

CONSENT LETTER FROM THE REGISTRAR TO THE OFFER

Date: 28/10/2021

To,

The Board of Directors

Venus Pipes and Tubes Limited

Survey No. 233/2, Village: Dhaneti,

Bhuj – Bhachau Highway,

Kutch – 370020,

Gujarat – India

Dear Sir/Madam,

Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares”) of Venus Pipes and Tubes Limited (the “Company” and such offer, the “Offer”)

We, KFin Technologies Private Limited (Formerly as Karvy Fintech Private Limited), hereby consent to act as Registrar to the Issue and to our name and the following details being inserted as Registrar to the issue in the Draft Red Herring Prospectus (the “DRHP”) intended to be filed by the Company with the Securities and Exchange Board of India (the “SEBI”), the BSE Limited (the “BSE”) and the National Stock Exchange of India Limited (the “NSE”, and together with the BSE, the “Stock Exchanges”) and the Red Herring Prospectus (the “RHP”) and the Prospectus (the “Prospectus”), which the Company intends to file with the Registrar of Companies, Gujarat (the “RoC”), the SEBI and the Stock Exchanges and in any other issue-related 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. The following details with respect to us may be disclosed in the issue Documents and any other documents in relation to the issue:

Name of Registrar : KFin Technologies Private Limited
(formerly known as “Karvy Fintech Private Limited”)

Logo : 

Address : Selenium, Tower B,
Plot No- 31 and 32, Financial District,
Nanakramguda, Serilingampally,
Hyderabad, Rangareddi 500 032
Telangana, India.

Telephone Number : +91 40 6716 2222

Fax : +91 40 2343 1551

Toll free number : 18003454001

Website : www.kfintech.com

Email : venus.ipo@kfintech.com

Investor grievance e-mail : einward.ris@kfintech.com

Contact Person : M Murali Krishna

SEBI Registration No. : INR000000221

CIN : U72400TG2017PTC117649

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI in the required format. 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.



KFin Technologies Private Limited

(Formerly known as Karvy Fintech Private Limited)

Registered & Corporate Office

“Selenium Tower-B”, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500032,
Telangana.

Ph. : +91 40 6716 2222, 3321 1000 | www.kfintech.com | CIN : U72400TG2017PTC117649

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

We confirm that we will immediately communicate any changes in writing in the above information to the book running lead managers to the issue ("**Book Running Lead Managers**") until the date when the Equity Shares allotted and transferred in the issue, commence trading on the Stock Exchanges. In the absence of any such communication from us, Book Running Lead Managers and the legal advisors, each to the Company and the Book Running Lead Managers, 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 or any other Issue -related material, and may be relied upon by the Company, the Book Running Lead Managers and the legal advisors appointed by the Company and the Book Running Lead Managers in relation to the Issue. We hereby consent to the submission of this consent letter as may be necessary to the SEBI, the RoC, the relevant stock exchanges and any other regulatory authority and/or for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

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

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 maybe.

Yours faithfully,

For and on behalf of **KFin Technologies Private Limited**



Authorized signatory

Name: Ketan H Shroff

Designation: Assistant Vice President

Encl: As above

Cc:

SMC Capitals Limited

A-401/402, Lotus Corporate Park,
Jai Coach Junction, Off WE Highway,
Goregaon (East),
Mumbai 400063
Maharashtra, India

Legal Counsel to the Issue

L&L Partners

(formerly Luthra and Luthra Law Offices)

20th Floor, Tower 2

Unit A2, One International Centre (formerly Indiabulls Finance Centre)

Elphinstone Road

Senapati Bapat Marg, Lower Parel

Mumbai 400 013

Maharashtra, India

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Annexure A

Date: 28/10/2021

Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares”) of Venus Pipes and Tubes Limited (the “Company” and such offer, the “Offer”)

1. Registration Number:	INR000000221
2. Date of registration / Renewal of registration:	December 24, 2019
3. Date of expiry of registration:	Not Applicable (Permanent Registration)
4. If applied for renewal, date of application:	Not Applicable
5. Any communication from SEBI prohibiting KFin Technologies Private Limited from acting as registrar and share transfer agent to the Issue:	Nil
6. Any enquiry/investigation being conducted by SEBI:	Nil
7. Period up to which registration/ renewal fees has been paid:	Not Applicable
8. Details of any penalty imposed	Nil

Yours faithfully,

For and on behalf of **KFin Technologies Private Limited**




Authorized signatory

Name: Ketan H Shroff

Designation: Assistant Vice President

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Certificate of Registration

<p>निर्गम रजिस्ट्रार और शेयर अंतरण अभिकर्ता</p>	<p>फॉर्म का FORM B</p>	<p>REGISTRARS TO AN ISSUE AND SHARE TRANSFER AGENTS</p>
<p>भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA [निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता] विनियम, 1993 (Registrars to an Issue and Share transfer agents) Regulations, 1993 (विनियम B) (Regulation B)</p>		
<p>001197</p> <p>रजिस्ट्रीकरण का प्रमाणपत्र CERTIFICATE OF REGISTRATION</p>		
<p>I. बोर्ड, भारतीय प्रतिभूति और विनियम अधिनियम, 1992 के अधीन बनाये गए नियमों और विनियमों के साथ पठित उस अधिनियम की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए प्रवर्ग-I में निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता/प्रवर्ग-II में निर्गम-रजिस्ट्रार/शेयर अंतरण अभिकर्ता के रूप में</p> <p>II. 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>KFIN TECHNOLOGIES PRIVATE LIMITED (formerly known as KARVY FINTECH PRIVATE LIMITED) FINANCIAL DISTRICT, NANAKRAMGUDA SERILINGAMPALLY, TELANGANA HYDERABAD-500032</p>		
<p>को नियमों की शर्तों के अधीन रहते हुए और विनियमों के अनुसार क्रियाकलाप करते के लिए, जैसे उल्लेख विनिर्दिष्ट है, इसके द्वारा रजिस्ट्रीकरण का प्रमाणपत्र देता है।</p> <p>as registrars to an Issue and share transfer agent in Category I/registrars to an Issue/share transfer agent in Category II, subject to the conditions in the rules and in accordance with the regulations to carry out the activities as specified therein.</p>		
<p>II. निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता का रजिस्ट्रीकरण कोड</p> <p>II. Registration Code for the registrar to an Issue and share transfer agent is INR000000221</p> <p>This Certificate of registration shall be valid for permanent, unless suspended or cancelled by the Board</p>		
<p>III. जब तक नवीकृत न किया जाए रजिस्ट्रीकरण प्रमाणपत्र तक विधिवान्त है।</p> <p>III. Unless renewed, the certificate of registration is valid from</p>		
<p>स्थान Place</p> <p>तारीख Date</p> <p>*जो लागू न हो उसे काट दें। *Delete whichever is not applicable</p>	 <p>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</p> <p><i>Anupma Chadha</i> ANUPMA CHADHA प्रामाणिक हस्ताक्षरकर्ता Authorized Signatory</p>	<p>Mumbai</p> <p>December 24, 2019</p>




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