

Consent from each Selling Shareholder

Date: 30th December 2024

To,

The Board of Directors

Anthem Biosciences Limited (formely known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s)/Ma’am(s),

Re: Proposed initial public offering of equity shares of face value of ₹ 2/- each (“Equity Shares”) by Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”) (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

I, Ganesh Sambasivam, hereby consent to the following:

1. Inclusion of such number of Equity Shares aggregating up to ₹ 3,500.00 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

Furthermore, I 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.

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 to the Offer (“BRLMs”) 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, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer and may not be relied upon by any other person for any purpose other than in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with the Offer.

The consent provided by way of this letter shall cease to be effective if the Offer is not completed prior to the earlier of (A) the termination of the offer agreement entered in connection with the Offer or the engagement letter with the BRLMs executed in relation to the Offer, or (B) date on which the Board decides not to undertake the Offer and/or to withdraw any offer document filed with any regulatory authority in respect of the Offer, including any draft offer document filed with SEBI; and/or (C) 12 months post receipt of the final SEBI observations on the DRHP.

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

Signed by Ganesh Sambasivam

S. Sambasivam

Designation: Executive Director

Place: Bangalore

CC:

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited
12th Floor, First International Financial Center,
G-Block Bandra Kurla Complex,
Bandra (East), Mumbai – 400 098
Maharashtra, India

J.P. Morgan India Private Limited
J.P. Morgan
6F, J.P. Morgan Towers
Off. C.S.T. Road, Kalina
Santacruz - East, Mumbai - 400 098

Nomura Financial Advisory and Securities (India) Private Limited
Ceejay House, Level 11, Plot F
Shiv Sagar Estate, Dr. Annie Besant Marg, Worli
Mumbai – 400 018

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas
3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Book Running Lead Managers

White & Case Pte. Ltd.
88 Market Street
Capita Spring, #41-01
Singapore 048948

Domestic Legal Counsel to the Company

Trilegal
One World Center, Tower 2A and 2B, 10th floor,
Senapati Bapat Marg, Lower Parel West, Mumbai,
Maharashtra 400013

Consent from each Selling Shareholder

Date: 30th December 2024

To,

The Board of Directors

Anthem Biosciences Limited (formely known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s)/Ma’am(s),

Re: Proposed initial public offering of equity shares of face value of ₹ 2/- each (“Equity Shares”) by Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”) (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

I Malay J Barua, hereby consent to the following:

1. Inclusion of such number of Equity Shares aggregating up to aggregating up to ₹ 3,200.00 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

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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 to the Offer (“BRLMs”) 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, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer and may not be relied upon by any other person for any purpose other than in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with the Offer.

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

Yours faithfully,

Signed by



Name: Malay J Barua

Designation: Vice President and Head of Operations (Speciality Ingredients)

Place: Bangalore

Encl.: As above

CC:

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited
12th Floor, First International Financial Center,
G-Block Bandra Kurla Complex,
Bandra (East), Mumbai – 400 098
Maharashtra, India

J.P. Morgan India Private Limited
J.P. Morgan
6F, J.P. Morgan Towers
Off. C.S.T. Road, Kalina
Santacruz - East, Mumbai - 400 098

Nomura Financial Advisory and Securities (India) Private Limited
Ceejay House, Level 11, Plot F
Shiv Sagar Estate, Dr. Annie Besant Marg, Worli
Mumbai – 400 018

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas
3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Book Running Lead Managers

White & Case Pte. Ltd.
88 Market Street
Capita Spring, #41-01
Singapore 048948

Domestic Legal Counsel to the Company

Trilegal
One World Center, Tower 2A and 2B, 10th floor,
Senapati Bapat Marg, Lower Parel West, Mumbai,
Maharashtra 400013

Consent from each Selling Shareholder

Date: 30th December 2024

To,

The Board of Directors

Anthem Biosciences Limited (formely known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s)/Ma’am(s),

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We, Portsmouth Technologies LLC, an entity established under the laws of State of New Jersey, having our office at 600 E CRESCENT AVE, STE. 206 UPPER SADDLE RIVER, NJ 07458 having obtained all the requisite corporate approvals pertaining to the Offer for Sale, and that the Offer for Sale has been approved by way of a resolution dated November 7, 2024, passed by its board of directors , hereby consent to the following:

1. Inclusion of such number of Equity Shares aggregating up to ₹ 3,200.00 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

Furthermore, we 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.

We 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.

we confirm that we 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 are listed and commence trading on the relevant stock exchanges pursuant to the Offer.

This letter may be relied on by the Company, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer and may not be relied upon by any other person for any purpose other than in relation to the Offer. We hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with 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.

