

## Annexure II

### Consent from each Selling Shareholder

Date:

To,

The Board of Directors  
Akums Drugs and Pharmaceuticals Limited  
304, Mohan Place,  
L.S.C. (Local Shopping Complex) Block-C,  
Saraswati Vihar, New Delhi - 110034,  
India

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

**Re: Proposed initial public offering of equity shares of face value of Rs. 2/ (two) each (the "Equity Shares" and such offering, the "Offer") of Akums Drugs and Pharmaceuticals Limited (the "Company")**

I, Sandeep Jain S/o Late D.C. Jain R/o E-1052, Saraswati Vihar, Delhi - 110034, hereby consent to the following:

1. Inclusion of up to 15,12,000 (Fifteen lakh Twelve thousand) Equity Shares (the "Offered Shares"), subject to the approval of Securities and Exchange Board of India ("SEBI"), and of any other regulatory authority, if required.
2. Including my name, details as the 'Selling Shareholder' and my details of average cost of acquisition of shares acquired by us in the draft red herring prospectus to be filed with the SEBI and the stock exchanges (the "DRHP"), the red herring prospectus ("RHP") and the prospectus ("Prospectus") to be filed with SEBI, the Registrar of Companies, Delhi and Haryana at New Delhi ("RoC") and stock exchanges or any other document to be filed or issued in relation to the Offer.

I hereby consent that my 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.

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 ("Book Running Lead Managers" or "BRLMs") until the date when the Equity Shares are listed and commence trading on the relevant stock exchanges pursuant to the Offer.

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 from date of the filing of the RHP until the Bid / Offer Closing Date (including on the website of the Company).

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

For Sandeep Jain



Name: Sandeep Jain

Place: Delhi

CC:

**ICICI Securities Limited**

ICICI Venture House,  
Appasaheb Marathe Marg,  
Prabhadevi, Mumbai 400 025  
Maharashtra, India

**Ambit Private Limited**

Ambit House,  
449, Senapati Bapat Marg,  
Lower Parel, Mumbai - 400 013,  
Maharashtra, India

**Axis Capital Limited**

1<sup>st</sup> Floor, Axis House  
C-2, Wadia International Centre  
P.B. Marg, Worli, Mumbai 400 025  
Maharashtra, India

**Citigroup Global Markets India Private Limited**

1402, 14th Floor, First International Financial Centre,  
G-Block, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 098  
Maharashtra, India

**Domestic Legal Counsel to the BRLMs**

**IndusLaw**

2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi - 110 065, India

**International Legal Counsel to the BRLMs**

**Sidley Austin LLP**

Level 31, Six Battery Road,  
Singapore 049 909

**Domestic Legal Counsel to the Company**

**Cyril Amarchand Mangaldas**

Level 1 & 2, Max Towers  
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Gautam Buddha Nagar  
Uttar Pradesh, India