

**CONSENT LETTER FROM THE REGISTRAR TO THE OFFER**

To,

**The Board of Directors**  
**Life Insurance Corporation of India**  
'Yogakshema'  
JeevanBima Marg  
Nariman Point  
Mumbai, 400 021  
Maharashtra, India

**Kotak Mahindra Capital Company Limited**  
1st Floor, 27 BKC, Plot No. C- 27  
'G' Block, BandraKurla Complex  
Bandra (East), Mumbai 400 051  
Maharashtra, India

**Axis Capital Limited**  
1<sup>st</sup> Floor, Axis House,  
C-2 Wadia International Centre  
P.B. Marg, Worli  
Mumbai 400 025  
Maharashtra, India

**BofA Securities India Limited**  
Ground Floor, "A" Wing  
One BKC, "G" Block  
BandraKurla Complex, Bandra (East)  
Mumbai 400 051  
Maharashtra, India

**Citigroup Global Markets India Private Limited**  
1202, 12th Floor,  
First International Financial Centre  
G-Block, BandraKurla Complex  
Bandra (East), Mumbai 400 098  
Maharashtra, India

**Goldman Sachs (India) Securities Private Limited**  
951-A, Rational House  
AppasahebMarathe Marg  
Prabhadevi, Mumbai, 400 025  
Maharashtra, India

**ICICI Securities Limited**  
ICICI Venture House,  
AppasahebMarathe Marg  
Prabhadevi, Mumbai 400 025  
Maharashtra, India

**J.P. Morgan India Private Limited**  
J.P. Morgan Tower  
Off C.S.T. Road Kalina  
Santacruz (East), Mumbai 400 098  
Maharashtra, India

**KFin Technologies Limited** 

(Formerly known as KFin Technologies Private Limited)

**Registered & Corporate Office:**

Selenium Building, Tower-B, Plot No- 31 & 32, Financial District, Nanakramguda,  
Serilingampally, Hyderabad, Rangareddi, Telangana, India, 500032.

CIN : U72400TG2017PLC117649

**JM Financial Limited**

7th Floor, Cnergy  
AppasahebMarathe Marg  
Prabhadevi, Mumbai 400 025  
Maharashtra, India

**Nomura Financial Advisory and Securities (India) Private Limited**

Ceejay House, Level 11 Plot F  
Shivsagar Estate, Dr. Annie Besant Road  
Worli, Mumbai 400 018  
Maharashtra, India

**SBI Capital Markets Limited**

202, Maker Tower 'E'  
Cuffe Parade, Mumbai 400 005  
Maharashtra, India

Kotak Mahindra Capital Company Limited, Axis Capital Limited, BofA Securities India Limited, Citigroup Global Markets India Private Limited, Goldman Sachs (India) Securities Private Limited, ICICI Securities Limited, J.P. Morgan India Private Limited, JM Financial Limited, Nomura Financial Advisory and Securities (India) Private Limited and SBI Capital Markets Limited appointed as book running lead managers in relation to the Offer are collectively referred to as the “**Book Running Lead Managers**”.

Ladies and Gentlemen,

**Re: Proposed initial public offering of equity shares (the “Equity Shares”, and such offering, the “Offer”) of Life Insurance Corporation of India (the “Corporation”)**

We, KFIN Technologies Limited hereby consent to act as Registrar to the Offer and to our name and the following details being inserted as Registrar to the Offer in the draft red herring prospectus (“**DRHP**”), the red herring prospectus (“**RHP**”) and the prospectus (“**Prospectus**”) (collectively, the “**Offer Documents**”) which are proposed to be filed by the Corporation with the Securities and Exchange Board of India (“**SEBI**”), any other regulatory authorities and the stock exchanges where the Equity Shares are proposed to be listed (“**Stock Exchanges**”) as applicable, and any other documents in relation to the Offer.

The following details with respect to us may be disclosed in the Offer Documents and any other documents in relation to the Offer

Name: KFIN Technologies Ltd.



