

April 08, 2022

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

Dear Sir,

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

We, the undersigned, do hereby consent to act as Book Running Lead Manager to the Offer and to the inclusion of our name as Book Running Lead Manager to the Offer in the Red Herring Prospectus ("RHP") and the Prospectus ("Prospectus" together with RHP "Offer Documents") that the Company intends to filed file with the Registrar of Companies, Delhi and Haryana at New Delhi ("RoC") and thereafter with the the Securities and Exchange Board of India (the "SEBI") and BSE Limited (the "BSE") and National Stock Exchange of India Limited (the "NSE", and together with the BSE, the "Stock Exchanges").

We further confirm that the following information in relation to us is true and correct and consent to the inclusion of the following information in the Offer Documents:

Logo:



Name:	JM Financial Limited
Address:	7 th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025 Maharashtra, India
Telephone number:	+91 22 6630 3030
E-mail:	cal.ipo@jmfl.com
Website:	www.jmfl.com
Investor Grievance E-mail:	grievance.ibd@jmfl.com
Contact Person:	Prachee Dhuri
SEBI Registration Number:	INM000010361

We hereby authorize you to deliver a copy of this letter of consent to the RoC pursuant to Sections 26 and 32 of the Companies Act, 2013 and the rules and regulations thereunder, each as amended, the Stock Exchanges and any other regulatory or statutory authority as may be required.

We confirm that neither we nor our associates (as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended) hold any Equity Shares of the Company.

We enclose a copy of our registration certificate regarding our registration with the SEBI (Annexure A). We also certify that our registration is valid as of the date of this letter and that we have not been prohibited or debarred by the SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital market issues.

JM Financial Limited

Corporate Identity Number: L67120MH1986PLC038784

Regd. Office: 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025.

T: +91 22 6630 3030 **F:** +91 22 6630 3344 www.jmfl.com





We confirm that we will immediately inform any changes in writing in the above information to the Company and the other book running lead managers appointed for the Offer (the "BRLMs") until the commencement of trading of Equity Shares pursuant to the Offer. In the absence of any such communication from us, the Company, the other BRLMs and the legal advisors to each of the Company and the BRLMs can assume that there is no change to the above information until the commencement of trading of Equity Shares pursuant to the Offer.

This consent letter is for information and for inclusion (in part or full) in the Offer Documents and/or for the records to be maintained by the BRLMs and may be relied upon by the Company, the other BRLMs and the legal advisors to each of the Company and the BRLMs in relation to the Offer.

Yours faithfully,

For and on behalf of JM Financial Limited

Name: Nikhil Panjwani
Designation: Vice President



Encl.: As above

JM Financial Limited

Corporate Identity Number: L67120MH1986PLC038784

Regd. Office: 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025.

T: +91 22 6630 3030 F: +91 22 6630 3344 www.jmfl.com

मर्चेन्ट बैंककार

फॉर्म B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

002855

(मर्चेन्ट बैंककार) विनियम, 1992
(MERCHANT BANKERS) REGULATIONS, 1992

(विनियम 8)
(regulation 8)

रजिस्ट्रीकरण प्रमाणपत्र
CERTIFICATE OF REGISTRATION

1. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 का धारा 12 की उपधारा (1) द्वारा पदवी अर्जियों का प्रयोग करने हुए इसके द्वारा पदवी I / II / III / IV में मर्चेन्ट बैंककार के रूप में
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

JM FINANCIAL LIMITED (formerly known as JM FINANCIAL INSTITUTIONAL SECURITIES LIMITED)
141, MAKER CHAMBERS III,
NARIMAN POINT
MUMBAI-400021
MAHARASHTRA
[Name Changed with Effect from - February 27, 2018]

को नियमों में जनों के अधीन रहने हुए और विनियमों के अनुसार निर्माणित कियाकलाप करने का रजिस्ट्रीकरण प्रमाणपत्र देना है :- as a merchant banker in Category I / II / III / IV subject to conditions in the rules and in accordance with the regulations to carry out following activities :-

