



Hem Securities Ltd.

Building Your Wealth Through Values

Member: BSE, CDSL-DP
Category 1 Merchant Banker, Portfolio Manager
Sebi Regd. No.: IN DP CDSL-83-2000, BSE-INZ000168034,
M.B.-INM000010981, P. M. -INP000006794
CIN: U67120RJ1995PLC010390
www.hemsecurities.com

Consent Letter

Date: March 26, 2025

To,
The Board of Directors,
Zelio E-Mobility Limited
(Formerly known as Zelio Auto Private Limited)
Khewat No. 510 442, Hisar Road,
Ladwa, Hisar – 125006, Haryana, India

Dear Sir,

Sub: Consent towards the inclusion of our name in the Offer Document to be filed in connection with the proposed SME Initial Public Offer of Equity Shares ("IPO") of Zelio E-Mobility Limited (the "Company"):

We, **Hem Securities Limited**, hereby give our consent to act as the "**Book Running Lead Manager to the Offer**" to the Proposed Public Offer of **Zelio E-Mobility Limited** on the **SME Platform of NSE ("NSE Emerge")** pursuant to the provisions of section 26 of the Companies Act, 2013 and have no objection in our name being inserted as the "**Book Running Lead Manager to the Offer**" in the Draft Offer Document/Offer Document which the company intends to Offer in respect thereof.

We authorize "**Zelio E-Mobility Limited**" to deliver a copy of this consent letter to SEBI/ Stock Exchanges/ Registrar of Companies, pursuant to the provisions of sections 26 & 32 of the Companies Act, 2013 and SEBI (ICDR) Regulations 2018, as amended time to time.

We confirm that, we are authorized to Act as Merchant Banker to the Offer in accordance to the Section 12 of SEBI Act, 1992. Our Permanent Registration number is **INM000010981**.

Yours faithfully,
For Hem Securities Limited


Prateek Jain
Managing Director
DIN: 03518736



Date: 03-03-2025

To,
The Board of Directors
Zelio E-Mobility Limited
Shop No.542,1st Floor
Auto Market, Hisar
Haryana - 125001

Dear Sir(s),

Sub: Proposed SME Initial Public Offer (IPO) of Zelio E-Mobility Limited

We, the undersigned, hereby give our consent to our name being included as "Bankers to the Company" in the Draft Offer Document/ Offer Document which the company intends to issue in respect of the proposed issue of Equity Shares. We hereby also authorize you to deliver this letter of consent for the purpose of filing under provisions of Section 32 of the Companies Act, 2013.

Details of the Banker to the Company:

Name:	Hitesh Sharma
Address:	Hdfc Bank Ltd,1 st floor,Akash Plaza,Jindal Chowk,Hisar,Haryana,125001
Telephone:	8570909231
Fax:	-
Email id:	Hitesh.sharma10@hdfcbank.com
Contact Person:	Hitesh Sharma
Designation	Relationship Manager

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 authorize you to deliver this letter of consent to SEBI, Registrar of Companies, the Stock Exchanges and any other regulatory or statutory authority as required by law.

We also agree to keep strictly confidential, until such time as the proposed transaction is publicly announced by the Company in the form of a press release, (i) the nature and scope of this transaction; and (ii) our knowledge of the proposed transaction of the Company.

This letter can be relied on by the Lead Manager and the Registrar in relation to the Issue. We confirm that we will immediately inform you and the Lead Manager, appointed as such for the purpose of the Issue, in writing, of any change to the above information until the receipt of the listing and trading approval from the Stock Exchange of the Equity Shares offered in this Issue and commencement of the trading on the Stock Exchange.

In the absence of any such communication, the above information should be taken as updated information.

Thanking you

Yours faithfully

For HDFC Bank Limited



Authorized Signatory

www.hdfcbank.com

Consent Letter

Date: March 29, 2025

To,
The Board of Directors,
Zelio E-Mobility Limited
Shop No.542, 1st Floor
Auto Market, Hissar,
Haryana, India, 125001

Dear Sir,

Sub: Consent towards the inclusion of our name in the Offer Document to be filed in connection with the proposed SME Initial Public Offer of Equity Shares ("IPO") of Zelio E-Mobility Limited (the "Company")

We, the undersigned, hereby give our consent to our name being included as **"Legal Advisors to the Issue"** in the DRHP/RHP/Prospectus which the company intends to issue in respect of the proposed Offer of equity shares. We hereby also authorized you to deliver this letter of consent for the purpose of filing under provisions of Section 26 of the Companies Act, 2013.