Logo:

Address: Selenium Tower B, Plot No. 31 & 32,  
Gachibowli, Financial District, Nanakramguda,  
Serilingampally, Hyderabad 500 032, Telangana, India  
Telephone Number: +91 40 6716 2222

Toll Free Number: 18003094001

Website: [www.kfintech.com](http://www.kfintech.com)

E-mail: [lic.ipo@kfintech.com](mailto:lic.ipo@kfintech.com)

Investor Grievance Email: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

Contact Person: M Murali Krishna

URL of SEBI : <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10>

SEBI Registration No.: INR000000221

CIN NO. U72400TG2017PTC117649

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI in the required format **Annexure A**. We also certify that our registration is valid as on date and that we have not been prohibited by SEBI from acting as an intermediary in capital market issues. We also confirm that we have not been debarred from functioning by any regulatory authority.

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CIN : U72400TG2017PLC117649

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.

We confirm that we will immediately communicate any changes in writing in the above information to the Corporation and the Book Running Lead Managers until the date on which the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, Book Running Lead Managers and the legal advisors, each to the Corporation 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.

We hereby consent to this letter being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

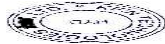
This consent letter is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Corporation, the Book Running Lead Managers and the legal advisors appointed by the Corporation and the Book Running Lead Managers in relation to the Offer. We hereby consent to the submission of this consent letter as may be necessary to the IRDAI, the SEBI, 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 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.

Yours faithfully,

For and on behalf of KFin Technologies Ltd.



**Authorized signatory**

Name: M. Murali Krishna

Designation: Vice President

Date March 4, 2022

**Encl:** As above

**Annexure A**

Date: March 4, 2022

**Re: Proposed initial public offering of equity shares (the “Equity Shares”, and such offering, the “Offer”) of Life Insurance Corporation of India (the “Corporation”)**

1. Registration Number:	INR000000221
2. Date of registration / Renewal of registration:	December 24, 2019
3. Date of expiry of registration:	Permanent
4. If applied for renewal, date of application:	Not Applicable
5. Any communication from SEBI prohibiting Kfin Technologies Ltd from acting as registrar to the issue:	Not Applicable
6. Any enquiry/investigation being conducted by SEBI:	Not Applicable
7. Period up to which registration/ renewal fees has been paid:	Not Applicable
8. Details of any penalty imposed	Not Applicable

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निर्गम रजिस्ट्रार और  
शेयर अंतरण अभिकर्ता

प्रारूप ख  
FORM B

REGISTRARS TO AN ISSUE  
AND  
SHARE TRANSFER AGENTS

भारतीय प्रतिभूति और विनियम बोर्ड

# SECURITIES AND EXCHANGE BOARD OF INDIA

[निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता] विनियम, 1993

(Registrars to an issue and Share transfer agents) Regulations, 1993

(विनियम 8)

(Regulation 8)

001497

## रजिस्ट्रीकरण का प्रमाणपत्र CERTIFICATE OF REGISTRATION

- 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
- 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

**KFIN TECHNOLOGIES PRIVATE LIMITED (formerly known as  
KARVY FINTECH PRIVATE LIMITED)  
FINANCIAL DISTRICT, NANAKRAMGUDA  
SERILINGAMPALLY, TELANGANA  
HYDERABAD-500032**

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।

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.

II. निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता का रजिस्ट्रीकरण कोड है।

II. Registration Code for the registrar to an issue and share transfer agent is **INR000000221**

**This Certificate of registration shall be valid for permanent, unless suspended or cancelled by the Board**

III. जब तक नवीकृत न किया जाए रजिस्ट्रीकरण प्रमाणपत्र तक विधिमान्य है।

III. Unless renewed, the certificate of registration is valid from



आदेश से  
भारतीय प्रतिभूति और विनियम बोर्ड  
के लिए और उसकी ओर से

By order  
For and on behalf of

**Securities and Exchange Board of India**

*ANUPMA CHADHA*

**ANUPMA CHADHA**

प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory

स्थान Place

**Mumbai**

तारीख Date

**December 24, 2019**

\*जो लागू न हो उसे काट दें। \*Delete whichever is not applicable