



Annexure B

CONSENT LETTER FROM BANKER TO THE COMPANY

To,

The Board of Directors
Aye Finance Private Limited
M-5, Magnum House-I,
Community Centre,
Karampura, West Delhi,
New Delhi - 110015, India

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company" and such offering, the "Offer")

Dear Madam(s)/Sir(s),

We, CSB Bank Limited, consent to our name and the details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus ("DRHP"), red herring prospectus ("RHP") and the prospectus ("Prospectus") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Delhi & Haryana at New Delhi ("RoC") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable.

The DRHP, RHP, Prospectus, and other documents in relation to the Offer including roadshow presentations, media releases and other publicity and marketing materials shall be hereinafter referred to as "Offer Documents".

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

Name: CSB Bank Limited
Address: SCO-4, Ground floor, Sector-14, Near Payal Cinema, Gurgaon-122001
Telephone Number(s): 9899962055
Contact Person: Mr. Himanshu Verma
Website: www.csb.co.in
Email: himanshu.v@csb.co.in
CIN: L65191KL1920PLC000175

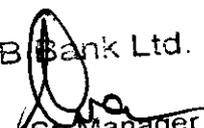
Logo: 

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 agree to keep the information regarding the Offer strictly confidential.

We confirm that we will immediately communicate any changes in writing in the above information to the Company and to the book running lead managers to the Offer ("BRLMs") until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company, the BRLMs and the legal counsels to the Company and the BRLMs, 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

For CSB Bank Ltd.


Sr. Manager
Sharanjit Nanda
100330



material, and may be relied upon by the Company, the BRLMs and the legal counsels appointed by the Company and the BRLMs in relation to the Offer.

We also consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date (including on the website of the Company).

We also consent to the submission of this letter as may be necessary, to SEBI, the Stock Exchanges, the RoC and any regulatory or statutory authority and/or for the records to be maintained by the BRLMs in connection with the Offer.

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 CSB Bank Limited

For CSB Bank Ltd.

Authorized signatory

Name: Sr. Manager

Date: Sharanjit Nanda

15/10/2024 00530

cc:

Axis Capital Limited

1st Floor, Axis House,
P.B. Marg, Worli,
Mumbai- 400
025,
Maharashtra,
India

IIFL Securities Limited

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

JM Financial Limited

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

Nuvama Wealth Management Limited

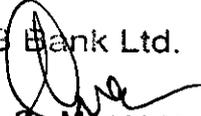
(Formerly known as Edelweiss Securities
Limited) 801 - 804, Wing A, Building No 3,
Inspire BKC, G Block
Bandra Kurla Complex, Bandra East
Mumbai - 400 051
Maharashtra, India



Shardul Amarchand Mangaldas & Co
Amarchand Towers, 216,
Okhla Phase III, Okhla Industrial Estate Phase
III, New Delhi 110020,
Delhi, India

IndusLaw
2nd Floor, The MIRA,
Ishwar Nagar, NH-19,
Block D, New Delhi,
Delhi 110065, India

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

For CSB Bank Ltd.

Sr. Manager
Sharanjit Nanda
100530

DCB BANK

Annexure B

CONSENT LETTER FROM BANKER TO THE COMPANY

To,

The Board of Directors
Aye Finance Private Limited
M-5, Magnum House-I,
Community Centre,
Karampura, West Delhi,
New Delhi - 110015, India

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company" and such offering, the "Offer")

Dear Madam(s)/Sir(s),

DCB Bank consent to its name and the details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus ("DRHP"), red herring prospectus ("RHP") and the prospectus ("Prospectus") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Delhi & Haryana at New Delhi ("RoC") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable.

The DRHP, RHP, Prospectus, and other documents in relation to the Offer including roadshow presentations, media releases and other publicity and marketing materials shall be hereinafter referred to as "Offer Documents".

The following details with respect to DCB Bank may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: DCB Bank Ltd
Address: Registered Office - 6th floor, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai-400013.
Branch Office - 7/56, D.B. Gupta Road, Karol Bagh, New Delhi- 110005.
Telephone Number(s): +91 2266187000
Contact Person: Neha Prakash
Website: www.dcbbank.com
Email: neha.prakash@dcbbank.com

DCB Bank further confirm that the above information in relation to it 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 agree to keep the information regarding the Offer strictly confidential.

