

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.

Sub: Consent to act as the "Underwriter" for the proposed public issue of equity shares of face value of ₹ 10/- (Rupees Ten only) each (the "Equity Shares") of Sattva Engineering Construction Limited (referred to as "Issue").

Dear Sir,

We, **Vivro Financial Services Private Limited**, hereby give our consent to act as the **Underwriter to the Issue** and to our name being inserted as the Underwriter in the Draft Red Herring Prospectus, Red Herring Prospectus and Prospectus to be filed with EMERGE platform of National Stock Exchange of India Limited ("**Stock Exchange**"), the Registrar of Companies, Tamil Nadu and Andaman ("**RoC**") and SEBI which the Company intends to issue in respect of the Issue and also in all related advertisements and communications sent pursuant to the Issue. The following details with respect to us may be disclosed:

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 – 400013, Maharashtra, India
Telephone: +91-22 6666 8040;
E-mail: investors@vivro.net;
Website: www.vivro.net;
Investor Grievance E-mail: investors@vivro.net;
Contact Person: Vivek Vaishnav
SEBI Registration Number: INM000010122

Logo :

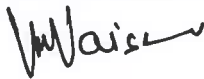
VIVRO

We confirm that we are registered with the SEBI and that such registration is valid as on date of this letter. We enclosed a copy of our registration certificate and declaration regarding our registration with SEBI in the required format as **Annexure A**. We also certify that we have not been prohibited from SEBI to act as an intermediary in capital market issues. We also authorize you to deliver a copy of this letter of consent to the Stock Exchange, RoC and SEBI, pursuant to the provisions of Section 26 of the Companies Act, 2013 and other applicable laws or any other regulatory authority as required by law.

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 proposed transaction of the Company.

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 - SEBI Registration Certificate

Annexure A

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.

Sub: Consent to act as the "Underwriter" for the proposed public issue of equity shares of face value of ₹ 10/- (Rupees Ten only) each (the "Equity Shares") of Sattva Engineering Construction Limited (referred to as "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 an Underwriter is 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 shall immediately intimate 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 Company, offered, issued and allotted pursuant to the Issue, are traded on the 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



(Encl: as above)

Annexure – SEBI Registration Certificate

| | | |
|--|--------------------------|--|
| मर्चेन्ट बैंककार | फॉर्म B FORM B | MERCHANT BANKER |
| भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA | | |
| 00 25 7 B (मर्चेन्ट बैंककार) विनियम, 1992 (MERCHANT BANKERS) REGULATIONS, 1992 | | |
| (विनियम B) (regulation B) / Regulation 8A | | |
| रजिस्ट्रीकरण प्रमाणपत्र / PERMANENT REGISTRATION CERTIFICATE OF REGISTRATION | | |
| <p>1. बाई. द्वारा द्वारा बनाए गए नियमों और विनियमों के साथ पंक्ति भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 के धारा 12 की अर्थात् (1) का पठन शक्तियों का प्रयोग करने हुए हम क द्वारा यहाँ 1 / 44 / 111 / 112 में मर्चेन्ट बैंककार के रूप में</p> <p>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</p> | | |
| <p>VIVRO FINANCIAL SERVICES PVT. LTD. "VIVRO HOUSE", 11, SHASHI COLONY, OPP. SUVIDHA SHOPPING CENTRE, PALDI, AHMEDABAD – 380 007.</p> | | |
| <p>को नियमों में प्राप्ति के अर्थात् करने हुए और विनियमों के अनुसार निर्धारित क्रियाकलाप करने का प्रतिज्ञाकरण प्रमाणपत्र यथा :- as a merchant banker in Category 1 / 44 / 111 / 112 subject to conditions in the rules and in accordance with the regulations to carry out following activities :-</p> <p>1. किसी निष्पक्ष का पत्रों जिनके अन्तर्गत पारस्परिक सेवा करना, निष्पक्ष में रजिस्ट्रार जानकारी रखना करना, निष्पक्ष में प्रस्तावित करना, निष्पक्ष में मूल्य वसूली, अंतिम अर्थात् और अंतिम अर्थात् प्रस्तावों का प्रतिक्रिया 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.</p> <p>2. निष्पक्ष सलाहकार। Investment Adviser</p> <p>3. निष्पक्षों का निष्पक्ष। Underwriting of Issues</p> <p>4. निष्पक्ष प्रबंधन सेवाएँ। Portfolio Management Services</p> <p>5. किसी निष्पक्ष के प्रबंधन, प्रबंधकों या सलाहकार जिनके अन्तर्गत निष्पक्ष सलाहकार सेवाएँ हैं। Manager, Consultant or Adviser to any issue including corporate advisory services</p> <p>6. निष्पक्षों का सलाहकार। Consultant or Adviser.</p> <p>(किसी काल में ही इसे काट दें।) ("Delete whichever are not applicable")</p> | | |
| | | INM00010122 |
| <p>II. Registration Code for the merchant banker is MB /</p> <p>This certificate of Registration shall be valid for permanent unless suspended or cancelled by the Board</p> | | |
| <p>III. This Certificate shall be valid from</p> | | |
| <p>IV. This certificate shall be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Banker(s) Regulations, 1992.</p> | | |
| | | <p>द्वारा जारी By order</p> <p> K. SARAVANAN भारतीय प्रतिभूति और विनियम बोर्ड के लिए और उसके लिए For and on behalf of Securities and Exchange Board of India</p> |
| स्थान Place | MUMBAI | |
| दिनांक Date | MAY 28, 2012 | |

