

February 04, 2025

To,
The Board of Directors
Thangamayil Jewellery Limited
124 Nethaji Road,
Madurai - 625 001

Dear Sir,

Sub.: Proposed Right Issue of Equity Shares by Thangamayil Jewellery Limited

We, Sundae Capital Advisors Private Limited, do hereby consent to act as the Lead Manager to the Issue ("**Lead Manager**") and to our name being inserted as Lead Manager to the Issue in (i) the Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited (the "**Stock Exchanges**") and thereafter submit with Securities and Exchange Board of India ("**SEBI**"), for information and record and with any other regulatory authorities; (ii) Abridged Letter of Offer to be sent to eligible equity shareholders; and (iii) all related advertisements and communications in respect of the Issue.

We further confirm the following information in relation to us is true and correct and consent to the disclosure of such information in the Letter of Offer or any other documents issued in connection with the Issue:

The following details with respect to us may be disclosed:

Sundae Capital Advisors Private Limited

404, 4th Floor, Vaibhav Chambers
Bandra Kurla Complex
Bandra (East), Mumbai - 400 051
Maharashtra, India

Tele.: +91 96 6785 9191 / +91 22 4515 5887

E-mail Id: thangamayil.rights@sundaecapital.com

Investor grievance e-mail Id: grievances.mb@sundaecapital.com

Contact person: NitiN Somani / Rajiv Sharma

Website: www.sundaecapital.com

SEBI registration number: INM000012494

We confirm that we are registered with the SEBI and that such registration is valid as on the date of this letter.

We enclose a declaration regarding our registration with SEBI as Annexure A and a copy of our registration certificate enclosed herein as Annexure B.

We also confirm that we have not been prohibited from SEBI to act as an intermediary in capital market issues.

We also agree to keep strictly confidential, until such time as the proposed transaction is publicly announced by the Company in the form of a press release, (i) the nature and scope of this transaction; and (ii) our knowledge of the proposed transaction of the Company.

We confirm that we will immediately inform the Company of any change to the above information until the date when the equity shares commence trading on the Stock Exchanges.

In absence of any such communication from us, the above information should be taken as updated information until the equity shares commence trading.

This letter may be relied upon by you and the legal advisors to the Issue in respect of the Issue.

Yours sincerely,

for Sundae Capital Advisors Private Limited

NITIN SOMANI

Digitally signed
by NITIN SOMANI
Date: 2025.02.04
23:16:36 +05'30'

NitiN Somani

Director

मर्चेट बैंककार

प्ररूप ख
FORM B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

00 2860

(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 पर्वर्ग 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

SUNDAE CAPITAL ADVISORS PRIVATE LIMITED
611 SHAHPURI TIRATH SINGH TOWER,
58, C- BLOCK, COMMUNITY CENTRE,
JANAKPURI,
NEW DELHI - 110058

का 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 प्रॉस्पेक्टस तैयार करना, निर्गमन में 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. ~~संविधान प्रबंध सेवाएं। Portfolio Management Services.~~
- *5. किसी निर्गमन के प्रबंधक, परामर्शी या सलाहकार जिनके अन्तर्गत निर्गमित 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 /

INM000012494

III. यह प्रमाणपत्र

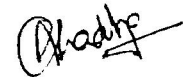
III. ~~This Certificate shall be valid from~~

This certificate of Registration shall be valid unless it is 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 सकता।

~~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



ANUPMA CHADHA



स्थान Place Mumbai

तारीख Date April 02, 2018

भारतीय प्रतिभूति और विनियम बोर्ड
के लिए और उसके अधीन से

For and on behalf of
Securities and Exchange Board of India



MUFG Intime India Private Limited
(Formerly Link Intime India Pvt. Ltd.)
CIN: U67190MH1999PTC118368
C-101, Embassy 247, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083
Phone: +91 22 4918 6000
Fax: +91 22 4918 6060
Email: mumbai@linkintime.co.in
Website: www.linkintime.co.in

Date: 24th January, 2025.

