

Date: April 09, 2025

To,  
**The Board of Directors**  
**Sattva Engineering Construction Limited**  
Greems Dugar, 4th floor, North Wing,  
Old No. 149, New No. 64, Greems Road, Thousand Lights,  
Chennai - 600 006, Tamil Nadu, India.

**Re: Proposed initial public offering of equity shares of face value of ₹ 10/- (Rupees Ten only) each (the "Equity Shares") of Sattva Engineering Construction Limited (the "Company") comprising a fresh issue of the Equity Shares of the Company ("Issue")**

We, **Vivro Financial Services Private Limited**, do hereby consent to act as the Book Running Lead Manager to the Issue ("**Book Running Lead Manager**") and to our name being inserted as Book Running Lead Manager to the Issue in the draft red herring prospectus ("**DRHP**"), red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") (collectively, the "**Issue Documents**") to be filed with Securities and Exchange Board of India ("**SEBI**"), National Stock Exchange of India Limited ("**NSE**" / "**Stock Exchange**") and with any other regulatory or statutory body and in any other documents, which the Company intends to file/publish in respect of the Issue, and also in all related advertisements and other material related to 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 Offer Documents or any other documents issued in connection with the Issue:

**Name:** Vivro Financial Services Private Limited  
**Address:** 607/608, Marathon Icon, Opp. Peninsula Corporate Park,  
Off. Ganpatrao Kadam Marg, Veer Santaji Lane,  
Lower Parel, Mumbai – 400 013, Maharashtra, India.  
**Telephone:** +91-22 6666 8040;  
**E-mail:** [investors@vivro.net](mailto:investors@vivro.net);  
**Website:** [www.vivro.net](http://www.vivro.net);  
**Investor Grievance E-mail:** [investors@vivro.net](mailto:investors@vivro.net);  
**Contact Person:** Hardik Vanpariya/ Aradhy Rajyaguru  
**SEBI Registration Number:** INM000010122

Logo :

**VIVRO**

We confirm that we are registered with SEBI as a Merchant Banker and as on date our registration is valid. We also confirm that as on date, we have not been prohibited by SEBI, any other regulatory authority, court or tribunal to act as an intermediary in a capital markets issue. We further confirm that we have not been debarred from functioning by any regulatory authority. A copy of our registration certificate is enclosed as **Annexure A**.

Further, except as disclosed below, as on the date, we confirm that neither we nor our associates hold any Equity Shares of the Company. We confirm that we are not an 'associate' of the Company as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended.

This letter may be relied on by the Company and the legal advisor in relation to the Issue. We authorize you to deliver this letter of consent to SEBI and the Stock Exchange pursuant to the applicable laws, or any other governmental or regulatory authority as may be required.

We confirm that we will immediately inform the Company in writing of any changes to the information stated in this letter until the receipt of the final listing and trading approval from the Stock Exchange of the Equity Shares issued





**Vivro Financial Services Private Limited**

607/608, Marathon Icon, Veer Santaji Lane,  
Opp. Peninsula Corporate Park, Off Ganpatrao  
Kadam Marg, Lower Parel, Mumbai - 400013  
Tel. : +91 (22) 6666 8040  
www.vivro.net

pursuant to the Issue and commencement of trading on the Stock Exchange. In the absence of any communication in this regard, the information stated in this letter should be taken as updated information until the date of commencement of listing and trading of the Equity Shares issued pursuant to the Issue on the Stock Exchange of the Equity Shares issued pursuant to the Issue.

We consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials.

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

**Yours faithfully,  
For, Vivro Financial Services Private Limited**

**Vivek Vaishnav  
Director  
DIN: 00925446**



**Enclosed: Annexure A: SEBI Registration Certificate**

Date: April 09, 2025

To,  
**The Board of Directors**  
**Sattva Engineering Construction Limited**  
Greems Dugar, 4th floor, North Wing,  
Old No. 149, New No. 64, Greems Road, Thousand Lights,  
Chennai - 600 006, Tamil Nadu, India.