- *1. किसी निगम का प्रबंध जिसके अन्तर्गत पायरेडियस नियंत्रण करना, निगम में संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तपोषणों में संबंध बनाना, ऑनम आबंटन और अधिक आवंटन धनगोला का प्रतिपाद है। Management of any issue, including preparation of prospectus, gathering information relating to the issue, determining financing structure, tie up of financiers, final allotment and refund of excess application money.
 - *2. निविधान मन्त्राहकार। Investment Adviser
 - *3. निगमों का निम्नांकन। Underwriting of Issues.
 - *4. पोर्टफोलियो प्रबंध सेवाएं। Portfolio Management Services.
 - *5. किसी निगम के प्रबंधक, परामर्शी या मन्त्राहकार जिनके अन्तर्गत निगमित मन्त्राहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services.
 - *6. परामर्शी या मन्त्राहकार। Consultant or Adviser.
- (*जो लागू न हो उसे काट दें।) (*Delete whichever are not applicable)

II. मर्चेन्ट बैंककार के लिए रजिस्ट्रीकरण कोड
II. Registration Code for the merchant banker is MB /

INM000010361

III. यह प्रमाणपत्र

III. ~~This Certificate shall be valid from~~

This certificate of Registration shall be valid unless it is suspended or cancelled by the Board

नक विधिमाम्य होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेन्ट बैंककार) विनियम, 1992 में विनिर्दिष्ट है नवीकृत किया जा सकेगा।

~~and may be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992.~~

आदेश द्वारा
By order

Anupma Chadha

ANUPMA CHADHA



Mumbai

February 27, 2018

भारतीय प्रतिभूति और विनियम बोर्ड

के लिए और उसकी ओर से

For and on behalf of

Securities and Exchange Board of India

To,

**The Board of Directors
Campus Activewear Limited**


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

Dear Madam(s) / Sir(s),

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

We, BofA Securities India Limited, do hereby consent to act as book running lead manager to the Offer and to our name and the details mentioned herein, being inserted as a book running lead manager to the Offer in the red herring prospectus and prospectus ("Offer Documents") intended to be filed by the Company with 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 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:

Logo	BofA SECURITIES 
Name	BofA Securities India Limited
Address	Ground Floor, "A" Wing, One BKC, "G" Block Bandra Kurla Complex, Bandra (East), Mumbai 400 051, Maharashtra, India
Telephone Number	+91 22 6632 8000
E-mail	dg.Campus_ipo@bofa.com
Website	www.ml-india.com
Contact Person	Vivek Arora
Investor Grievance e-mail	dg.india_merchantbanking@bofa.com
SEBI Registration Number	INM000011625
CIN	U74140MH1975PLC018618

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any respect.

Further, except as disclosed below, we confirm that neither we nor our associates hold any Equity Shares of the Company:

BofA Securities India Limited

We enclose a copy of our registration certificate regarding our registration with SEBI (Annexure A). We also certify that our registration is valid as on date and that we have not been prohibited by SEBI, and to the best of our knowledge by any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues.

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

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 to the public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date.

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 advisors appointed by the Company and the BRLMs 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 and in accordance with applicable law.

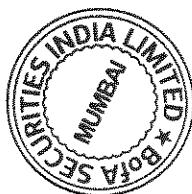
All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents, as the case may be.

