

Sakshi Jain

Address: 170-171, II Floor, Pocket-9, Sector-23, Rohini, Delhi-110085

CERTIFICATE FROM KEY MANAGERIAL PERSONNEL

Date: June 21, 2025

To

The Board of Directors

Indogulf Cropsciences Limited

501, Gopal Heights

Netaji Subhash Place

New Delhi – 110 034

India. (the “**Company**”)

Systematix Corporate Services Limited

The Capital, A-wing, No. 603–606,

6th Floor, Plot No. C-70,

G Block, Bandra Kurla Complex,

Bandra (East), Mumbai – 400 051,

India

*(The aforementioned book running lead manager and any other book running lead manager(s) appointed by the Company are collectively referred to as the “**Book Running Lead Managers**” or the “**BRLMs**”)*

Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares**”) of Indogulf Cropsciences Limited (the “**Company**” and such offer, the “**Offer**”)**

Dear Sir/Madam,

I Sakshi Jain, am a key managerial personnel of the Company as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**ICDR Regulations**”) and Companies Act, 2013, as amended and read with the rules, circulars and notifications issued in relation thereto (“**Companies Act**”) and confirm that the following information with respect to me is true, fair, correct, adequate and not misleading. I consent to being name as a “key managerial personnel of the Company” to the inclusion of the information contained in this certificate in the Red Herring Prospectus (the “**RHP**”) and the Prospectus (the “**Prospectus**” together with RHP referred to as the “**Offer Documents**”), which the Company intends to file with the Registrar of Companies, Delhi and Haryana at New Delhi (the “**RoC**”) and the Securities and Exchange Board of India (“**SEBI**”) and the BSE Limited (the “**BSE**”) and the National Stock Exchange of India Limited (the “**NSE**”, and together with BSE, the “**Stock Exchanges**”) and in any other Offer-related documents.

Profile

Sakshi Jain

Address: 170-171, II Floor, Pocket-9, Sector-23, Rohini, Delhi-110085

I confirm the contents of the below mentioned profile. I confirm that I have documentary back up/evidence of the information included in this profile and have furnished the same to the Company.

- Name of Key Managerial Personnel : Sakshi Jain
- Qualification : Company Secretary
- Previous Employment : Jawa Capital Services Pvt Ltd
- Past Business Experience : 2.5 years
- Function and Area of Experience in the Company : Legal and Secretarial
- Date of Joining : 11.03.2024
- Term of Office with Expiration Date : NA
- Details of Service Contracts : NIL
(including Termination/Retirement Benefits, if any) :
- Occupation : Private Sector Employee
- Address : 170-171, II Floor, Pocket-9
Sector-23, Rohini, Delhi-110085
- Age : 27 years
- Special Achievements (if applicable) : NIL

I am presently employed on a full-time basis as a permanent employee on the rolls of the Company.

Interest of KMP

Except as disclosed below, I do not hold any Equity Shares, warrants, employee stock options, stock appreciation rights or any other convertible instrument in the Company.

Particulars	No. of Shares/Options
Equity shares	NIL

Except as disclosed below, none of my relatives (as defined under the Companies Act, 2013), hold any Equity Shares, warrants, employee stock options, stock appreciation rights or any other convertible instrument in the Company, as of the date of this certificate.

NIL

Except to the extent of remuneration payable to me and normal reimbursement of any traveling and other incidental expenses, I received a compensation of Rs. 0.62 millions in the last fiscal (including compensation received in all capacities, coverage under bonus / profit sharing plan, contingent or deferred compensation accrued for the year, including any compensation payable at a later date) and no benefits in kind were granted to me on an individual basis by the Company for services in all capacities to the Company. Except as disclosed below, there is no contingent or deferred compensation accrued for the year, including any compensation payable at a later date.

Sakshi Jain

Address: 170-171, II Floor, Pocket-9, Sector-23, Rohini, Delhi-110085

NIL

I have no interest in the Company other than to the extent of the remuneration (including employee stock options) or benefits to which I am entitled to in accordance with the terms of my appointment and reimbursement of expenses incurred by me during the ordinary course of business

NIL

I confirm that no amount or benefit, other than the compensation as disclosed below, has been paid or given to me for the period ending December 2024 and December 2023 or intended to be paid or given to me:

Compensation for December 2024- INR 0.48 Million

Compensation for December 2023- INR 0.04 Million

I confirm that I am not declared as 'Fraudulent Borrowers' by the lending banks or financial institution or consortium, in terms of RBI master circular dated July 1, 2016 or the SEBI ICDR Regulations.

I confirm that the Equity Shares held by me, are held in dematerialised form, in accordance with applicable laws.

Except as disclosed below, I will not sell Equity Shares allotted to me or to be allotted to me (including in case of such Equity Shares being allotted post the Offer) pursuant to exercise of options granted under any ESOP scheme or under any employee stock purchase scheme within three months of the date of listing and commencement of trading of the Equity Shares of the Company in the Offer.

