

Τo,

The Board of Directors, DEE Development Engineers Limited Unit 1, Prithla-Tatarpur Road, Village Tatarpur, Dist. Palwal, Faridabad, Haryana – 121102, India

Dear Sir(s)/Ma'am(s),

Re: Proposed initial public offering of equity shares of face value of Rs. 10 each (the "Equity Shares" and such offering, the "Offer") of DEE Development Engineers Limited (the "Company")

We, SBI Capital Markets 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 ("**RHP**") and the prospectus ("**Prospectus**") intended to be filed with the Registrar of Companies, N.C.T of Delhi and Haryana at New Delhi ("**RoC**") and thereafter filed with the Securities and Exchange Board of India (the "**SEBI**") and any relevant stock exchange(s) 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 BRLMs in connection with the Offer. The following details with respect to us may be disclosed in the Offer Documents:



Logo: Complete Investment Banking Solutions
Name: SBI Capital Markets Limited
Address: 1501, 15th floor, A & B Wing,
Parinee Crescenzo Building,
G Block, Bandra Kurla Complex, Bandra East,
Mumbai- 400 051
Telephone Number: +91 22 4006 9807
E-mail: dee.ipo@sbicaps.com
Investor Grievance E-mail: investor.relations@sbicaps.com
Website: www.sbicaps.com
Contact Person: Janardhan Wagle / Krithika Shetty
SEBI Registration Number: INM000003531
CIN: U99999MH1986PL040298

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 with SEBI. 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 confirm that we will immediately communicate any changes in writing in the above information to the Company and the other book running lead manager to the Offer ("**BRLMs**") 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, BRLMs and the legal counsels, 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 for public for inspection from date of the filing of the RHP until the Bid/Offer Closing Date including through online means on the website of the Company.

This consent letter, including annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents, and may be relied upon by the Company, BRLMs and the legal counsel to each of the Company and the BRLMs 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.

Yours faithfully,

For and on behalf of SBI Capital Markets Limited

lache

Authorized signatory Name: Janardhan Wagle Date: February 28, 2024

CC:

Equirus Capital Private Limited 12th Floor, C Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai – 400013 Maharashtra, India



Legal Counsel to the BRLMs

Luthra and Luthra Law Offices 1st and 9th Floor Ashoka Estate Barakhamba Road Delhi-110001

Legal Counsel to the Company

Trilegal One World Centre, 10th Floor, Tower 2A & 2B, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013



