

CONSENT LETTER FROM AXIS BANK LIMITED

To,

**The Board of Directors**

**Ventive Hospitality Limited (formerly known as ICC Realty (India) Private Limited)]**

2<sup>nd</sup> floor, Tower 'D' Tech Park One,  
Next to Don Bosco School  
Off Airport Road, Yerwada  
Pune – 411 006  
Maharashtra, India

**JM Financial Limited**

7<sup>th</sup> Floor, Cnergy  
Appasaheb Marathe Marg  
Prabhadevi, Mumbai – 400 025  
Maharashtra, India

**Axis Capital Limited**

Axis Bank Limited  
Axis House, P.B. Marg  
Worli, Mumbai – 400 025  
Maharashtra, India

**HSBC Securities and Capital Markets (India) Private Limited**

52/60, Mahatma Gandhi Road  
Kala Ghoda Fort  
Mumbai 400 001  
Maharashtra, India

**ICICI Securities Limited**

ICICI Venture House  
Appasaheb Marathe Marg  
Prabhadevi, Mumbai 400 025  
Maharashtra, India

**IIFL Capital Services Limited (formerly known as IIFL Securities Limited)**

24th Floor, One Lodha Place  
Senapati Bapat Marg  
Lower Parel (West) Mumbai - 400 013  
Maharashtra, India



**Kotak Mahindra Capital Company Limited**

27 BKC, 1st Floor, Plot No. C-27, G Block  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051  
Maharashtra, India

**SBI Capital Markets Limited**

1501, 15th Floor, A & B Wing  
Parinee Crescenzo Building, G Block  
Bandra Kurla Complex Bandra (East)  
Mumbai 400 051  
Maharashtra, India

(JM Financial Limited, Axis Capital Limited, HSBC Securities and Capital Markets (India) Private Limited, ICICI Securities Limited, IIFL Capital Services Limited (formerly known as "IIFL Securities Limited"), Kotak Mahindra Capital Company Limited, SBI Capital Markets Limited and any other book running lead managers which may be appointed in relation to the Issue are collectively referred to as the "Book Running Lead Managers" or the "BRLMs")

**Re: Proposed initial public offering of equity shares bearing face value ₹1 each (the "Equity Shares", and such offering, the "Issue") of Ventive Hospitality Limited (formerly known as ICC Realty (India) Private Limited) (the "Company")**

We, Axis Bank Limited, do hereby consent to act as the "Escrow Collection Bank" and "Sponsor Bank" and to our name and details mentioned herein being inserted as "Escrow Collection Bank" and "Sponsor Bank" in the red herring prospectus ("RHP") and the prospectus ("Prospectus") (collectively, the "Issue Document") which the Company proposes to file, with the Registrar of Companies, Maharashtra at Pune ("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 Issue

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 Document and any other documents in relation to the Issue:

Name: AXIS BANK LIMITED

Address: Axis House, 6<sup>th</sup> Floor, C-2, Wadia International Centre, Pandurang Budhkar Marg, Worli,  
Mumbai - 400 025

Telephone Number: (Direct) 022 24253672

Email: [vishal.lade@axisbank.com](mailto:vishal.lade@axisbank.com)

Website: [www.axisbank.com](http://www.axisbank.com)

Contact Person: Mr. Vishal M. Lade

SEBI Registration Number: INBI00000017

CIN: L65110GJ1993PLC020769



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 and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.

We confirm that we will immediately communicate any changes in writing in the above information to the Company and the Book Running Lead Managers until the date on which the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company, 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 Issue.

This consent letter is for information and for inclusion (in part or full) in the Issue Document or any other Issue-related material, and may be relied upon by the Company, 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 the Issue, which will be available for public for inspection (including on the website of the Company) from date of the filing of the RHP until the Bid/Offer Closing Date.

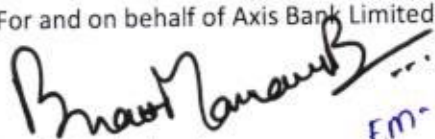
We hereby consent to this certificate being disclosed by the BRLMs as may be necessary (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defense in connection with, or to avoid, any actual, potential or 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 Issue Document, as the case may be.

We agree to keep the information regarding the Offer strictly confidential.

Yours faithfully,

For and on behalf of Axis Bank Limited



Authorized signatory

Name: Mr. Manan Bhatt (SVP & Branch Head – CBB)

Date: 28<sup>th</sup> November 2024



EM-5598  
55-3535

**Annexure A**

**[On the letterhead of Axis Bank Limited]**

|  |                                |
|--|--------------------------------|
| 1. Registration Number:  | INBI00000017                   |
| 2. Date of registration / Renewal of registration:             | June 19, 2021                  |
| 3. Date of expiry of registration:                             | Permanent Registration.        |
| 4. If applied for renewal, date of application:                | NA                             |
| 5. Period up to which registration/renewal fees has been paid: | 15 <sup>th</sup> November 2027 |



निर्गमन बैंककार

प्रकार छ  
FORM-B

BANKERS TO AN ISSUE

भारतीय प्रतिभूति और विनियम बोर्ड  
SECURITIES AND EXCHANGE BOARD OF INDIA

(निर्गमन बैंककार) विनियम, 1994

0004 10

(BANKERS TO AN ISSUE) REGULATIONS, 1994

(विनियम 7)

(Regulation 7)

Regulation 7A

रजिस्ट्रीकरण का प्रमाणपत्र  
CERTIFICATE OF REGISTRATION

PERMANENT REGISTRATION

- 9) बोर्ड, भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 के अधीन बनाये गये नियमों और विनियमों के साथ पठित उसकी 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

AXIS BANK LIMITED  
3<sup>RD</sup> FLOOR, TRISHUL  
OPP. SAMRTHESWAR TEMPLE  
LAW GARDEN, ELLIS BRIDGE  
AHMEDABAD 380 006



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

- 2) निर्गमन बैंककार के लिए रजिस्ट्रीकरण कोड है। INBI00000017
- 2) Registration Code for the Banker to an issue is

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

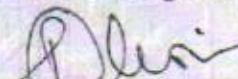
- 3) This Certificate of Registration shall be valid for permanent, unless suspended or cancelled by the Board.



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

स्थान Place : MUMBAI

तारीख Date : FEBRUARY 6, 2013

  
RUCHI CHOJER

प्राधिकृत हस्तासकर्ता Authorised Signatory