Details of the Contact Person:

Name:	Mindspright Legal
Address:	712-714, C-Wing, Trade World, Kamla City, Senapati Bapat Marg, Lower Parel (West), Mumbai-400013, Maharashtra, India
Telephone:	+91- 022- 42197000
Website:-	https://mindspright.co.in
Email id:	ipo@mindspright.co.in
Contact Person:	Ms. Richa Bhansali
Designation	Partner

Yours faithfully,
For Mindspright Legal

Richa Bhansali
Digitally signed
by Richa Bhansali
Date: 2025.03.28
20:13:10 +05'30'

Authorised Signatory



Consent Letter

February 17th, 2025

To,
The Board of Directors,
Zelio E-Mobility Limited
(formerly known as Zelio Auto Private Limited)
Khewat No 510, 442, Hisar Road, Ladwa,
Distt. Hisar-125006, Haryana, India
Dear Sir/Madam,

Sub: Consent towards the inclusion of our name in the Draft Offer Document and Offer Document (together, the "Offer Documents") to be filed in connection with the proposed SME Initial Public Offer of Equity Shares ("IPO" or "Issue") of Zelio E-Mobility Limited (the "Company")

We, M/s Murari Garg & Co, Chartered Accountants, hereby give our consent to insert our name as the "Statutory Auditors" in the Offer Documents with regard to the proposed Initial Public Offer of the Equity Shares of the Company to be filed with Securities Exchange Board of India (the "SEBI"), the Stock Exchange and the Registrar of Companies as the case may be.

We further give our Consent to incorporate our name as "Experts" in the Offer Documents as it may deem fit and proper.

We also authorize you to deliver a copy of this letter of consent to the Registrar of Companies, Mumbai pursuant to the provision of Section 26 of the Companies Act, 2013.

The following information in relation to us may be disclosed in the Offer Documents:

Name : M/s Murari Garg & Co.,
Chartered Accountants,
Address: SCO -12, Second Floor,
Pocket – A, Sector -14, Hisar – 125001, Haryana
Tel No.: +91 98962 70436
Email: fcaturarigarg36@gmail.com
Website: NA
Firm Registration No.: 013241N
Peer Review Certificate Number: 016373
Membership No: 092333
Contact Person: CA Murari Lal Garg
Designation: Senior Partner

Yours faithfully,
For M/s Murari Garg & Co.
Chartered Accountants
Firm Registration No.: 013241N

Murari Lal Garg

Murari Lal Garg
Partner
Membership Number : 092333



Place : Hisar

UDIN : 25092333BMVEX4007

S. P. CHOPRA & CO.
Chartered Accountants

31-F, Connaught Place
New Delhi- 110 001
Tel: 91-11-23313495
Fax: 91-11-23713516
ICAI Regn. No. 000346N
Website : www.spchopra.in
E-mail: spc1949@spchopra.in

Consent Letter

17th February, 2025

To,
The Board of Directors,
Zelio E-Mobility Limited
(formerly known as Zelio Auto Private Limited)
Khewat No 510, 442, Hisar Road, Ladwa,
Hisar-125006, Haryana, India

And

Hem Securities Limited
203, Jaipur Tower, M.I. Road,
Jaipur, Rajasthan- 302001 India

(Hem Securities Limited referred to as the “**Book Running Lead Manager**” or the “**BRLM**”)

Dear Sirs,

Sub: Consent towards the inclusion of our name in the Draft Offer Document and Offer Document (together, the “Offer Documents”) to be filed in connection with the proposed initial public offer of Equity Shares (“IPO” or “Issue”) of Zelio E-Mobility Limited (the “Company”).

We, **S. P. Chopra & Co.**, Chartered Accountants (Firm Registration Number: **000346N**), hereby give our consent to the inclusion of our ‘Examination Report on the Restated Financial Information’ for the six months period ended 30th September, 2024, the financial year ended 31st March, 2024 and 31st March, 2023 and for the period from 15th July, 2021 to 31st March, 2022 as required by the provisions of Section 26 of the Companies Act, 2013, Statement of Financial Indebtedness and Statement of Possible Tax Benefits available to the Company and its shareholders, in the form and in the context in which it is being included in the Offer Documents and being issued by the Company.

We also give our consent to insert our name as the “**Peer Review Auditor**” in the Offer Documents with regard to proposed Initial Public Offer to be filed with Securities Exchange Board of India (the “**SEBI**”), the BSE Limited and the National Stock Exchange of India Limited (together the “**Stock Exchanges**”) and the Registrar of Companies as the case may be.

We further give our Consent to incorporate our name as “**Experts**” in the Offer Documents as it may deem fit and proper.

We also authorize you to deliver a copy of this letter of consent to the Registrar of Companies, pursuant to the provision of Section 26 of the Companies Act, 2013.



The following information in relation to us may be disclosed in the Offer Documents:

Name: S. P. Chopra & Co., Chartered Accountants,
Address: 15th Floor, Unit No 1505, Astralis Supernova,
Sector - 94, Gautam Buddha Nagar, Noida-201301
Telephone: +91 98102 77251
Contact person: CA. Pawan K. Gupta, Sr. Partner
Membership No: 092529
E-mail: pawangupta@spchopra.in
Website: www.spchopra.in
ICAI Firm's registration number: 000346N
Peer review certificate number: 017749

This certificate may be relied on by the BRLM and their affiliates in relation to the Issue.

