

Nomura Financial Advisory and Securities (India) Private Limited

Registered Office:

Ceejay House, Level 11, Plot F,
Shivsagar Estate, Dr. Annie Besant Road,
Worli, Mumbai – 400 018, India**Telephone** +91 22 4037 4037**Website** www.nomura.com

To,

The Board of Directors**Dhoot Transmission Limited**Gut No 312, Nanekarwadi,
Chakan Tq Khed, Dist Pune,
Chakan, Pune – 410 501,
Maharashtra, India**Re: Proposed initial public offering of equity shares of face value of ₹ 2 each (“Equity Shares” and such offering, the “Offer”) of Dhoot Transmission Limited (“Company”)**

Dear Madam(s)/Sir(s),

We, Nomura Financial Advisory and Securities (India) Private Limited, do hereby consent to act as book running lead manager to the Offer and to our name and the details mentioned herein, being inserted as a book running lead manager to the Offer in the pre-filed draft red herring prospectus (“PDRHP”), the updated draft red herring prospectus-I (“UDRHP-I”) and the the updated draft red herring prospectus-II (“UDRHP-II”) which is intended to be filed by the Company with the Securities and Exchange Board of India (“SEBI”), BSE Limited and the National Stock Exchange of India Limited (collectively, the “Stock Exchanges”), , as applicable, the red herring prospectus (“RHP”) and the prospectus (“Prospectus”) which the Company intends to file with the Registrar of Companies, Maharashtra at Pune (“RoC”), SEBI and the Stock Exchanges where the Equity Shares are proposed to be listed (“Stock Exchanges”), as applicable and any publicity material, press release, presentation or any other documents in relation to the Offer (together, the “Offer Documents”).

The following details with respect to us may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Logo: **NOMURA**

Name: Nomura Financial Advisory and Securities (India) Private Limited

Address: Ceejay House, Level 11, Plot F, Shivsagar Estate, Dr. Annie Besant Road, Worli, Mumbai 400 018, Maharashtra, India

Telephone Number: +91 22 4037 4037

E-mail: dhootipo@nomura.com

Website: <http://www.nomuraholdings.com/company/group/asia/india/index.html>

Contact Person: Vishal Kanjani / Shreyas Goel

Investor Grievance e-mail: investorgrievances-in@nomura.com

SEBI Registration Number: INM000011419

CIN: U74140MH2007PTC169116

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any material respect.

We confirm that 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. Further, we confirm that neither we nor our associates (as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended) hold any Equity Shares of the Company.

We also certify that our registration is valid as on date and that we have not been prohibited by SEBI or any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We have also not been debarred from functioning by any regulatory authority. We further confirm that no enquiry/ investigations are being conducted by SEBI on us and that no penalties have been imposed on us by SEBI. We confirm the details included in **Annexure A** in relation to our registration with SEBI and enclose a copy of our registration certificate regarding our registration with SEBI as part of **Annexure A**.

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

We confirm that we will immediately communicate any changes in writing in the above information to the Company and other book running lead managers to the Offer ("**BRLMs**") until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company and the legal counsels to the Company and BRLMs, 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 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 and the legal counsels appointed by the Company and the BRLMs in relation to the Offer.

We also consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date (including on the website of the Company).

We also consent to the submission of this letter as may be necessary, to SEBI, the Stock Exchanges, the RoC and any regulatory or statutory or judicial authority and/or for the records to be maintained by the BRLMs in connection with the Offer. This letter can also be uploaded on the repository portal of the stock exchanges/ SEBI as required pursuant to the SEBI circular dated December 5, 2024 and the subsequent requirements of the Stock Exchanges/ SEBI, as applicable.

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

Yours faithfully,

For and on behalf of **Nomura Financial Advisory and Securities (India) Private Limited**



Authorized signatory

Name: Vishal Kanjani

Designation: Executive Director

Date: January 31, 2026

Cc:

Axis Capital Limited

Axis House, 1st Floor
Pandurang Budhkar Marg
Worli, Mumbai – 400025
Maharashtra, India

Jefferies India Private Limited

Level 16, Express Towers,
Nariman Point, Mumbai 400 021

Maharashtra, India

Kotak Mahindra Capital Company Limited

27 BKC, 1st Floor, Plot No. C –27

“G” Block, Bandra Kurla Complex

Bandra (East), Mumbai 400 051

Maharashtra, India

SBI Capital Markets Limited

1501, 15th floor, A & B Wing

Parinee Crescenzo Building

Bandra Kurla Complex, Bandra (East)

Mumbai 400 051

Maharashtra, India

360 ONE WAM Limited

902, Hallmark Business Plaza,

Sant Dnyaneshwar Marg, Bandra East, Mumbai - 400051,

Maharashtra, India

Khaitan & Co

10th, 13th & 14th Floors, Tower 1C

One World Centre

841, Senapati Bapat Marg

Mumbai - 400 013

Maharashtra, India

Cyril Amarchand Mangaldas

Level 1 and Level 2, Max towers,

Plot No. C-001 /A/1, Sector 16 B,

Gautam Buddha Nagar, Noida – 201 301,

Uttar Pradesh, India

Latham & Watkins LLP

9 Raffles Place

#42 - 02 Republic Plaza

Singapore 048619

मर्चेन्ट बैंककार

FORM B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA

002713

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

(विनियम 8)
(regulation 8)

Regulation 8A

रजिस्ट्रीकरण प्रमाणपत्र CERTIFICATE OF REGISTRATION

PERMANENT REGISTRATION

1. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित भाग्योच प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 का धारा 12 की उपधारा (1) का पदत अधिकारों का प्रयोग करने हुए इसके द्वारा पूर्ण I / II / III / IV में मर्चेन्ट 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

NOMURA FINANCIAL ADVISORY AND SECURITIES (INDIA) PVT. LTD.
CEEJAY HOUSE, LEVEL 11, PLOT F
SHIVSAGAR ESTATE
DR. ANNIE BESANT ROAD, WORLI
MUMBAI 400 018

को नियमों में अर्जों 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 प्रायश्चित्त तैयार करना, निर्गमन से संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तदाताओं से संबंध बनाना, अंतिम आवंटन और अधिक आवंटन धनगणित 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 निमांकन। Underwriting of Issues.
- *4. पोर्टफोलियो प्रबंधन 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. मर्चेन्ट बैंककार के लिए रजिस्ट्रीकरण कोड

INM000011419

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

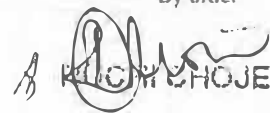
III. यह प्रमाणपत्र

III. This Certificate shall be valid from

तक विधिमान्य होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेन्ट बैंककार) विनियम, 1992 में विनिर्दिष्ट है नवीकृत किया जा सकेगा।

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


K. K. CHOJER

MUMBAI

स्थान Place

December 20, 2013

तारीख Date



भारतीय प्रतिभूति और विनियम बोर्ड

के लिए और उसकी ओर से

For and on behalf of

Securities and Exchange Board of India