

Date: 25. March, 2022

To,

The Board of Directors
Aether Industries Limited
Plot No. 8203,
GIDC Sachin,
Surat GJ 394230 IN

Dear Sir/Madam,

Sub: Proposed initial public offering of equity shares of face value of ₹ [●] each (the “Equity Shares”) of Aether Industries Limited (the “Company” and such offer, the “Offer”)

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”) (collectively, the “Offer Documents”) which the Company intends to file, with the Registrar of Companies, Gujarat at Ahmedabad (“RoC”), Securities and Exchange Board of India (“SEBI”) and the stock exchanges where the Equity Shares are proposed to be listed (“Stock Exchanges”) and in any publicity material, press release, presentation or any other documents 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: Kotak Mahindra Bank Limited
Address: Kotak Infinity, 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
Contact Person: Mr. Kushal Patankar
SEBI Registration Number: INBI00000927

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 by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We have also not been debarred from functioning by any regulatory authority.

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any material respect.

We confirm that we will immediately communicate any changes in writing in the above information to 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 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 Offer.

This consent letter is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Company, Book Running Lead Managers and the legal advisors appointed by the Company and Selling Shareholder and the Book Running Lead Managers, in relation to the Offer. 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 the Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/Offer Closing Date.

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 **Kotak Mahindra Bank Limited**

Authorized signatory
Name: Mr. Amitkumar Karn
Designation: Vice President



CC:

Book Running Lead Managers

HDFC Bank Limited
Investment Banking Group
Unit no. 401 & 402
4th Floor, Tower B
Peninsula Business Park
Lower Parel, Mumbai 400 013
Maharashtra, India

Kotak Mahindra Capital Company Limited
1st Floor, 27 BKC
Plot No. 27, 'G' Block
Bandra Kurla Complex
Bandra (E)
Mumbai, Maharashtra -400051,
India

Legal Counsel to the Company as to Indian Law

J. Sagar Associates
Vakils House
18 Sprott Road, Ballard Estate
Mumbai 400 001
Maharashtra, India

Legal Counsel to the Book Running Lead Managers as to Indian Law

Trilegal
Peninsula Business Park
17th Floor, Tower B
Ganpat Rao Kadam Marg
Lower Parel (West)
Mumbai 400 013





Kotak Mahindra Bank

Legal Counsel to the Book Running Lead Managers as to International Law

Dentons
Dentons US LLP, 2000
McKinney Avenue, Suite 1900,
Dallas, Texas 75201

Annexure A

निर्गमन बैंककार	फ़ॉर्म ब 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		
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 कले अनुसार निर्गमन बैंककार के रूप में रजिस्ट्रीकरण का प्रमाणपत्र इसके द्वारा प्रदान किया 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।		
2) Registration Code for the Banker to an issue is	INBI00000927	
3) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र तब तक विधिवान्व है।		
3) Unless renewed, the certificate of registration is valid from		
3) This Certificate of Registration shall be valid for permanent from 22/05/2012, unless suspended or cancelled by the Board.		
स्थान Place	 MUMBAI	आदेश से भारतीय प्रतिभूति और विनियम बोर्ड के लिए और उसके ओर से By order For and on behalf of Securities and Exchange Board of India
तारीख Date	August 7, 2012	 RUCHI CHOJER प्राधिकृत हस्ताभकर्ता Authorised Signatory



Annexure B

Date: March 25, 2022

TO WHOMSOEVER IT MAY CONCERN

Sub: Proposed initial public offering of equity shares of face value of ₹ [●] each (the "Equity Shares") of Aether Industries Limited (the "Company" and such offer, the "Offer")

We hereby confirm that the following details in relation to our registration with the Securities and Exchange Board of India as Sponsor Bank is true and correct:

1. Registration Number:	INB100000927
2. Date of permanent 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 [name of certifying entity]us from acting as escrow collection bank, refund bank, public offer bank, sponsor bank and monitoring agency:	No
6. Any enquiry/investigation being conducted by SEBI:	No
7. Period up to which registration/ renewal fees has been paid:	Perpetual
8. Details of any penalty imposed	NA

Please find enclosed a copy of the SEBI registration certificate.

For Kotak Mahindra Bank Limited

Authorized Signatory