DCB Bank confirm that it will immediately communicate any changes in writing in the above information to the Company until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company, the BRLMs and the legal counsels to the Company and the Book Running Lead Managers ("BRLMs"), 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 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 BRLMs and the legal counsels appointed by the Company and the BRLMs in relation to the Offer.

DCB Bank also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date, (including on the website of the Company).

DCB Bank also consent to the submission of this letter as may be necessary, to SEBI, the Stock Exchanges, the RoC and any regulatory or statutory authority and/or for the records to be maintained by the BRLMs in connection with the Offer.

3rd Floor, A-Set House, 7/56, Desh Bandhu Gupta Road, Karol Bagh, New Delhi - 110005, New Delhi

Tel: +91 11 66133451 / 66133457 / 66136321 Fax: +91 11 66133420

Corporate & Registered Office: 6th Floor, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, Maharashtra

CIN: L99999MH1995PLC089008 Website: www.dcbbank.com



DCB BANK

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.

For and on behalf of DCB Bank

Authorized signatory
Name: Prateek Gupta
Date: 30-10-2024



DCB Bank Limited

3rd Floor, A-Set House, 7/56, Desh Bandhu Gupta Road, Karol Bagh, New Delhi - 110005, New Delhi

Tel: +91 11 66133451 / 66133457 & 66136321 Fax: +91 11 66133420

Corporate & Registered Office: 6th Floor, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, Maharashtra

CIN: L99999MH1995PLC089008 Website: www.dccb.com

Corporate & Institutional Banking Department

CIB/AK/NOC/FY2025

10th October, 2024

To,
The Board of Directors
Aye Finance Private Limited
M-5, Magnum House-I, Community Centre, Karampura, West Delhi,
New Delhi - 110015, India

Dear Sir/Madam,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company")

We refer to your request letter dated 10th September, 2024 in relation to the captioned subject matter (the "Request Letter") and all related Loan Documentation for the facilities availed by the Company from us as identified in **Annexure I** to this letter. Capitalised terms which are not defined herein have the same meaning as in the Request Letter.

We hereby confirm that the Loan Documentation, identified in **Annexure I** to the Request Letter governs all loans and facilities currently sanctioned by us in favour of the Company and that all outstanding borrowings of the Company from us are governed thereby and there are no other sanctioned facilities or outstanding borrowings of the Company with us.

We have been informed that the Company is proposing to undertake the Offer and may undertake certain Actions (as defined in the Request Letter and this letter). We are also aware that some or all of the Actions to be taken in relation to the Offer, or disclosures required to be made by the Company in the Offer Documents would require our consent/waiver/no-objection/intimation to us under the Loan Documentation.

We hereby give our no-objection to and unconditional approval and consent to the Company to proceed with and consummate the Offer, and to do all other acts and deeds, and execute all documents, forms and instruments as may be required in connection with the Offer, including but not limited to:

- transfer of Equity Shares in the offer for sale by certain existing shareholders of the Company;
- changes in the capital structure, including by way of bonus and/ or split of equity the shares of the Company and/or adoption of an employee stock option plan and grant of options thereunder;
- changes in the shareholding pattern of the Company, including but not limited to reducing, diluting, or permitting the sale, transfer or disposal of the shareholding of the founders in the Company;
- changes in the management of the Company, including changes in the composition of the board of directors and appointment of independent directors and changes in the key managerial personnel and members of senior management of the Company and the terms of their respective appointment, including remuneration, commission and/or sitting fees;
- opening of new bank accounts, with respect to the Offer, at the discretion of the Company and receipt of proceeds from the Offer in such bank accounts;
- conversion of the Company from a private limited company to a public limited company and consequent change in name of the Company;
- amending and/or modifying the constitutional documents of the Company, including the memorandum of association and articles of association to reflect, *inter alia*, compliance with the requirements of the Stock Exchanges and SEBI, conversion from private limited company to a public limited company and pursuant



- change in the name of the Company;
- change in accounting policies as per applicable law;
- appointment of various intermediaries including merchant bankers, syndicate members, registrars, public offer banks, escrow bank, refund banks and sponsor banks, as may be required in relation to the Offer, at the discretion of the Company; and
- undertaking any other activities as may be required in relation to the Offer. (collectively, the "Actions")

We further confirm that, as on date of this letter:

- (i) the accounts held by the Company with us are regular and there have been no current or past defaults on account of repayment of interest or principal violation of financial covenants or of any other provision or condition of the Loan Documentation, no rollover, re-scheduling or restructuring of any loans or any event of default or acceleration under any Loan Documents, except as mentioned below, and we waive all rights that we may have in case of any non-compliance by the Company under the Loan Documents that may have occurred in the past and/or that are currently subsisting, including any defaults or cross defaults which may occur pursuant to the Actions.