To,

The Board of Directors
Thanga Mayil 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
(referred to as the “Lead Manager”)

Dear Sirs,

Re: Proposed fast track rights issue of up to [●] fully paid equity shares having face value of Rs [●] each aggregating up to INR [●] (Indian Rupees [●] only) (the “Equity Shares”) of Thanga Mayil Jewellery Limited (the “Company”) under Chapter III of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), Section 62(1)(a) and other applicable provisions of the Companies Act, 2013, as amended (“Companies Act”) through Rights Issue (such offering, the “Issue”).

We, the undersigned, hereby consent to act as Registrar to the Issue and to our name being inserted as ‘Registrar to the Issue’ (i) the Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited (the “Stock Exchanges”) and thereafter submit with Securities and Exchange Board of India (“SEBI”), for information and record and with any other regulatory authorities; (ii) Abridged Letter of Offer to be sent to eligible equity shareholders; and (iii) all related advertisements and communications in respect of the Issue.

We further confirm the following information in relation to us is true and correct and consent to the disclosure of such information in the Letter of Offer or any other documents issued in connection with the Issue:



MUFG Intime India Private Limited
(Formerly Link Intime India Pvt. Ltd.)
CIN: U67190MH1999PTC118368
C-101, Embassy 247, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083
Phone: +91 22 4918 6000
Fax: +91 22 4918 6060
Email: mumbai@linkintime.co.in
Website: www.linkintime.co.in



MUFG Intime India Private Limited
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083, Maharashtra
Telephone: +91 8108114949
Email: thangamayil.rights2024@linkintime.co.in
Website: www.linkintime.co.in
Investor Grievance Email: thangamayil.rights2024@linkintime.co.in
Contact Person: Ms. Shanti Gopalkrishnan
SEBI Registration Number: INR000004058
CIN: U67190MH1999PTC118368

We confirm that we are registered with SEBI and as on date our registration is valid. A copy of our registration certificate is enclosed as **Annexure A** and we further enclose a declaration regarding our registration with SEBI as **Annexure B**.

We also confirm that, as on the date of this letter, we have not been prohibited by SEBI from acting as an intermediary in capital market issues. We further confirm we have not been debarred from functioning by any regulatory authority, court or tribunal. We further confirm that no enquiry/investigation is presently being conducted by SEBI on us.

Further, as on the date of the Letter of Offer, we confirm that we and our associates do not hold any Equity Shares of the Company.

In accordance with the requirements of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, we confirm that we shall ensure that the Basis of Allotment is finalised in a fair and proper manner as may be prescribed by SEBI.

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

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

We further confirm that the information in relation to us in this certificate together with the annexures is true and correct.

We confirm that we 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



MUFG Intime India Private Limited
(Formerly Link Intime India Pvt. Ltd.)
CIN: U67190MH1999PTC118368
C-101, Embassy 247, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083
Phone: +91 22 4918 6000
Fax: +91 22 4918 6060
Email: mumbai@linkintime.co.in
Website: www.linkintime.co.in

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.

We 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.

We also consent to the extracts of this certificate being used for disclosure in the 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 Letter of Offer of the Company.

Yours faithfully,
For and behalf of MUFG Intime India Private Limited

A handwritten signature in blue ink, followed by a circular blue stamp containing the text 'MUMBAI' and 'INDIA'.

Name: Sumit Dudani
Designation: Vice President – Primary Market

Copy to:

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

Encl.: Annexure A and Annexure B



MUFG Intime India Private Limited
(Formerly Link Intime India Pvt. Ltd.)
CIN: U67190MH1999PTC118368
C-101, Embassy 247, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083
Phone: +91 22 4918 6000
Fax: +91 22 4918 6060
Email: mumbai@linkintime.co.in
Website: www.linkintime.co.in

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 Registrar to the Offer is true and correct:

1. Registration Number:	INR000004058
2. Date of registration/ Renewal of registration:	05.12.2024
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 registrars 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 / 04.12.2029
8. Details of any penalty imposed	None

