

# BINA KISHORE CHHABRIA

Address: Casa Grande, Flat No. 111/11, Little Gibbs Road, Malabar Hill, Mumbai-400 006

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## Consent from each Selling Shareholder

Date: January 13, 2024

To,

**The Board of Directors,  
Allied Blenders and Distillers Limited**  
394-C, Lamington Chambers,  
Lamington Road, Mumbai – 400 004  
Maharashtra, India

Dear Sir(s)/Ma'am(s),

**Re: Proposed initial public offering of equity shares of face value of Rs. 2/- each (the "Equity Shares" and such offering, the "Offer") of Allied Blenders and Distillers Limited (the "Company")**

As on the date of this certificate, I, Bina Kishore Chhabria, daughter of Late Mr. Lachmandas B Luthria, residing at Casa Grande Flat No. 111/11, Little Gibbs Road, Malabar Hill, Mumbai – 400 006, holder of passport number **Z3878346**, holder of permanent account number **AACPC4626Q**, do confirm that I hold 12,74,28,650 Equity Shares representing 52.20% of the pre-Offer Equity Share capital of the Company (on a fully diluted basis).

I have been informed by the Company of the proposed initial public offering of its Equity Shares, which includes a fresh issue of Equity Shares (the "**Fresh Issue**") by the Company and an offer for sale of Equity Shares (the "**Offer for Sale**") by certain existing shareholders of the Company (the Fresh Issue together with the Offer for Sale, the "**Offer**"), for cash at such price per Equity Shares, as may be fixed and determined, through the book building process in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), the Companies Act, 2013 and rules made thereunder and other applicable laws.

I hereby consent to the following:

1. Inclusion of up to Rs. 2,500 million of such Equity Shares held by me on fully diluted basis in the Company as part of the Offer for Sale (the "**Offered Shares**"), subject to the approval of Securities and Exchange Board of India ("**SEBI**"), and of any other regulatory authority, if required, The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including my name and details as the "Selling Shareholder" and any other information contained in this certificate (in part or full), in the draft red herring prospectus ("**DRHP**") to be filed with the SEBI and the stock exchanges where the Equity Shares are proposed to be listed, the red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") to be filed with SEBI, the Registrar of Companies, Maharashtra at Mumbai ("**RoC**") and stock exchanges or any other document to be filed or issued in relation to the Offer.

### Acknowledgements:

I further consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" in connection with this Offer, which will be available for public for inspection from date of the filing of the DRHP until the Bid / Offer Closing Date.

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I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, as amended, the stock exchanges, SEBI or any other statutory or regulatory authority, as required by law.


I confirm that I will immediately communicate any changes in writing in the above information to the Book Running Lead Managers until the date when the Equity Shares are listed and commence trading on the relevant stock exchanges pursuant to the Offer.

This letter may be relied on by the Company, Book Running Lead Managers and the legal counsels to the Company and the Book Running Lead Managers, appointed in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the Book Running Lead Managers in connection with the Offer.

All capitalized terms used herein and not defined shall have the same meaning as assigned to them in the DRHP, the RHP and the Prospectus.

Thanking you

Yours faithfully,



**Bina Kishore Chhabria**

Place: Mumbai

CC:

**ICICI Securities Limited**

ICICI Venture Centre  
Appasaheb Marathe Marg,  
Prabhadevi, Mumbai 400 025

**Nuvama Wealth Management Limited**

*(Formerly known as Edelweiss Securities Limited)*  
801 - 804, Wing A, Building No 3, Inspire BKC,  
G Block, Bandra Kurla Complex,  
Bandra East Mumbai 400 051,  
Maharashtra, India

**ITI Capital Limited**

*(A part of The Investment Trust of India Limited Group)*  
ITI House,  
36 Dr. R. K. Shirodkar Marg,  
Parel, Mumbai 400 012  
Maharashtra, India

(ICICI Securities Limited, Nuvama Wealth Management Limited and ITI Capital Limited along with any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the “**Book Running Lead Managers**” or the “**BRLMs**”)

# **BINA KISHORE CHHABRIA**

Address: Casa Grande, Flat No. 111/11, Little Gibbs Road, Malabar Hill, Mumbai-400 006

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## **Domestic Legal Counsel to the BRLMs**

### **IndusLaw**

#1502B, 15<sup>th</sup> Floor, Tower -1C  
"One World Centre", Senapati Bapat Marg  
Lower Parel, Mumbai 400 013  
Maharashtra, India

## **International Legal Counsel to the BRLMs**

### **Hogan Lovells Lee & Lee**

50, Collyer Quay  
#10-01 OUE, Bayfront  
Singapore 049321

## **Domestic Legal Counsel to the Company**

### **AZB & Partners**

AZB House  
Plot No. A8, Sector-4  
Noida 201 301  
Uttar Pradesh, India

### **AZB & Partners**

AZB House, Peninsula Corporate Park  
Ganpatrao Kadam Marg, Lower Parel  
Mumbai 400 013  
Maharashtra, India

**Encl.: As above**

# BINA KISHORE CHHABRIA

Address: Casa Grande, Flat No. 111/11, Little Gibbs Road, Malabar Hill, Mumbai-400 006

