

Date: 21.March.2022

To,

The Board of Directors

Venus Pipes & Tubes Limited

(Formerly known as Venus Pipes & Tubes Private Limited)

Survey No. 233/2 and 234/1,

Dhaneti, Bhuj, Kachchh, Gujarat – 370020

Dear Sir,

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

We, Kotak Mahindra Bank Limited do hereby consent to act as the Sponsor Bank and to our name and details mentioned herein being inserted as Sponsor Bank in the red herring prospectus (“RHP”) and the prospectus (“Prospectus”) intended to be filed with the Registrar of Companies, Gujarat, at Ahmedabad (“RoC”) and thereafter to be filed with the Securities and Exchange Board of India (the “SEBI”) and the stock exchanges where the Equity Shares are proposed to be listed (the “Stock Exchanges”), as well as in other documents in relation 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. The following details with respect to us may be disclosed in the Issue Documents:

Name: Kotak Mahindra Bank Limited
Address: Kotak Infiniti, 6th Floor, Building No. 21,
Infinity Park, Off Western Express Highway,
General AK Vaidya Marg, Malad (East).
Mumbai – 400 097
Maharashtra, India.
Telephone Number: 022-66056588
Email: cmsipo@kotak.com
Website: www.kotak.com
SEBI Registration Number: INBI00000927
Contact Person: Mr. Kushal Patankar

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI in the required format (**Annexure A**). We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues.

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 Company, book running lead manager to the Issue (“BRLM”) until the date when the Equity

Shares that are allotted and transferred in the Issue, commence trading on the Stock Exchanges. In the absence of any such communication from us, the BRLM and the legal counsel 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, BRLM and the legal counsel 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 and on behalf of **Kotak Mahindra Bank Limited**



Authorized signatory

Name: Mr. Amit Gupta

CC:

SMC Capitals Limited

401/402, Lotus Corporate Park,
Off Western Express Highway, Jai Coach Signal,
Goregaon (East), Mumbai - 400063
Maharashtra, India

Legal Counsel to the Issue

L&L Partners*

20th Floor, Tower 2
Indiabulls Finance Centre
Elphinstone Road, Senapati Bapat Marg
Lower Parel, Mumbai 400 013
Maharashtra, India

(*Formerly Luthra & Luthra Law Offices)

Annexure A

1. Registration Number:	INBI00000927
2. Date of registration / Renewal of registration:	22-05-2012
3. Date of expiry of registration:	Permanent
4. If applied for renewal, date of application:	NA
5. Any communication from SEBI prohibiting Kotak Mahindra Bank Limited from acting as Sponsor Bank	No
6. Any enquiry/investigation being conducted by SEBI:	No
7. Details of any penalty imposed	NA

निर्गमन बैंककारप्रारूप छ
FORM-B**BANKERS TO AN ISSUE****भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA**

(निर्गमन बैंककार) विनियम, 1994

000388 (BANKERS TO AN ISSUE) REGULATIONS, 1994

(विनियम 7)

(Regulation 7)

Regulation 7A

**रजिस्ट्रीकरण का प्रमाणपत्र
CERTIFICATE OF REGISTRATION PERMANENT REGISTRATION**

- १) बोर्ड, भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 के अधीन बनाये गये नियमों और विनियमों के साथ पठित उगकी धारा 12 की उप धारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए,
- 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

**KOTAK MAHINDRA BANK
36-38 A, NARIMAN BHAWAN
227, NARIMAN POINT
MUMBAI 400 021**

का नियमों में, शर्तों के अधीन रहते हुए और विनियमों कअ 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.

- २) निर्गमन बैंककार के लिए रजिस्ट्रीकरण कोड है।
2) Registration Code for the Banker to an issue is

INBI00000927

- ३) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र तक विधिमान्य है।
3) Unless renewed, the certificate of registration is valid from तक विधिमान्य है।

- 3) This Certificate of Registration shall be valid for permanent from 22/05/2012, 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 : **August 7, 2012**