



Date: November 02, 2020

To,  
The Board of Directors,  
**PRICOL LIMITED**  
109, Race Course Road,  
Coimbatore, Tamil Nadu – 641 018  
India.

Dear Sir(s)/Madam(s),

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

We, the undersigned, do hereby consent to act as Banker to the Issue, Escrow Collection Bank, Refund Bank and to our name and the following details being inserted as Banker to the Issue, Escrow Collection Bank, Refund Bank 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 (the “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 regulatory authorities as may be required by law. The following details with respect to us may be disclosed in the Issue Documents

Name:	ICICI Bank Limited
Address:	Capital Market Division, 1st Floor, 122, Mistry Bhavan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai – 400020
Telephone number:	022- 66818933/23/24
Fax number:	022- 22611138
E-mail:	kmr.saurabh@icicibank.com
Website:	www.icicibank.com
Contact Person:	Mr. Saurabh Kumar
SEBI Registration Number:	INBI00000004

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

We enclose a copy of our registration certificate as **Annexure A**, and our declaration regarding our registration with SEBI in the required format as **Annexure B**. We also certify that our registration is valid as on date and that we have not been prohibited by SEBI from acting as an intermediary in capital market issues.



We also confirm that we have not been debarred from functioning by any regulatory authority.

We confirm that we will immediately communicate any changes in writing in the above information to the lead manager to the Issue (the "**Lead Manager**") until the date when the Equity Shares allotted in the Issue, commence trading on the Stock Exchanges. In the absence of any such communication from us, the Lead Manager and the legal advisors appointed in relation to the Issue can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Issue.

This consent letter is for information and for inclusion (in part or full) in the Issue Documents, and may be relied upon by the Company, the Lead Manager and the legal advisors appointed in relation to the Issue.

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

Yours faithfully,

For ICICI Bank Limited

**Authorised Signatory**

**Encl:** As above

**CC:**

**Centrum Capital Limited**

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

**Khaitan & Co**

Max Towers  
7<sup>th</sup> & 8<sup>th</sup> Floors  
Sector 16B, Noida  
Gautam Buddh Nagar – 201 301  
India

Annexure A

Date: November 02, 2020

TO WHOMSOEVER IT MAY CONCERN

Proposed rights issue of equity shares of ₹1 each ("Equity Shares") by Pricol Limited ("Company", and such issuance, the "Issue")

We hereby confirm that as on date the following details in relation to our registration with the SEBI as a Banker to the Issue is true and correct:

1.	Registration Number	INBI00000004
2.	Date of permanent registration/ Renewal of registration	1/11/2015
3.	Date of expiry of registration	Permanent Registration
4.	If applied for renewal, date of application	NA
5.	Any communication from SEBI prohibiting the entity from acting as the intermediary	NO
6.	Any enquiry/ investigation being conducted by SEBI	NO
7.	Details of any penalty imposed by SEBI	NO

For ICICI Bank Limited



**Authorised Signatory**

निर्गमन बैंककार

FORM-B

BANKERS TO AN ISSUE

भारतीय प्रतिभूति और विनियम बोर्ड  
SECURITIES AND EXCHANGE BOARD OF INDIA

(निर्गमन बैंककार) विनियम, 1994

000419 (BANKERS TO AN ISSUE) REGULATIONS, 1994

(विनियम 7)

(Regulation 7)

रजिस्ट्रीकरण का प्रमाणपत्र  
CERTIFICATE OF REGISTRATION

Regulation 7A

PERMANENT REGISTRATION

- 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

ICICI BANK LIMITED  
LANDMARK  
RACE COURSE  
VADODARA - 390 007

का नियमों में, अन्तों के अधीन रहने हुए और विनियमों के अनुसार निर्गमन बैंककार के रूप में रजिस्ट्रीकरण का प्रमाणपत्र इसके द्वारा प्रदान करता है।  
as a banker to an issue subject to the conditions in the rules and in accordance with the regulations.

- 2) निर्गमन बैंककार के लिए रजिस्ट्रीकरण कोड है। INB100000004  
2) Registration Code for the Banker to an issue is
- 3) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र तक विधिमान्य है।  
3) Unless renewed, the certificate of registration is valid from

3) This Certificate of Registration shall be valid for permanent, unless suspended or cancelled by the Board.



आदेश से  
भारतीय प्रतिभूति और विनियम बोर्ड  
के लिए और उसकी ओर से  
By order  
For and on behalf of  
Securities and Exchange Board of India

RUCHI CHOJER

प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory

स्थान Place MUMBAI

तारीख Date JUNE 03, 2013