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## Consent from each Selling Shareholder

Date: June 3, 2024

To,

**The Board of Directors,  
Allied Blenders and Distillers Limited**  
394-C, Lamington Chambers,  
Lamington Road, Mumbai – 400 004  
Maharashtra, India

Dear Sir(s)/Ma'am(s),

**Re: Proposed initial public offering of equity shares of face value of Rs. 2/- each (the “Equity Shares” and such offering, the “Offer”) of Allied Blenders and Distillers Limited (the “Company”)**

As on the date of this certificate, I, Bina Kishore Chhabria, daughter of Late Mr. Lachmandas B Luthria, residing at Casa Grande Flat No. 111/11, Little Gibbs Road, Malabar Hill, Mumbai – 400 006, holder of passport number **Z3878346**, holder of permanent account number **AACPC4626Q**, do confirm that I hold 176,142,969 Equity Shares representing 72.16% of the pre-Offer Equity Share capital of the Company (on a fully diluted basis).

I have been informed by the Company of the proposed initial public offering of its Equity Shares, which includes a fresh issue of Equity Shares (the “**Fresh Issue**”) by the Company and an offer for sale of Equity Shares (the “**Offer for Sale**”) by certain existing shareholders of the Company (the Fresh Issue together with the Offer for Sale, the “**Offer**”), for cash at such price per Equity Shares, as may be fixed and determined, through the book building process in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), the Companies Act, 2013 and rules made thereunder and other applicable laws.

I hereby consent to the following:

1. Inclusion of up to Rs. 3,750 million of such Equity Shares held by me on fully diluted basis in the Company as part of the Offer for Sale (the “**Offered Shares**”), subject to the approval of Securities and Exchange Board of India (“**SEBI**”), and of any other regulatory authority, if required, The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including my name and details as the ‘Selling Shareholder’ and any other information contained in this certificate (in part or full), in, the red herring prospectus (“**RHP**”) and the prospectus (“**Prospectus**”) to be filed with SEBI, the Registrar of Companies, Maharashtra at Mumbai (“**RoC**”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

### Acknowledgements:

I further consent to the inclusion of this letter as a part of “*Material Contracts and Documents for Inspection*” in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid / Offer Closing Date.

I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, as amended, the stock exchanges, SEBI or any other statutory or regulatory authority, as required by law.

# BINA KISHORE CHHABRIA

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I confirm that I will immediately communicate any changes in writing in the above information to the Book Running Lead Managers until the date when the Equity Shares are listed and commence trading on the relevant stock exchanges pursuant to the Offer.

This letter may be relied on by the Company, Book Running Lead Managers and the legal counsels to the Company and the Book Running Lead Managers, appointed in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the Book Running Lead Managers in connection with the Offer.

All capitalized terms used herein and not defined shall have the same meaning as assigned to them in the RHP and the Prospectus.

Thanking you

Yours faithfully,

**Bina Kishore  
Chhabria**  
Digitally signed by  
Bina Kishore  
Chhabria  
Date: 2024.06.03  
12:45:43 +05'30'

**Bina Kishore Chhabria**

Place: Mumbai

CC:

**ICICI Securities Limited**

ICICI Venture Centre  
Appasaheb Marathe Marg, Prabhadevi,  
Mumbai 400 025  
Maharashtra, India

Nuvama Wealth Management Limited  
(Formerly known as Edelweiss Securities Limited)  
801 - 804, Wing A, Building No 3, Inspire BKC,  
G Block, Bandra Kurla Complex,  
Bandra East Mumbai 400 051,  
Maharashtra, India

ITI Capital Limited  
(A part of The Investment Trust of India Limited Group)  
ITI House,  
36 Dr. R. K. Shirodkar Marg,  
Parel, Mumbai 400 012  
Maharashtra, India Along with any other book running lead managers which may be appointed.

**Domestic Legal Counsel to the BRLMs**

**IndusLaw**

#1502B, 15<sup>th</sup> Floor, Tower -1C  
"One World Centre", Senapati Bapat Marg  
Lower Parel, Mumbai 400 013  
Maharashtra, India

**International Legal Counsel to the BRLMs**

**Hogan Lovells Lee & Lee**

# **BINA KISHORE CHHABRIA**

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50, Collyer Quay  
#10-01 OUE, Bayfront  
Singapore 049321

## **Domestic Legal Counsel to the Company**

**AZB & Partners**  
AZB House  
Plot No. A8, Sector-4  
Noida 201 301  
Uttar Pradesh, India

**AZB & Partners**  
AZB House, Peninsula Corporate Park  
Ganpatrao Kadam Marg, Lower Parel  
Mumbai 400 013  
Maharashtra, India

**Encl.: As above**

# RESHAM CHHABRIA JEETENDRA HEMDEV

Address: 61/6 Casa Grande, Little Gibbs Road No. 2, Malabar Hill Mumbai-400 006

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## Consent from each Selling Shareholder

Date: January 13, 2024

To,

**The Board of Directors,  
Allied Blenders and Distillers Limited**  
394-C, Lamington Chambers,  
Lamington Road, Mumbai – 400 004  
Maharashtra, India

Dear Sir(s)/Ma'am(s),

**Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares" and such offering, the "Offer") of Allied Blenders and Distillers Limited (the "Company")**

As on the date of this certificate, I, Resham Chhabria Jeetednra Hemdev, daughter of Mr. Kishore Rajaram Chhabria, residing at 61/6, Casa Grande, Little Gibbs Road No. 2, Malabar Hill, Mumbai – 400 006, holder of passport number **Z5511208**, holder of permanent account number **AAFPC6527P**, do confirm that I hold 5,87,14,320 Equity Shares representing 24.05% of the pre-Offer Equity Share capital of the Company (on a fully diluted basis).

