

***Susheel Bhandari***

**Address - 301, Rohan Apartment, 546-A, Salisbury Park Opp., Mahavir School, Gultekadi, Pune city, Pune, Maharashtra – 411 037, India.**

**CONSENT LETTER FROM DIRECTORS OF THE COMPANY**

Date: 13th December 2024

To,

**GK Energy Limited**

Office No. 802, CTS No. 97-A-1/57/2,  
Suyog Center, Pune- 411037  
Maharashtra, India

**Sub: Proposed initial public offering of equity shares bearing face value ₹2 each ("Equity Shares") by GK Energy Limited (the "Company") comprising a fresh issue of the Equity Shares by the Company (the "Fresh Issue") and an offer for sale of Equity Shares by certain existing shareholders of the Company (the "Offer for Sale", and together with the Fresh Issue, the "Offer")**

I, **Susheel Bhandari**, hereby give my consent to my name being included as **Independent Director** 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 (the "**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, Maharashtra at Pune, the SEBI and any relevant Stock Exchanges in respect of the Offer. I also authorise you to deliver a copy of this letter of consent to the Registrar of Companies, Maharashtra at Pune pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013, as amended, the Stock Exchanges, SEBI or any other regulatory authority required by law.

I confirm that the information and confirmations set out in this certificate are true, correct, complete, not misleading in any respect and do not omit to state a material fact necessary in order to make the statements herein, in the light of the circumstances under which they were made, not misleading.

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 commence trading on the Stock Exchanges. In the absence of any such communication from me, Book Running Lead Managers and the Legal Counsels, to each of the Company and the Book Running Lead Managers, 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.

I hereby consent to this certificate being disclosed by the Book Running Lead Managers, 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 defense in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

This consent letter is for information and for inclusion (in part or full) in the DRHP, the RHP and Prospectus ("**Offer Documents**") or any other Offer-related material, and may be relied upon by the Company, Book Running Lead Managers and the Legal Counsels appointed by the Company and the Book Running Lead Managers, in relation to the Offer.

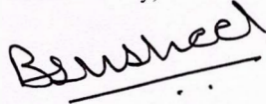
I also consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" in connection with the Offer, which will be available for public inspection from date of the filing of the RHP until the Bid/Offer Closing Date.

***Susheel Bhandari***

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School, Gultekadi, Pune city, Pune, Maharashtra – 411 037, India.**

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: Susheel Bhandari  
Designation: Independent Director**

**DIN: 02634291**

Cc:

**IIFL Capital Services Limited (Formerly known as IIFL Securities Limited)**  
24th Floor, One Lodha Place,  
Senapati Bapat Marg, Lower Parel (W),  
Mumbai-400013

**HDFC Bank Limited**  
Investment Banking Group  
Unit no. 701, 701 and 702A, 7th Floor,  
Tower 2 and 3, One International Centre,  
Senapati Bapat Marg, Prabhadevi  
Mumbai-400013

**Legal Counsel to the Book Running Lead Managers**

**J. Sagar Associates**  
B-303, 3rd Floor,  
Ansal Plaza, Hudco Place,  
August Kranti Marg,  
New Delhi – 110049, India

**Legal Counsel to the Company**

**AZB & Partners**  
AZB House, Peninsula Corporate Park  
Ganpatrao Kadam Marg, Lower Parel  
Mumbai- 400013

**International Legal Counsel to the Book Running Lead Managers**  
**Duane Morris & Selvam LLP**  
16 Collyer Quay, #17-00  
Collyer Quay Centre  
Singapore 049318