

VARUN ALAGH  
H. No. 2904, Sector 46,  
Gurgaon 122 003, Haryana, India

**Consent from the Selling Shareholder**

Date: December 28, 2022

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051

**Citi Global Markets India Private Limited**

First International Financial Centre (FIFC)  
14th Floor, C-54 & 55, G-Block  
Bandra Kurla Complex, Bandra East  
Mumbai 400 051

**J.P. Morgan India Private Limited**

J.P. Morgan Tower, Off CST Road, Kalina,  
Santacruz East, Mumbai - 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

(Kotak Mahindra Capital Company Limited, Citi Global Markets India Private Limited, J.P. Morgan India Private Limited, JM Financial Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "Book Running Lead Managers" or the "BRLMs")

Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares" and such offering the "Offer") by Honasa Consumer Limited (the "Company")**

I, Varun Alagh, hereby confirm that I hold 106,737,650 Equity Shares, representing 34.30% of the pre-Offer equity share capital of the Company.

I, hereby consent to the following:

VARUN ALAGH  
H. No. 2904, Sector 46,  
Gurgaon 122 003, Haryana, India

1. Inclusion of up to 3,186,300 Equity Shares held by me in the Company as part of the Offer for Sale (the "Offered Shares"), subject to the approval of Securities and Exchange Board of India ("SEBI"), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.
2. Including my name, details and any other information contained in this letter as the 'Selling Shareholder in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("RoC") and stock exchanges/any other regulatory authority as required or any other document to be filed or executed 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 from the date of allotment pursuant to the Offer for such period as may be required, and subject to such conditions as may be applicable with respect to pledge or transferability of my shareholding, in each case 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 may be required.

I confirm that I will immediately communicate any changes in writing in the above information to the BRLMs until the date when the Equity Shares are listed and commence trading on the relevant stock exchanges pursuant to the Offer. In the absence of any such communication it may be assumed that there is no change to the above information until the Equity Shares offered pursuant to the Offer commence trading on the Stock Exchanges.

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. I hereby consent for this letter being included for the records to be maintained by the Book Running Lead Managers in connection with the Offer.

Thanking you

Yours faithfully,



---

Name: Varun Alagh  
Place: Gurugram

CC:

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers

VARUN ALAGH  
H. No. 2904, Sector 46,  
Gurgaon 122 003, Haryana, India

C-001/A, Sector 16 B  
Noida 201 301  
Uttar Pradesh, India

**Cyril Amarchand Mangaldas**  
3<sup>rd</sup> Floor, Prestige Falcon Towers  
19, Brunton Road  
Bengaluru 560 025  
Karnataka, India

**IndusLaw**  
2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi 110 065

**Sidley Austin LLP**  
Level 31,  
Six Battery Road,  
Singapore 049909

GHAZAL ALAGH  
H. No. 2904, Sector 46,  
Gurgaon 122 003, Haryana, India

**Consent from the Selling Shareholder**

Date: December 28, 2022

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051

**Citi Global Markets India Private Limited**

First International Financial Centre (FIFC)  
14th Floor, C-54 & 55, G-Block  
Bandra Kurla Complex, Bandra East  
Mumbai 400 051

**J.P. Morgan India Private Limited**

J.P. Morgan Tower, Off CST Road, Kalina,  
Santacruz East, Mumbai - 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

(Kotak Mahindra Capital Company Limited, Citi Global Markets India Private Limited, J.P. Morgan India Private Limited, JM Financial Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "**Book Running Lead Managers**" or the "**BRLMs**")

Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares" and such offering the "Offer") by Honasa Consumer Limited (the "Company")**

I, Ghazal Alagh, hereby confirm that I hold 10,065,200 Equity Shares, representing 3.23% of the pre-Offer equity share capital of the Company.

I, hereby consent to the following:

1. Inclusion of up to 100,000 Equity Shares held by me in the Company as part of the Offer for Sale (the "**Offered Shares**"), subject to the approval of Securities and Exchange Board of India ("**SEBI**"),

GHAZAL ALAGH  
H. No. 2904, Sector 46,  
Gurgaon 122 003, Haryana, India

and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"). The Offered Shares may be offered to such category of persons in accordance with the SEBI ICDR Regulations and other applicable laws.

