

Balarama Govinda Das

Address: 1/1A1, Birndavan, New Natham Road, Thiruppalai,
Madurai, North, Thiruppalai, Madurai, Thiruppalai, Tamil Nadu, 625014
Email id:cmd@thangamayil.com
Contact No: 9366611177

Consent from each of the Director of the Company

Date: 23rd December, 2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

To,

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, **Balarama Govinda Das**, do hereby confirm that I am a Managing Director on the Board of Directors of the Company and hereby consent to my name being included as **Balarama Govinda Das, Managing Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**") and thereafter with Securities and Exchange Board of India ("**SEBI**"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Balarama Govinda Das

Address: 1/1A1, Birndavan, New Natham Road, Thiruppalai,
Madurai, North, Thiruppalai, Madurai, Thiruppalai, Tamil Nadu, 625014

Email id:cmd@thangamayil.com

Contact No: 9366611177

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



Balarama Govinda Das

Managing Director

Copy to:

SNG & Partners

Advocates & Solicitors

One Bazar Lane, Bengali Market

New Delhi – 110 001, India

Ba. Ramesh

Address: 1/1A2, Birndavan, New Natham Road,
Near Iskcon Temple, Thiruppalai, Madurai, Tamil Nadu, 625014
Email id: ba.ramesh@thangamayil.com
Contact No: 9843897543

Consent from each of the Director of the Company

Date: 23rd December, 2024

To,

The Board of Directors
Thanga Mayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001
To,

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, **Ba. Ramesh**, do hereby confirm that I am a Joint Managing Director on the Board of Directors of the Company and hereby consent to my name being included as **Ba. Ramesh, Joint Managing Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**") and thereafter with Securities and Exchange Board of India ("**SEBI**"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Ba. Ramesh

Address: 1/1A2, Birndavan, New Natham Road,
Near Iskcon Temple, Thiruppalai, Madurai, Tamil Nadu, 625014
Email id: ba.ramesh@thangamayil.com
Contact No: 9843897543

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



Ba. Ramesh
Joint Managing Director

Copy to:

SNG & Partners
Advocates & Solicitors
One Bazar Lane, Bengali Market
New Delhi – 110 001, India

N.B.Kumar

Address: 1/1A3, Birndavan, New Natham Road, Thiruppalai,
Madurai, North, Thiruppalai, Madurai, Thiruppalai, Tamil Nadu, 625014.
Email id:nbk@thangamayil.com
Contact No: 9843855411

Consent from each of the Director of the Company

Date: 23rd December, 2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

To,

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, **N. B. Kumar**, do hereby confirm that I am a Joint Managing Director on the Board of Directors of the Company and hereby consent to my name being included as a **N. B. Kumar, Joint Managing Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**") and thereafter with Securities and Exchange Board of India ("**SEBI**"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

N.B.Kumar

Address: 1/1A3, Birndavan, New Natham Road, Thiruppalai,
Madurai, North, Thiruppalai, Madurai, Thiruppalai, Tamil Nadu, 625014.

Email id: nbk@thangamayil.com

Contact No: 9843855411

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



N. B. Kumar
Joint Managing Director
Copy to:

SNG & Partners
Advocates & Solicitors
One Bazar Lane, Bengali Market
New Delhi – 110 001, India

Yamuna Vasini Deva Dasi

Address: 347, North Masi Street, Madurai,

Madurai Tamil Nadu, 625001.

Email id: cfo@thangamayil.com

Contact No: 9366611177

Consent from each of the Director of the Company

Date: 23rd December, 2024

To,

The Board of Directors
Thangamayil Jewellery Limited
 124 Nethaji Road
 Madurai,
 Tamil Nadu, India, 625001

Sundae Capital Advisors Private Limited
 404, 4th Floor,
 Vaibhav Chambers
 Bandra Kurla Complex
 Bandra (East),
 Mumbai - 400 051
 (Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, **Yamuna Vasini Deva Dasi**, do hereby confirm that I am a Non -Executive Director on the Board of Directors of the Company and hereby consent to my name being included as **Yamuna Vasini Deva Dasi, Non -Executive Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges") and thereafter with Securities and Exchange Board of India ("SEBI"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yamuna Vasini Deva Dasi

Address: 347, North Masi Street, Madurai,

Madurai Tamil Nadu, 625001.

