

CONSENT LETTER

For acceding to Inter Creditor Agreement of Lenders of
Dewan Housing Finance Corporation Ltd. (DHFL)

I / We, in response to the communication from Catalyst Trusteeship Ltd. (CTL), the Debenture Trustee in respect of the Non-Convertible Debentures (NCDs) issued by Dewan Housing Finance Corporation Ltd. (DHFL), have to state as under:

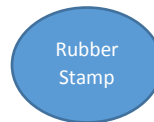
1. I / We, hold NCDs issued by DHFL on the date of execution of this letter, with the details as follows:
 - A. Names of debenture holder/s :
 - B. ISIN :
 - C. No. of NCDs held :
 - D. Face Value of NCDs held :
 - E. PAN :
2. I / We hereby give my / our consent to CTL, the Debenture Trustee (represented by its authorised official), to perform all or any of the following:
 - (A) To accede to the Inter Creditor Agreement ("ICA") signed between the Lenders of DHFL, for and on my / our behalf, by execution of Deed of Accession in the format provided in the ICA.
 - (B) To attend / participate in the meetings of Lenders / Core Committee, in relation to the formulation and preparation of Resolution Plan.
 - (C) To vote on any matters for consideration of the Lenders, including Debenture Holders.
 - (D) To do all such acts, deeds, matters and things, as it may deem necessary, proper or desirable as may be required to execute the Deed of Accession to the ICA and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection or incidental thereto.
3. The contact details for further communication if any, are as under:
 - A. Email ID :
 - B. Phone / Mobile No. :
 - C. Address (If otherwise than on record) :
4. I / We hereby further give consent for convening any meeting of the Debenture Holders (which may be required to be held in terms of the Debenture Documents and the applicable laws, including the SEBI (Debenture Trustee) Regulations, the Companies Act, 2013 and the rules made thereunder, for approving the Resolution Plan of DHFL, proposed in terms of the ICA or any other action / matter regarding debentures held by me / us, by providing a prior **notice of 7 (seven) days**.
5. I / We undertake to sign any forms / letters that are required to be executed in furtherance of this consent letter.

In case of debenture holder, other than individual:

I / We confirm that I / we have the unconditional authority of the debenture holder, to sign on its / their behalf, this consent letter and the self-attested copy of the document of authority is attached, which is valid and subsisting on the date of execution of this consent letter.

(Signature of debenture holder /
Authorized Signatory)

Name of signatory :
Designation :
Date :
Place :



[Enclosed: Self-attested copy of the relevant resolution / power of attorney authorizing the representative(s) to sign this letter]