NIL

- (ii) there has been no rescheduling or restructuring of any loans or credit facilities and no event of default, cross-default delay, moratorium, rollover of any loans or credit facilities or trigger event has occurred under the Loan Documentation, except as mentioned below;

NIL

- (iii) there is no pending litigation, dispute, attachment order, show cause notice or notice initiated or issued by us against the Company or against any of the directors or security providers of the Company in relation to any of the Company's borrowings and we have not threatened to commence any litigation, proceedings or disputes against the Company or any of its directors or security providers, except as mentioned below;

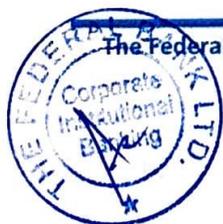
NIL

- (iv) we have not: (A) issued any notices of default (including cross-default) or sought any prepayments, accelerations in repayment or lump sum payments or amounts towards penalty or fines or withheld any disbursements or imposed penal interest in connection with any of the Loan Documentation; (B) or sought termination, suspension or cancellation of any loan or credit facilities availed by the Company, or (C) sought conversion of any borrowed amounts under the Loan Documentation into equity share capital of the Company, or (D) invoked any of our rights in relation to the security provided in relation to the borrowings till date or (E) exercised any step-in rights or overtaken management control till dated except as mentioned below;

NIL

- (v) the Company has complied with and, is not and, has not been in violation of any of the terms, conditions, representations, warranties, undertakings and covenants in relation to borrowings availed by the Company from us, including any covenants or restrictions including maintenance of certain financial ratios imposed on the Company governing any borrowings taken from us, including but not limited to, the Loan Documentation;

- (vi) we have not issued notices to the Company or any of its directors or security providers in connection with any Loan Documentation, or initiated attachment of the Company's or any of its directors' or security providers' properties in connection with any Loan Documentation and we have not issued a notice seeking enforcement of the guarantees provided in connection with the facilities availed by the Company as set out in [Annexure I] and the guarantors have not defaulted in their obligations in respect of such guarantees;



- (vii) we have not declared the Company, its directors as wilful defaulters or fraudulent borrowers as defined under the guidelines/circulars issued by the Reserve Bank of India and there has been no CIBIL suit filed by us against the Company, its directors; and
- (viii) the Company has not sought moratorium from us as permitted by the Reserve Bank of India in light of the COVID-19 pandemic.

We confirm that any action or other step taken by the Company in connection with the Offer would not constitute an event of default under the Loan Documentation. Further, we have no objection to the disclosure of our name as a lender of the Company or to the terms and conditions of the Loan Documentation in the Offer Documents or any other Offer-related material.

We hereby waive any of our rights under the Loan Documentation that may be triggered as a result of any of the Actions or other steps taken in connection with the proposed Offer, including any right or restriction in respect of appointment of third party advisors and intermediaries for the Offer and any right to appoint observers or nominee directors on the board of directors of the Company or as members of any committee(s), right to convert outstanding debt into equity shares, cross-default/ cross- acceleration provisions, right to recall the facility, prepayment as applicable that may be constituted by the board of the Company under the Loan Documentation.

We represent that our execution, delivery and performance of this consent have been duly authorised by all necessary actions (corporate or otherwise).

Our approval, no-objection and consent given in this letter satisfies all requirements of the Company, directors, shareholders of the Company and the security providers, as applicable with respect to the Loan Documentation to obtain consent and no-objection for the Offer and the Actions. Our consent and approval given hereunder shall supersede all conflicting covenants and conditions that may be stipulated in the Loan documentation, if any related to public offering of equity shares.

The above consents, no-objection and waivers shall be applicable for any future documentation (in addition to the Loan Documentation and including any amendment thereto) executed between the Company and us, with respect to any additional facilities, renewals or enhancements or renewal of existing facilities availed by the Company from us, until completion of the Actions and the Equity Shares of the Company issued pursuant to the Offer are listed and commence trading on the Stock Exchanges, whichever is later.

