

Date: November 20, 2020

To

**The Board of Directors**  
**Pricol Limited**  
109, Race Course Road,  
Coimbatore, Tamil Nadu – 641 018  
India

(the “Company”)

Dear Madam(s) / Sir(s)

**Re: Proposed rights issue of equity shares of ₹ 1 each (“Equity Shares”) by Pricol Limited (“Company”, and such issuance, the “Issue”)**

We, Centrum Capital Limited, do hereby consent to act as lead manager to the Issue and to our name and the details mentioned herein, being inserted as a lead manager to the Issue in the letter of offer (the “LOF”) and the abridged letter of offer intended to be filed by the Company with the Securities and Exchange Board of India (“SEBI”), Registrar of Companies (the “RoC”), the stock exchanges, as applicable, where the Equity Shares are proposed to be listed (the “Stock Exchanges”), and any such other regulatory or statutory body and in any other documents, which the Company intends to issue in respect of the Issue and also in all related advertisements and other material related to the Issue (the “Issue Documents”).

We hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other statutory or regulatory authorities as may be required by law. The following details with respect to us may be disclosed in the Issue Documents

**Logo:**



**C-NTRUM**

**Name:**

Centrum Capital Limited

**Address:**

Centrum House  
CST Road, Vidyanagari Marg  
Kalina, Santacruz (East)  
Mumbai – 400 098, Maharashtra, India

**Telephone Number:**

+91 (22) 4215 9000

**E-mail:**

pricol.rights@centrum.co.in

**Website:**

www.centrum.co.in

**Contact Person:**

Gunjan Chauhan/Sugandha Kaushik

**Investor Grievance e-mail:**

igmbd@centrum.co.in

**SEBI Registration Number:**

INM000010445



We further confirm that the above information in relation to us is true and correct.

We confirm that we are registered with the SEBI and that such registration is valid as on the date of this letter. We enclose a copy of our registration certificate enclosed herein as **Annexure A**.

We also confirm that we have not been prohibited by SEBI to act as an intermediary in capital market issues.

We confirm that we will immediately inform you of any changes to the above information until the date when the Equity Shares of the Company issued pursuant to the Issue commence trading on the Stock Exchanges.

In the absence of any such communication, the above information should be taken as updated information until the Equity Shares issued pursuant to the Issue commence trading on the Stock Exchanges.

This certificate may be relied upon by the legal advisors appointed in relation to the Issue in conducting and documenting their investigation of the affairs of the Company. We hereby consent to this certificate or extracts thereof being used for disclosure and included in the Abridged Letter of Offer and the Letter of Offer proposed to be filed by the Company with the Stock Exchanges, SEBI and any other authorities and in any other material used in connection with the Issue.

This letter may be produced in any actual / potential proceeding or actual / potential dispute relating to or connected with the Issue Documents or otherwise in connection with the Issue.

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

Yours faithfully

For and on behalf of **Centrum Capital Limited**

*D.R. K.*  
Authorized signatory

Name: *Sugandha Kaushik*



For and on behalf of **Centrum Capital Limited**

*Gunjan Chauhan*  
Authorized signatory

Name *GUNJAN CHAUHAN*

CC:

**Khaitan & Co**

Max Towers

7<sup>th</sup> & 8<sup>th</sup> Floors

Sector 16B, Noida

Gautam Buddh Nagar – 201 301

India

मर्चेट बैंककार

प्रकार ख  
FORM B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड  
SECURITIES AND EXCHANGE BOARD OF INDIA

०० २६ ७६

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

(विनियम 8)  
(regulation 8)

Regulation 8A

रजिस्ट्रीकरण प्रमाणपत्र  
CERTIFICATE OF REGISTRATION

PERMANENT REGISTRATION

- I. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए इसके द्वारा प्रवर्ग I/ II/ III/ IV में मर्चेट 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

CENTRUM CAPITAL LIMITED  
BOMBAY MUTUAL BUILDING  
2ND FLOOR, DR.D.N.ROAD  
FORT  
MUMBAI 400 001

को नियमों में शर्तों 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 प्रायःकृत्य तैयार करना, निर्गमन से संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तदाताओं से संबंध बनाना, अंतिम आवंटन और अधिक आवेदन धनराशि 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. संविधान प्रबंध सेवाएं। Portfolio Management Services.
  - \*5. किसी निर्गमन के प्रबंधक, परामर्शी या सलाहकार जिनके अन्तर्गत निगमित 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. मर्चेट बैंककार के लिए रजिस्ट्रीकरण कोड

INM000010445

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 विधिमन्य होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेट 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. SARAVANAN



MUMBAI

स्थान Place

July 22, 2013

तारीख Date

भारतीय प्रतिभूति और विनियम बोर्ड  
के लिए और उसकी ओर से  
For and on behalf of