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**Marathon NextGen Realty Ltd.**

**12 October 2022**

**Attention: Mr Mayur Shah**

**Chairman & Managing Director**

**702, Marathon Max**

**Jn. of Mulund-Goregaon Link Road, Mulund (W)**

**Mumbai - 400080, Maharashtra, India**

Dear Sir:

Thank you for choosing **Ernst & Young LLP** (“we” or “EY”) [PAN: AAEFE1763C] to perform professional services (the “**Services**”) for **Marathon NextGen Realty Ltd.** (“you” or “Client”) relating to the Investor Relations Consulting Services. We appreciate the opportunity to assist you and look forward to working with you.

The attached Statement of Work describes the scope of the Services, our fees for the Services, and any additional arrangements. The Services will be subject to the terms and conditions of this letter, together with its attachments, including the General Terms and Conditions, the applicable Statement of Work and any other Appendices (together, this “**Agreement**”).

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Please sign this letter in the space provided below to indicate your agreement with these arrangements and return it at your earliest convenience. If you have any questions about any of these materials, please do not hesitate to contact the undersigned so that we can address any issues you identify before we begin to provide the Services. From our side, undersigned will have the overall responsibility for the engagement. We understand that you would be the co-ordinator from your side.

[Sincerely,]

**Diwakar Pingle**  
Digitally signed by Diwakar Pingle  
DN: cn=Diwakar Pingle,  
email=Diwakar.Pingle@in.ey.com  
Date: 2022.10.19 13:35:14  
+05'30'

**Diwakar Pingle**  
**Partner**  
**For and on behalf of Ernst & Young LLP**

AGREED

**Marathon NextGen Realty Ltd.**



By: \_\_\_\_\_

**Mr. Chetan R. Shah**  
**Managing Director**

Encl:

- ▶ Copy of this letter with all appendices for you to sign and return
- ▶ Appendix A - Statement of work
- ▶ Appendix B - General terms and conditions
- ▶ Appendix C - Tools