

# KEYNOTE

## CONSENT LETTER FROM THE SYNDICATE MEMBERS

To,

The Board of Directors  
**J. G Chemicals Limited**  
Adventz Infinity@ 5  
15th Floor, Unit No. 151 Sector V, Salt Lake,  
Kolkata – 700091, India

Dear Ladies and Gentlemen,

**Re: Proposed initial public offering of equity shares of face value ₹10 each (Equity Shares) by J.G. Chemicals Limited (Company) comprising a fresh issue of Equity Shares and an offer for sale of Equity Shares by Selling Shareholders (Offer).**

We, Keynote Capitals Limited, do hereby consent to act as a Syndicate Member to the Offer and to our name and the details mentioned herein being inserted as a Syndicate Member to the Offer 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, Kolkata at West Bengal (RoC), the Securities and Exchange Board of India (SEBI) and the stock exchanges where the Equity Shares are proposed to be listed (Stock Exchanges), as applicable 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:

## KEYNOTE

Name: Keynote Capitals Limited  
Address: The Ruby, 9th Floor, Senapati Bapat Marg,  
Dadar (West), Mumbai - 400 028  
Telephone Number: +91 22 6826 6000-3  
E-mail: [ankur@keynoteindia.net](mailto:ankur@keynoteindia.net)  
Website: <https://www.keynotecapitals.com/>  
Contact Person: Ankur Mestry;  
SEBI Registration Number: INZ000241530

We enclose a copy of our registration certificate 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 further confirm that the above information in relation to us is true, adequate and not misleading and without omission of any matter that is likely to mislead.

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

### **Keynote Capitals Limited**

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028  
Tel.: 91 22 6826 6000 • Fax: 91 22 6826 6088 • Email: [kcl@keynoteindia.net](mailto:kcl@keynoteindia.net) • Website: [www.keynoteindia.net](http://www.keynoteindia.net)  
CIN-U67120MH1995PLC088172

# KEYNOTE

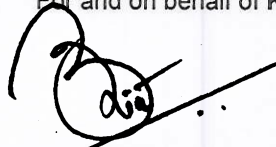
This consent letter is for information and for inclusion (in part or full) in Offer Documents or any other Offer-related material, and may be relied upon by the Company, BRLMs and the legal counsel appointed in relation to the Offer.

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

We hereby consent to this letter being disclosed by the BRLMs, 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.

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 **Keynote Capitals Limited**



**Uday Patil**  
Director

Date: 27 February, 2024

Cc:

**Centrum Capital Limited**  
Centrum House, C.S.T. Road  
Vidyanagari Marg, Kalina, Santacruz (East)  
Mumbai – 400 098  
Maharashtra, India.

**Emkay Global Financial Services Limited**  
7<sup>th</sup> Floor, The Ruby, Senapati Bapat Marg  
Dadar - West  
Mumbai - 400 028  
Maharashtra, India.

**Keynote Financial Services Limited**  
The Ruby, 9<sup>th</sup> Floor, Senapati Bapat Marg,  
Dadar (West), Mumbai - 400 028  
Maharashtra, India.

**Legal Counsel**

**BRLM Counsel**

**Bharucha & Partners**

13<sup>th</sup> Floor, Free Press House,  
Free Press Journal Marg,  
Nariman Point,  
Mumbai – 400 021  
Maharashtra, India.

**Company Counsel**

**Dentons Link Legal**  
Aiwan-e-Ghalib Complex,  
Mata Sundri Lane,  
New Delhi – 110 002

**Keynote Capitals Limited**

The Ruby, 9<sup>th</sup> Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028

Tel.: 91 22 6826 6000- Fax: 91 22 6826 6088- Email: kcl@keynoteindia.net • Website: www.keynoteindia.net

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# KEYNOTE

## Annexure A

1. Registration Number:	INZ000241530
2. Date of registration / Renewal of registration:	19 March, 2019
3. Date of expiry of registration:	Permanent Registration
4. If applied for renewal, date of application:	Not Applicable
5. Any communication from SEBI prohibiting Keynote Capitals Limited from acting as syndicate member:	No
6. Any enquiry/investigation being conducted by SEBI:	No
7. Period up to which registration/ renewal fees has been paid:	Not Applicable
8. Details of any penalty imposed	No

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प्ररूप घ  
FORM D

भारतीय प्रतिभूति और विनिमय बोर्ड  
**SECURITIES AND EXCHANGE BOARD OF INDIA**

(स्टाक दलाल और उप-दलाल) विनियम, 1992  
(STOCK BROKERS AND SUB-BROKERS) REGULATIONS, 1992

0001734

(विनियम 6 तथा 10ख / Regulations 6 and 10B)

रजिस्ट्रीकरण प्रमाणपत्र  
**CERTIFICATE OF REGISTRATION**

बोर्ड, भारतीय प्रतिभूति और विनिमय बोर्ड अधिनियम, 1992 के अधीन बनाये गये नियमों और विनियमों के साथ पठित उस अधिनियम की धारा 12 की उप-धारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए

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

**KEYNOTE CAPITALS LIMITED**  
**Trade Name: KEYNOTE CAPITALS LIMITED**  
9th FLOOR, THE RUBY  
SENAPATI BAPAT MARG, DADAR WEST  
MUMBAI  
MAHARASHTRA  
400028

को प्रतिभूतियों में क्रय, विक्रय या ब्यौहार / व्यापारों के समाशोधन तथा निपटान के क्रियाकलाप करने के लिए और ऐसे अन्य क्रियाकलाप जो स्टॉक एक्सचेंज (एक्सचेंजों) / समाशोधन निगम (निगमों) द्वारा अनुज्ञात हों करने के लिए, बोर्ड द्वारा, समय-समय पर, उसके लिए विनिर्दिष्ट शर्तों के अध्याधीन, स्टॉक दलाल / सांपत्तिक व्यापारिक सदस्य / समाशोधन सदस्य के रूप में रजिस्ट्रीकरण प्रमाणपत्र एतद्वारा प्रदान करता है।

as a

**Stock Broker**

stock broker / proprietary trading member / clearing member for carrying on the activities of buying, selling or dealing in securities / clearing and settlement of trades and for carrying on such other activities as are permitted by stock exchange(s) / clearing corporation(s), subject to the conditions specified therefor, from time to time, by the Board.

आवंटित रजिस्ट्रीकरण संख्या निम्नानुसार है / Registration number allotted is as under:

**INZ000241530**

यह प्रमाणपत्र तब तक विधिमान्य रहेगा जब तक यह विनियमों के अनुसार निलंबित या रद्द नहीं हो जाता।

This certificate shall be valid till it is suspended or cancelled in accordance with the Regulations.



आदेश द्वारा / By order  
भारतीय प्रतिभूति और विनिमय बोर्ड के लिए और की ओर से  
For and on behalf of **Securities and Exchange Board of India**

तारीख / Date : **March 19, 2019**

  
**ANUPMA CHADHA**  
प्राधिकृत हस्ताक्षरकर्ता / Authorised Signatory