

To,

The Board of Directors
Uniparts India Limited
Gripwel House, Block-5,
C 6 & 7, Vasant Kunj
New Delhi – 110 070,
India

Re: Proposed initial public offering of equity shares of ₹[10] each (the “Equity Shares”) of Uniparts India Limited (the “Company” and such offer, the “Offer”)

Dear Ladies and Gentlemen,

We, JM Financial Services Limited, do hereby consent to act as a Syndicate Member to the Offer and to our name and the details mentioned herein being inserted as a Syndicate Member to the Offer, and to the inclusion of the information contained in this certificate (in part or full) in the red herring prospectus (“**RHP**”) and the prospectus (“**Prospectus**”) (collectively, the “**Offer Documents**”) which the Company intends to file, with the Registrar of Companies, Delhi & Haryana at Delhi (the “**RoC**”) the Securities and Exchange Board of India (“**SEBI**”) and the stock exchanges where the Equity Shares are proposed to be listed (“**Stock Exchanges**”), as applicable and in any publicity matter, press release, presentation or any other material in relation to the Offer.

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 Offer Documents and any other documents in relation to the Offer:

Name: JM Financial Services Limited
Address: 2,3 & 4, Kamanwala Chambers, Ground Floor, Fort, Mumbai-400001. Maharashtra, India
Telephone Number: 022-6136 3400
E-mail: tn.kumar@jmfl.com; sona.verghese@jmfl.com
Website: www.jmfinancialservices.in
Contact Person: T N Kumar/ Sona Verghese]
SEBI Registration Number: [INZ 000195834
Logo:



CIN : U67120MH1998PLC115415

We enclose a copy of our registration certificate 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 by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues.

We confirm that the information in this certificate is true, fair and adequate, and is in accordance with the requirements of the Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable law, and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context.

We confirm that we will immediately communicate any changes to the above information in writing to the Company and the book running lead managers to the Offer (“**Book Running Lead Managers**”) until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

JM Financial Services Limited

(Formerly known as JM Financial Services Private Limited)

Corporate Identity Number : U67120MH11998PLC115415

Admin. Office: 1st Floor, B Wing, Suashish IT Park, Plot No. 68 E, Off. Dattapada Road, Opp. Tata Steel, Borivali (East), Mumbai - 400066.
Tel.: 91- 022 - 4505 7000 - Fax: 91- 022 - 4505 7222

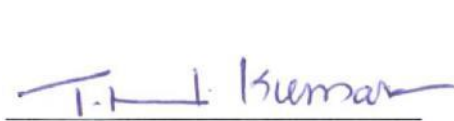
Regd. Office: 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025.
Tel.: 91 22 6630 3030 Fax: 91 22 6630 3223 Website: www.jmfinancialservices.in

This consent letter may be relied upon by the Company, the Book Running Lead Managers and the legal advisors to each of the Company and the Book Running Lead Managers. We hereby consent to this certificate being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation..

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 JM Financial Services Limited



Authorized signatory

Name: T N KUMAR

Date: October 11, 2022

Cc:

Axis Capital Limited

1st Floor, Axis House,
C-2 Wadia International Centre,
P. B. Marg, Worli, Mumbai – 400025
Maharashtra, India

DAM Capital Advisors Limited

One BKC, Tower C, 15th Floor, Unit No. 1511,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051. Maharashtra, India

JM Financial Limited

7th Floor, Cnergy, Appasaheb Marathe Marg
Prabhadevi, Mumbai 400 025
Maharashtra, India

Shardul Amarchand Mangaldas & Co

Amarchand Towers, 216 Okhla Industrial Estate,
Phase III, New Delhi - 110 020, India

Hogan Lovells Lee & Lee

50 Collyer Quay, #10-01 OUE Bayfront, Singapore 049321

AZB & Partners

AZB House, Plot No. A8, Sector-4,
Noida 201301

AZB & Partners

AZB House, Peninsula Corporate Park
Ganpatrao Kadam Marg, Lower Parel,
Mumbai 400 013

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