CONSENT LETTER FROM THE PUBLIC OFFER BANK & SPONSOR BANK

To,

The Board of Directors,
GSP Crop Science Limited
404, Lalita Complex, Rasala Road,
Mithakhali Six Road, Navrangpura,
Ahmedabad, Ahmadabad City,
Gujarat, India, 380009

Re: Proposed initial public offering of equity shares (Equity Shares) of GSP Crop Science Limited (Company) comprising a fresh issue of the Equity Shares (Fresh Issue) and an offer for sale of the Equity Shares by certain Shareholders of the Company (Offer for Sale, and together with the Fresh Issue, the "Offer").

Ladies and Gentlemen,

We, Kotal Mahindra Bank Ltd., do hereby consent to act as the Public Offer Bank,Sponsor Bank, and to our name and details mentioned herein being inserted as Public Offer Bank/Sponsor Bank] in the red herring prospectus (**RHP**) and the prospectus (**Prospectus**) (collectively, the **Offer Documents**) which the Company intends to file, with the Registrar of Companies, Gujarat at Ahmedabad (**RoC**), Securities and Exchange Board of India (**SEBI**) and the stock exchanges where the Equity Shares are proposed to be listed (**Stock Exchanges**), as applicable and in any publicity material, press release, presentation or any other documents in relation to the Offer.

We hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required. The following details with respect to us may be disclosed in the Offer Documents and any other documents in relation to the Offer.

Name: Kotak Mahindra Bank Ltd.
Address: Intellion Square, 501, 5th Floor
A Wing, Infinity IT Park
Gen. A.K. Vaidya Marg, Malad East
Mumbai 400 097
Maharashtra, India
Telephone Number: +91 22 6941 0636
Email: cmsipo@kotak.com

Website: https://www.kotak.com

Contact Person: Mr. Sumit Panchal

SEBI Registration Number:

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI in the required format (**Annexure A**). We also certify that our registration is valid as on date and that we have not been prohibited by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We have also not been debarred from functioning by any regulatory authority.

We further confirm that the above information in relation to us is true, adequate and not misleading and without omission of any matter that is likely to mislead.

We authorize you to include this letter as a "*Material Contract and Document for Inspection*" in the Offer Documents, as required and make this letter available for inspection in accordance with applicable 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 commence trading on the Stock Exchanges. In the absence of any such communication from us, the BRLMs and 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.

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.

We 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 or statutory authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with the applicable law.

We consent to this consent letter and the documents annexed to this consent letter to be uploaded on the websites of the Company and the BRLMs and on the website, repository and, or, the database of the Stock Exchanges.

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,

For and on behalf of

Kotal Mahindra Bank Ltd.

Authorized signatory

Name: Suchitra N

Date: 13th February, 2026

Cc:

Equirus Capital Private Limited
12th Floor, C Wing,
Marathon Futurex,
N. M. Joshi Marg, Lower Parel,
Mumbai – 400 013

Motilal Oswal Investment Advisors Limited
Motilal Oswal Tower,
Rahimtullah Sayani Road,
Opposite Parel ST Depot, Prabhadevi,
Mumbai- 400 025, Maharashtra, India

Legal Counsel to the Company

Trilegal
Peninsula Business Park, 17th Floor, Tower B,
Ganpat, Rao Kadam Marg,
Lower Parel (West),
Mumbai, Maharashtra, 400013

Legal Counsel to the BRLMs

Bharucha & Partners
13th Floor, Free Press House,
Free Press Journal Marg, Nariman Point,
Mumbai - 400 021, India

ANNEXURE A

Re: Proposed initial public offering of equity shares (Equity Shares) of GSP Crop Science Limited (Company) comprising a fresh issue of the Equity Shares (Fresh Issue) and an offer for sale of the Equity Shares by certain Shareholders of the Company (Offer for Sale, and together with the Fresh Issue, the "Offer").

1.	Registration Number:	INBI00000927
2.	Date of registration / Renewal of registration:	22-05-2012
3.	Date of expiry of registration:	Permanent
4.	If applied for renewal, date of application:	NA
5.	Any communication from SEBI prohibiting Kotak Mahindra Bank Limited from acting as public offer account bank:	No
6.	Any enquiry/investigation being conducted by SEBI:	No
7.	Period up to which registration/ renewal fees has been paid:	Perpetual
8.	Details of any penalty imposed	NA

निर्गमन बैंककार

प्ररूप ख
FORM-B

BANKERS TO AN ISSUE

भारतीय प्रतिभूति और विनिमय बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA
(निर्गमन बैंककार) विनियम, 1994
000388 (BANKERS TO AN ISSUE) REGULATIONS, 1994
(विनियम 7)
~~(Regulation 7)~~ Regulation 7A

रजिस्ट्रीकरण का प्रमाणपत्र
CERTIFICATE OF ~~REGISTRATION~~ PERMANENT REGISTRATION

1) बोर्ड, भारतीय प्रतिभूति और विनिमय बोर्ड अधिनियम, 1992 के अधीन बनाये गये नियमों और विनियमों के साथ पठित उसकी धारा 12 की उप धारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए,

1) In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to

KOTAK MAHINDRA BANK
36-38 A, NARIMAN BHAWAN
227, NARIMAN POINT
MUMBAI 400 021

को नियमों में, शर्तों के अधीन रहते हुए और विनियमों कअ अनुसार निर्गमन बैंककार के रूप में रजिस्ट्रीकरण का प्रमाणपत्र इसके द्वारा प्रदान करता है।
as a banker to an issue subject to the conditions in the rules and in accordance with the regulations.

२) निर्गमन बैंककार के लिए रजिस्ट्रीकरण कोड है।
2) Registration Code for the Banker to an issue is

INBI00000927

३) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र तक विधिमान्य है।
3) Unless renewed, the certificate of registration is valid from

3) This Certificate of Registration shall be valid for permanent from 22/05/2012, unless suspended or cancelled by the Board.

आदेश से
भारतीय प्रतिभूति और विनिमय बोर्ड
के लिए और उसकी ओर से
By order
For and on behalf of
Securities and Exchange Board of India

स्थान Place : **MUMBAI**

तारीख Date : **August 7, 2012**

RUCHI CHOJER
प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory

akaushal : Bombay