

Date: December 05, 2024

To,

The Board of Directors,  
**ROYAL ARC ELECTRODES LIMITED**  
72 B, Bombay Talkies Compound, S.V. Road Malad West,  
Mumbai, Maharashtra, India, 400064

Dear Sir,

**Re: Proposed Initial Public Offering of equity shares of face value of ₹ 10/- each (the "Equity Shares" and such Offering, the "Offer") of Royal Arc Electrodes Limited (the "Company")**

We, Smart Horizon Capital Advisors Private Limited, do hereby consent to act as under writer to the Offer and to our name and the following inserted as an details being underwriter to the Offer in the offer document intended to be filed with the Registrar of Companies, Mumbai at Maharashtra ("RoC") and thereafter to be filed with the Securities and Exchange Board of India (the "SEBI") and the stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges"), as well as in other documents in relation to the Offer (the "Offer Documents").

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 and/or for the records to be maintained by the BRLM in connection with the Offer. The following details with respect to us may be disclosed in the Offer Documents:

Name:	Smart Horizon Capital Advisors Private Limited
Address:	B/908, Western Edge II, Kanakia Space, Behind Metro Mall, Off Western Express Highway, Magathane, Borivali East, Mumbai - 400066, Maharashtra, India.
Telephone Number:	022 - 28706822
E-mail:	director@shcapl.com
Investor Grievance e-mail:	investor@shcapl.com
Website:	www.shcapl.com
Contact Person:	Mr. Parth Shah
SEBI Registration Number:	INM000013183
CIN:	U66190MH2023PTC412760

We enclose our registration details 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 or debarred 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, correct, accurate, complete 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.

We confirm that we will immediately communicate any changes in writing in the above information to the Company, book running lead manager to the Offer ("BRLM") until the date when the Equity Shares that are allotted and transferred in the Offer, commence trading on the Stock Exchanges. In the absence of any such communication from us, BRLM 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.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents, and may be relied upon by the Company, BRLM and the legal counsel to the Offer in relation 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 for public for inspection including through online means from date of the filing of the RHP until the Bid/Offer Closing Date.

All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents.

Yours faithfully,

For Smart Horizon Capital Advisors Private Limited



Mr. Parth Shah  
Director  
DIN: 08323123



Annexure A

1.	Registration Number:	INM000013183
2.	Date of registration / Renewal of registration:	September 10, 2024
3.	Date of expiry of registration:	Valid Until Cancelled
4.	If applied for renewal, date of application:	NA
5.	Any communication from SEBI prohibiting us from acting as an underwriter	NA
6.	Any inquiry/investigation being conducted by SEBI	NA
7.	Period up to which registration/renewal fees have been paid	NA
8.	Details of any penalty imposed	NA



# भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA

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

3040

(विनियम 8)  
(regulation 8)

## रजिस्ट्रीकरण का 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

**Smart Horizon Capital Advisors Private Limited**  
B/908, Western Edge II, Kanakia Space,  
Behind Metro Mall, Off Western Express Highway, Magathane,  
Borivali East, Mumbai, Maharashtra  
INDIA 400066

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 प्रास्पेक्टस तैयार करना, निर्गमन से संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तदाताओं से संबंध बनाना, अंतिम आबंटन और अधिक आवेदन धनराशि का प्रतिदाय 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. विनिधान सलाहकार। Investment Adviser
- \*3. निर्गमनों का निम्नांकन। 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  
Registration Code for the merchant Banker is

INM000013183

III. यह प्रमाणपत्र  
This Certificate shall be valid from  
This certificate of Registration shall be valid from  
10/09/2024 unless it is 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 Bankers) Regulations, 1992.

आदेश से  
By order

  
Sandeep Kriplani



स्थान Place : Mumbai

तारीख Date : September 13, 2024

भारतीय प्रतिभूति और विनियम बोर्ड  
के लिए और उसकी ओर से  
For and on behalf of  
Securities and Exchange Board of India