2. Including my name, details and any other information contained in this letter as the 'Selling Shareholder' in the draft red herring prospectus to be filed with the SEBI and the stock exchanges, the red herring prospectus and the prospectus to be filed with SEBI, the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("RoC") and stock exchanges/any other regulatory authority as required or any other document to be filed or executed 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 from the date of allotment pursuant to the Offer for such period as may be required, and subject to such conditions as may be applicable with respect to pledge or transferability of my shareholding, in each case under the SEBI ICDR Regulations.

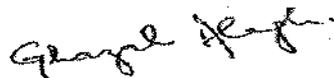
I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, as amended, the stock exchanges, SEBI or any other statutory or regulatory authority, as may be required.

I confirm that I will immediately communicate any changes in writing in the above information to the BRLMs until the date when the Equity Shares are listed and commence trading on the relevant stock exchanges pursuant to the Offer. In the absence of any such communication it may be assumed that there is no change to the above information until the Equity Shares offered pursuant to the Offer commence trading on the Stock Exchanges.

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. I hereby consent for this letter being included for the records to be maintained by the Book Running Lead Managers in connection with the Offer.

Thanking you

Yours faithfully,



Name: Ghazal Alagh  
Place: Gurugram

CC:

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
C-001/A, Sector 16 B  
Noida 201 301  
Uttar Pradesh, India

GHAZAL ALAGH  
H. No. 2904, Sector 46,  
Gurgaon 122 003, Haryana, India

**Cyril Amarchand Mangaldas**  
3<sup>rd</sup> Floor, Prestige Falcon Towers  
19, Brunton Road  
Bengaluru 560 025  
Karnataka, India

**IndusLaw**  
2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi 110 065

**Sidley Austin LLP**  
Level 31,  
Six Battery Road,  
Singapore 049909

SHILPA SHETTY KUNDRA  
1101, Satguru Kalyan, Jn of 13th and 17th Road,  
Ahead Khar Gymkhana, Mumbai – 400 052

**Consent from the Shilpa Shetty Kundra - Selling Shareholder**

Date: December 28, 2022

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector – 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai – 400 051

**Citi Global Markets India Private Limited**

First International Financial Centre (FIFC)  
14th Floor, C-54 & 55, G-Block  
Bandra Kurla Complex, Bandra East  
Mumbai 400 051

**J.P. Morgan India Private Limited**

J.P. Morgan Tower, Off CST Road, Kalina,  
Santacruz East, Mumbai – 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai – 400 025

(Kotak Mahindra Capital Company Limited, Citi Global Markets India Private Limited, J.P. Morgan India Private Limited, JM Financial Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the “**Book Running Lead Managers**” or the “**BRLMs**”)

Dear Sir/Ma’am,

**Re: Proposed initial public offering of equity shares of face value of ₹ 10/- each (“Equity Shares”) by Honasa Consumer Limited (the “Company”) and such offering (the “Offer”)**

I, Shilpa Shetty Kundra, hereby confirm that I hold 16,23,635 Equity Shares, representing 0.52% of the pre-Offer equity share capital of the Company. Further, I hold Nil compulsory, convertible non-cumulative preference shares (“**CCPS**”) of the Company. I hereby consent to the following:

1. Inclusion of up to 5,54,700 Equity Shares/ such number of Equity Shares held by me in the Company as part of the Offer for Sale, including, where applicable, any such Equity Shares arising

SHILPA SHETTY KUNDRA  
1101, Satguru Kalyan, Jn of 13th and 17th Road,  
Ahead Khar Gymkhana, Mumbai – 400 052

upon conversion of CCPS held by me (the “**Offered Shares**”), subject to the approval of Securities and Exchange Board of India (“**SEBI**”), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”).

2. Including my name and details as the ‘Other Selling Shareholder’ in the draft red herring prospectus to be filed with the SEBI and the stock exchanges where the Equity Shares are proposed to be listed (“**Stock Exchanges**”), the red herring prospectus and the prospectus which the Company intends to file with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi (“**RoC**”) and thereafter file with SEBI and the Stock Exchanges, or any other document to be filed or executed 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 from the date of allotment pursuant to 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 may be required.

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**”) until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

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.

