

Date: 04th February 2026

To,
The Board of Directors
REGAL ENTERTAINMENT & CONSULTANTS LIMITED
419D Fourth Floor Horniman Circle Chambers (Podar Chambers),
Syed Abdullah Brelvi Marg, Fort Mumbai,
Maharashtra, 400001, Mumbai G.P.O.,
Mumbai, Mumbai, Maharashtra, India, 400001

Sub: Proposed Rights Issue of Equity Shares of face value of Rs. 10 each (the “Equity Shares”) of Regal Entertainment & Consultants Limited (the “Company”) on a Rights basis to the existing equity shareholders of the company (the “Issue”)

Dear Sir/Madam,

I, **SUDEB SARBADHIKARY**, (DIN: 02935339), Director on the Board of Directors of the Company, hereby give my consent to my name being included as a Non - Executive Independent Director of the Company and any other information as provided by me and as required under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, in the Draft Letter of Offer and Letter of Offer together with any other documents issued by the Company in relation to the Issue, (the “**Issue Documents**”) that the Company intends to file with BSE Limited (“**Stock Exchange**”), and in any other document in respect of the Issue.

I confirm that I will immediately inform you of any changes to the above in writing until listing of the Equity Shares on the Stock Exchange. In the absence of any such communication, the above information should be taken as updated information until listing of the Equity Shares on the Stock Exchange.

I confirm that the information and confirmations set out in this consent letter are true, correct, adequate, not misleading in any material 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 hereby consent to this consent letter being disclosed, 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 defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

I also consent to the inclusion of this letter as a part of “*Material Contracts and Documents for Inspection*” in connection with the Issue, which will be available for public for inspection from the date of filing of the Letter of Offer until the listing of the Equity Share on the Stock Exchange.

All capitalized terms used herein but not defined shall have the same meaning as ascribed to them in the Issue Documents.

I agree to keep the information regarding the Issue strictly confidential.

Sincerely,



SUDEB SARBADHIKARY
DIN: 02935339
Non – Executive-Independent Director