Prashant Gupta
Contact : 90077 27997 Email: prashant@hotelpolotowers.com

Date: 27.09.2025

To

The Board of Directors
Hotel Polo Towers Limited
Hotel Polo Towers Polo Grounds,
Shillong – 793 001,
Meghalaya, India.

Equirus Capital Private Limited
Unit No. 2601B, 26th Floor,
A Wing, Marathon Futurex,
Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel,
Mumbai – 400013

and

Motilal Oswal Investment Advisors Limited
Motilal Oswal Tower,
Rahimtullah Sayani Road,
Opposite Parel ST Depot, Prabhadevi,
Mumbai- 400 025,
Maharashtra, India.

(Equirus Capital Private Limited, Motilal Oswal Investment Advisors Limited and any other book running lead manager which may be appointed are hereinafter referred to as the "**Book Running Lead Managers**" or the "**BRLMs**")

Re: **Proposed initial public offering of equity shares ("Equity Shares") by Hotel Polo Towers Limited ("Company") comprising of fresh issue of Equity Shares and an offer for sale by Kishan Tibrewalla, Prem Tibrewalla, Deval Tibrewalla & Kishan Tibrewalla HUF ("Offer")**

Dear Madam(s)/Sir(s),

I hereby give my consent to act as the key managerial personnel of the Company and to the inclusion of the information appearing in relation to me therein in the draft red herring prospectus (the "**DRHP**") intended to be filed by the Company with the Securities and Exchange Board of India, (the "**SEBI),** the BSE Limited (the "**BSE**") and the National Stock Exchange of India Limited (the "**NSE**", and together with the BSE, the "**Stock Exchanges**"), the red herring prospectus (the "**RHP**") and the prospectus (the "**Prospectus**" and together with DRHP and RHP, the "**Offer Documents**") which the Company intends to file with Registrar of Companies, Assam, Meghalaya, Manipur, Tripura, Mizoram, Nagaland and Arunachal Pradesh situated at Guwahati (the "**RoC**") and thereafter file with SEBI and the Stock Exchanges and in any other Offer-related documents, including any publicity material, press release, presentation or any other documents in relation to the Offer (along with the Offer Documents, hereinafter referred to collectively as the "**Offering Material**").

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Prashant Gupta
Designation: CFO & Whole-Time Director

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 above information in relation to me is true, correct, adequate to enable the applicants to take an informed investment decision, and not misleading in any respect. and do not omit to state a material fact necessary in order to make the statements herein.

I confirm that I will immediately inform any changes in writing in the above information to the Company and the BRLMs until the commencement of trading of Equity Shares pursuant to the Offer. In the absence of any such communication from me, the Company, the Book Running Lead Managers and the legal advisors to each of the Company and the BRLMs can assume that there is no change to the above information until the commencement of trading of Equity Shares 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, Book Running Lead Managers and the Legal Counsel appointed by the Company and the Book Running Lead Managers, in relation to the Offer. I hereby consent to the submission of this certificate by Company/BRLMs as may be necessary, to SEBI, Stock Exchanges, including the repository system of SEBI and/or the Stock Exchanges, the RoC and/or any other regulatory authority and/or for any other litigation purposes and/or for the records to be maintained by the Book Running Lead Manager in connection with the offer and in accordance with applicable law.

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 to public for inspection, including on the website of the Company, from date of the filing of the RHP until the Bid/ Offer Closing Date.

I consent to this consent letter being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation, order or request 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 agree to keep the information regarding the Offer, strictly confidential.

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

Yours faithfully,



Name: Prashant Gupta
Designation: CFO & Whole-Time Director

Cc:

Domestic Legal Counsel to the BRLMs

DSK Legal
1701, One World Centre, Tower 2B
Floor 17, 841, Senapati Bapat Marg
Elphinstone Road, Mumbai - 400 013
Maharashtra, India

Domestic Legal Counsel to the Company

J. Sagar Associates
One Lodha Place, 27th Floor
Senapati Bapat Marg, Lower Parel
Mumbai – 400 013
Maharashtra, India