

From the Desk of :

Vipul Parekh

Date: 16.12.2024

To,

Motilal Oswal Investment Advisors Limited

Motilal Oswal Tower

Rahimtullah Sayani Road

Opposite Parel ST Depot, Prabhadevi, Mumbai

Maharashtra, India 400025

(Motilal Oswal Investment Advisors Limited will be referred as "Book Running Lead Manager" or "BRLM")

And

The Board of Directors,

Gem Aromatics Limited

A/410, Kailas Complex,

Vikhroli Powai Link Road,

Vikhroli (W), Mumbai - 400079,

Maharashtra

Re: Proposed initial public offering of equity shares (Equity Shares) by Gem Aromatics Limited (Company) comprising a fresh issue of Equity Shares and an offer for sale of the Equity Shares by Selling Shareholders (Offer).

Dear Ladies and Gentlemen,

I, Vipul Nathalal Parekh, an adult, residing at 401, Parimal, Vikrant Circle, Ghatkopar East, Mumbai - 400077, holder of passport number **U9423943** and permanent account number **AHHPP2423L**, confirm that I hold **1,24,51,475** Equity Shares, representing **26.58%** of the pre-Offer equity share capital of the Company.

I hereby consent to the inclusion of up to **33,96,187** Equity Shares (the "**Offered Shares**") held by us 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 along with the DRHP and RHP, the "**Offer Documents**") and transaction agreements executed in relation to the Offer and the approval of any other regulatory authority, if required.

I, **Vipul Nathalal Parekh**, hereby give my consent to my name and other details being included as a selling shareholder, in the draft red herring prospectus (**DRHP**) to be filed by the Company with the Securities and Exchange Board of India (**SEBI**), and any relevant stock exchanges where the Equity Shares are proposed to be listed (**Stock Exchanges**), the red herring prospectus (**RHP**) and the prospectus (**Prospectus**) (collectively, the **Offer Documents**) which the Company intends to file with Registrar of Companies, Mumbai at Maharashtra (**RoC**), the SEBI and the Stock Exchanges in respect of the Offer.

I authorize you to include this consent letter as a "Material Contract and Document for Inspection" in the Offer Documents, as required and make available for inspection in accordance with applicable law.

I confirm that I will immediately communicate any changes in writing in the above information to the book running lead managers to the Offer (**BRLMs**) until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from me, the BRLMs and

401, Parimal, R. B. Mehta Rd., Ghatkopar (E), Mumbai-400 077.

Tel. : 2512 2966 • E-mail : vparekh@gemaromatics.in

From the Desk of :

Vipul Parekh

the legal counsel to the Offer 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.

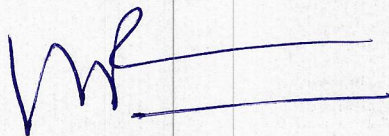
This consent letter is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Company, BRLMs and the legal counsel appointed in relation to the Offer and may be uploaded on their respective websites.

We confirm that this letter does not contain any untrue statement of a material fact or omit to state any material fact necessary in order to make the statements herein, in the light of the circumstances under which they were made, misleading.

I hereby consent to the submission and disclosure of this consent letter as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory or governmental authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents, as the case may be.

Yours faithfully,



Name: Vipul Nathalal Parekh

Date: 16.12.2024

Legal Counsel to the BRLM

Economic Laws Practice

9th floor, Berger Tower
Sector 16B, Noida – 201301
Uttar Pradesh, India

Legal Counsel to the Company

Saraf and Partners

2402, Tower 2, One International Center
Senapati Bapat Marg, Prabhadevi West
Mumbai 400013, Maharashtra, India
Telephone: +91 22 4405 0600