Thanking you

Yours faithfully,

-The remainder of this page is intentionally left blank-



PORPSMOUTH TECHNOLOGIES, LLC

Signed by
For and on behalf of Portsmouth Technologies LLC

Authorised Signatory
Name: Anthony DelPrete
Designation: Authorized Signatory

600 East Crescent Avenue Suite 206 Upper Saddle River, NJ 07458
Telephone : 201-995-0070 Fax : 201-995-0071

CC:

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited
12th Floor, First International Financial Center,
G-Block Bandra Kurla Complex,
Bandra (East), Mumbai – 400 098
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J.P. Morgan India Private Limited
J.P. Morgan
6F, J.P. Morgan Towers
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Maharashtra 400013

Consent from each Selling Shareholder

Date: 30th December 2024

To,

The Board of Directors

Anthem Biosciences Limited (formely known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s)/Ma’am(s),

Re: Proposed initial public offering of equity shares of face value of ₹ 2/- each (“Equity Shares”) by Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”) (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

I, Prakash Kariabettam, hereby consent to the following:

1. Inclusion of such number of Equity Shares aggregating up to ₹ 800.00 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

Furthermore, I 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.

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 to the Offer (“BRLMs”) 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, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer and may not be relied upon by any other person for any purpose other than in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with 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,

Thanking you

Yours faithfully,



Name: Prakash Kariabettan
Designation: Vice President- BD(CDMO)
Place: Bangalore

CC:

JM Financial Limited

7th Floor, Cnergy
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited

12th Floor, First International Financial Center,
G-Block Bandra Kurla Complex,
Bandra (East), Mumbai – 400 098
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J.P. Morgan India Private Limited

J.P. Morgan
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Nomura Financial Advisory and Securities (India) Private Limited

Ceejay House, Level 11, Plot F
Shiv Sagar Estate, Dr. Annie Besant Marg, Worli
Mumbai – 400 018

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas
3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Book Running Lead Managers

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Domestic Legal Counsel to the Company

Trilegal

One World Center, Tower 2A and 2B, 10th floor,
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Consent from each Selling Shareholder

Date: 30th December 2024

To,

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No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

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

Re: Proposed initial public offering of equity shares of face value of ₹ 2/- each (“Equity Shares”) by Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”) (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

I, K. Ramakrishnan hereby consent to the following:

1. Inclusion of such number of Equity Shares aggregating up to ₹100.00 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

Furthermore, I 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.

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 to the Offer (“BRLMs”) 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, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer and may not be relied upon by any other person for any purpose other than in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with 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.

Thanking you

Yours faithfully,
K Ramakrishnan

Ramakrishnan

Place: Bangalore

CC:

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited
12th Floor, First International Financial Center,
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Domestic Legal Counsel to the Book Running Lead Managers

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3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Book Running Lead Managers

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Consent from each Selling Shareholder

Date: 30th December 2024

To,

The Board of Directors

Anthem Biosciences Limited (formely known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s)/Ma’am(s),

Re: Proposed initial public offering of equity shares of face value of ₹ 2/- each (“Equity Shares”) by Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”) (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

I, K Ravindra Chandrappa hereby consent to the following:

1. Inclusion of such Equity Shares aggregating up to ₹3,500.00 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“**RoC**”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

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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.

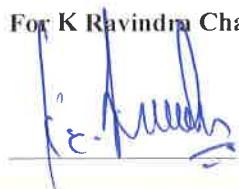
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All capitalized terms used herein and not defined shall have the same meaning as assigned to them in the DRHP.

For K Ravindra Chandrappa



Designation: Executive Director

Place: Bangalore

CC:

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

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Maharashtra 400013

Consent from each Selling Shareholder

Date: 30th December 2024

To,

The Board of Directors

Anthem Biosciences Limited (formely known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s)/Ma’am(s),

Re: Proposed initial public offering of equity shares of face value of ₹ 2/- each (“Equity Shares”) by Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”) (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

I, Rupesh N Kinekar hereby consent to the following:

1. Inclusion of such number of Equity Shares aggregating up to ₹3,200.00 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

Furthermore, I 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.

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 to the Offer (“BRLMs”) 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, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer and may not be relied upon by any other person for any purpose other than in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with the Offer.

The consent provided by way of this letter shall cease to be effective if the Offer is not completed prior to the earlier of (A) the termination of the offer agreement entered in connection with the Offer or the engagement letter with the BRLMs executed in relation to the Offer, or (B) date on which the Board decides not to undertake the Offer and/or to withdraw any offer document filed with any regulatory authority in respect of the Offer, including any draft offer document filed with SEBI; and/or (C) 12 months post receipt of the final SEBI observations on the DRHP.

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

Yours faithfully,

Signed by



Name: Rupesh N Kinekar

Designation: Vice President- Marketing

Place: Bangalore

Encl.: As above

CC:

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited
12th Floor, First International Financial Center,
G-Block Bandra Kurla Complex,
Bandra (East), Mumbai – 400 098
Maharashtra, India

J.P. Morgan India Private Limited
J.P. Morgan
6F, J.P. Morgan Towers
Off. C.S.T. Road, Kalina
Santacruz - East, Mumbai - 400 098

Nomura Financial Advisory and Securities (India) Private Limited
Ceejay House, Level 11, Plot F
Shiv Sagar Estate, Dr. Annie Besant Marg, Worli
Mumbai – 400 018

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas
3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Book Running Lead Managers

White & Case Pte. Ltd.
88 Market Street
Capita Spring, #41-01
Singapore 048948

Domestic Legal Counsel to the Company

Trilegal
One World Center, Tower 2A and 2B, 10th floor,
Senapati Bapat Marg, Lower Parel West, Mumbai,
Maharashtra 400013

Consent from each Selling Shareholder

Date: 30th December 2024

To,

The Board of Directors

Anthem Biosciences Limited (formelry known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s)/Ma’am(s),

Re: Proposed initial public offering of equity shares of face value of ₹ 2/- each (“Equity Shares”) by Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”) (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

I, Satish Sharma hereby consent to the following:

1. Inclusion of such number of Equity Shares aggregating up to ₹ 3,200 million held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

Furthermore, I 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.

