

CONSENT LETTER FROM THE REGISTRAR TO THE OFFER

Date: November 23, 2022

To,

The Board of Directors

Zaggle Prepaid Ocean Services Limited

301, III Floor, CSR Estate,

Plot No. 8, Sector 1,

HUDA Techno Enclave, Madhapur Main Road,

Hyderabad, Rangareddi Telangana – 500081

India

Dear Sir/Madam,

Sub: Proposed initial public offering of equity shares of face value of ₹ 1 each (the “Equity Shares”) of Zaggle Prepaid Ocean Services Limited (the “Company” and such offer, the “Offer”)

We, KFin Technologies Limited, hereby consent to act as Registrar to the Offer and to our name and the following details being inserted as Registrar to the Offer in the draft red herring prospectus (“DRHP”), red herring prospectus (“RHP”) and the prospectus (“Prospectus”) (collectively, the “Offer Documents”) which the Company intends to file with the Securities and Exchange Board of India (“SEBI”), Registrar of Companies, Telangana at Hyderabad (“RoC”), and the stock exchanges where the Equity Shares are proposed to be listed (“Stock Exchanges”) and any other documents in relation to the Offer.

The following details with respect to us may be disclosed in the Offer Documents and any other documents in relation to the Offer.

Name: KFin Technologies Limited
Formerly known as (KFin Technologies Private Limited)

Logo:



Address: Selenium, Tower B,
Plot No- 31 and 32, Financial District,
Nanakramguda, Serilingampally,
Hyderabad, Rangareddi 500 032
Telangana, India.

Telephone Number: +91 40 6716 2222

Toll free number: 18003094001

Website: www.kfintech.com

Email: zaggle.ipo@kfintech.com

Investor grievance e-mail: einward.ris@kfintech.com

Contact Person: M Murali Krishna

Compliance Officer: Anshul Kumar Jain

SEBI Registration No.: INR000000221

CIN: U72400TG2017PLC117649

URL of SEBI website: <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10>

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

Yours faithfully,

For and on behalf of **KFin Technologies Limited**



Authorised Signatory:
Name: M.Murali Krishna
Designation: Vice President
Date: November 23, 2022

Encl: as above

CC:

Book Running Lead Managers

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

IIFL Securities Limited

10th Floor, IIFL Centre, Kamala City
Senapati Bapat Marg,
Lower Parel (W),
Mumbai – 400 013,
Maharashtra, India

JM Financial Limited

Cnergy,
Appasaheb Marathe Marg,
Prabhadevi, Mumbai - 400 025
Maharashtra, India

Equirus Capital Private Limited

12th Floor, C Wing, Marathon Futurex,
N. M. Joshi Marg, Lower Parel,
Mumbai – 400 013
Maharashtra, India

Legal Counsel to the Company as to Indian Law

S&R Associates

One World Center
1403 Tower 2 B 841
Senapati Bapat Marg,
Lower Parel
Mumbai 400 013
Maharashtra, India

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

Trilegal

One World Centre
10th Floor, Tower 2A & 2B,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400 013