This approval, no-objection and consent granted herein may be deemed to be in full force until the date of the listing and commencement of trading of the Equity Shares allotted pursuant to the Offer on the Stock Exchanges, unless cancelled by us in writing prior to such date.

This consent letter does not impose any obligation on the Company to include in any Offer Documents all or any part of the information with respect to which consent for disclosure is being granted pursuant to this letter. We hereby authorise you to deliver this consent letter to SEBI, Stock Exchanges, the RoC (as defined in the Request Letter) and any other regulatory or statutory authorities as may be required.

This consent letter is for inclusion as a part of **"Material Contracts and Documents for Inspection"** in connection with the Offer which will be available for inspection from date of the filing of the red herring prospectus until the bid/Offer closing date.

We confirm that we will immediately communicate any change in the information contained in this letter in writing to the Company and the book running lead managers appointed in relation to the Offer (the **"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 taken as updated 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 the Book Running Lead Managers, respectively, in relation to the Offer.

We hereby consent to this consent letter 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.

We undertake to keep strictly confidential the details of the Offer, your request letter and this consent letter. Yours faithfully,

For and on behalf of The Federal Bank Limited



Authorized signatory

Name: Ashish Kumar

Date: 10th October, 2024

Cc:

Axis Capital Limited

1st Floor, Axis House, P.B. Marg, Worli, Mumbai- 400 025, Maharashtra, India

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

JM Financial Limited

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

Nuvama Wealth Management Limited (Formerly known as Edelweiss Securities Limited) 801 - 804, Wing A, Building
No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East Mumbai – 400 051
Maharashtra, India

Legal Counsel to the Company Shardul Amarchand Mangaldas & Co

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

Legal Counsel to the Book Running Lead Managers IndusLaw

2nd Floor, The MIRA, Ishwar Nagar,
NH-19, Block D, New Delhi, Delhi 110 065, India

International Legal Counsel to the Offer Hogan Lovells

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

Annexure-I
Details of the limits sanctioned and outstanding as on 30.09.2024

S.No.	Loan Account No.	Sanction/ Disbursement Date	Nature of facility	Limit Sanctioned (INR in Lacs)	Outstanding (INR in Lacs)
1	15286900000991	6 th March 2023	Term Loan	2,500	714.85
2	15286900001478	26 th September, 2023	Term Loan	2,500	1,428.57
3	15286900002310	18 th June, 2024	Term Loan	2,500	2,499.97
4	15280200004522	Next Renewal due on 15 th May, 2025	Overdraft	10	-



Annexure B

To,

The Board of Directors
Aye Finance Private Limited
M-5, Magnum House-I,
Community Centre,
Karampura, West Delhi,
New Delhi - 110015, India

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company" and such offering, the "Offer")

Dear Madam(s)/Sir(s),

We, HDFC Bank Ltd, consent to our name and the details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus ("DRHP"), red herring prospectus ("RHP") and the prospectus ("Prospectus") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Delhi & Haryana at New Delhi ("RoC") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable.

The DRHP, RHP, Prospectus, and other documents in relation to the Offer including roadshow presentations, media releases and other publicity and marketing materials shall be hereinafter referred to as "Offer Documents".

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

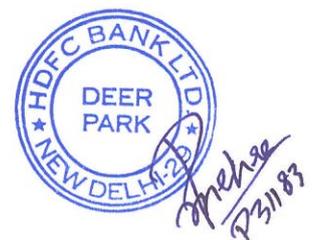
Name: HDFC Bank Ltd
Address: Block-A, Vatika Atrium, Golf Course Rd, Parsvnath Exotica, DLF Phase 5, Sector 53, Gurugram, Haryana 122002
Telephone Number(s): 0124-4664000
Contact Person: Ms. Pragya Mehra
Website: www.hdfcbank.com
Email: pragya.mehra@hdfcbank.com
CIN: L65920MH1994PLC080618
Logo: HDFC Bank

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 agree to keep the information regarding the Offer strictly confidential.

This no-objection 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 BRLMs and the legal counsels appointed by the Company and the BRLMs in relation to the Offer.

We also consent to the inclusion of this no-objection letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date (including on the website of the Company).

