

Consent letter of Book Running Lead Manager

Date: December 31, 2024

To:

**The Board of Directors,
Sunshine Pictures Limited**
A -102, 1st Floor, Bharat Ark Azad Nagar,
Veera Desai Road, Andheri (W),
Mumbai 400053, Maharashtra, India

Dear Sirs,

**Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares”) of
Sunshine Pictures Limited (the “Company”) (the “Offer”)**

Sub: Consent Letter from the Book Running Lead Manager to the Offer

We the undersigned, consent to act as the Book Running Lead Manager to the Offer and to our name and following details, as required, being inserted as the Book Running Lead Manager to the Offer in the Draft Red Herring Prospectus intended to be filed by the Company with the Securities and Exchange Board of India, (“SEBI”), and the relevant stock exchanges, and the Red Herring Prospectus and the Prospectus intended to be filed by the Company with SEBI, the relevant stock exchanges and the Registrar of Companies, Mumbai, Maharashtra (“RoC”), pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013. Further, the following details with respect to us may be disclosed in the Offer Documents:

Name: GYR Capital Advisors Private Limited
Address: 428, Gala Empire, Near JB Tower, Drive in Road,
Thaltej, Ahmedabad – 380054, Gujarat, India
Tel: +91 – 8777564648
E-mail: info@gyrcapitaladvisors.com
Investor Grievance e-mail: investors@gyrcapitaladvisors.com
Website: www.gyrcapitaladvisors.com
Contact Person: Mohit Baid
SEBI Registration Number: INM000012810

We confirm that we are registered with SEBI as a Merchant Banker and as on date our registration is valid. We also confirm that as on date, we have not been prohibited by SEBI to act as an intermediary in a capital market issue. We further confirm that we have not been debarred from functioning by any regulatory authority. The copy of our registration certificate is enclosed as **Annexure A**.

We authorise you to deliver a copy of this letter of consent to the Registrar of Companies, pursuant to the provisions of Sections 26 and 32 of the Companies Act, 2013, SEBI, the relevant stock exchange or any other regulatory authority.

We further confirm that the above information in relation to us is true and correct. We undertake to inform the Company promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock exchange. In the absence of any such communication from us, the above-mentioned information should be considered as updated information until the Equity Shares commence trading on the Stock exchange, pursuant to the Issue.

428, Gala Empire, Drive In Road, Ahmedabad, Gujarat, India • +91 87775 64648 • +91 98250 35779
CIN: U67200GJ2017PTC096908 • SEBI Registration No: INM000012810
info@gyrcapitaladvisors.com • www.gyrcapitaladvisors.com •
(Formerly Known as Alpha Numero Services Private Limited)

This letter may be relied upon by the legal counsel appointed in relation to the Issue. We hereby consent for submission of this letter to the Securities and Exchange Board of India, Stock exchange, RoC and any other authority as may be required by law. We further consent to the aforementioned details being included for the records to be maintained by the BRLM in connection with the Issue and in accordance with applicable laws

For GYR Capital Advisors Private Limited



Mohit Baid
Director
(DIN: 08594571)

Cc:

Legal Advisor to the Offer
Vidhigya Associates, Advocates
A-105, Kanara Business Centre
Link Road, Laxmi Nagar
Ghatkopar East, Mumbai – 400 075
Maharashtra, India
Tel. No: +91 84240 30160
Email: rahul@vidhigyaassociates.com
Contact Person: Rahul Pandey

Annexure A

मर्चेट बैंककार	फॉर्म B FORM B	MERCHANT BANKER
भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA 002930 (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 पदवर्ग 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		
GYR CAPITAL ADVISORS PRIVATE LIMITED 428, Gala Empire, Near J B Tower, Drive in Road, Thaltej, AHMEDABAD – 380054, GUJARAT, 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 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 निर्गमित सलाहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services. *6. परामर्शी या सलाहकार। Consultant or Adviser. (*को 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 III. This Certificate of registration shall be valid for permanent, unless suspended or cancelled by the Board		
तक विधिमानी होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेट बैंककार) विनियम, 1992 में विनियमित 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.		
अदेश द्वारा By order <i>Anupma Chadha</i> ANUPMA CHADHA		
स्थान Place तारीख Date	Mumbai January 28, 2021	भारतीय प्रतिभूति और विनियम बोर्ड के लिए और उसकी ओर से For and on behalf of Securities and Exchange Board of India