subject to the conditions specified therefor, from time to time, by the Board.

आवंटित रजिस्ट्रीकरण संख्या निम्नानुसार है / Registration number allotted is as under: **INZ000158836**

यह प्रमाणपत्र तब तक विधिमान्य रहेगा जब तक यह विनियमों के अनुसार निलंबित या रद्द नहीं हो जाता।

This certificate shall be valid till it is suspended or cancelled in accordance with the Regulations.



आदेश द्वारा / By order  
भारतीय प्रतिभूति और विनियम बोर्ड के लिए और की ओर से  
For and on behalf of Securities and Exchange Board of India

ANUPMA CHADHA

प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory

तारीख / Date : February 5, 2019