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 to the Offer (“BRLMs”) until the date when the Equity Shares are listed and commence trading on the relevant stock exchanges pursuant to the Offer.

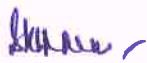
This letter may be relied on by the Company, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer and may not be relied upon by any other person for any purpose other than in relation to the Offer. I hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with the Offer.

The consent provided by way of this letter shall cease to be effective if the Offer is not completed prior to the earlier of (A) the termination of the offer agreement entered in connection with the Offer or the engagement letter with the BRLMs executed in relation to the Offer, or (B) date on which the Board decides not to undertake the Offer and/or to withdraw any offer document filed with any regulatory authority in respect of the Offer, including any draft offer document filed with SEBI; and/or (C) 12 months post receipt of the final SEBI observations on the DRHP.

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

Thanking you

Yours faithfully,



Name: **Satish Sharma**
Designation: Vice President - Sales
Place: **Bangalore**

CC:

JM Financial Limited
7th Floor, Cnerry
Appasaheb Marathe MargC
Prabhadevi, Mumbai 400 025
Maharashtra, India

Citigroup Global Markets India Private Limited
12th Floor, First International Financial Center,
G-Block Bandra Kurla Complex,
Bandra (East), Mumbai – 400 098
Maharashtra, India

J.P. Morgan India Private Limited
J.P. Morgan
6F, J.P. Morgan Towers
Off. C.S.T. Road, Kalina
Santacruz - East, Mumbai - 400 098

Nomura Financial Advisory and Securities (India) Private Limited
Ceejay House, Level 11, Plot F
Shiv Sagar Estate, Dr. Annie Besant Marg, Worli
Mumbai – 400 018

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas
3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Book Running Lead Managers

White & Case Pte. Ltd.
88 Market Street
Capita Spring, #41-01
Singapore 048948

Domestic Legal Counsel to the Company

Trilegal

One World Center, Tower 2A and 2B, 10th floor,
Senapati Bapat Marg, Lower Parel West, Mumbai,
Maharashtra 400013

VIRIDITY TONE LLP

Suite F9C, Grand Hyatt Plaza Santacruz East, Mumbai – 400 055

Consent from Selling Shareholder

Date: December 31, 2024

To,

The Board of Directors

Anthem Biosciences Limited (formerly known as “Anthem Biosciences Private Limited”)

No. 49, F1 & F2, Canara Bank Road,
Bommasandra Industrial Area, Phase- I
Bommasandra, Bangalore – 560 099,
Karnataka, India

Dear Sir(s) / Ma’am(s),

Re: Proposed initial public offering of equity shares of face value of ₹2 each (“Equity Shares”) by Anthem Biosciences Limited formerly known as “Anthem Biosciences Private Limited” (the “Company”) comprising an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer”)

We Virdity Tone LLP, a limited liability partnership established under the laws of India, having our office at Suite F9C, Grand Hyatt Plaza Santacruz (East) Mumbai, Maharashtra, India - 400055 having obtained all the requisite corporate approvals pertaining to the Offer for Sale, and that the Offer for Sale has been approved by way of a resolution passed by our board of directors on December 27, 2024, hereby consent to the following:

1. Inclusion of up to 2,37,46,320 Equity Shares held by us 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, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including our name and any other information (in part or full) as required under the SEBI ICDR Regulations and other applicable laws as the ‘Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, Karnataka at Bengaluru (“RoC”) and stock exchanges or any other document to be filed or issued in relation to the Offer.

We hereby consent that our 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. Furthermore, we 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.

We 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.

We confirm that we 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 are listed and commence trading on the relevant stock exchanges pursuant to the Offer.

This letter may be relied on by the Company, BRLMs and the legal counsel to the Company and BRLMs, appointed in relation to the Offer. We hereby consent for this certificate being included for the records to be maintained by the BRLMs 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,

Signed by

For and on behalf of Viridity Tone LLP



Authorised Signatory

Name: Rajagopalan Santhanam

Designation: Authorised Signatory

Encl.: As above

CC:

JM Financial Limited

7th Floor, Cnergy

Appasaheb Marathe MargC

Prabhadevi, Mumbai 400 025

Maharashtra, India

Citigroup Global Markets India Private Limited

12th Floor, First International Financial Center,

G-Block Bandra Kurla Complex

, Bandra (East), Mumbai – 400 098

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Karnataka, India

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