NIL

Except as stated below, I have not entered into any contracts or arrangement with the Company relating to my appointment and remuneration, or providing for benefits upon termination of employment/retirement.

NIL

Except as stated below, I am not party to any bonus or profit sharing plan of the Company. I am paid performance based discretionary incentives and am entitled to receive employee stock options and/or stock appreciation rights.

NIL

Except as stated below, I shall not be paid any portion of the Offer proceeds by the Company.

NIL

There is no proposal whereby I will receive any portion of the proceeds from the Offer and there is no material existing or anticipated transaction in relation to utilization of such proceeds or project cost except as described below:

Sakshi Jain

Address: 170-171, II Floor, Pocket-9, Sector-23, Rohini, Delhi-110085

NIL

Except as stated below, there is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was selected as key managerial personnel.

NIL

Except as stated below, I have not entered into any agreement either on my own or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

NIL

Except as disclosed below, I have not entered into any agreements with any shareholders, promoters, members of the Promoter Group, related parties, other directors, key managerial personnel, other employees or subsidiaries of the Company, or any third party, as applicable, solely or jointly, whether or not the Company is a party to such agreements, which, directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company:

NIL

Except as stated in **Annexure I**, there are no:

- (a) pending criminal proceedings involving (by or against) me;
- (b) pending actions taken by statutory or regulatory authorities against me;

I confirm that there have been no queries/ correspondences/ communications received from regulators such as SEBI, Stock Exchanges (including regional stock exchanges).

I have not been a director, promoter, member or person in control of any entity that has been identified as a shell company identified by the Ministry of Corporate Affairs through its letter to the Securities Exchange Board of India dated June 9, 2017 (bearing reference 03/73/2017-CL-II) and subsequently published by the Securities Exchange Board of India through its letter dated August 7, 2017, bearing no. SEBI /HO/ISD/OW/P/2017/18183.

Neither me, and nor any entity that I have been associated with as a promoter, director or otherwise, has been identified as a wilful defaulter or a fraudulent borrower by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof in accordance with the guidelines on wilful defaulters or fraudulent borrowers issued by the Reserve Bank of India, or in terms of the SEBI ICDR Regulations.

I confirm that there is no conflict of interest between the suppliers of raw materials and third-party service providers (including those crucial for operations of the Company) and me.

Sakshi Jain

Address: 170-171, II Floor, Pocket-9, Sector-23, Rohini, Delhi-110085

I confirm that there is no conflict of interest between the lessor of any immovable properties of the Company (including those crucial for operations of the Company) and me.

I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company.

I confirm that there is no excessive dependence on me by the Company for the project for which the Offer is being made.

Except as stated below, I am not directly or indirectly (including through my relatives, as defined under the Companies Act, 2013, as amended) interested in any contract, agreement or arrangement entered into by the Company, and no payments have been made in respect of these contracts, agreements or arrangements or are proposed to be made.

NIL

Except as stated below and in Annexure No. 46(ii) and (iii) of the Restated Consolidated Financial Statements of the Company, I am not directly or indirectly including through my relatives, as defined under the Companies Act, 2013, as amended) interested in any contract, agreement or arrangement entered into by the Company, and no payments have been made in respect of these contracts, agreements or arrangements or are proposed to be made.

NIL

Except as disclosed below, there are no material existing or anticipated transactions in relation to utilisation of the offer proceeds or project cost entered into by me.

NIL

Except as disclosed below, there are no shares issued to me in an employee share purchase scheme by the Company.

NIL

Subject to the exceptions provided in Regulation 17 of the ICDR Regulations, I consent to lock-in the entire pre-Issue Equity Shares of the Company held by me for a period of one year from the date of allotment of the Equity Shares of the Company pursuant to the Issue, or for such other time as may be required under the ICDR Regulations.

I am not related to any other director or key managerial personnel of the Company.

I am familiar and undertake to comply with the regulations on publicity, marketing and research restrictions given in any publicity guidelines circulated by the legal counsel in relation to the Offer, the ICDR Regulations and other applicable law.

I confirm that I will immediately communicate any changes in writing to the above information to the Company and the Book Running Lead Manager until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from me, the above

Sakshi Jain

Address: 170-171, II Floor, Pocket-9, Sector-23, Rohini, Delhi-110085

information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This certificate is for 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 Book Running Lead Manager and the legal counsel to each of the Company and the Selling Shareholders and the Book Running Lead Manager. We hereby consent to the submission of this certificate 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 Book Running Lead Manager and in accordance with applicable law.

All capitalized terms used herein but not specifically defined shall have the same meaning as ascribed to them in the Offer Document.

Yours faithfully,



Name: Sakshi Jain

Date: June 21, 2025

CC:

Legal Counsel to the Offer

Trilegal

One World Centre,
10th floor, Tower 2A & 2B,
Senapati Bapat Marg, Lower Parel
Mumbai 400 013
Maharashtra, India.

Sakshi Jain

Address: 170-171, II Floor, Pocket-9, Sector-23, Rohini, Delhi-110085

ANNEXURE I

NIL