Yours faithfully,

For and on behalf of **BofA Securities India Limited**



Authorized signatory
Name: Amit Shah
Date: 12 April 2022



मर्चेट बैंककार

फॉर्म B
FORM B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

002919

(मर्चेट बैंककार) विनियम, 1992
(MERCHANT BANKERS) REGULATIONS, 1992

(विनियम 8)
(regulation 8)

रजिस्ट्रीकरण प्रमाणपत्र
CERTIFICATE OF REGISTRATION

- I. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए इसके द्वारा प्रवर्ग I/ II/ III/ IV में मर्चेट बैंककार के रूप में
- I. 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

BofA Securities India Limited
GROUND FLOOR, A WING, ONE BKC
G BLOCK, BANDRA KURLA COMPLEX, BANDRA (EAST)
MUMBAI
400051
MAHARASHTRA, INDIA

को नियमों में शर्तों के अधीन रहते हुए और विनियमों के अनुसार निम्नलिखित क्रियाकलाप करने का रजिस्ट्रीकरण प्रमाणपत्र देता है :- as a merchant banker in Category I/ II/ III/ IV subject to conditions in the rules and in accordance with the regulations to carry out following activities :-

- *1. किसी निर्गमन का प्रबंध जिसके अन्तर्गत प्रोस्पेक्टस तैयार करना, निर्गमन से संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तदाताओं से संबंध बनाना, अंतिम आवंटन और अधिक आवेदन धनराशि का प्रतिपादय है। Management of any issue, including preparation of prospectus, gathering information relating to the issue, determining financing structure, tie up of financiers, final allotment and refund of excess application money.
 - *2. निविधान सलाहकार। Investment Adviser
 - *3. निर्गमनों का निमांकन। Underwriting of Issues.
 - *4. संविभाग प्रबंध सेवाएं। Portfolio Management Services.
 - *5. किसी निर्गमन के प्रबंधक, परामर्शी या सलाहकार जिनके अन्तर्गत निगमित सलाहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services.
 - *6. परामर्शी या सलाहकार। Consultant or Adviser.
- (*जो लागू न हो उसे काट दें) (*Delete whichever are not applicable)

II. मर्चेट बैंककार के लिए रजिस्ट्रीकरण कोड

II. Registration Code for the merchant banker is MB /

III. यह प्रमाणपत्र

INM000011625

III. This Certificate shall be valid from

This Certificate of registration shall be valid for permanent, unless suspended or cancelled by the Board

तक विधिमान्य होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेट बैंककार) विनियम, 1992 में विनिर्दिष्ट है नवीकृत किया जा सकेगा।
and may be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Banker(s) Regulations, 1992.

आदेश द्वारा
By order



Anupma Chadha

ANUPMA CHADHA
भारतीय प्रतिभूति और विनियम बोर्ड
के लिए और उसकी ओर से
For and on behalf of

स्थान Place

तारीख Date

Mumbai
December 1, 2020

Securities and Exchange Board of India



To,

Campus Activewear Limited

D-1, Udyog Nagar
Main Rohtak Road
New Delhi 110 041
Delhi, India

JM Financial Limited

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

BofA Securities India Limited

Ground Floor, A Wing, One BKC
G Block, Bandra Kurla Complex
Bandra (East), Mumbai 400 051
Maharashtra, India

Kotak Mahindra Capital Company Limited

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

(JM Financial Limited, BofA Securities India Limited, CLSA India Private Limited, Kotak Mahindra Capital Company Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "**Book Running Lead Managers**" or the "**BRLMs**")

Dear Sirs,

Re: Proposed initial public offering of equity shares bearing face value of Rs. 5 each (the "Equity Shares") of Campus Activewear Limited (the "Company") comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (the "Offer")

We, CLSA India Private Limited, do hereby consent to act as book running lead manager to the Offer and to our name and the details mentioned herein, being inserted as a book running lead manager to the Offer in the draft red herring prospectus ("**DRHP**"), red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") (collectively, the "**Offer Documents**") proposed to be filed by the Company with the Securities and Exchange Board of India ("**SEBI**"), Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("**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.

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:



A CITIC Securities
Company

Logo:

Name:

Address:

Telephone Number:

E-mail:

Website:

CLSA India Private Limited
8/F Dalamal House, Nariman Point, Mumbai 400 021
+91 22 6650 5050
campus.ipo@clsa.com
www.india.clsa.com

Contact Person: Prachi Chandgothia
Investor Grievance e-mail: investor.helpdesk@clsa.com
SEBI Registration Number: INM000010619

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well informed decision.