Email id: cfo@thangamayil.com

Contact No: 9366611177

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,

Yamuna Vasini Deva Dasi
Yamuna Vasini Deva Dasi
Non -Executive Director

Copy to:

SNG & Partners

Advocates & Solicitors

One Bazar Lane, Bengali Market

New Delhi – 110 001, India

S.M. Chandrasekaran

Address: D NO 1/5A, E2E2 Road Frist Street, New Colony,
Chinnachokkikulam, Madurai, North Madurai, Tallakulam, Tamil Nadu, 625002.
Email id: smcsekaran@yahoo.co.in
Contact No:9843323411

Consent from each of the Director of the Company

Date: 23rd December,2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the “**Lead Manager**”).

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the “Company” and such offering, the “Issue”).

I, **Sivanandi Chandrasekaran**, do hereby confirm that I am a Independent Director on the Board of Directors of the Company and hereby consent to my name being included as **Sivanandi Chandrasekaran, Independent Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed (“**Stock Exchanges**”) and thereafter with Securities and Exchange Board of India (“**SEBI**”), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

S.M. Chandrasekaran

Address: D NO 1/5A, E2E2 Road Frist Street, New Colony,
Chinnachokkikulam, Madurai, North Madurai, Tallakulam, Tamil Nadu, 625002.

Email id: smcsekaran@yahoo.co.in

Contact No:9843323411

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



Sivanandi Chandrasekaran

Independent Director

Copy to:

SNG & Partners

Advocates & Solicitors

One Bazar Lane, Bengali Market

New Delhi – 110 001, India

N. Jegatheesan

Address: 35, Aruppukottai, Main Road, Villapuram, Avaniapuram,
PO: Avanivapuram, DIST: Madurai, Tamil Nadu 625012.
Email id: jasimpex@ymail.com
Contact No: 8220015151

Consent from each of the Director of the Company

Date: 23rd December, 2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

To,

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, **Nagarathinam Jegatheesan**, do hereby confirm that I am an Independent Director on the Board of Directors of the Company and hereby consent to my name being included as **Nagarathinam Jegatheesan, Independent Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges") and thereafter with Securities and Exchange Board of India ("SEBI"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual

N. Jegatheesan

Address: 35, Aruppukottai, Main Road, Villapuram, Avaniapuram,

PO: Avanivapuram, DIST: Madurai, Tamil Nadu 625012.

Email id: jasimpex@ymail.com

Contact No: 8220015151

or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



Nagarathinam Jegatheesan

Independent Director

Copy to:

SNG & Partners

Advocates & Solicitors

One Bazar Lane, Bengali Market

New Delhi – 110 001, India

K Thirupathi Rajan

Address: 3 Balaji Street, MGM Nagar, Avaniyapuram, Bye Pass Road, Madurai, 625012

Email id:rajan@rajexim.com

Contact No:9842109054

Consent from each of the Director of the Company

Date: 23rd December,2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

To,

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, **Karmegam Thirupathi Rajan**, do hereby confirm that I am an Independent Director on the Board of Directors of the Company and hereby consent to my name being included as **Karmegam Thirupathi Rajan, Independent Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges") and thereafter with Securities and Exchange Board of India ("SEBI"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

K Thirupathi Rajan

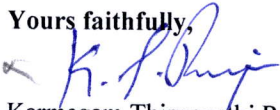
Address: 3 Balaji Street, MGM Nagar, Avaniyapuram, Bye Pass Road, Madurai, 625012

Email id:rajan@rajexim.com

Contact No:9842109054

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



Karmegam Thirupathi Rajan

Independent Director

Copy to:

SNG & Partners

Advocates & Solicitors

One Bazar Lane, Bengali Market

New Delhi – 110 001, India

Rajakumari Jeevagan

Address: 2, VP Rathinasamy Nadar Cross Road, Chokkikulam, Madurai North,
Madurai, Tallakulam, Tamil Nadu, 625002.

Email id: rajakumarijeevagan@gmail.com

Contact No:9367757775

Consent from each of the Director of the Company

Date: 23rd December, 2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

To,

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, **Rajakumari Jeevagan**, do hereby confirm that I am an Independent Director on the Board of Directors of the Company and hereby consent to my name being included as **Rajakumari Jeevagan, Independent Director** of the Company in the Draft Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**") and thereafter with Securities and Exchange Board of India ("**SEBI**"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Rajakumari Jeevagan

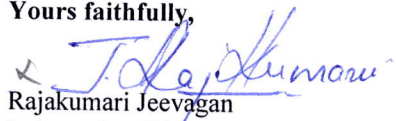
Address: 2, VP Rathinasamy Nadar Cross Road, Chokkikulam, Madurai North,
Madurai, Tallakulam, Tamil Nadu, 625002.