Annexure B

निर्गम रजिस्ट्रार और शेयर अंतरण अभिकर्ता	प्रारूप ख FORM B	REGISTRARS TO AN ISSUE AND SHARE TRANSFER AGENTS
भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA [निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता] विनियम, 1993 (Registrars to an issue and Share transfer agents) Regulations, 1993 (विनियम 8) (Regulation 8)		
रजिस्ट्रीकरण का प्रमाणपत्र CERTIFICATE OF REGISTRATION		
<p>I. बोर्ड, भारतीय प्रतिभूति और विनियम अधिनियम, 1992 के अधीन बनाये गए नियमों और विनियमों के साथ पठित उस अधिनियम की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए प्रवर्ग-I में निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता/प्रवर्ग-II में निर्गम-रजिस्ट्रार*/शेयर* अंतरण अभिकर्ता 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, 1992 read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to</p> <p style="text-align: center;">Link Intime India Pvt Ltd C-101 1 st Floor, 247 Park, LBS Marg, Vikhroli West MUMBAI - 400083, MAHARASHTRA, INDIA</p> <p>को नियमों की शर्तों के अधीन रहते हुए और विनियमों के अनुसार क्रियाकलाप करते के लिए, जैसे उसमें विनिर्दिष्ट है, इसके द्वारा रजिस्ट्रीकरण का प्रमाणपत्र देता 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>II. निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता का रजिस्ट्रीकरण कोड</p> <p>II. Registration Code for the registrar to an issue and share transfer agent is INR000004058</p> <p style="text-align: center;">This certificate of Registration shall be valid from 05/12/2024 till it is Suspended or cancelled by the Board</p> <p>III. जब तक नवीकृत न किया जाए रजिस्ट्रीकरण प्रमाणपत्र तक विधिमाम्य है।</p> <p>III. Unless renewed, the certificate of registration is valid from</p>		
स्थान Place	Mumbai	
तारीख Date	December 05, 2024	
*जो लागू न हो उसे काट दें। *Delete whichever is not applicable		
		 आदेश से भारतीय प्रतिभूति और विनियम बोर्ड के लिए और उसकी ओर से By order For and on behalf of Securities and Exchange Board of India  Narendra Rawat प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory



Consent letter from bankers to the Company

Date: 05th February, 2025

To,

The Board of Directors
ThangaMayil Jewellery Limited
124 Nethaji Roadmadurai, .
625001,
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, the undersigned, consent to our name being inserted as '*Banker to the Company*' in (i) the Letter of Offer that the Company intends to file with BSE Limited and / or National Stock Exchange of India Limited (the "**Stock Exchanges**") and thereafter submit with Securities and Exchange Board of India ("**SEBI**"), for information and record and with any other regulatory authorities; (ii) Abridged Letter of Offer to be sent to eligible equity shareholders; and (iii) all related advertisements and communications in respect of the Issue.

We further confirm the following information in relation to us is true and correct and consent to the disclosure of such information in the Letter of Offer / Offer Documents or any other documents issued in connection with the Issue:

Logo: AXIS BANK LIMITED
CHAMIER'S ROAD BRANCH

NO.23/24, GROUND FLOOR,
"SHREYAS" WESTERN WING
CHAMIER'S ROAD, CHENNAI - 600 018

Contact Person: **RADHAKRISHNAN U / RAJARAM MOHAN**

Telephone Number: 9176907821 / 9176907822

Facsimile

Email: chamiersroad.branchhead@axisbank.com / chamiersroad.operationshead@axisbank.com

Website: axisbank.com

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any material respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well informed decision.


RADHAKRISHNAN U
AVP & Branch Head
EMP. No. 79651 S.S. No. 33849
Chamiers Road Branch-782





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

We further confirm that the information in relation to us in this certificate together with the annexures is true and correct.

We confirm that we 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.

We 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.

We also consent to the extracts of this certificate being used for disclosure in the Letter of Offer/offer documents 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 Letter of Offer of the Company.