We undertake to update you in writing of any changes in the abovementioned position, until the date the Equity Shares issued pursuant to the Issue commence trading on the stock exchanges. In the absence of any communication from us till the Equity Shares commence trading on the stock exchanges, you may assume that there is no change in respect of the matters covered in this certificate.

Yours faithfully,
For **S. P. Chopra & Co.**
Chartered Accountants

Firm Registration Number: 000346N

Pawan K. Gupta
Partner

Membership Number: 092529

UDIN: 25092529BMNZKD8734

Place: Hisar





Maashitla® Securities Private Limited

SEBI Registered Category- I Registrar & Share Transfer Agent

SEBI Reg. Number- INR000004370 | CIN- U67100DL2010PTC208725

Regd. Office- 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email ID- ipo@maashitla.com | Website- www.maashitla.com | Ph- 011-45121795-96

Consent Letter

Date: 30/01/2025


To,
The Board of Directors,
Zelio E-Mobility Limited
Shop No. 542, 1st Floor, Auto Market,
Hissar – 125001, Haryana, India

Dear Sir,

Sub: Consent towards the inclusion of our name in the Offer Document to be filed in connection with the proposed SME Initial Public Offer of Equity Shares (“IPO”) of Zelio E-Mobility Limited (the “Company”).

We, hereby give consent to act as “**Registrar to the Issue**” in the Draft Offer Document / Offer Document which the company intends to issue in respect of the proposed issue of equity shares. I hereby also authorize you to deliver this letter of consent for the purpose of filing under provisions of Sections 26 & 32 of the Companies Act, 2013.

We also authorize you to deliver a copy of this No Objection Certificate to any competent authority as the Company may deem fit.

Name	Maashitla Securities Private Limited
Logo	
Address	451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi-110034
Tel No.	011-47581432
Email Id	investor.ipo@maashitla.com
Investor Grievance email id	investor.ipo@maashitla.com
Contact Person	Mr. Mukul Agrawal
Website	www.maashitla.com
SEBI Reg. No	INR000004370

Thanking you,
Yours faithfully,

For Maashitla Securities Private Limited



Authorised Signatory

Place: New Delhi

Annexure A

<p>निर्गम रजिस्ट्रार और शेयर अंतरण अभिकर्ता</p>	<p>फॉर्म नं. FORM B</p>	<p>REGISTRARS TO AN ISSUE AND SHARE TRANSFER AGENTS</p>
<p>भारतीय प्रतिभूति और विनियम बोर्ड</p> <p>SECURITIES AND EXCHANGE BOARD OF INDIA</p>		
<p>[निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता] विनियम, 1993</p> <p>(Registrars to an issue and Share transfer agents) Regulations, 1993</p>		
<p>(विधियम 8) (Regulation 8)</p>		
<p>001432</p> <p>रजिस्ट्रीकरण का प्रमाणपत्र</p> <p>CERTIFICATE OF REGISTRATION</p>		
<p>I. बोर्ड, भारतीय प्रतिभूति और विनियम अधिनियम, 1992 के अधीन बनाये गए नियमों और विनियमों के साथ पठित उस अधिनियम की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए प्रवर्ग-I में निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता/प्रवर्ग-II में निर्गम-रजिस्ट्रार/शेयर अंतरण अभिकर्ता के रूप में</p> <p>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</p>		
<p>Maashitla Securities Private Limited 451, Krishna Apra Business Square Netaji Subhash Place, Pitampura New Delhi-110034, National Capital Territory Of Delhi, India</p>		
<p>को नियमों की शर्तों के अधीन रहते हुए और विनियमों के अनुसार क्रियाकलाप करते के लिए, जैसे उसमें विनिर्दिष्ट है, इसके द्वारा रजिस्ट्रीकरण का प्रमाणपत्र देता है।</p> <p>as registrars to an issue and share transfer agent in Category I*/registrar to an issue*/share transfer agent* in Category II, subject to the conditions in the rules and in accordance with the regulations to carry out the activities as specified therein.</p>		
<p>II. निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता का रजिस्ट्रीकरण कोड</p> <p>II. Registration Code for the registrar to an issue and share transfer agent is INR000004370</p>		
<p>This Certificate of Registration shall be valid for permanent, unless suspended or cancelled by the Board</p>		
<p>III. जब तक नवीकृत न किया जाए रजिस्ट्रीकरण प्रमाणपत्र तक विधिवान्य है।</p> <p>III. Unless renewed, the certificate of registration is valid from</p>		
<p>स्थान Place</p> <p>Mumbai</p>	<p>तारीख Date</p> <p>April 25, 2022</p>	<p>आदेश से</p> <p>भारतीय प्रतिभूति और विनियम बोर्ड</p> <p>के लिए और उसकी ओर से</p> <p>By order</p> <p>For and on behalf of</p> <p>Securities and Exchange Board of India</p>
<p>*जो लागू न हो उसे काट दें। *Delete whichever is not applicable</p>		<p>Dinesh Joshi</p> <p>प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory</p>