Email id: rajakumarijeevagan@gmail.com

Contact No:9367757775

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



Rajakumari Jeevagan
Independent Director

Copy to:

SNG & Partners

Advocates & Solicitors

One Bazar Lane, Bengali Market

New Delhi – 110 001, India

BALASUBBU RAJESH KANNA

Address: 1/1A1, Birndavan, New Natham Road, Thiruppalai,
Madurai, North, Thiruppalai, Madurai, Thiruppalai, Tamil Nadu, 625014.

Email id: rajeshkanna@thangamayil.in

Contact No:9843897544

Date: 23rd December,2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, B. Rajesh Kanna, hereby confirm that I am the Chief Financial Officer of the Company. I hereby consent to my name being included as the Chief Financial Officer of the Company in the Draft Letter of Offer that the Company intends to file with the BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges") and thereafter with Securities and Exchange Board of India ("SEBI"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

The following information in relation to me may be disclosed:

Name: B. Rajesh Kanna

Address: 1/1A1, Birndavan, New Natham Road, Thiruppalai, Madurai, North, Thiruppalai, Madurai, Thiruppalai, Tamil Nadu, 625014.

Telephone: 9843897544

E-mail: cfo@thangamayil.com

I further confirm that the above information in relation to me is true and correct.

Further, except as disclosed below, as on the date of this Letter, I confirm that me and my immediate relatives do not hold any Equity Shares of the Company.

I also agree to keep the contents of this letter and information in relation to the Issue strictly confidential, until such time as the proposed Issue is publicly announced by the Company in the form of a press release or otherwise, (i) the nature and scope of the Issue; and (ii) my knowledge of the proposed Issue of the Company.

I confirm that I will immediately inform the Company and the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of the final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

BALASUBBU RAJESH KANNA

Address: 1/1A1, Birndavan, New Natham Road, Thiruppalai,
Madurai, North, Thiruppalai, Madurai, Thiruppalai, Tamil Nadu, 625014.

Email id: rajeshkanna@thangamayil.in


Contact No:9843897544

I hereby authorize you to deliver this certificate to the SEBI, the Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



B. Rajesh Kanna
Chief Financial Officer

Copy to:

SNG & Partners
Advocates & Solicitors
One Bazar Lane, Bengali Market
New Delhi – 110 001, India

CS V.Vijayaraghavan

Address: Arun B top 4 Vidhayachal apartments,
40 Chandragandhi main road ponnmeni, Bye pass road Madurai 625016..
Email id: companysecretary@thangamayil.com
Contact No: 9894149200

Consent from Company Secretary and Compliance Officer

Date: 23rd December, 2024

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road
Madurai,
Tamil Nadu, India, 625001

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

I, CS V. Vijayaraghavan, being the Company Secretary of the Company, hereby confirm that, as on date, I have been appointed as the 'Compliance Officer' of the Company. I hereby consent to my name being included as the Company Secretary and Compliance Officer of the Company in the Draft Letter of Offer that the Company intends to file with the BSE Limited and / or National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges") and thereafter with Securities and Exchange Board of India ("SEBI"), for information and record and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

I will be responsible for monitoring compliance of the securities laws and for redressal of investors' grievances, in connection with the Issue. The following information in relation to me may be disclosed:

Name: V Vijayaraghavan
Designation: Company Secretary
Address: Thanga Mayil Jewellery Limited
Corporate Office, 25/6 - Palami Center IInd & IIIrd floor
New Natham Road, Near Ramakrishna Mutt
Madurai-625014
Mobile - +91 98941 49200
Contact No - 0452-2565553, Fax No - 0452 - 2566560
Email : companysecretary@thangamayil.com

Further, except as disclosed below, as on the date of the Draft Letter of Offer, I confirm that I and my spouse together hold 190 Equity Shares of the Company constituting 170 shares held by me and 20 shares held by Mrs. V. Vijayalakshmi, as my spouse.

L

CS V.Vijayaraghavan

Address: Arun B top 4 Vidhayachal apartments,
40 Chandragandhi main road ponnmeni, Bye pass road Madurai 625016..
Email id: companysecretary@thangamayil.com
Contact No: 9894149200

I am a member of the Institute of Company Secretaries of India, holding membership number **F3627**

I also agree to keep the contents of this Draft Letter and information in relation to the Issue strictly confidential, until such time as the proposed Issue is publicly announced by the Company in the form of a press release or otherwise, (i) the nature and scope of the Issue; and (ii) my knowledge of the proposed Issue of the Company.