Yours faithfully,
For and behalf of [Axis Bank Limited]

Name: Radhakrishnan U
Designation: AVP & Branch Head

RADHAKRISHNAN U
AVP & Branch Head
EMP. No. 79651 S.S. No. 33849
Chamiers Road Branch-782



Copy to:

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

Consent from Monitoring Agency

[To be delivered prior to the filing of the PPD]

Date: February 05, 2025

To,
The Directors,
Thangamayil Jewellery Limited
25/6 - Palami Center IInd & IIIrd floor,
New Natham Road, Near Ramakrishna Mutt,
Madurai-625014.

Dear Sir/Ma'am,

Sub: Proposed Rights Issue of equity shares of face value ₹ 10 each ("Equity Shares") aggregating up to INR 510 Crores by Thangamayil Jewellery Limited (the "Company" and such issue, the "Issue").

We, CARE Ratings Limited ("CARE"), consent to the inclusion of our name and the details mentioned herein, as the Monitoring Agency to the Issue and to the inclusion the information contained in this letter in the Letter of Offer (collectively, the "Offer Documents") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), 07th March, 2025 Mumbai and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable and any other document in relation to the Offer as per applicable law.

The following details with respect to us may be disclosed in the Offer Documents:

Name: **CARE Ratings Limited**

Address: 4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai 400 022.

Telephone number: +91 - 22 - 6754 3456

E-mail ID: Nikhil.Soni@careedge.in

Website: www.careratings.com

Contact person: Mr. Nikhil Soni

SEBI registration number: IN/CRA/004/1999

CIN: L67190MH1993PLC071691

We enclose a copy of our registration certificate and declaration 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 or debarred by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We have also not been debarred from functioning as a credit rating agency by any regulatory authority.

We confirm that the information in this certificate is true, correct, accurate, and not misleading in any material respect. CARE's consent is subject to the Company ensuring its compliance with applicable laws in relation to the Offer and that there is no misrepresentation/ modification to above mentioned information which is required to be reproduced on an "as is" basis.

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai - 400 022.
Phone: +91-22-6754 3456 • Email: care@careedge.in • www.careedge.in

CIN-L67190MH1993PLC071691

We confirm that we will immediately communicate any changes to the above information in writing to the Company, until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This consent letter may be relied upon by the Company, the Lead Managers and the legal advisors to each of the Company. 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, statutory or judicial authorities as may be required and/or for the records to be maintained by the Book Running Lead Managers in accordance with applicable law.

The Monitoring Agency and its affiliates have no fiduciary relationship in connection with the Company. The Monitoring Agency and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the Monitoring Agency obtains information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors, lawyers, chartered engineers or other experts, and relies on in its reports. All capitalised terms used herein, unless otherwise specifically defined, shall have the same meaning as ascribed to them in the Offer Documents.

Yours faithfully,
For **CARE Ratings Limited**



Authorized Signatory
Name: Nikhil Soni
Designation: Director

CC:

CC:

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai - 400 022.
Phone: +91-22-6754 3456 • Email: care@careedge.in • www.careedge.in

CIN-L67190MH1993PLC071691

Annexure A

COPY OF REGISTRATION CERTIFICATE

प्ररूप ख
FORM B

भारतीय प्रतिभूति और विनियम बोर्ड (साख निर्धारण एजेंसियाँ) विनियम, 1999
SECURITIES AND EXCHANGE BOARD OF INDIA
(CREDIT RATING AGENCIES) REGULATIONS, 1999

[विनियम 8 (1) / विनियम 8 क(6)]
[REGULATION 8 (1) / REGULATION 8 A(6)]

साख निर्धारण एजेंसी के रूप में आसंभिक / स्थायी रजिस्ट्रीकरण प्रमाणपत्र
CERTIFICATE OF INITIAL / PERMANENT REGISTRATION AS CREDIT RATING AGENCY

- I. बोर्ड भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992, के अधीन बनाए गए विनियमों के साथ पठित उस अधिनियम की धारा 12 की उपधारा (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 regulations made thereunder the Board hereby grants a certificate of ~~initial~~/ permanent registration to

