

# ADV JAYA AGARWAL

OFFICE NO. 403, BLOCK – B, MALL ROAD, NDM – 1, NETAJI SUBHASH PLACE,  
PITAMPURA, NEW DELHI – 110034 Email ID: advjayaagarwal@gmail.com

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**Date:** February 25, 2026

To,  
The Board of Directors  
**MEGA NIRMAN & INDUSTRIES LIMITED**  
811-812 Aggarwal Cyber Plaza-1, Netaji Subhash place,  
Pitampura, Shakur Pur I Block, North West Delhi,  
Delhi, India, 110034

Dear Sir/Ma'am,

**Proposed rights issue of Fully paid-up equity shares of Face Value of Rs. 10/- each (the “Equity Shares”) of Mega Nirman & Industries Limited (the “Company” and such offering, the “Issue”).**

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I, Jaya Agarwal, do hereby give my consent to act as the Legal Advisor to the Issue for the limited purpose of advising on disclosed litigation matters and specific legal due diligence aspects as engaged by the Company, and to my name being inserted as Legal Advisor to Issue in Draft Letter of Offer and Letter of Offer that the Company intends to file with BSE (the “Stock Exchange”) and with any other regulatory authorities and to be included in any other documents and related advertisements in respect of the issue.

I further confirm the following information in relation to me is true and correct and consent to the disclosure of such information in the draft letter of offer, letter of offer or any other documents issued in connection with the issue:

<b>Name:</b>	<b>Jaya Agarwal</b>
<b>Address:</b>	Office No. 403, Block -B, NDM-1, Netaji Subhash Place, Pitampura, New Delhi – 110034
<b>Telephone:</b>	+91 9711001208
<b>Website:</b>	-
<b>E-mail:</b>	<a href="mailto:advjayaagarwal@gmail.com">advjayaagarwal@gmail.com</a>
<b>Contact Person:</b>	Jaya Agarwal

I confirm that I will immediately inform the Company in writing of any changes to the information stated in this letter until the receipt of the final listing and trading approval from the Stock Exchange of the Equity Shares offered in this Issue and commencement of trading on the Stock Exchange. In the absence of any communication in this regard, the information stated in this letter should be taken as updated information until the date of commencement of listing and trading of the Equity Shares

issued pursuant to the Issue on the Stock Exchange of the Equity Shares offered in this Issue. This letter may be relied on by the Company in relation to the Issue. I authorize you to deliver this letter of consent to Stock Exchanges pursuant to the applicable laws, or any other governmental or regulatory authority as may be required. I consent to the extracts of the certificate being used for disclosure in the Draft Letter of Offer and Letter of Offer to be issued by the Company in relation to the issue and other Issue related materials.

This letter is issued solely in my capacity as Legal Advisor to the Issue in relation to pending litigation matters, and should not be seen as an opinion on the Issue's merits, pricing or valuation, etc. I will rely on information provided by the Company and intermediaries in good faith. It is not a recommendation or advice to any investor and may be relied upon only by the Company or regulatory authorities for the stated purpose. All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer and the Letter of Offer of the Company.

**Yours faithfully,**

*Jaya Agarwal*

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**Jaya Agarwal  
Advocate**