I confirm that I will immediately inform the Company and the Lead Manager appointed in respect of the Issue, in writing, of any changes to the above information until receipt of the final listing and trading approval from the Stock Exchanges for the Equity Shares offered in this Issue. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, the Stock Exchanges and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,
Company Secretary and Compliance Officer



Name: CS. V Vijayaraghavan
Designation: Company Secretary

Copy to:

SNG & Partners
Advocates & Solicitors
One Bazar Lane, Bengali Market
New Delhi – 110 001, India



CONSENT LETTER FROM STATUTORY AUDITOR

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road,
Madurai,
Tamil Nadu, India, 625001

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the “Company” and such offering, the “Issue”).

We, M/s. B. Thiagarajan & Co, Chartered Accountants, statutory auditors of the Company, hereby consent to the inclusion of, and use in, the Draft Letter of Offer/Letter of Offer (“Offer Documents”) of the Company to be filed with BSE Limited and/or the National Stock Exchange of India Limited (the “**Stock Exchanges**”) and with Securities and Exchange Board of India (“**SEBI**”) for information and record or any other material to be issued in relation to the Issue: the limited review report dated November 06, 2024 issued in relation to the September month period ended 2024, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**Limited Review Report**”).

We also consent to the inclusion of references to us as the “*Statutory Auditors*” or “*Auditors*” of the Company under any of the headings and sections in the Offer Documents and any other documents to be issued, registered or filed in relation to the Issue, as may be required. The following information in relation to us may be disclosed:

Name: M/s. B. Thiagarajan & Co,
Chartered Accountants
Address: New No. 24, Old No. 15, Yogambal Street, T.Nagar, Chennai 600017
Tel.: +91 44 42122115
Peer review number: 015820
Firm Registration Number: 00471S
Email: btandco@gmail.com

We are not and have not been engaged or interested in the formation or promotion of the management of the Company. Additionally, we are not related to the Company or its promoters in any manner, other than the purposes of this Issue.

We further consent to be named as an “expert” as defined under Section 2(38) of the Companies Act, 2013, read with Section 26(5) of the Companies Act, 2013, in relation to the above-mentioned financial information, our report thereon included in the Letter of Offer.

We also accord our consent to the Company for including this consent letter, the Limited Review Report for the latest quarter and audited financial statements for the last Financial year, under the chapter titled “*Material Contracts and Documents for Inspection*” in the Letter of Offer and uploading the same on the website of the Company.

We confirm that while providing this certificate, we have complied with the Code of Ethics issued by the Institute of Chartered Accountants of India. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, ‘Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements,’ issued by the ICAI.



We also authorize you to deliver a copy of this letter of consent pursuant to the provisions of the Companies Act, 2013 to SEBI, the recognized stock exchanges or any regulatory authorities as required by law.

This certificate is for information, and for inclusion, in full or part, in the Letter of Offer and any other material prepared in connection with the Issue, and for the submission/ registration of this certificate as may be necessary, to any regulatory / statutory authority, recognized stock exchanges, any other authority as may be required and / or for the records to be maintained by the Lead Manager in connection with the Issue, and in accordance with applicable law, and for the purpose of any defense the Lead Manager may wish to advance in any claim or proceeding in connection with the contents of the Letter of Offer.

We confirm that the information herein is true, fair, correct, complete, accurate, not misleading and does not contain any untrue statement of a material fact nor omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading. This certificate may be relied on by the Company, Lead Manager, their affiliates and the legal advisor in relation to the Issue.


We further confirm that we have not been debarred by the SEBI from issuing certificates for listed companies, compliance of obligations of listed companies or intermediaries registered with SEBI, or for compliance of obligations which SEBI is competent to administer.

We also authorise Lead Manager to deliver this letter to SEBI, the Stock Exchanges or any other governmental or regulatory authority as may be required or in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

We undertake to immediately update you, in writing, of any changes in the abovementioned information until the date the Equity Shares issued/transferred pursuant to the Issue commence trading on the recognized stock exchange. In the absence of any such communication, you may assume that there is no change in respect of the matters covered in this certificate until the date the Equity Shares commence trading on the recognized stock exchange.