Thanking you

Yours faithfully,



Name: Shilpa Shetty Kundra  
Place: Mumbai

CC:

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
C-001/A, Sector 16 B  
Noida 201 301  
Uttar Pradesh, India

SHILPA SHETTY KUNDRA  
1101, Satguru Kalyan, Jn of 13th and 17th Road,  
Ahead Khar Gymkhana, Mumbai – 400 052

**IndusLaw**

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

**Sidley Austin LLP**

Level 31,  
Six Battery Road,  
Singapore 049909

## Consent from the Selling Shareholder

Date: 9 October 2023

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051

**Citi Global Markets India Private Limited**

First International Financial Centre (FIFC)  
14th Floor, C-54 & 55, G-Block  
Bandra Kurla Complex, Bandra East  
Mumbai 400 051

**J.P. Morgan India Private Limited**

J.P. Morgan Tower, Off CST Road, Kalina,  
Santacruz East, Mumbai - 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

(Kotak Mahindra Capital Company Limited, Citi Global Markets India Private Limited, J.P. Morgan India Private Limited, JM Financial Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "**Book Running Lead Managers**" or the "**BRLMs**")

Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹10 each ("Equity Shares") by Honasa Consumer Limited (the "Company") and such offering (the "Offer")**

I, Kunal Bahl, hereby confirm that I hold 2,386,500 Equity Shares. I hereby consent to the following:

1. Inclusion of up to 1,193,250 Equity Shares held by me in the Company as part of the Offer for Sale, (the "**Offered Shares**"), subject to the approval of Securities and Exchange Board of India ("**SEBI**"), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted

and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**").

2. Including my name and details as an 'Other Selling Shareholder' in the red herring prospectus and the prospectus which the Company intends to file with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("**RoC**") and thereafter file with SEBI and the stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**"), or any other document to be filed or executed 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 from the date of allotment pursuant to 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 may be required.

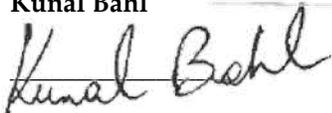
I confirm that I will immediately communicate any changes in writing in the above information to the book running lead managers to the Offer ("**Book Running Lead Managers**") until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

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.

Thanking you

Yours faithfully,

**Kunal Bahl**



Place: Delhi

CC:

**Cyril Amarchand Mangaldas**

Level 1 & 2, Max Towers

C-001/A, Sector 16 B

Noida 201 301

Uttar Pradesh, India

**IndusLaw**

2nd Floor, Block D

The MIRA, Mathura Road

New Delhi 110 065

**Sidley Austin LLP**

Level 31,

Six Battery Road,

Singapore 049909

**RISHABH HARSH MARIWALA**  
**Marico Ltd, 8<sup>th</sup> Floor, Grande Palladium, 175, CST Road, Kalina,**  
**Santacruz (E), Mumbai – 400098.**

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**Consent from the Selling Shareholder**

Date: 9<sup>th</sup> October 2023

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051

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14th Floor, C-54 & 55, G-Block  
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Mumbai 400 051

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J.P. Morgan Tower, Off CST Road, Kalina,  
Santacruz East, Mumbai - 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

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Dear Sir/Ma’am,

**Re: Proposed initial public offering of equity shares of face value of ₹10 each (“Equity Shares”) by Honasa Consumer Limited (the “Company”) and such offering (the “Offer”)**

I, Rishabh Harsh Mariwala, hereby confirm that I hold 9,120,300 Equity Shares. I hereby consent to the following:

1. Inclusion of up to 5,700,188 Equity Shares held by me in the Company as part of the Offer for Sale (the “**Offered Shares**”), subject to the approval of Securities and Exchange Board of India (“**SEBI**”), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”).

**RISHABH HARSH MARIWALA**  
**Marico Ltd, 8<sup>th</sup> Floor, Grande Palladium, 175, CST Road, Kalina,**  
**Santacruz (E), Mumbai – 400098.**

- 
2. Including my name and details as an 'Other Selling Shareholder' in the red herring prospectus and the prospectus which the Company intends to file with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("RoC") and thereafter file with SEBI and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), or any other document to be filed or executed 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 from the date of allotment pursuant to 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 may be required.

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**") until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

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.

Thanking you

Yours faithfully,



**Rishabh Harsh Mariwala**

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Place: Mumbai

CC:

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
C-001/A, Sector 16 B  
Noida 201 301  
Uttar Pradesh, India

**IndusLaw**  
2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi 110 065

**Sidley Austin LLP**  
Level 31,  
Six Battery Road,  
Singapore 049909

### **Consent from the Selling Shareholder**

Date: 9 October 2023

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
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7th Floor, Cnergy  
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Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹10 each ("Equity Shares") by Honasa Consumer Limited (the "Company") and such offering (the "Offer")**

I, Rohit Kumar Bansal, hereby confirm that I hold 2,386,500 Equity Shares. I hereby consent to the following:

1. Inclusion of up to 1,193,250 Equity Shares held by me in the Company as part of the Offer for Sale, (the "**Offered Shares**"), subject to the approval of Securities and Exchange Board of India ("**SEBI**"), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted and in accordance

with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”).