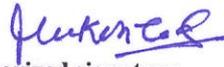
We also consent to the submission of this no-objection letter as may be necessary, to SEBI, the Stock Exchanges, the RoC and any regulatory or statutory authority and/or for the records to be maintained by the BRLMs in connection with the Offer.



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 HDFC Bank Ltd


Authorized signatory

Name: Pragya Mehra

Date: 02.11.2024



cc:

Axis Capital Limited

1st Floor, Axis House,
P.B. Marg, Worli,
Mumbai- 400 025,
Maharashtra, India

IIFL Securities Limited

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

JM Financial Limited

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

Nuvama Wealth Management Limited

(Formerly known as Edelweiss Securities Limited)

801 - 804, Wing A, Building No 3,
Inspire BKC, G Block
Bandra Kurla Complex, Bandra East
Mumbai – 400 051
Maharashtra, India

Shardul Amarchand Mangaldas & Co

Amarchand Towers, 216,
Okhla Phase III, Okhla Industrial Estate Phase III,
New Delhi 110020,
Delhi, India

Cyril Amarchand Mangaldas

Level 1 & 2
Max Towers, C-001/A Sector 16 B
Noida – 201 301, India

Hogan Lovells

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



CIN: L65190MH2004GOI148838

आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
डब्ल्यूटीसी कॉम्प्लेक्स, कफ परेड,
मुंबई - 400 005.
टेलिफोन : (+91 22) 6655 3355, 2218 9111
फैक्स : (+91 22) 2218 0411
वेबसाइट : www.idbi.com

IDBI Bank Limited
Regd. Office : IDBI Tower,
WTC Complex, Cuffe Parade,
Mumbai - 400 005.
TEL.: (+91 22) 6655 3355, 2218 9111
FAX : (+91 22) 2218 0411
Website : www.idbi.com

Annexure II

CONSENT LETTER FROM BANKER TO THE COMPANY

Date : November 14, 2024

To,

The Board of Directors
Aye Finance Private Limited
M-5, Magnum House-I,
Community Centre,
Karampura, West Delhi,
New Delhi, Delhi 110015, India

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company" and such offering, the "Offer")

Dear Madam(s)/Sir(s),

We, IDBI Bank, consent to our name and the details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus ("DRHP"), red herring prospectus ("RHP") and the prospectus ("Prospectus") along with other documents in relation to the Offer ("Offer Documents") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Delhi & Haryana at New Delhi ("RoC") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable.

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

Name: IDBI Bank Limited
Address: IDBI Tower, WTC Complex, Cuffee Parade, Colaba, Mumbai
Website: www.idbibank.in
CIN: L65190MH2004GOI148838

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 agree to keep the information regarding the Offer strictly confidential.

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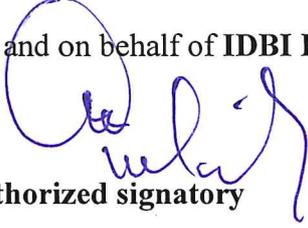
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Yours faithfully,

For and on behalf of **IDBI Bank Ltd.**


Authorized signatory



For Aye Finance Private Limited

IndusInd Bank**Annexure B****CONSENT LETTER FROM BANKER TO THE COMPANY**

To,

The Board of Directors
Aye Finance Private Limited
 M-5, Magnum House-I,
 Community Centre,
 Karampura, West Delhi,
 New Delhi, Delhi 110015, India

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company" and such offering, the "Offer")

Dear Madam(s)/Sir(s),

We, IndusInd Bank Limited, consent to our name and the details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus ("DRHP"), red herring prospectus ("RHP") and the prospectus ("Prospectus") along with other documents in relation to the Offer ("Offer Documents") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Delhi & Haryana at New Delhi ("RoC") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable.

The following details with respect to us may be disclosed in the Offer Documents and any publicity material in relation to the Offer:

Name: Indusind Bank Ltd
 Address: Hyatt Regency Office, 7th floor, RK Puram

Contact Person: Preeti Singhal
 Website: www.indusind.com
 Email: preeti.singhal@indusind.com

We further confirm that the above information in relation to us is true, correct, adequate. We agree to keep the information regarding the Offer strictly confidential.

We confirm that we will immediately communicate any changes in writing in the above information to the Company. In the absence of any such communication from us, the Company, the BRLMs and the legal counsels to the Company and the BRLMs, 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 BRLMs and the legal counsels appointed by the Company and the BRLMs in relation to the Offer.

