

Date: August 18, 2024

To,
The Board of Directors,
Unimech Aerospace and Manufacturing Limited
538, 539, 542, & 543
7th Main of Peenya IV Phase
Industrial Area
Yeshwanthpur Hobli
Bangalore - 560 058
Karnataka, India

Re: Proposed initial public offering of equity shares of face value of ₹ 5 each (the "Equity Shares") of Unimech Aerospace and Manufacturing Limited (the "Company") comprising a fresh issue of the Equity Shares of the Company ("Fresh Issue") and an offer for sale of Equity Shares by certain existing shareholders of the Company (the "Offer for Sale", and together with the Fresh Issue, the "Offer")

Dear Sir/Madam,

We, Anand Rathi Advisors Limited, do hereby consent to act as a Book Running Lead Managers to the Offer and to our name and the details mentioned herein, being inserted as a Book Running Lead Managers 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, Karnataka at Bangalore ("RoC"), and the stock exchange(s), as applicable, where the Equity Shares are proposed to be listed ("Stock Exchange(s)") 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.

Logo:

ANANDRATHI
INVESTMENT BANKING

Name: Anand Rathi Advisors Limited

Address: 11th Floor, Times Tower, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai, 400013.

Telephone Number: + 91 22 4047 7120

E-mail: ipo.unimech@rathi.com

Website: www.anandrathiib.com

Contact Person: Arpan Tandon

Investor Grievance e-mail: grievance.ecm@rathi.com

SEBI Registration Number: INM000010478

CIN: U17100MH1987PLC043579

We confirm that the information and confirmations set out in this certificate are true, correct, adequate, not misleading in any material respect and do not omit to state a material fact necessary in order to make the statements herein, in the light of the circumstances under which they were made, not misleading.



Anand Rathi Advisors Limited

CIN No. : U17100MH1987PLC043579

11th Floor, Times Tower, Kamala city, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.
Tel.:+91 22 4047 7000 (Corporate Office)

Express Zone, A Wing, 10th Floor, Western Express Highway, Goregaon (East), Mumbai 400 063, Maharashtra.
Tel: 9122 6281 7000 (Registered Office) Website: www.anandrathiib.com

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 or debarred by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues.¹

We further confirm that we are not an associate of the Company in terms of the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended, and that neither we nor our associates hold any Equity Shares in the Company.

We confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Managers to the Offer (the "**Book Running Lead Managers**") until the date when the Equity Shares allotted and transferred in the Offer, commence trading on the Stock Exchanges. In the absence of any such communication from us, Book Running Lead Managers and the legal counsel, each to the Company and the Book Running Lead Managers, can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This consent letter, including any annexures hereto is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Company, the Book Running Lead Managers and the legal counsels appointed by the Company and the Book Running Lead Managers in relation to the Offer. We also consent to the inclusion of this consent letter as a part of "*Material Contracts and Documents for Inspection*" in connection with the Offer, which will be available to the public for inspection and uploaded on the website of the Company from the date of the RHP until the Bid / Offer Closing Date.

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

Yours faithfully,
For Anand Rathi Advisors Limited

Authorized signatory

Name: Samir Bahl

Designation: Chief Executive Officer (CEO) - Investment Banking



CC:

Legal Counsel to the Book Running Lead Manager

J. Sagar Associates

One Lodha Place, 27th Floor,
Senapati Bapat Marg, Lower Parel,
Mumbai - 400013

Legal Counsel to the Company

Trilegal

One World Centre
10th Floor, Tower 2A & 2B,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400 013

¹ Regulation 8(2) of SEBI (Merchant Bankers) Regulations, 1992 and Regulation 69(1) of SEBI ICDR Regulations

Annexure A

मर्चेन्ट बैंककार

फॉर्म B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

002745 (मर्चेन्ट बैंककार) विनियम, 1992
(MERCHANT BANKERS) REGULATIONS, 1992

(बिधि 8) Regulation 8A
(regulation 8)

रजिस्ट्रिकरण प्रमाणपत्र PERMANENT REGISTRATION
CERTIFICATE OF REGISTRATION

I. बोर्ड, उसके द्वारा कानून का निर्यात और विनियमों के साथ भारत में प्रतिभूति और विनियम कार्य अधिनियम, 1992 की धारा 12 की प्रावधान (1) के अन्तर्गत अधिकारों का प्रयोग करते हुए इसके द्वारा परत 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

ANAND RATHI ADVISORS LIMITED
4TH FLOOR, SILVER METROPOLIS
JAI COACH COMPOUND
OPP, BIMBISAR NAGAR
GOREGAON (E)
MUMBAI 400 063

COLOUR XEROX COPY

का नियमों में शर्तों के अधीन रहने हुए और विनियमों के अनुसूचित निर्धारित क्रियावलीय करने का रजिस्ट्रिकरण 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 निगम का पब्लिक जिनके अन्तर्गत प्रायोजन किया जाता निगम में संघर्षित जानकारी प्रदान करना, निगमगत संरचना, प्रदर्शनीय करता, विस्तारिता में संबंध बनाना, प्रतिपन्न आवंटन और अधिक आवंटन प्रकृति का निर्धारण 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. निवेशक सलाहकार। Investment Adviser
3. निगमों का निर्यातन। Underwriting of issues
4. निगमों का प्रबंधन। Portfolio Management Services
5. किसी निगम के प्रबंधक, प्रबन्धी या सलाहकार जिनके अन्तर्गत निगमगत सलाहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services
6. सलाहकार या सलाहकार। Consultant or Adviser

(1) को लागू न हो उसे हटा दें। (*Delete whichever are not applicable)

INM000010478

II. मर्चेन्ट बैंककार के लिए रजिस्ट्रिकरण कोड
II. Registration Code for the merchant banker is MB /
This Certificate of Registration shall be valid for permanent unless suspended or cancelled by the Board

III. यह प्रमाणपत्र
III. This Certificate shall be valid from

का निर्धारण होता है और जो भारत में प्रतिभूति और विनियम कार्य अधिनियम, 1992 में विनिर्दिष्ट के अन्तर्गत किया जा सकता है।
and may be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992

MUMBAI

स्थान Place December 20, 2013

तारीख Date



अधीन हस्ता
By order
RUSHI CHOUHAN

भारतीय प्रतिभूति और विनियम बोर्ड
के लिए और उसके अधीन से
For and on behalf of
Securities and Exchange Board of India