क्रेडिट एनेलिसिस एण्ड रिसर्च लिमिटेड
CREDIT ANALYSIS & RESEARCH LIMITED

को साख निर्धारण एजेंसी के क्रियाकलाप करने के लिए विनियमों में शर्तों के अनुसार और के अध्यक्षीन साख निर्धारण एजेंसी के रूप में आसंभिक / स्थायी रजिस्ट्रीकरण प्रमाणपत्र एतद्वारा प्रदान करता है ।

as a credit rating agency in accordance with and subject to the conditions in the regulations to carry out the activity of the credit rating agency.

- II. साख निर्धारण एजेंसी के लिए रजिस्ट्रीकरण सं. आईएन/सानिए/004/1999 है ।
Registration Number for the Credit Rating Agency is IN/CRA/004/1999.
- III. यह रजिस्ट्रीकरण प्रमाणपत्र से तक / स्थायी रूप से विधिमान्य होगा, जब तक कि बोर्ड द्वारा निलंबित या रद्द न कर दिया जाये ।
This certificate of registration shall be valid from to / for permanent, unless suspended or cancelled by the Board.

स्थान : मुंबई
Place : Mumbai
तारीख : 30 दिसम्बर, 2011
Date : December 30, 2011

आदेश द्वारा
भारतीय प्रतिभूति और विनियम बोर्ड के लिए और की ओर से
By order for and on behalf of
SECURITIES AND EXCHANGE BOARD OF INDIA



Prasanta Mahapatra
Ri (प्रशांत महापात्र Prasanta Mahapatra)
प्रभाग मुख्य / Division Chief

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai - 400 022.
Phone: +91-22-6754 3456 • Email: care@careedge.in • www.careedge.in

CIN-L67190MH1993PLCO71691

Date: November 06, 2024

To,

The Board of Directors

Thanga Mayil Jewellery Limited

124 Nethaji Road, 625001, NA, Madurai
Tamil Nadu, India, 625001.

Sundae Capital Advisors Private Limited

404, 4th Floor, Vaibhav Chambers
Bandra Kurla Complex
Bandra (East),
Mumbai - 400 051
M: +91 9691218818

(referred to as the “**Lead Manager**”)

Dear Sir,

Re: Proposed rights issue of equity shares of face value of ₹ 10 each (the “Equity Shares”) by Thanga Mayil Jewellery Limited (the “Company”) in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time and other applicable laws (the “Issue”)

We, SNG & Partners, hereby consent to act as the legal counsel to the Issue and consent to our name and the details mentioned herein, being inserted as the legal counsel to the Issue in the draft letter of offer intended to be filed by the Company with the Securities and Exchange Board of India (“**SEBI**”), BSE Limited (“**BSE**”) and the National Stock Exchange Limited (“**Stock Exchanges**”) where the Equity Shares are proposed to be listed and the letter of offer intended to be filed with the SEBI and Stock Exchanges, as well as in other documents in relation to the Issue (the “**Issue Documents**”).

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

Name: SNG & Partners

Address: Unit 13A, 13th Floor, Earnest House, NCPA Marg, Nariman Point, Mumbai – 400021

Telephone Number(s): 022-69835175

Contact Person: Mr. Aditya Vikram Dua

Website: www.sngpartners.in

Email: aditya_dua@sngpartners.in



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 writing in the above information to the Company and the Lead Manager until the date when the Equity Shares that are allotted and transferred in the Issue, commence trading on the Stock Exchanges. In the absence of any such communication from us, the Lead Manager and the legal counsel, you 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 the Issue Documents, and may be relied upon by the Company, the Lead Manager and the legal counsel in relation to the Issue.

We also consent to the submission of this certificate as may be necessary to any regulatory authority and/or for the records to be maintained by the Lead Manager in connection with the Issue 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.

Yours faithfully,

For and on behalf of **SNG & Partners**



Authorized signatory

Designation: Associate Partner

Name: Aniket Sawant