Hyatt Zonal Office: IndusInd Bank Limited, Hyatt Regency complex block A District Centre Bhikaji Cama Place
 R.K Puram New Delhi 110066, Tel: (11) 42505100. 7

Regd. Office: 240/1, Gen. Thimmayya Rd. (Cantonment), Pune - 411 001, India.
 Contact us: (020) 26343201 | Email us: reachus@indusind.com | Visit us: www.indusind.com
 CIN : L65191PN1994PLC076333



For Aye Finance Private Limited

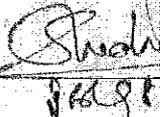
We also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date (including on the website of the Company).

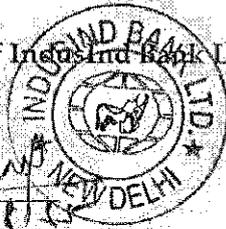
We also consent to the submission of this letter as may be necessary, to SEBI, the Stock Exchanges, the RoC and any regulatory or statutory authority and/or for the records to be maintained by the BRLMs in connection with the Offer.

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 IndusInd Bank Ltd


Authorized signatory



Name: [Chandrashekhar Kumar]

Date: [24.10.2024]

cc:

Axis Capital Limited
1st Floor, Axis House,
P.B. Marg, Worli,
Mumbai- 400 025,
Maharashtra, India

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

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

Nuvama Wealth Management Limited
(Formerly known as Edelweiss Securities Limited)
801 - 804, Wing A, Building No 3,
Inspire BKC, G Block
Bandra Kurla Complex, Bandra East
Mumbai -- 400 051

For Aye Finance Private Limited

Maharashtra, India

Shardul Amarchand Mangaldas & Co
Amarchand Towers, 216,
Okhla Phase III, Okhla Industrial Estate Phase III,
New Delhi 110020,
Delhi, India

Cyril Amarchand Mangaldas
Level 1 & 2
Max Tower, C-001/A Sector 16 B
Noida-201301, India

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



me



भारतीय स्टेट बैंक
STATE BANK OF INDIA

Annexure B

CONSENT LETTER FROM BANKER TO THE COMPANY

[On the letterhead of the Banker to the Company]

To,

The Board of Directors
Aye Finance Private Limited
M-5, Magnum House-1,
Community Centre,
Karampura, West Delhi,
New Delhi - 110015, India

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company" and such offering, the "Offer")

Dear Madam(s)/Sir(s),

We, State Bank of India, consent to our name and the details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus ("DRHP"), red herring prospectus ("RHP") and the prospectus ("Prospectus") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Delhi & Haryana at New Delhi ("RoC") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable.

The DRHP, RHP, Prospectus, and other documents in relation to the Offer including roadshow presentations, media releases and other publicity and marketing materials shall be hereinafter referred to as "Offer Documents".

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

Name: State Bank of India
Address: 61, 6th floor IFCI Tower Nehru Place, New Delhi- 110019.
Telephone Number(s): 9810204650
Contact Person: Sh Amit Chaddha
Website: www.sbi.co.in
Email: sbi.04298@sbi.co.in
CIN: SRB2015102039
Logo: SBI

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 agree to keep the information regarding the Offer strictly confidential.

We confirm that we will immediately communicate any changes in writing in the above information to the Company and to the book running lead managers to the Offer ("BRLMs") until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company, the BRLMs and the legal counsels to the Company and the BRLMs, 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 BRLMs and the legal counsels appointed by the Company and the BRLMs in relation to the Offer.

We also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date (including on the website of the Company).

We also consent to the submission of this letter as may be necessary, to SEBI, the Stock Exchanges, the RoC and any regulatory or statutory authority and/or for the records to be maintained by the BRLMs in connection with the Offer.