Dear Sirs,

**Sub: Proposed initial public offering of equity shares of face value of ₹ 10/- (Rupees Ten only) each (the "Equity Shares") of Sattva Engineering Construction Limited (the "Company") comprising a fresh issue of the Equity Shares of the Company ("Issue")**

**Sub: Consent Letter from the Book Running Lead Manager to the Issue**


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 Category-I Merchant Banker are true and correct:

Sr. No.	Particulars	Details
1.	Registration Number	INM000010122
2.	Date of registration/ date of last renewal of registration/ date of application for renewal of registration	May 28, 2012
3.	Date of expiry of registration	Permanent Registration
4.	Details of any communication from SEBI prohibiting from acting as an intermediary	No
5.	Details of any pending inquiry/ investigation being conducted by SEBI	No
6.	Details of any penalty imposed by SEBI	No

We also hereby enclose a copy of our SEBI registration certificate.



We shall immediately inform the Company of any changes, additions or deletions in respect of the matters covered in this certificate till the date when the securities of the Issuer, offered, issued and allotted pursuant to the Issue, are traded on the relevant Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the listing and trading of the Equity Shares on the Stock Exchange.

**Yours faithfully,**  
**For, Vivro Financial Services Private Limited**

  
**Vivek Vaishnav**  
**Director**  
**DIN: 00925446**



**Annexure – SEBI Registration Certificate**

<b>मर्चेट बैंककार</b>	रूप ब FORM B	<b>MERCHANT BANKER</b>
<b>भारतीय प्रतिभूति और विनियम बोर्ड</b> <b>SECURITIES AND EXCHANGE BOARD OF INDIA</b>		
002576	(मर्चेट बैंककार) विनियम, 1992 (MERCHANT BANKERS) REGULATIONS, 1992	
(विनियम 8) (regulation 8) / Regulation 8A		
<b>रजिस्ट्रीकरण प्रमाणपत्र</b> / <b>PERMANENT REGISTRATION</b> <b>CERTIFICATE OF REGISTRATION</b>		
1. सोर्ट. इसके द्वारा बनाए गए नियमों और विनियमों के साथ परिनियमित प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 को धारा 12 की उपधारा (1) की शर्तों पर निम्नलिखितों का प्रमाण करने हेतु इसके द्वारा पत्रां / 44-III-IV में मर्चेट बैंककार के रूप में		
1. 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		
<b>VIVRO FINANCIAL SERVICES PVT. LTD.</b> <b>"VIVRO HOUSE", 11, SHASHI COLONY,</b> <b>OPP. SUVIDHA SHOPPING CENTRE, PALDI,</b> <b>AHMEDABAD – 380 007.</b>		
और विनियमों में जहाँ के अधीन रहने हुए और विनियमों के अनुसार निम्नलिखित क्रियाकलाप करने का रजिस्ट्रीकरण प्रमाणपत्र देता है :- as a merchant banker in Category I / <del>II</del> / <del>III</del> / <del>IV</del> subject to conditions in the rules and in accordance with the regulations to carry out following activities :-		
1. किसी निष्पादन का सर्वोच्च सिंगल अन्वेषण कार्य करना, विनियम में मर्यादित शर्तों पर प्रस्ताव करना, विनियमों में मर्यादित शर्तों पर प्रस्तावों को मंजूरी देना, अंतिम अंशों का निर्धारण और अधिक प्रोस्पेक्टस प्रकाशन का प्रबंधन 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. निष्पादन सलाहकार। Investment Adviser		
3. निष्पादन का निम्नलिखित। Underwriting of Issues.		
4. पोर्टफोलियो प्रबंधन सेवाएँ। Portfolio Management Services.		
5. किसी निष्पादन के प्रबंधक, परामर्शों या सलाहकार समेत अन्योन्य निष्पादन सलाहकार समाप्त में। Manager, Consultant or Adviser to any issue including corporate advisory services.		
6. परामर्शों या सलाहकार। Consultant or Adviser.		
* जो लागू न हो उसे हटा दें। (*Delete whichever are not applicable)		
II. मर्चेट बैंककार के लिए रजिस्ट्रीकरण कोड II. Registration Code for the merchant banker is MB /		INM000010122
This certificate of Registration shall be valid for permanent unless suspended or cancelled by the Board		
III. इस प्रमाणपत्र III. This Certificate shall be valid from		
इसके अतिरिक्त इसके और इसे परामर्श प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 में परिभाषित शर्तों के अधीन -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
		 <b>K. SARAVANAN</b> भारतीय प्रतिभूति और विनियम बोर्ड के लिए और उसके द्वारा For and on behalf of Securities and Exchange Board of India
स्थान Place	MUMBAI	
तिथि Date	MAY 28, 2012	

