

RAJESH RAGHUNATH PEDNEKAR

C/O RAGHUNATH PEDNEKAR, H.NO. A22,
BABU NAGAR, OPP. MILROC RETREAT,
ALTO-RIBANDAR, TISWADI, NORTH GOA,
GOA - 403006

CONSENT LETTER FROM THE DIRECTORS OF THE COMPANY

To,
The Board of Directors,
Regaal Resources Limited
6th Floor, D2/2, Block-EP & GP,
Sector -V, Kolkata - 700091,
West Bengal, India

Re: Proposed initial public offering of equity shares (Equity Shares) by Regaal Resources Limited (Company) through a fresh issue of Equity Shares and an offer for sale of the Equity Shares by Selling Shareholders (Offer).

Ladies and Gentlemen,

I, Rajesh Raghunath Pednekar, hereby give my consent to my name being included as Independent Director and to the inclusion of the information appearing in relation to me as required under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended 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, West Bengal at Kolkata (**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, complete and not misleading and without omission of any matter that is likely to mislead.

I am eligible and was validly appointed as a director under applicable laws and am not otherwise disqualified as on the date of this certificate for acting as a director of a public limited company under the provisions of the Companies Act, 2013 (including the provisions of Section 164(2) of the Companies Act, 2013) and the rules and regulations made thereunder.

I confirm that I will immediately communicate any changes in writing in the above information to the book running lead manager 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.

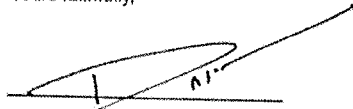
I also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection including through online means from date of the filing of the RHP until the Bid/Offer Closing Date.

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 certificate and the documents annexed to this certificate 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: Rajesh Raghunath Pednekar
Designation: Independent Director
DIN: 10238178

Date: 28/12/2024

Cc:

Pantomath Capital Advisors Private Limited

Pantomath Nucleus House,
Saki Vihar Road,
Andheri (East), Mumbai – 400 072,
Maharashtra, India

Sumedha Fiscal Services Limited
6A Geetanjali, 8B Middleton Street,
Kolkata – 70 0071,
West Bengal, India.

Legal Counsel to the Offer

Bharucha & Partners

13th Floor, Free Press House,

Free Press Journal Marg,

Nariman Point,

Mumbai – 400 021

Maharashtra, India.