

MUKESH KUMAR GUPTA

Address: R-10/40, Raj Nagar, Ghaziabad-201001, Uttar Pradesh
Tel No: 0120-3591381, Mob: 9810512980

CONSENT LETTER

Date: January 03, 2026

To,

**The Board of Directors,
Rodec Pharma Limited**

(Formerly known as Rodec Pharma Private Limited and prior to that Rodec Pharmaceuticals Private Limited)
C-2, Site 3, Meerut Road Industrial Area,
Ghaziabad-201003, Uttar Pradesh, India

Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of Rodec Pharma Limited (the "Company" or the "Issuer") through an Offer for Sale of the Equity Shares by the Promoter Selling Shareholder (the "Offer")

I, Mukesh Kumar Gupta, resident of, R-10/40, Rajnagar, Ghaziabad-201001, Uttar Pradesh, India, hereby consent to the inclusion of up to 56,50,000 Equity Shares (the "Offered Shares") representing 25.02% of the pre-Offer Equity Share capital held by me in the Company as part of the Offer, subject to the terms of the Offer, as mentioned in the draft red herring prospectus (the "DRHP"), the red herring prospectus (the "RHP"), the prospectus (the "Prospectus" and together with the DRHP and RHP, the "Offer Documents") and transaction agreements executed in relation to the Offer and the approval of any other regulatory or statutory authority, if required.

I, hereby consent to the inclusion of my name as a Promoter Selling Shareholder / Selling Shareholder and any other information as required under the SEBI ICDR Regulations and other applicable laws in the DRHP to be filed by the Company with the Securities and Exchange Board of India ("SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed (the "Stock Exchanges"), the RHP and the Prospectus which the Company intends to register with the Registrar of Companies (the "RoC") and thereafter file with SEBI and the Stock Exchanges.

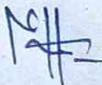
I, hereby consent that my entire pre-Offer shareholding, excluding the Offered Shares which are successfully sold and transferred as part of the Offer, shall be locked-in, in terms of Regulation 17 of the SEBI ICDR Regulations from the date of Allotment in the Offer for such period as may be required under the SEBI ICDR Regulations.

I, hereby consent that a portion of our shareholding towards the Minimum Promoters' Contribution and my pre-Offer shareholding, excluding the Offered Shares which are successfully sold and transferred as part of the Offer, shall be locked-in, in terms of Regulation 16 and Regulation 17 of the SEBI ICDR Regulations, as applicable, from the date of Allotment in the Offer for such period as may be required under the SEBI ICDR Regulations.

I, confirm that the above information is true and correct in all material respects, and not misleading in any material respect, and are adequate to enable investors to make a well-informed decision with respect to an investment in the Offer.

I, authorize the Company to deliver a copy of this letter of consent to the RoC, pursuant to Sections 26 and 32 of the Companies Act, 2013, and the rules and regulations thereunder, each as amended, SEBI, the Stock Exchanges and any other regulatory or statutory authority as may be required, including the repository system of SEBI and/or Stock Exchanges, RoC and/or any regulatory authority and/or for the records to be maintained by the Book Running Lead Manager (the "BRLM") in connection with the Offer including submission of this letter for the purpose of any defense the BRLM may wish to advance in any claim or proceeding in connection with the contents of the Offer Documents or as required by applicable laws or a court or by any governmental or competent regulatory authority in accordance with applicable law. I, 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 to the public for inspection from the date of the filing of the RHP until the Bid/ Offer Closing Date.

I, confirm that this consent will remain valid and in force till the date on which Equity Shares of the Company start trading on the Stock Exchanges, in the absence of any written communication from me.



✓

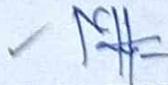
I confirm that I will immediately communicate any changes in writing in the above information to the Company and the book running lead manager (the "BRLM") until the date when the Equity Shares sold pursuant to the Offer are listed and commence trading on the Stock Exchanges. In the absence of any such communication it may be assumed that there is no change to the above information until the Equity Shares sold pursuant to the Offer commence trading on the Stock Exchanges.

This consent letter may be relied upon by the Company, BRLM, and the legal counsel to the Company in respect of the Offer.

I further consent to the upload of this certificate as part of the back-up documents to be retained in relation to the Offer on the online document repository platform established by the Stock Exchange, in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-TPD-1/P/CIR/2024/170 dated December 05, 2024.

The terms capitalized but not defined herein, shall have the meaning ascribed to them in the Offer Documents.

Yours faithfully,



Name: Mukesh Kumar Gupta
Encl: As above

CC:

Khambatta Securities Limited
806, World Trade Tower,
Tower B, Noida Sector-16,
Uttar Pradesh-201301

Legal Counsel to the Offer
Singhania & Co.
502, Baani Address One,
Golf Course Road, Sector 56,
Gurugram, 122011,
Haryana, India

Annexure A

आयकर विभाग
INCOME TAX DEPARTMENT

भारत सरकार
GOVT. OF INDIA

स्थायी लेखा संख्या कार्ड
Permanent Account Number Card

AIHPG2238F

नाम / Name
MUKESH KUMAR GUPTA

पिता का नाम / Father's Name
OM PRAKASH GUPTA

जन्म की तारीख / Date of Birth
10/11/1966

हस्ताक्षर / Signature



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MSH

