



Shardul Amarchand Mangaldas

Ref. No: 45

April 13, 2022

The Board of Directors
Campus Activewear Limited
D-1, Udyog Nagar
Main Rohtak Road
New Delhi 110 041
Delhi, India

Ladies and Gentlemen,

Re: Proposed initial public offering of equity shares bearing face value of Rs. 5 each (the "Equity Shares") of Campus Activewear Limited (the "Company" and such offering, the "Offer")

We, the undersigned, hereby consent to act as legal counsel to JM Financial Limited, BofA Securities India Limited, CLSA India Private Limited and Kotak Mahindra Capital Company Limited (collectively, the "**Book Running Lead Managers**") as to Indian Law and to our name being inserted as the "Legal Counsel to the Book Running Lead Managers as to Indian Law" in the red herring prospectus (the "**RHP**") and the prospectus (the "**Prospectus**") intended to be filed by the Company with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("**RoC**") and subsequently with Securities and Exchange Board of India and the relevant stock exchanges where the Equity Shares of the Company are proposed to be listed pursuant to the Offer.

The following details with respect to us may be disclosed in the RHP and the Prospectus:

Name: Shardul Amarchand Mangaldas & Co
Address: 24th Floor, Express Towers, Nariman Point, Mumbai 400 021, Maharashtra, India
Tel: +91 22 4933 5555
Fax: (91 22) 4933 5550

We hereby authorise you to deliver this letter of consent to the RoC pursuant to the provisions of Section 26 of the Companies Act, 2013, as amended and to any other regulatory or statutory authority as required by law.

Sincerely,

For Shardul Amarchand Mangaldas & Co

Nikhil Naredi
Partner



cyril amarchand mangaldas

Ref: BLR/1733

December 23, 2021

To,

The Board of Directors
Campus Activewear Limited
D-1, Udyog Nagar,
Main Rohtak Road,
New Delhi – 110041,
Delhi, India

Ladies and Gentlemen:

Proposed initial public offering (the "Offer") of equity shares of ₹5 (the "Equity Shares") by
Campus Activewear Limited (the "Company")

We, the undersigned, hereby consent to act as the legal counsel to TPG Growth III SF Pte. Ltd. as to Indian law in relation to the Offer and to our name being inserted as legal counsel to TPG Growth III SF Pte. Ltd. as to Indian law in the Draft Red Herring Prospectus ("DRHP") to be filed with the Securities and Exchange Board of India ("SEBI"), the Red Herring Prospectus and the Prospectus in respect of the Offer and the following details with respect to us may be disclosed.

Cyril Amarchand Mangaldas

3rd Floor, Prestige Falcon Towers
19, Brunton Road
Bengaluru 560 025
Karnataka, India
Telephone: +91 80 6792 2000

We authorise you to deliver this letter of consent to the SEBI and Registrar of Companies, Delhi and Haryana at New Delhi or any other regulatory or statutory authority as required by law.

Yours truly,

For Cyril Amarchand Mangaldas

Partner

cyril amarchand mangaldas

advocates & solicitors

prestige falcon tower, 3rd floor, brunton road, craig park layout, victoria layout, bengaluru, karnataka 560 025, india
t: +91 80 6792 2000 f: +91 80 2558 4266 e: cam.bengaluru@cyrilshroff.com w: www.cyrilshroff.com
other offices: mumbai, new delhi, hyderabad, chennai & ahmedabad

Private & Confidential

April 16 _____, 2022

Campus Activewear Limited

D-1, Udyog Nagar
Main Rohtak Road
New Delhi – 110041
Delhi, India

White & Case Pte. Ltd.
88 Market Street #41-01
CapitaSpring
Singapore 048948
T +65 6225 6000

Reg. No. 200010572Z

whitecase.com

**RED HERRING PROSPECTUS AND PROSPECTUS IN RELATION TO THE
PROPOSED INITIAL PUBLIC OFFERING OF EQUITY SHARES OF FACE
VALUE OF ₹ 5 EACH (THE “OFFER”) BY CAMPUS ACTIVEWEAR LIMITED**

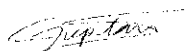
Dear Sir,

White & Case Pte. Ltd., being the international legal counsel to JM Financial Limited, BofA Securities India Limited, CLSA India Private Limited and Kotak Mahindra Capital Company Limited (collectively, the book running lead managers), as to the United States of America federal securities law, for the Offer, has given and has not withdrawn its written consent to the inclusion of its name in the Red Herring Prospectus and Prospectus.

Yours faithfully,

for and on behalf of

White & Case Pte. Ltd.



Rahul Guptan
Partner



AZB & PARTNERS
ADVOCATES & SOLICITORS

April 16, 2022

To,

The Board of Directors
Campus Activewear Limited
D-1, Udyog Nagar,
Main Rohtak Road,
New Delhi – 110041,
Delhi, India.

Dear Sir(s),

Re: Proposed initial public offering of equity shares of Campus Activewear Limited (the "Company" and such offer, the "Offer")

Sub: Consent letter from AZB & Partners

We, the undersigned, hereby consent to act as legal counsel to the selling shareholders, namely, QRG Enterprises Limited, Mr. Rajiv Goel and Mr. Rajesh Kumar Gupta, as to Indian law and to the inclusion of our name and contact details, as set out below, in the draft red herring prospectus to be filed by the Company with the Securities and Exchange Board of India ("SEBI"), the red herring prospectus and the prospectus, which the Company may file with the Registrar of Companies, Delhi and Haryana at New Delhi and thereafter with SEBI and, the relevant stock exchanges, in respect of the Offer.

The following information in relation to us may be disclosed:

AZB & Partners

AZB House
Plot No. A8, Sector 4
Noida – 201301
National Capital Region, India
Tel: +91 120 417 9999

We also authorize you to deliver a copy of this letter of consent to the Registrar of Companies, Delhi and Haryana at New Delhi, as may be required under applicable law.

Yours truly,

Anish Bhattacharya
Anish Bhattacharya

For AZB & Partners

☐ **MUMBAI**: AZB House Peninsula Corporate Park Ganpatrao Kadam Marg Lower Parel Mumbai 400013 India TEL +91 22 66396880 FAX +91 22 66396880 E-MAIL mumbai@azbpartners.com
☐ **MUMBAI**: Sakhar Bhavan 4th floor 230 Nariman Point Mumbai 400021 India TEL +91 22 66396880 FAX +91 22 49100699 E-MAIL disputeresolution.mumbai@azbpartners.com
☐ **DELHI**: AZB House Plot No A8 Sector 4 Noida 201301 National Capital Region Delhi India TEL +91 120 4179999 FAX +91 120 4179900 E-MAIL delhi@azbpartners.com
☐ **GURGAON**: Unitech Cyber Park 002 Tower-B 6th floor Sector 39 Gurgaon 122001 National Capital Region Delhi India TEL +91 124 4200296 FAX +91 124 4038320 E-MAIL gurgaon@azbpartners.com
☐ **BANGALORE**: 7th Floor Embassy Icon Infantry Road Bangalore 560001 India TEL +91 80 42400500 FAX +91 80 22213947 E-MAIL bangalore@azbpartners.com
☐ **PUNE**: OBYX Towers 1101-B 11th floor North Main Road Koregaon Park Pune 411001 India TEL +91 20 67256666 FAX +91 20 67256600 E-MAIL pune@azbpartners.com