2. Including my name and details as an ‘Other Selling Shareholder’ in the red herring prospectus and the prospectus which the Company intends to file with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi (“**RoC**”) and thereafter file with SEBI and the stock exchanges where the Equity Shares are proposed to be listed (“**Stock Exchanges**”), or any other document to be filed or executed 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 from the date of allotment pursuant to 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 may be required.

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**”) until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

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.

Thanking you

Yours faithfully,  
**Rohit Kumar Bansal**



Place: Gurgaon

CC:

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
C-001/A, Sector 16 B  
Noida 201 301  
Uttar Pradesh, India

**IndusLaw**  
2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi 110 065

**Sidley Austin LLP**  
Level 31,  
Six Battery Road,  
Singapore 049909

**Consent from the Selling Shareholder**

Date: 10 | 10 | 2023

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
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**J.P. Morgan India Private Limited**

J.P. Morgan Tower, Off CST Road,  
Kalina, Santacruz East, Mumbai - 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

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Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹10 each ("Equity Shares") by Honasa Consumer Limited (the "Company") and such offering (the "Offer")**

We, Fireside Ventures Investment Fund I (a scheme of Fireside Ventures Investment Trust), acting through its trustee Catalyst Trusteeship Limited (erstwhile Milestone Trusteeship Services Pvt Ltd) and duly represented by its Investment Manager Fireside Investment Advisory LLP, an entity established under the laws of India, having our office at 1<sup>st</sup> Floor, Miraya Rose, Varthur Hobli, Whitefield, Bengaluru - 560 066, Karnataka, India, hereby confirm that we hold 32,327,400 Equity Shares. We hereby consent to the following:

1. Inclusion of up to 7,972,478 Equity Shares held by us in the Company as part of the Offer for Sale, including, where applicable, any such Equity Shares arising upon conversion of CCPS held by us (the "Offered Shares"), subject to the approval of Securities and Exchange Board of

India (“SEBI”), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”).

2. Including our name and details as an ‘Investor Selling Shareholder’ in the red herring prospectus and the prospectus which the Company intends to file with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi (“RoC”) and thereafter file with SEBI and the stock exchanges where the Equity Shares are proposed to be listed (“Stock Exchanges”), or any other document to be filed or executed in relation to the Offer.

We are registered with the Securities and Exchange Board of India as a category – I Alternative Investment Fund.

We 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 may be required.

We confirm that we will immediately communicate any changes in writing in the above information to the book running lead managers to the Offer (“Book Running Lead Managers”) until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

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.

Thanking you

**For and on behalf of Fireside Ventures Investment Fund I (a scheme of Fireside Ventures Investment Trust) acting through its trustee Catalyst Trusteeship Limited (erstwhile Milestone Trusteeship Services Private Limited) and duly represented by its Investment Manager Fireside Investment Advisory LLP**



Name: Kanwaljit Singh  
Designation: Managing Partner  
Place: Bengaluru

CC:

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
C-001/A, Sector 16 B  
Noida 201 301  
Uttar Pradesh, India

**IndusLaw**  
2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi 110 065

**Sidley Austin LLP**  
Level 3L,  
Six Battery Road,  
Singapore 049909

# SOFINA VENTURES SA

## Consent from the Selling Shareholder

Date: 10 October 2023

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051

**Citi Global Markets India Private Limited**

First International Financial Centre (FIFC)  
14th Floor, C-54 & 55, G-Block  
Bandra Kurla Complex, Bandra East  
Mumbai 400 051

**J.P. Morgan India Private Limited**

J.P. Morgan Tower, Off CST Road, Kalina,  
Santacruz East, Mumbai - 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

(Kotak Mahindra Capital Company Limited, Citi Global Markets India Private Limited, J.P. Morgan India Private Limited, JM Financial Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "**Book Running Lead Managers**" or the "**BRLMs**")

Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹10 each ("Equity Shares") by Honasa Consumer Limited (the "Company") and such offering (the "Offer")**

We, Sofina Ventures S.A., an entity established under the laws of Belgium, having our office at 29, rue de l'Industrie, 1040 Brussels (Belgium), hereby confirm that we hold 29,541,000 Equity Shares. We hereby consent to the following:

1. Inclusion of up to 9,566,974 Equity Shares held by us in the Company as part of the Offer for Sale (the "**Offered Shares**"), subject to the approval of Securities and Exchange Board of India ("**SEBI**"), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may

be fixed and determined, through the book building process as may be permitted and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**").

