

CONSENT LETTER FROM THE PROMOTER OF THE COMPANY

Date: 31st December, 2025

To,
**The Board of Directors,
Rodec Pharma Limited
C-2, Site 3, Meerut Road Industrial Area,
Ghaziabad-201001, 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 consent to be named as a Promoter and Non-Executive Director of the Company and to inclusion of the information contained in this Consent Letter (in part or full) in the Draft Red Herring Prospectus (the "DRHP") to be filed by the Company with the Securities and Exchange Board of India (the "SEBI"), BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") where the Equity Shares are proposed to be listed, (BSE and NSE together are referred to as the "Stock Exchanges"), and Red Herring Prospectus ("RHP") and the Prospectus ("Prospectus") (collectively, the "Offer Documents") which the Company intends to file with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies ("RoC"), and the Stock Exchanges where the Equity Shares are proposed to be listed and any other documents in relation to the Offer.

I hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required.

I further confirm that the above information in relation to us is true, correct, adequate and not misleading in any material respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.

I confirm that, I will immediately communicate any changes in writing in the above information to the Company and the Book Running Lead Manager until the date on which the Equity Shares allotted and transferred in the Offer, commence trading on the Stock Exchanges. In the absence of any such communication from me, Book Running Lead Manager and the Legal Counsel to the Company, 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.

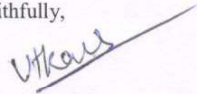
I hereby consent to this letter being disclosed by the Book Running Lead Manager, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential 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 Company, the Book Running Lead Manager and the Legal Counsel to the Company appointed by the Company in relation to the Offer. I hereby consent to the submission of this consent letter as may be necessary to the SEBI, the RoC, the relevant stock exchanges and any other regulatory authority and/or for the records to be maintained by the Book Running Lead Manager and 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 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,



Name: Utkarsh Gupta
Promoter and Non-Executive Director