CL/DEB/23-24/179 **Date: 18-May-2023**

To,
Mr. S. Gopalakrishnan,
Jana Holdings Limited,
2nd Floor, No.80, 5th Cross,
4th Main, Maruthi Extension,
Bengaluru, Karnataka,
India 560021.

Dear Sir/ Madam,

Re: Consent to act as a Debenture Trustee for Private Placement of Unsecured, Listed, Rated, Redeemable, Non-Convertible Debentures upto ₹ 490.00 Crores

We refer to your e-mail dated 17.05.2023, requesting us to convey our consent to act as the Debenture Trustee for captioned issue of Debentures.

We hereby convey our acceptance to act as Debenture Trustees for the said issue Debentures, subject to execution of Debenture Trustee Agreement as per Regulation 13 of SEBI (Debenture Trustee) Regulations, 1993, thereby agreeing to execute Debenture Trust Deed and to create the security if applicable within the timeline as per relevant Laws / Regulations and in the Offer Document / Information Memorandum / Disclosure Document / Placement Memorandum and company agreeing / undertaking to comply with the provisions of SEBI (Debenture Trustee) Regulations, 1993, SEBI (Issue and Listing of Non-Convertible Securities) Regulations 2021, SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, Companies Act, 2013 and Rules thereunder and other applicable laws as amended from time to time.

Fee Structure for the proposed transaction will be as per annexure A.

Assuring you of the best professional services.

Thanking you.

Yours faithfully,
For Catalyst Trusteeship Limited

Catalyst Trusteeship Limited

Name: Pankaj Kumar Rohilla

Designation: Manager