☎ 191-11-45261122
☎ 191-11-45261122
✉ sbi.04298@sbi.co.in

शाखा
वाणिज्यिक शाखा,
छठा तल, 61, 6
आई.एफ.सी.आई. टावर,
नेहरु प्लेस, नई दिल्ली-110019

Branch:
Commercial Branch
6th Floor, 61,
IFCI Tower,
Nehru Place, New Delhi-110019



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 State Bank of India


Authorized signatory

Name: Amit Chadha

Date: 10.10.2024



cc:

Axis Capital Limited

1st Floor, Axis House,
P.B. Marg, Worli,
Mumbai- 400 025,
Maharashtra, India

HFL Securities Limited

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

JM Financial Limited

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

Nuvama Wealth Management Limited

(Formerly known as Edelweiss Securities Limited)

801 - 804, Wing A, Building No 3,
Inspire BKC, G Block
Bandra Kurla Complex, Bandra East
Mumbai - 400 051
Maharashtra, India

Shardul Amarchand Mangaldas & Co

Amarchand Towers, 216,
Okhla Phase III, Okhla Industrial Estate Phase III,
New Delhi 110020,
Delhi, India

IndusLaw

2nd Floor, The MIRA,
Ishwar Nagar, NH-19,
Block D, New Delhi,
Delhi 110065, India

Hogan Lovells

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

04811-R K Puram Branch
Sector-6, DDA Shopping Complex, R.K.Puram, New Delhi-110022
Phone No. 011-26196767/26193351, ubin0804819@unionbankofindia.bank

Annexure B
CONSENT LETTER FROM BANKER TO THE COMPANY

To,

The Board of Directors
Aye Finance Private Limited
M-5, Magnum House-I,
Community Centre,
Karampura, West Delhi,
New Delhi, Delhi 110015, India

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Aye Finance Private Limited (the "Company" and such offering, the "Offer")

Dear Madam(s)/Sir(s),

We, Union Bank of India, consent to our name and the details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus ("DRHP"), red herring prospectus ("RHP") and the prospectus ("Prospectus") along with other documents in relation to the Offer ("Offer Documents") which the Company intends to file, with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Delhi & Haryana at New Delhi ("RoC") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable.

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

Name: Union Bank of India
Address: DDA, Shopping Complex, Sector- 6, R K Puram, New Delhi 110022
Telephone Number(s): 9989940146
Contact Person: Mr. Surendra Kumar Singh
Website: www.unionbankofindia.co.in
Email: UBIN0804819
CIN: U99999MH1919PTC000615

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 agree to keep the information regarding the Offer strictly confidential.

We confirm that we will immediately communicate any changes in writing in the above information to the Company and to the book running lead managers to the Offer ("BRLMs") until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company, the BRLMs and the legal counsels to the Company and the BRLMs, 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 BRLMs and the legal counsels appointed by the Company and the BRLMs in relation to the Offer.

We also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date (including on the website of the Company).

We also consent to the submission of this letter as may be necessary, to SEBI, the Stock Exchanges, the RoC and any regulatory or statutory authority and/or for the records to be maintained by the BRLMs in connection with the Offer.



यूनियन बैंक
ऑफ इंडिया

भारत सरकार का उपक्रम



Union Bank
of India

A Government of India Undertaking

04811-R K Puram Branch

Sector-6, DDA Shopping Complex, R.K. Puram, New Delhi-110022

Phone No. 011-26196767/26193351, ubin0804819@unionbankofindia.bank

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 Union Bank of India

कृते यूनियन बैंक ऑफ इंडिया
For UNION BANK OF INDIA

शाखा प्रबन्धक/ Branch Manager

सेक्टर-6, आर.के. पुरम, दिल्ली/Sector-6, R.K. Puram, New Delhi

Date: 13.11.2024

cc:

Axis Capital Limited

1st Floor, Axis House,
P.B. Marg, Worli,
Mumbai- 400 025,
Maharashtra, India

HFL Securities Limited

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

JM Financial Limited

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

Nuvama Wealth Management Limited

(Formerly known as Edelweiss Securities Limited)
801 - 804, Wing A, Building No 3,
Inspire BKC, G Block
Bandra Kurla Complex, Bandra East
Mumbai - 400 051
Maharashtra, India

Shardul Amarchand Mangaldas & Co

Amarchand Towers, 216,
Okhla Phase III, Okhla Industrial Estate Phase III,
New Delhi 110020,
Delhi, India

Cyril Amarchand Mangaldas

Level 1 & 2
Max Tower, C-001/A Sector 16 B
Noida-201301, India

Hogan Lovells

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

कृते यूनियन बैंक ऑफ इंडिया
For UNION BANK OF INDIA



शाखा प्रबन्धक/ Branch Manager
सेक्टर-6, आर.के. पुरम, दिल्ली/Sector-6, R.K. Puram, New Delhi