Yours faithfully,

For and on behalf of M/s. B. Thiagarajan & Co.
Chartered Accountants
Firm Registration Number: 004371S


Name: D. Aruchamy
Partner

ICAI Membership Number: 219156
Date: 22nd December, 2024
Place: Chennai
UDIN: 24219156BKARJD3050



CC

Legal advisor to the Issue
SNG & Partners
Advocates & Solicitors
One Bazar Lane, Bengali Market
New Delhi - 110 001,
India



Consent letter and Peer Review Certificate

To,

The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road,
Madurai,
Tamil Nadu, India, 625001

Sundae Capital Advisors Private Limited
404, 4th Floor,
Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
(Hereinafter referred as the "Lead Manager".)

Dear Sirs,

Re: Proposed rights issue of the equity shares of Thangamayil Jewellery Limited (the "Company" and such offering, the "Issue").

We, M/s. Gopalaiyer and Subramanian (FRN : 000960S), Chartered Accountants, Chennai, Expert of the Company, consent to our name being included in the, draft letter of offer ("DLOF") and ("LOF") filed in relation to the Issue (collectively, the "Issue Documents") or any other material in connection with the Issue.

We confirm that we have subjected ourselves to the peer review process of the Institute of Chartered Accountants of India (the "ICAI") and hold a valid Peer Review certificate dated February 11, 2024, bearing no. 016336 issued by the Peer Review Board of the ICAI, a copy of which is enclosed herewith as **Annexure A**, which is valid until February 28, 2027.

We further confirm that the peer review certificate was valid on the date on which the financial information was signed as per the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

We further confirm that we have not been engaged or interested in the formation or promotion of management of the Company.

We have conducted our examination in accordance with the "Guidance Note on Reports in Company Prospectuses (Revised 2019)", issued by the Institute of Chartered Accountants of India, in so far it relates to expert issuing certificates on information included in Issue Documents. We hereby confirm that while providing this certificate we have complied with the Code of Ethics and the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the Institute of Chartered Accountants of India.

We confirm that the information in this certificate is true, fair and correct, and is in accordance with the requirements of the Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable law, and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context. We confirm that the information in this certificate is adequate to enable investors to make a well-informed decision, to the extent that such information with respect to us is relevant to the prospective investor to make a well-informed decision.





Gopalaiyer And Subramanian Chartered Accountants

This certificate is for information and for inclusion (in part or full) in the Issue Documents or any other Issue-related material, and may be relied upon by the Company, the Book Running Lead Manager and the legal advisors appointed by the Company and the Book Running Lead Manager in relation to the Issue. We hereby consent to the submission of this certificate as may be necessary to Securities and Exchange Board of India ("SEBI"), the Registrar of Companies ("RoC"), the relevant stock exchanges, any other regulatory authority and/or for the records to be maintained by the Book Running Lead Manager and in accordance with applicable law. We hereby consent to this certificate being disclosed by the Book Running Lead Manager, if required; (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

We confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Manager until the date when the Equity Shares commence trading on the relevant stock exchanges where the Equity Shares are proposed to be listed. In the absence of any such communication from us, the Lead Manager and the legal advisor, each to the Company and the Book Running Lead Manager, can assume that there is no change to the above information until the Equity Shares commence trading on the relevant stock exchanges pursuant to the Issue.

The certificate is for the specific purpose of inclusion in the Issue Documents of the company and may not be suitable for any other purpose. The Company, the Book Running Lead Manager and Legal Advisors shall not use this for any other purpose without our prior consent.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Issue Documents.

Yours faithfully,


For and on behalf of Gopalaiyer and Subramanian
Chartered Accountants
FRN: 000960S

S. Sundar
Membership No.: 202725
Date: 22nd December, 2024
Place: Chennai
UDIN: 24202725BKKEYKU5011





Annexure A


The Institute of Chartered Accountants of India
(Setup by an Act of Parliament)

Peer Review Board

Peer Review Certificate No.: 016336

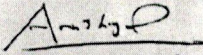
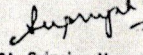

This is to certify that the Peer Review of

M/s Gopalaiyer And Subramanian
New No. 4, Old No. 28,
Guru Govind Singh Road, RS Puram,
Coimbatore-641002
FRN.: 000960S


has been carried out for the period
2020-2023

pursuant to the *Peer Review Guidelines 2022*, issued by the Council
of the Institute of Chartered Accountants of India.

This Certificate is effective from: 07-02-2024
The Certificate shall remain valid till: 28-02-2027
Issued at New Delhi on 11-02-2024

 CA. (Dr.) Anuj Goyal Chairman Peer Review Board	 CA. Sripriya Kumar Vice-Chairperson Peer Review Board	 CA. Nidhi Singh Secretary Peer Review Board
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Note : This Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the "Peer Review Guidelines 2022".


S. Sreedhar
22/12/2024