मर्चेंट बैंककार	মন্দ ত্র FORM B	MERCHA	NT BANK	ER
		the word		
	तिभूति और दि		Jan U	
SECURITIES AND I	EXCHANGE	E BOARD OI	F INDIA	
००२५७७ (मर्चेट	वंककार) विनियम,	1992		
	BANKERS) REGL	JLATIONS, 1992		
	(विनियम 8)	Degulation 84		
	(regulation 8) जिस्टीकरण प्रमाणप	/ Regulation 8A		
	CATE OF REGIS	/ PERMAN	ENT REGISTRA	TION
. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित	न भारतीय प्रतिभूति और विभि	नेमय बौर्ड अधिनियम, 1992 की	धारा 12 की उपधारा ((1) साग
प्रदत्त अक्तियों का प्रयोग करते हुए इसके द्वारा प्रवर्ग $I / H /$. In exercise of the powers conferred by sub-sec			ange Board of Ind	lia Act
1992, read with the rules and regulations made				
SBI CAPITAL MARKETS 202, MAKER TOWERS 'I				
CUFFE PARADE,	12/22 18		122 121	
MUMBAI - 400 005.				
à Daniel X. and à carller and an die DiDanie à car	0.00 D			
anker in Category 1/ 11/ 11/ 11/ 1V subject to condition	s in the rules and in acco	ordance with the regulations to	carry out following act	tivities
panker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ P1. किसी निर्गमन का प्रबंध जिसके अन्तर्गत प्राप्येक्टस तैयार कर संबंध बनाना, अंतिम आबंटन और अधिक आवेदन धनराधि व relating to the issue, determining financing structure, tie up	s in the rules and in acco ना, निर्यमन से संबंधित जानव त प्रतिदाय है। Management (ordance with the regulations to कारी एकडा करना, वित्तपोषण संरचन of any issue, including preparation o	carry out following act ॥ अवधारित करना, वित्तव f prospectus, gathering int	tivities धलाओं
panker in Category 1/ 11/ 11/ 11/ 11 V subject to condition *1. किसी निर्माम का प्रबंध जिसके अन्तर्गत प्राप्येकटस तैयार कर संबंध बनाना, अंतिम आबंटन और अधिक आवेदन धनराधि a relating to the issue, determining financing structure, tie up *2. विनिधान सलाहकार। Investment Adviser	s in the rules and in acco ना, निर्यमन से संबंधित जानव त प्रतिदाय है। Management (ordance with the regulations to कारी एकडा करना, वित्तपोषण संरचन of any issue, including preparation o	carry out following act ॥ अवधारित करना, वित्तव f prospectus, gathering int	tivities धलाओं
banker in Category 1/ 11/ 11/ 11/ 1V subject to condition *1. किसी निर्मामन का प्रबंध जिसके अन्तर्गत प्राप्येकटस तैयार कर संबंध बनाना, अंतिम आबंटन और अधिक आवेदन धनराधि व relating to the issue, determining financing structure, tie up *2. विनिधान सलाहकार। Investment Adviser *3. निर्ममनों का निम्नांकन । Underwriting of Issues.	s in the rules and in acco ना, निर्यमन से संबंधित जानव त प्रतिदाय है। Management (ordance with the regulations to कारी एकडा करना, वित्तपोषण संरचन of any issue, including preparation o	carry out following act ॥ अवधारित करना, वित्तव f prospectus, gathering int	tivities धलाओं
banker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्ममन से संबंधित जानव त प्रतिदाय है। Management o of financiers, final allotmen	rdance with the regulations to कारी एकडा करना, वित्तपोषण संरचन of any issue, including preparation o it and refund of excess application	carry out following act त अवधारित करना, विस्तव I prospectus, gathering inl money.	tivities धलाओं formatio
 Panker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्ममन से संबंधित जानव त प्रतिदाय है। Management o of financiers, final allotmen	rdance with the regulations to कारी एकडा करना, वित्तपोषण संरचन of any issue, including preparation o it and refund of excess application	carry out following act त अवधारित करना, विस्तव I prospectus, gathering inl money.	tivities धलाओं formatio
 banker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotmen वर्गत निर्मामत सलाहिकार सेवा।	rdance with the regulations to कारी एकडा करना, वित्तपोषण संरखन of any issue, including preparation o it and refund of excess application पं है। Manager, Consultant or Advis	carry out following act n अवधारित करना, विसर्व f prospectus, gathering inf money.	tivities धलाओं formatio
 banker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्ममन से संबंधित जानव त प्रतिदाय है। Management d of financiers, final allotment तर्गत निर्मामेत सलाहकार सेवा। ble)	rdance with the regulations to कारी एकडा करना, वित्तपोषण संरखन of any issue, including preparation o it and refund of excess application ti and refund of excess application ti है। Manager, Consultant or Advis	carry out following act n अवधारित करना, विस्तव f prospectus, gathering inf money. er to any issue including o	tivities धलाओं formatio
 anker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्मामन से संबंधित जानव न प्रतिदाय है। Management o of financiers, final allotmen सर्गत निर्मामत सलाहकार सेवाप ble) anker is MB / e of Registration	rdance with the regulations to কান্য ত্ৰকল কৰেন, বিদেবাখন ধৰেন of any issue, including preparation o it and refund of excess application of any issue, consultant or Advis it MM00000353 a shall be valid for p	carry out following act त आवधारित करना, वित्तव [prospectus, gathering inf money. er to any issue including o there is a nent	tivities armañ i formatio
 anker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco না, নিৰ্মাণন से संबंधित जानव a प्रतिदाय টা Management o of financiers, final allotment atric নিশাদিল सलाहंकार सेवाग ble) anker is MB / e of Registration unless suspend	rdance with the regulations to कारी एकडा करना, वित्तपोषण संरखन of any issue, including preparation o it and refund of excess application ti and refund of excess application ti है। Manager, Consultant or Advis	carry out following act त आवधारित करना, वित्तव [prospectus, gathering inf money. er to any issue including o there is a nent	tivities ani sii formatio
 Panker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्ममन से संबंधित जानव त प्रतिदाय है। Management o of financiers, final allotment को कि कि को कि कि ble) anker is MB / e of Registration unless suspend	ndance with the regulations to কানী एकडा करना, तिस्तपोषण संरखन of any issue, including preparation o it and refund of excess application it and refund of excess application	carry out following act n अवधारित करना, विस्तत f prospectus, gathering inf money. er to any issue including of the an en t the Board	tivities armañ i formatio