Further, we confirm that neither we nor our associates hold any Equity Shares of the Company.

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 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 allotted and transferred in the Offer, 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.

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 CLSA India Private Limited



Authorized signatory

Name: Ankur Garg

Date: 24 December 2021



Cc:

Domestic Legal Counsel to the Book Running Lead Managers

Shardul Amarchand Mangaldas & Co.

24th floor, Express Towers

Nariman Point

Mumbai 400 021

Maharashtra, India

Domestic Legal Counsel to the Company

Khaitan & Co

Max Towers

7th & 8th Floors

Sector 16B Noida

Gautam Budh Nagar 201 301

Uttar Pradesh, India

International Legal Counsel to the Offer

White & Case Pte. Ltd.
8 Marina View #27-01
Asia Square Tower 1
Singapore 018 960

Annexure A

Date: 24 December 2021

Re: Proposed initial public offering of equity shares bearing face value of Rs. 5 each (the "Equity Shares") of Campus Activewear Limited (the "Company") comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (the "Offer")

1. Registration Number:	INM000010619
2. Date of registration / Renewal of registration:	13-Dec-2018
3. Date of expiry of registration:	Valid for permanent, unless suspended or cancelled by the Board
4. If applied for renewal, date of application:	NA
5. Period up to which registration / renewal fees has been paid:	Dec-2024

MERCHANT BANKER

भारतीय प्रतिभूति और विनिमय बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

00 28 7 5

(मर्चेन्ट बैंककार) विनियम, 1992
(MERCHANT BANKERS) REGULATIONS, 1992

(विनियम ८)
(regulation 8)

रजिस्ट्रीकरण प्रमाणपत्र
CERTIFICATE OF REGISTRATION

- i. 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

CLSA INDIA PRIVATE LIMITED
8/F DALAMAL HOUSE
MAHARASHTRA
MUMBAI-400021

को सितियों में जहाँ से अनाज एवं दूध आदि पशुधन के उत्पादन निम्नलिखित क्रियाकलाप करने का अधिकार प्राप्त होगा है :- as a merchant banker in Category 17 ~~17, 18, 19~~ subject to conditions in the rules and in accordance with the regulations to carry out following activities :-

- *1. किसी निगमन का प्रबंध निम्नके अन्तर्गत मान्यकरता प्राप्त करता है। निगमन से संबंधित जानकारी एकत्र करना, विवरणों को व्यवस्थित करना, अवधारणा बनाना, अद्यतनित करना, वित्तियन और संचयन योजना, अंतिम आवेदन और अधिक आमजन धनप्राप्ति का पालन करना है। Management of any issue, including preparation of prospectus, gathering information relating to the issue, determining financing structure, tie up of financiers, final allotment and refund of excess application money.
- *2. निविदायन सलाहकार। Investment Adviser
- *3. निगमनों का निष्पादन । Underwriting of Issues.
- *4. पोर्टफोलियो प्रबंध सेवाएँ । Portfolio Management Services.
- *5. किसी निगमन के प्रबंधक, परामर्शी या सलाहकार निम्नके अन्तर्गत निम्निल सलाहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services.
- *6. परामर्शी या सलाहकार । Consultant or Adviser.
- *7. कृपया नष्ट हो जाने वाले को हटा दें (*Delete whichever are not applicable)

1990年12月15日

II. Registration Code for the merchant banker is MB /

INM000010619

III. This Certificate shall be valid from _____ This Certificate of registration shall be valid for permanent, unless
suspended or cancelled by the Board

~~and may be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992.~~

By order



234 Place

Mumbai

तारीख Date

December 13, 2018

ANUPMA CHADHA

भारतीय प्रतिभति और विनियम बोर्ड

कं लिए और इसको और मं

For and on behalf of
Securities and Exchange Board of India

CERTIFIED TRUE

For CLS/INDIA PRIVATE LIMITED,

Neunda P. Patel

Company Secretary