To,

The Board of Directors
Fujiyama Power Systems Limited
53A/6, Near NDPL Grid Office
Near Metro Station, Industrial Area
Sat Guru Ram Singh Marg
New Delhi, Delhi 110 015, India

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Fujiyama Power Systems Limited (the "Company") comprising a fresh issue of Equity Shares by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer").

I, Pawan Kumar Garg, hereby give my consent to my name being included as Chairman and Joint Managing Director of the Company in the draft red herring prospectus ("DRHP") to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, NCT of Delhi & Haryana (the "RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

Further except as disclosed below in **Annexure A**, as on the date of this consent letter, I confirm that my relatives and I do not hold any Equity Shares of the Company.

I confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents. We 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.

This consent letter may be relied upon by the Company, the BRLMs, and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this consent letter as may be necessary to the Securities and Exchange Board of India, the Registrar of Companies, NCT of Delhi & Haryana the relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges") and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay 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 Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DRHP.

We agree to keep the information regarding the Offer strictly confidential.

Sincerely,

Pawan Kuman Garg

Chairman and Joint Managing Director

DIN: 08005220

Fujiyama Power Systems Limited

Place: Delhi

CC:

Book Running Lead Manager(s) to the Issue

Motilal Oswal Investment Advisors Limited Motilal Oswal Tower, 10<sup>th</sup> Floor Rahimtullah Sayani Road Opposite Patel ST Depot, Prabhadevi Mumbai 400 025, Maharashtra, India

SBI Capital Markets Limited 1501, 15<sup>th</sup> Floor, A & B Wing Parinee Crescenzo Building, G Block Bandra Kurla Complex, Bandra (East) Mumbai 400 051, Maharashtra, India

Legal Counsel to the Book Running Lead Manager(s)

Talwar Thakore & Associates 3<sup>rd</sup> Floor, Kalpataru Heritage 127, M. G. Road Fort, Mumbai 400 001 Maharashtra, India

Legal Counsel to the Company

To,

The Board of Directors
Fujiyama Power Systems Limited
53A/6, Near NDPL Grid Office
Near Metro Station, Industrial Area
Sat Guru Ram Singh Marg
New Delhi, Delhi 110 015, India

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Fujiyama Power Systems Limited (the "Company") comprising a fresh issue of Equity Shares by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer").

I, Yogesh Dua, hereby give my consent to my name being included as Chief Executive Officer and Joint Managing Director of the Company in the draft red herring prospectus ("DRHP") to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, NCT of Delhi & Haryana (the "RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

Further, except as disclosed below in Annexure A, as on the date of this consent letter, I confirm that my relatives and I do not hold any Equity Shares of the Company.

I confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents. We 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.

This consent letter may be relied upon by the Company, the BRLMs, and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this consent letter as may be necessary to the Securities and Exchange Board of India, the Registrar of Companies, NCT of Delhi & Haryana the relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges") and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay 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 Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DRHP.

We agree to keep the information regarding the Offer strictly confidential.

Yo gul To

Yogesh Dua

Chief Executive Officer and Joint Managing Director

DIN: 00315251

Fujiyama Power Systems Limited

Place: Delhi

CC:

Book Running Lead Manager(s) to the Issue

**Motilal Oswal Investment Advisors Limited** 

Motilal Oswal Tower, 10<sup>th</sup> Floor Rahimtullah Sayani Road Opposite Patel ST Depot, Prabhadevi Mumbai 400 025, Maharashtra, India

SBI Capital Markets Limited

1501, 15<sup>th</sup> Floor, A & B Wing Parinee Crescenzo Building, G Block Bandra Kurla Complex, Bandra (East) Mumbai 400 051, Maharashtra, India

Legal Counsel to the Book Running Lead Manager(s)

**Talwar Thakore & Associates** 3<sup>rd</sup> Floor, Kalpataru Heritage 127, M. G. Road Fort, Mumbai 400 001 Maharashtra, India

Legal Counsel to the Company

To,

The Board of Directors
Fujiyama Power Systems Limited
53A/6, Near NDPL Grid Office
Near Metro Station, Industrial Area
Sat Guru Ram Singh Marg
New Delhi, Delhi 110 015, India

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Fujiyama Power Systems Limited (the "Company") comprising a fresh issue of Equity Shares by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer")

I, Sunil Kumar, hereby give my consent to my name being included as Non-Executive Director of the Company in the draft red herring prospectus ("DRHP") to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, NCT of Delhi & Haryana (the "RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

Further, except as disclosed below in Annexure A, as on the date of this consent letter, I confirm that my relatives and I do not hold any Equity Shares of the Company.

I confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents. We 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.

This consent letter may be relied upon by the Company, the BRLMs, and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this consent letter as may be necessary to the Securities and Exchange Board of India, the Registrar of Companies, NCT of Delhi & Haryana the relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges") and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay 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 Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DRHP.

We agree to keep the information regarding the Offer strictly confidential.

Sincerely,

Sunil Kumar

Non-Executive Director

DIN: 09824459

Fujiyama Power Systems Limited

Place: Delhi

CC:

Book Running Lead Manager(s) to the Issue

Motilal Oswal Investment Advisors Limited

Motilal Oswał Tower, 10th Floor Rahimtullah Sayani Road Opposite Patel ST Depot, Prabhadevi Mumbai 400 025, Maharashtra, India

SBI Capital Markets Limited

1501, 15th Floor, A & B Wing Parinee Crescenzo Building, G Block Bandra Kurla Complex, Bandra (East) Mumbai 400 051, Maharashtra, India

Legal Counsel to the Book Running Lead Manager(s)

Talwar Thakore & Associates 3<sup>rd</sup> Floor, Kalpataru Heritage 127, M. G. Road Fort, Mumbai 400 001 Maharashtra, India

Legal Counsel to the Company

To,

The Board of Directors
Fujiyama Power Systems Limited
53A/6, Near NDPL Grid Office
Near Metro Station, Industrial Area
Sat Guru Ram Singh Marg
New Delhi, Delhi 110 015, India

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Fujiyama Power Systems Limited (the "Company") comprising a fresh issue of Equity Shares by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer.

