



advocates & solicitors

Date: November 17, 2021

To,

The Board of Directors  
Elin Electronics Limited  
4771, Bharat Ram Road  
23 Daryaganj  
New Delhi- 110 002

Dear Sir / Madam:

**Sub: Proposed initial public offering of equity shares of face value of ₹ 5 each (the “Equity Shares”) of Elin Electronics Limited (the “Company” and such offering, the “Fresh Issue”) and an offer for sale of Equity Shares by certain existing shareholders (“Selling Shareholders”) of the Company (the “Offer for Sale”, and together with the Fresh Issue, the “Offer”)**

We, the undersigned, do hereby consent to act as the legal counsel to the Company and the Selling Shareholders as to Indian law and to our name being inserted as the ‘Legal Counsel to the Company and the Selling Shareholders as to Indian law’ in the draft red herring prospectus (“**DRHP**”) to be filed with the Securities and Exchange Board of India (“**SEBI**”) and National Stock Exchange of India Limited (“**NSE**”) and BSE Limited (“**BSE**” and together with NSE, the “**Stock Exchanges**”) and the red herring prospectus (“**RHP**”) and the prospectus (“**Prospectus**” and together with the DRHP and the RHP, the “**Offer Documents**”) to be filed with the Registrar of Companies, West Bengal at Kolkata for registration, and filed with SEBI and the Stock Exchanges in relation to the Offer.

The following details about us may be included in the Offer Documents:

**J. Sagar Associates**  
Sandstone Crest  
Sushant Lok Phase 1  
Gurgaon 122 009, India  
**Tel:** +91 124 439 0600

We hereby authorize you to deliver this letter of consent to the Registrar of Companies, West Bengal at Kolkata or any other regulatory authorities as required by law.

## J. SAGAR ASSOCIATES

Sandstone Crest, Opposite Park Plaza Hotel, Sushant Lok - I, Gurugram -122 009, India  
T: +91 124 439 0600 F: +91 124 439 0617 E: [gurgaon@jsalaw.com](mailto:gurgaon@jsalaw.com)

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This consent letter is for information and for inclusion (in part or full) in the Offer Documents, and may be relied upon by the Company, the book running lead managers appointed for the Offer (“**BRLMs**”) and the legal advisors appointed by the Company and the BRLMs in relation to the Offer.

Regards,

For **J. Sagar Associates**

*J. Sagar Associates*

## J. SAGAR ASSOCIATES

Sandstone Crest, Opposite Park Plaza Hotel, Sushant Lok - I, Gurugram -122 009, India  
T: +91 124 439 0600 F: +91 124 439 0617 E: [gurgaon@jsalaw.com](mailto:gurgaon@jsalaw.com)

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To

Date: November 17, 2021

**The Board of Directors**  
**Elin Electronics Limited**  
143, Cotton Street  
Kolkata- 700 007  
West Bengal  
Dear Sir/Madam,

**Sub: Proposed initial public offering of equity shares of face value of ₹ 5 each (the “Equity Shares”) of Elin Electronics Limited (the “Company” and such offer, the “Offer”)**

We, Trilegal, hereby consent to act as the Indian Legal Advisor to the Book Running Lead Managers for the Offer and consent to our name and the details mentioned herein, being inserted as the Indian Legal Advisor to the Book Running Lead Managers in the draft red herring prospectus (“**DRHP**”), red herring prospectus (“**RHP**”) and the prospectus (“**Prospectus**”) (collectively, the “**Offer Documents**”) to be filed with the Securities and Exchange Board of India (“**SEBI**”) and the stock exchange(s) where the Equity Shares are proposed to be listed (the “**Stock Exchanges**”) and the Registrar of Companies, West Bengal at Kolkata (the “**RoC**”) and thereafter file with SEBI and the Stock Exchanges.

We hereby authorize 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.

Name: Trilegal  
Address: Peninsula Business Park  
17th Floor, Tower B  
Ganpat Rao Kadam Marg  
Lower Parel (West)  
Mumbai 400 013  
Telephone number: (91 22) 4079 1000

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

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**”) until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the 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, Book Running Lead Managers and the legal advisors appointed by the Company and Selling Shareholders and the



Book Running Lead Managers, in relation to the Offer. We hereby consent to the submission of this consent letter as may be necessary to the SEBI, the RoC, the relevant stock exchanges and any other regulatory authority and/or for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

We also consent to the submission of this certificate as may be necessary, to any regulatory authority and/or for the records to be maintained by the Book Running Lead Managers in connection with the Offer and in accordance with applicable law.

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

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,

A handwritten signature in blue ink that reads "Shakti Satish Patraik". The signature is written in a cursive style with a horizontal line under the last name.

For Trilegal

CC:

**Book Running Lead Managers**

**Axis Capital Limited**

1st Floor, Axis House  
C-2 Wadia International Center  
Pandurang Budhkar Marg, Worli  
Mumbai – 400 025

**JM Financial Limited**

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