 anker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotment tric निर्मामेत सलाहिकार सेवा। ble) anker is MB / e of Registration unless suspend STI ई (मंबेट बिककार) विनियम,	ndance with the regulations to কানী एकडा करना, वित्तपोषण संरखन of any issue, including preparation o it and refund of excess application it and refund of excess application	carry out following act n अवधारित करना, विस्तत f prospectus, gathering inf money. er to any issue including of the any issue including of the Board bat जा सकेगा।	tivities arensii i formation corporation error er er error error er er error er er error er er error er er error er er error er er error er er error er er er er er er er er er er er er er
 anker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotment tric निर्मामेत सलाहिकार सेवा। ble) anker is MB / e of Registration unless suspend STI ई (मंबेट बिककार) विनियम,	rdance with the regulations to কান্ট ত্ৰকল কৰনা, বিদেবাৰণা শংঘন of any issue, including preparation o it and refund of excess application it is that is the second second second is the second second second second is the second second second second it is and second second second second it is and seco	carry out following act त आवधारित करना, विस्तव [prospectus, gathering inf money. er to any issue including o er man en t the Board bar जा सकेगा। ard of India (Merr	tivities arensii i formation corporation error er er error error er er error er er error er er error er er error er er error er er error er er error er er er er er er er er er er er er er
 anker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotment tric निर्मामेत सलाहिकार सेवा। ble) anker is MB / e of Registration unless suspend STI ई (मंबेट बिककार) विनियम,	rdance with the regulations to কান্ট ত্ৰকল কান্য, বিল্বাখন্থ ন'বেন of any issue, including preparation o it and refund of excess application it is hall be valid for p led or cancelled by f 1992 में विनिर्दिश्ट हे जवीकृत कि tities and Exchange Boot	carry out following act n अवधारित करना, विस्तत f prospectus, gathering inf money. er to any issue including of the any issue including of the Board bat जा सकेगा।	tivities arensii i formation corporation error er er error error er er error er er error er er error er er error er er error er er error er er error er er er er er er er er er er er er er
 banker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotment tric निर्मामेत सलाहिकार सेवा। ble) anker is MB / e of Registration unless suspend STI ई (मंबेट बिककार) विनियम,	rdance with the regulations to কান্ট ত্ৰকল কান্য, বিল্বাখন্থ ন'বেন of any issue, including preparation o it and refund of excess application it is hall be valid for p led or cancelled by f 1992 में विनिर्दिश्ट हे जवीकृत कि tities and Exchange Boot	carry out following act त अवधारित करना, विस्तव [prospectus, gathering inf money. er to any issue including of er man en t the Board bar जा सकेगा। ard of India (Mori श द्वारा	tivities arensii i formation corporation error er er error error er er error er er error er er error er er error er er error er er error er er error er er er er er er er er er er er er er
 anker in Category 1/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/ 11/	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotment tric निर्मामेत सलाहिकार सेवा। ble) anker is MB / e of Registration unless suspend STI ई (मंबेट बिककार) विनियम,	rdance with the regulations to কাৰ্যা एকরা কানো, বিদেযামণা संरथ- of any issue, including preparation o it and refund of excess application it and refund of excess application it in a state of the excess application INM 00000353 a shall be valid for p red or cancelled by for 1992 में विकिसिट के नवीकृत कि state of exchange Boot अदि, By	carry out following act त अवधारित करना, विस्तव I prospectus, gathering inf money. er to any issue including of er to any issue including of the Board bar जा सकेगा। ard of India (Merra er द्वारग order	tivities arensii i formation corporation error er er error er error er error error error error error error error error error error error error error error er er error er er error er er er er error er er error er er er er er er er er er er er er er
sanker in Category 1/ 1	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotment tric निर्मामेत सलाहिकार सेवा। ble) anker is MB / e of Registration unless suspend STI ई (मंबेट बिककार) विनियम,	rdance with the regulations to কার্য एकরা কানো, বিদেযামাণ संरय- of any issue, including preparation o it and refund of excess application it and refund of excess application it is a shall be valid for p led or cancelled by f 1992 में विमिथिप्ट हे नवीकृत कि litics and Exchange Boo अस् By	carry out following act n अवधारित करना, विस्तत f prospectus, gathering inf money. er to any issue including of er to any issue incl	tivities crensit i formation corporation to chant
relating to the issue, determining financing structure, tie up *2. থিনিযান মলাহকাশে Investment Adviser *3. নির্শমনা কা নিশ্নাকন 1 Underwriting of Issues. *4 <u>संविभाग पूर्वस सेवाएं 1 Portfolio Management Services</u> , *5. किसी निर्यमन के प्रबंधक, परामर्शी या सलाहकार जिनके अन	s in the rules and in acco ना, निर्मामन से संबंधित जानव a प्रतिदाय है। Management o of financiers, final allotment tric निर्मामेत सलाहिकार सेवा। ble) anker is MB / e of Registration unless suspend STI ई (मंबेट बिककार) विनियम,	rdance with the regulations to কাৰ্যা एকরা কানো, বিন্দেম্যাত্মণ संरथ- of any issue, including preparation o it and refund of excess application it and refund of excess application it and refund of excess application it is in Manager, Consultant or Advis INM 00000353 a shall be valid for p red or cancelled by for 1992 में विगिरिष्ट हे नवीकृत कि (tics and Exchange Boo आदे By Ray K. SARA मारतीय प्रतिभूति	carry out following act त अवधारित करना, विस्तव I prospectus, gathering inf money. er to any issue including of er to any issue including of the Board bar जा सकेगा। ard of India (Merra er द्वारग order	tivities crensit i formation corporation to chant

Registered Office: SBI Capital Markets Limited, 1501, 15th floor, A & B Wing, Parinee Crescenzo Building, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400 051 | Tel: 4196 8300 | Email: corporate.office@sbicaps.com Web: <u>www.sbicaps.com</u> | CIN: U999999MH1986PL040298