I have been informed by the Company of the proposed initial public offering of its Equity Shares, which includes a fresh issue of Equity Shares (the "**Fresh Issue**") by the Company and an offer for sale of Equity Shares (the "**Offer for Sale**") by certain existing shareholders of the Company (the Fresh Issue together with the Offer for Sale, the "**Offer**"), for cash at such price per Equity Shares, as may be fixed and determined, through the book building process in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), the Companies Act, 2013 and rules made thereunder and other applicable laws.

I hereby consent to the following:

1. Inclusion of up to Rs. 1,250 million of such Equity Shares held by me on fully diluted basis in the Company as part of the Offer for Sale (the "**Offered Shares**"), subject to the approval of Securities and Exchange Board of India ("**SEBI**"), and of any other regulatory authority, if required, The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including my name and details as the "Selling Shareholder" and any other information contained in this certificate (in part or full), in the draft red herring prospectus ("**DRHP**") to be filed with the SEBI and the stock exchanges where the Equity Shares are proposed to be listed, the red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") to be filed with SEBI, the Registrar of Companies, Maharashtra at Mumbai ("**RoC**") and stock exchanges or any other document to be filed or issued in relation to the Offer.

### Acknowledgements:

I further consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" in connection with this Offer, which will be available for public for inspection from date of the filing of the DRHP until the Bid / Offer Closing Date.

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I confirm that I will immediately communicate any changes in writing in the above information to the Book Running Lead Managers until the date when the Equity Shares are listed and commence trading on the relevant stock exchanges pursuant to the Offer.

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All capitalized terms used herein and not defined shall have the same meaning as assigned to them in the DRHP, the RHP and the Prospectus.

Thanking you

Yours faithfully,



**Resham Chhabria Jeetendra Hemdev**

Place: Mumbai

CC:

**ICICI Securities Limited**  
ICICI Venture Centre  
Appasaheb Marathe Marg,  
Prabhadevi, Mumbai 400 025

**Nuvama Wealth Management Limited**  
*(Formerly known as Edelweiss Securities Limited)*  
801 - 804, Wing A, Building No 3, Inspire BKC,  
G Block, Bandra Kurla Complex,  
Bandra East Mumbai 400 051,  
Maharashtra, India

**ITI Capital Limited**  
*(A part of The Investment Trust of India Limited Group)*  
ITI House,  
36 Dr. R. K. Shirodkar Marg,  
Parel, Mumbai 400 012  
Maharashtra, India

(ICICI Securities Limited, Nuvama Wealth Management Limited and ITI Capital Limited along with any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "**Book Running Lead Managers**" or the "**BRLMs**")



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## **Domestic Legal Counsel to the BRLMs**

### **IndusLaw**

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**Encl.: As above**

# RESHAM CHHABRIA JEETENDRA HEMDEV

Address: 61/6 Casa Grande, Little Gibbs Road No. 2, Malabar Hill Mumbai-400 006

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## Consent from each Selling Shareholder

Date: June 3, 2024

To,

**The Board of Directors,  
Allied Blenders and Distillers Limited**  
394-C, Lamington Chambers,  
Lamington Road, Mumbai – 400 004  
Maharashtra, India

Dear Sir(s)/Ma'am(s),

**Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the “Equity Shares” and such offering, the “Offer”) of Allied Blenders and Distillers Limited (the “Company”)**

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All capitalized terms used herein and not defined shall have the same meaning as assigned to them in the the RHP and the Prospectus.

Thanking you

Yours faithfully,

RESHAM CHHABRIA  
JEETENDRA  
HEMDEV

Digitally signed by  
RESHAM CHHABRIA  
JEETENDRA HEMDEV  
Date: 2024.06.03 12:43:15  
+05'30'

**Resham Chhabria Jeetendra Hemdev**

Place: Mumbai

CC:

## **ICICI Securities Limited**

ICICI Venture Centre  
Appasaheb Marathe Marg, Prabhadevi,  
Mumbai 400 025  
Maharashtra, India  
Nuvama Wealth Management Limited  
(Formerly known as Edelweiss Securities Limited)  
801 - 804, Wing A, Building No 3, Inspire BKC,  
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ITI Capital Limited

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ITI House,  
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Along with any other book running lead managers which may be appointed.

## **Domestic Legal Counsel to the BRLMs**

### **IndusLaw**

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Maharashtra, India

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### **Hogan Lovells Lee & Lee**

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