

CONSENT LETTER FROM THE DIRECTORS OF THE COMPANY

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,

I, **Shail Jayesh Shah, (DIN: 07543594)**, hereby give my consent to my name being included as am **Whole-time Director and Chief Financial Officer** and to the inclusion of the information appearing in relation to me therein 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 exchange(s) where the Equity Shares of the Company 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, Gujarat at Ahmedabad (**RoC**), the SEBI and the Stock Exchanges in connection with the Offer.

I hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required.

I further confirm that the information in this certificate is true, adequate, and not misleading and without omission of any matter that is likely to mislead.

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 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.

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 the applicable law.

I 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.

I hereby consent to this letter being disclosed by the BRLMs, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

I 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,



Name: Shail Jayesh Shah, (DIN: 07543594),
Whole-time Director and Chief Financial Officer

Date: 20/12/2024

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