2. Including our name and details as an 'Investor Selling Shareholder' in the red herring prospectus and the prospectus which the Company intends to file with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("**RoC**") and thereafter file with SEBI and the stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**"), or any other document to be filed or executed in relation to the Offer.

We hereby consent that our entire pre-Offer shareholding, excluding the Offered Shares which are successfully sold and transferred as part of the Offer, shall be locked-in from the date of allotment pursuant to the Offer for such period as may be required under the SEBI ICDR Regulations.

We 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 may be required.

We confirm that we will immediately communicate any changes in writing in the above information to the book running lead managers to the Offer ("**Book Running Lead Managers**") until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

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.

Thanking you

Yours faithfully,

**For Sofina Ventures S. A.**



Name: Amelie Lagache  
Designation: Director  
Place: Brussels



Name: Wauthier de Bassompierre  
Designation: Director  
Place: Brussels

CC:

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
C-001/A, Sector 16 B  
Noida 201 301  
Uttar Pradesh, India

**IndusLaw**  
2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi 110 065

**Sidley Austin LLP**  
Level 31,  
Six Battery Road,  
Singapore 049909



**Consent from the Selling Shareholder**

Date: 9 October 2023

To,

**Honasa Consumer Limited**

Plot no. 63, 4<sup>th</sup> floor  
Sector - 44, Gurugram- 122 003  
Haryana, India

**Kotak Mahindra Capital Company Limited**

27BKC, 1st Floor, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051

**Citi Global Markets India Private Limited**

First International Financial Centre (FIFC)  
14th Floor, C-54 & 55, G-Block  
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Santacruz East, Mumbai - 400098

**JM Financial Limited**

7th Floor, Cnergy  
Appasaheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

(Kotak Mahindra Capital Company Limited, Citi Global Markets India Private Limited, J.P. Morgan India Private Limited, JM Financial Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "**Book Running Lead Managers**" or the "**BRLMs**")

Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹10 each ("Equity Shares") by Honasa Consumer Limited (the "Company") and such offering (the "Offer")**

We, Stellaris Venture Partners India I (a scheme of Stellaris Venture Partners India Trust, acting through its trustee Catalyst Trusteeship Limited (erstwhile Milestone Trusteeship Services Private Limited), and duly represented by its investment manager Stellaris Advisors LLP, an entity established under the laws of India, having our office at Villa 6, Purva Parkridge, Goshala Road, Outer Ring Road, Mahadevapura, Bengaluru - 560 048, Karnataka, India hereby confirm that we hold 29,553,900 Equity Shares.



We hereby consent to the following:

1. Inclusion of up to 10,942,522 Equity Shares held by us in the Company as part of the Offer for Sale (the “**Offered Shares**”), subject to the approval of Securities and Exchange Board of India (“**SEBI**”), and of any other regulatory authority, if required, for cash at such price per Equity Share, as may be fixed and determined, through the book building process as may be permitted and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”).
2. Including our name and details as an ‘Investor Selling Shareholder’ in the red herring prospectus and the prospectus which the Company intends to file with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi (“**RoC**”) and thereafter file with SEBI and the stock exchanges where the Equity Shares are proposed to be listed (“**Stock Exchanges**”), or any other document to be filed or executed in relation to the Offer.

We 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 may be required.

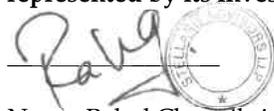
We confirm that we will immediately communicate any changes in writing in the above information to the book running lead managers to the Offer (“**Book Running Lead Managers**”) until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

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.

Thanking you

Yours faithfully,

**For Stellaris Venture Partners India I (a scheme of Stellaris Venture Partners India Trust, acting through its trustee Catalyst Trusteeship Limited (erstwhile Milestone Trusteeship Services Private Limited), and duly represented by its investment manager Stellaris Advisors LLP**



Name: Rahul Chowdhri

Designation: Designated Partner - Stellaris Advisors LLP

Place: Bengaluru

CC:

**Cyril Amarchand Mangaldas**

Level 1 & 2, Max Towers

C-001/A, Sector 16 B

Noida 201 301

Uttar Pradesh, India

**IndusLaw**

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New Delhi 110 065

CC:  
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Six Battery Road,  
Singapore 049909

