

CONSENT FROM PROMOTER SELLING SHAREHOLDER

Date: March 14, 2024

To:

Ambit Private Limited

Ambit House
449, Senapati Bapat Marg
Lower Parel
Mumbai – 400 013
Maharashtra, India

Axis Capital Limited

1st Floor, Axis House
C-2 Wadia International Centre
P.B. Marg, Worli
Mumbai - 400 025
Maharashtra, India

(Ambit Private Limited, Axis Capital Limited, and any other book running lead managers appointed by the Company are collectively referred to as the "BRLMs")

and

Board of Directors

Interarch Building Products Limited

B 30, Sector 57
Noida 201 301
Uttar Pradesh, India

Dear Sir / Madam,

Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of Interarch Building Products Limited (the "Company" and such offering, the "Fresh Issue") and an offer for sale of Equity Shares by certain existing shareholders of the Company (the "Offer for Sale", and together with the Fresh Issue, the "Offer")

I, Gautam Suri, son of Late Shri Ram Lal Suri, an adult, residing at F-36, Radhe Mohan Drive, Gadaipur Bandh Road, South Delhi 110 030, Delhi, India, holder of PAN AAJPS9920L, confirm that I hold 4,644,116 Equity Shares, representing 32.22% of the pre-Offer equity share capital of the Company.

I have been informed by the Company of the proposed initial public offering of its Equity Shares, which includes a Fresh Issue by the Company and an Offer for Sale of Equity Shares by certain existing shareholders of the Company, 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.

Consents

I hereby consent to the inclusion of up to 7,90,000 Equity Shares representing 5.48% of the equity share capital of the Company on fully diluted basis (the "**Offered Shares**") 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 along with the DRHP and RHP, the "Offer Documents") and transaction agreements executed in relation to the Offer and further subject to the approval of the Securities and Exchange Board of India ("SEBI"), and of any other regulatory authority, if required, for cash at such price per equity share, as may be fixed and determined, through the book building process as may be permitted and in accordance with the SEBI ICDR Regulations, as amended. I further acknowledge and agree that in the event of any sub-division of the Company's authorised share capital prior to DRHP filing and a corresponding increase in the number of equity shares held by me in the Company, the number of Offered Shares will stand proportionately increased.

I hereby consent to the inclusion of my name as a promoter selling shareholder and any other information contained in this letter (in part or full) as required under the SEBI ICDR Regulations, the Companies Act, 2013 and rules made thereunder, as amended and other applicable laws in the DRHP to be filed by the Company with the 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 file with the Registrar of Companies, Delhi & Haryana at New Delhi (the "RoC") and thereafter file with SEBI and the Stock Exchanges and in any other materials or documents related to the Offer.

I confirm that I will immediately inform in writing of any changes to the above information to the Company and the BRLMs until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from me, 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 pursuant to the Offer.

I 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 also 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 (including on the website of the Company).

This consent letter is for the information and for inclusion (in part or full) in the Offer Documents in relation to the Offer or any other Offer related material and may be relied upon by the Company, the BRLMs and the legal advisors to each of the Company, me and the BRLMs in respect of the Offer. I hereby consent to the submission of this consent letter as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory authority and/or for the records to be maintained by the BRLMs including submission of this certificate for the purpose of any defense the BRLMs 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.

All capitalised terms used herein but not defined shall have the same meaning to them in Offer Documents, as the case may be.

Yours faithfully,



Gautam Suri

CC:

Khaitan & Co

10th & 13th Floors, Tower 1C
One World Centre
841, Senapati Bapat Marg
Mumbai 400 013
Maharashtra, India

Shardul Amarchand Mangaldas & Co

Express Towers
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Mumbai 400 021
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Khaitan & Khaitan

A - 38, Kailash Colony,
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