

KEMPINC LLP

REGISTERED OFFICE: 13/A, PEREGRINE APARTMENT 400, VEER SAVARKAR MARG, SIDDHI VINAYAK TEMPLE,
PRABHADEVI MUMBAI – 400025, MAHARASHTRA, INDIA
LLPIN: AAX-9503 Email Id: info@cleanmax.com

ANNEXURE A1 CONSENT FROM CORPORATE SELLING SHAREHOLDER

Date: February 07, 2026

To,

Axis Capital Limited

Axis House, 1st Floor
Pandurang Budhkar Marg
Worli, Mumbai – 400025
Maharashtra, India

BNP Paribas

1 North Avenue, Maker Maxity
Bandra Kurla Complex
Bandra (East), Mumbai – 400 051
Maharashtra, India

BOB Capital Markets Limited

1704, B Wing, 17th Floor,
Parinee Crescenzo, Plot No.C - 38/39,
G Block, Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051
Maharashtra, India

HSBC Securities and Capital Markets (India) Private Limited

52/60, Mahatma Gandhi Road
Fort, Mumbai – 400 001
Maharashtra, India

IIFL Capital Services Limited (formerly known as IIFL Securities Limited)

24th Floor, One Lodha Place,
Senapati Bapat Marg,
Lower Parel (W), Mumbai – 400 013,
Maharashtra, India

J.P. Morgan India Private Limited

J.P. Morgan Tower, Off CST Road
Kalina, Santacruz East, Mumbai – 400 098
Maharashtra, India

Nomura Financial Advisory and Securities (India) Private Limited

Ceejay House, Level 11, Plot F
Shivsagar Estate
Dr. Annie Besant Road, Worli
Mumbai – 400 018
Maharashtra, India

SBI Capital Markets Limited

Unit No. 1501, 15th Floor, A&B Wing,
Parinee Crescenzo Building,
G Block, Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051,
Maharashtra, India

(Axis Capital Limited, BNP Paribas, BOB Capital Markets Limited, HSBC Securities and Capital Markets (India) Private Limited, IIFL Capital Services Limited (formerly known as IIFL Securities Limited), J.P. Morgan India Private Limited, Nomura Financial Advisory and Securities (India) Private Limited, SBI Capital Markets Limited and any other book running lead managers appointed by the Company are collectively referred to as the "Book Running Lead Managers" or the "BRLMs")

and

The Board of Directors

Clean Max Enviro Energy Solutions Limited

4th Floor, The International
16 Maharshi Karve Road
New Marine Lines, Cross Road No.1
Churchgate, Mumbai – 400 020
Maharashtra, India

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Re: Proposed initial public offering of equity shares of face value of ₹ 1 (the “Equity Shares”) of Clean Max Enviro Energy Solutions Limited (the “Company” and such offering, the “Offer”)

Dear Sir/Ma’am

We, **KEMPINC LLP**, Limited Liability Partnership incorporated under the laws of **Limited Liability Partnership Act 2008**, having our registered office at 13/A, Peregrine Apartment 400, Veer Savarkar Marg, Siddhi Vinayak Temple, Prabhadevi, Mumbai – 400 025, Maharashtra, India confirm that we hold 1,36,78,677 Equity Shares, representing 12.86% of the pre-Offer equity share capital (on a fully diluted basis) of the Company.

We have been informed by the Company of the proposed initial public offering of its Equity Shares, which includes a fresh issue of Equity Shares 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, the Companies Act, 2013 and rules made thereunder and other applicable laws, each as amended.

We hereby consent to the inclusion of such number of Equity Shares amounting to ₹ 730 million (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 together with the DRHP and RHP, the “**Offer Documents**”) and transaction agreements executed in relation to the Offer and the approval of the Securities and Exchange Board of India (the “**SEBI**”), and the relevant stock exchange where the Equity Shares are proposed to be listed (the “**Stock Exchanges**”), the Registrar of Companies, Maharashtra at Mumbai (the “**RoC**”) and any other regulatory authority, if required.

We hereby consent to the inclusion of our name as a selling shareholder and any other information contained in this letter (in part or full) and details with respect to our participation in the Offer as a selling shareholder as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (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 SEBI, and the Stock Exchanges, the RHP and the Prospectus which the Company intends to file with the RoC and thereafter file with SEBI and the Stock Exchanges and any other materials or documents related to the Offer.

We 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.

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 and the BRLMs in respect of the Offer. We 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 letter 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

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accordance with applicable law. This consent letter can also be uploaded on the repository portal of the stock exchanges/ SEBI as required pursuant to the SEBI circular dated December 5, 2024, and the subsequent requirements of the Stock Exchanges/ SEBI, as applicable.

All capitalised terms used herein but not defined shall have the same meaning to them in the Offer Documents.

We undertake to keep all information pertaining to the Offer confidential.

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We, KEMPINC LLP, acting as a Selling Shareholder, hereby confirm that all statements, disclosures and undertakings specifically made by us in this Red Herring Prospectus in relation to ourselves, as a Promoter Selling Shareholder and our portion of the Offered Shares, are true and correct. We assume no responsibility for any other statements, disclosures and undertakings, including any of the statements and undertakings made or confirmed by, or relating to, the Company or any other Selling Shareholder or any other person(s) in this Red Herring Prospectus.

SIGNED BY THE SELLING SHAREHOLDER



Signed for and on behalf of KEMPINC LLP

Name: Kuldeep Jain

Designation: Designated Partner

Place: Mumbai

Date: February 07, 2026

cc:

Khaitan & Co

10th, 13th & 14th Floors, Tower 1C
One World Centre
841, Senapati Bapat Marg
Mumbai - 400 013
Maharashtra, India

Cyril Amarchand Mangaldas

5th Floor, Peninsula Chambers
Peninsula Corporate Park
Ganpatrao Kadam Marg
Mumbai - 400 013
Maharashtra, India

Latham & Watkins LLP

9 Raffles Place
#42 - 02 Republic Plaza
Singapore 048619