I, Sonia Bansal Arora, hereby give my consent to my name being included as an Independent Director of the Company in the draft red herring prospectus ("DRHP") to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, NCT of Delhi & Haryana (the "RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

Further, as on the date of this consent letter, I confirm that my relatives and I do not hold any Equity Shares of the Company.

I confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents. We 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.

This consent letter may be relied upon by the Company, the BRLMs, and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this consent letter as may be necessary to the Securities and Exchange Board of India, the Registrar of Companies, NCT of Delhi & Haryana the relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges") and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay 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 Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DRHP.

We agree to keep the information regarding the Offer strictly confidential.

Sincerely,

Sonia Bansal Arora Independent Director DIN: 10291330

Fujiyama Power Systems Limited

Place: Delhi

CC:

Book Running Lead Manager(s) to the Issue

Motilal Oswal Investment Advisors Limited Motilal Oswal Tower, 10<sup>th</sup> Floor Rahimtullah Sayani Road Opposite Patel ST Depot, Prabhadevi Mumbai 400 025, Maharashtra, India

SBI Capital Markets Limited 1501, 15<sup>th</sup> Floor, A & B Wing Parinee Crescenzo Building, G Block Bandra Kurla Complex, Bandra (East) Mumbai 400 051, Maharashtra, India

Legal Counsel to the Book Running Lead Manager(s)

**Talwar Thakore & Associates** 3<sup>rd</sup> Floor, Kalpataru Heritage 127, M. G. Road Fort, Mumbai 400 001 Maharashtra, India

Legal Counsel to the Company

To,

The Board of Directors
Fujiyama Power Systems Limited
53A/6, Near NDPL Grid Office
Near Metro Station, Industrial Area
Sat Guru Ram Singh Marg
New Delhi, Delhi 110 015, India

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Fujiyama Power Systems Limited (the "Company") comprising a fresh issue of Equity Shares by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer").

I, Rajesh Kumar Choudhary, hereby give my consent to my name being included as an Independent Director of the Company in the draft red herring prospectus ("DRHP") to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, NCT of Delhi & Haryana (the "RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

Further, as on the date of this consent letter, I confirm that my relatives and I do not hold any Equity Shares of the Company.

I confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents. We 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.

This consent letter may be relied upon by the Company, the BRLMs, and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this consent letter as may be necessary to the Securities and Exchange Board of India, the Registrar of Companies, NCT of Delhi & Haryana the relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges") and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay 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 Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DRHP.

We agree to keep the information regarding the Offer strictly confidential.

Sincerely,

Rajesh Kumar Choudhary Independent Director DIN: 10837108

Fujiyama Power Systems Limited

Place: Delhi

CC:

Book Running Lead Manager(s) to the Issue

Motilal Oswal Investment Advisors Limited Motilal Oswal Tower, 10<sup>th</sup> Floor Rahimtullah Sayani Road Opposite Patel ST Depot, Prabhadevi Mumbai 400 025, Maharashtra, India

SBI Capital Markets Limited 1501, 15<sup>th</sup> Floor, A & B Wing Parinee Crescenzo Building, G Block Bandra Kurla Complex, Bandra (East) Mumbai 400 051, Maharashtra, India

Legal Counsel to the Book Running Lead Manager(s)

Talwar Thakore & Associates 3<sup>rd</sup> Floor, Kalpataru Heritage 127, M. G. Road Fort, Mumbai 400 001 Maharashtra, India

Legal Counsel to the Company

To,

The Board of Directors
Fujiyama Power Systems Limited
53A/6, Near NDPL Grid Office
Near Metro Station, Industrial Area
Sat Guru Ram Singh Marg
New Delhi, Delhi 110 015, India

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Fujiyama Power Systems Limited (the "Company") comprising a fresh issue of Equity Shares by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer)

I, Manav Sheoran, hereby give my consent to my name being included as an Independent Director of the Company in the draft red herring prospectus ("DRHP") to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, NCT of Delhi & Haryana (the "RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

Further, as on the date of this consent letter, I confirm that my relatives and I do not hold any Equity Shares of the Company.

I confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents. We 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.

This consent letter may be relied upon by the Company, the BRLMs, and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this consent letter as may be necessary to the Securities and Exchange Board of India, the Registrar of Companies, NCT of Delhi & Haryana the relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges") and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay 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 Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DRHP.

We agree to keep the information regarding the Offer strictly confidential.

Sincerely,

Manav Sheoran

Independent Director
DIN: 10829601

Fine Sur

Fujiyama Power Systems Limited

Place: California

CC:

Book Running Lead Manager(s) to the Issue

Motilal Oswal Investment Advisors Limited

Motilal Oswal Tower, 10<sup>th</sup> Floor Rahimtullah Sayani Road Opposite Patel ST Depot, Prabhadevi Mumbai 400 025, Maharashtra, India

SBI Capital Markets Limited

1501, 15th Floor, A & B Wing Parinee Crescenzo Building, G Block Bandra Kurla Complex, Bandra (East) Mumbai 400 051, Maharashtra, India

Legal Counsel to the Book Running Lead Manager(s)

Talwar Thakore & Associates 3<sup>rd</sup> Floor, Kalpataru Heritage 127, M. G. Road Fort, Mumbai 400 001 Maharashtra, India

Legal Counsel to the Company