BCP Asia II TopCo Pte. Ltd.
77 Robinson Road #13-00, Robinson 77 068896 Singapore

ANNEXURE A

CONSENT FROM THE CORPORATE SELLING SHAREHOLDER

Date: August 9, 2024

To,

The Board of Directors
International Gemmological Institute (India) Limited
702, 7th Floor, The Capital
Bandra Kurla Complex
Bandra (E), Mumbai 400 051
Maharashtra, India

Dear Sir, Madam,

Sub: Proposed initial public offering of equity shares bearing face value ₹ 2 each (the "Equity Shares", and such offering, the "Offer") of International Gemmological Institute (India) Limited (the "Company")

Corporate Information

We, BCP Asia II TopCo Pte. Ltd., a company incorporated under the laws of Singapore, having our registered office at 77 Robinson Road #13-00, Robinson 77, Singapore 068 896, do confirm that we hold 396,783,045 Equity Shares, representing 100% of the pre-Offer equity share capital of the Company.

We have been informed by the Company that it is proposing to undertake the Offer through a fresh issue of Equity Shares and/or an offer for sale of Equity Shares in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), the Companies Act, 2013, as amended and rules made thereunder and other applicable laws.

Consents

We hereby consent to the inclusion of such number of Equity Shares (the "**Offered Shares**") aggregating up to ₹ 27,500 million held by us in the Company as part of the Offer, subject to the terms of the Offer, as mentioned in the draft red herring prospectus (the "**DRHP**"), the red herring prospectus (the "**RHP**"), the prospectus (the "**Prospectus**" and together with the DRHP and RHP, the "**Offer Documents**") and transaction agreements executed in relation to the Offer and the approval of any other regulatory or statutory authority, if required.

We hereby consent to the inclusion of our name as a selling shareholder, i.e., the Promoter Selling Shareholder and any other information as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**") and other applicable laws in the 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 are proposed to be listed (the "**Stock Exchanges**"), the RHP and the Prospectus which the Company intends to register with the Registrar of Companies, Maharashtra at Mumbai (the "**RoC**") and thereafter file with SEBI and the Stock Exchanges and any other regulatory authority as may be required, and any other materials or documents related to the Offer.

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 the date of the filing of the RHP until the Bid/ Offer Closing Date. We authorize the Company to deliver a copy of this letter of consent to the RoC, pursuant to Sections 26 and 32 of the Companies Act, 2013, and the rules and regulations thereunder, each as amended, the Stock Exchanges and any other regulatory or statutory authority as may be required by law/or for the records to be maintained by the book running lead managers (the "**BRLMs**") .

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We confirm that we will promptly communicate any changes in writing in the above information to the Company and the BRLMs until the date when the Equity Shares sold pursuant to the Offer are listed and commence trading on the Stock Exchanges. In the absence of any such communication it may be assumed that there is no change to the above information until the Equity Shares sold pursuant to the Offer commence trading on the Stock Exchanges.

This consent letter may be relied upon by the Company, BRLMs and the legal advisors to each of the Company and the BRLMs in respect of the Offer.

The terms capitalized but not defined herein, shall have the meaning ascribed to them in the Offer Documents.

Yours faithfully,

Signed by
For and on behalf of BCP Asia II TopCo Pte. Ltd.

Authorised Signatory
Name: Aravind Krishnan Sreekumar
Designation: Director

Encl.: As above

cc:

Book Running Lead Managers

Axis Capital Limited
1st floor, Axis House,
C-2 Wadia International Centre,
P.B. Marg, Worli, Mumbai- 400025
Maharashtra, India

Kotak Mahindra Capital Company Limited
1st Floor, 27 BKC, Plot No. C – 27
"G" Block, Bandra Kurla Complex
Bandra (East), Mumbai 400 051
Maharashtra, India

Morgan Stanley India Company Private Limited
Division 18F, Tower 2,
One World Center, Senapati Bapat Marg,
Lower Parel, Mumbai, 400013
Maharashtra, India

SBI Capital Markets Limited
Unit No. 1501, 15th floor, A & B Wing,
Parinee Crescenzo Building,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051,
Maharashtra, India

Domestic Legal Counsel to the Book Running Lead Managers

Shardul Amarchand Mangaldas & Co
24th Floor, Express Towers
Nariman Point, Mumbai 400 021
Maharashtra, India

Domestic Legal Counsel to the Company

Cyril Amarchand Mangaldas
3rd floor, Prestige Falcon Towers,
19, Brunton Road,
Off M.G. Road,
Bengaluru 560 025
Karnataka, India

International Legal Counsel to the Offer

BCP Asia II TopCo Pte. Ltd.
77 Robinson Road #13-00, Robinson 77 068896 Singapore

White & Case LLP
88 Market Street #41-01
CapitaSpring, Singapore 048948