

(A) CONSENT LETTER FROM COMPANY SECRETARY AND CHIEF COMPLIANCE OFFICER

Date: 07/12/2023

To,

The Board of Directors
India Shelter Finance Corporation Limited
6th Floor, Plot No. 15
Sector 44, Institutional Area, Gurgaon
Haryana – 122 002, India Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares of face value of ₹ 5 (the “Equity Shares”) of India Shelter Finance Corporation Limited (the “Company”) comprising a fresh issue by the Company (“Fresh Issue”) and an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer for Sale” and together with the Fresh Issue, the “Offer”)

I, Mukti Chaplot, hereby give my consent to my name and other details mentioned herein being included as Company Secretary and Chief Compliance Officer of the Company in the Red herring prospectus (“RHP”) intended to be filed by the Company with the Securities and Exchange Board of India (the “SEBI”) and any relevant stock exchange(s) where the Equity Shares are proposed to be listed (the “Stock Exchanges”) and the prospectus (“Prospectus”) intended to be filed with the Registrar of Companies, Delhi and Haryana, at New Delhi (“RoC”) and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the “Offer Documents”).

I am a member of the Institute of Company Secretaries of India, holding membership number 38326. Further, I am responsible for monitoring compliance of the securities laws and for redressal of investor grievances, in connection with the Offer and subsequent listing of the Company’s Equity Shares on the Stock Exchanges.

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

Name: Mukti Chaplot
Designation: Company Secretary and Chief Compliance Officer
Address: 6th Floor, Plot No. 15, Sector-44, Institutional Area, Gurgaon-122002
Telephone Number: 91 124 413 1800
Email: compliance@indiashelter.in

I confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

I agree to keep the information regarding the Offer strictly confidential.

We confirm that this certificate, including any annexures hereto, is for information and for inclusion (in part or full) in the RHP and the Prospectus filed in relation to the Offer (collectively, the “Offer Documents”) or any other Offer-related material.

This certificate may be relied upon by the Company, the BRLMs, and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this certificate as may be necessary to the Securities and Exchange Board of India, the Registrar of Companies, Delhi and Haryana, at New Delhi the relevant stock exchanges where the Equity Shares are proposed to be listed (the “Stock Exchanges”) and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay communicate any changes in writing in the above information to the BRLMs until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the RHP/Prospectus

Yours faithfully,



Name: Mukti Chaplot

Designation: Company Secretary and Chief Compliance Officer

CC:

ICICI Securities Limited

ICICI Venture House
Appasaheb Marathe Marg, Prabhadevi
Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited

1202, 12th Floor
First International Financial Center
G-Block, C54 & 55, Bandra Kurla Complex
Bandra (East), Mumbai 400098
Maharashtra, India

Kotak Mahindra Capital Company Limited

1st Floor, 27 BKC, Plot No. 27
G Block, Bandra Kurla Complex
Bandra (East), Mumbai 400 051
Maharashtra, India

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas

3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Book Running Lead Managers

Sidley Austin LLP

6 Battery Road,
Level 31
Singapore 049 909

Domestic Legal Counsel to the Company

Shardul Amarchand Mangaldas & Co

Amarchand Towers
216, Okhla Industrial Estate Phase III
New Delhi 110 020