

CONSENT LETTER FROM COMPANY SECRETARY AND COMPLIANCE OFFICER

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, **VINEET KHARKWAL, Company Secretary and Compliance Officer**, of the Company do hereby give my consent to act as the company secretary and compliance officer of the Company and to my name and other details mentioned herein being included as Company Secretary and Compliance Officer of the Company as required under Securities and Exchange Board of India (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 hereby authorise you to deliver a copy of this letter of consent to the RoC pursuant to the provisions of Sections 26 and 32 of the Companies Act, 2013, and the rules and regulations thereunder, each as amended, the Stock Exchange and any other regulatory authority as may be required by law.

I am a member of the Institute of Company Secretaries of India, holding membership number A73689.

I will be responsible for monitoring compliance of the Company with all applicable laws, including applicable securities laws and for redressal of investor's grievances, in connection with the Offer, and subsequent listing of the Company's Equity Shares on Stock Exchange.

I further consent to the inclusion of any information, with respect to me or my appointment as the Company Secretary and the Compliance officer that may be required to be disclosed in the Issue Documents under applicable law, including the following:

Name: VINEET KHARKWAL

Designation: Company Secretary and Compliance Officer

Address: 419D Fourth Floor Horniman Circle Chambers (Podar Chambers), Syed Abdullah Brelvi Marg, Fort Mumbai, Maharashtra 400001 India

Telephone Number: 8076185887

Email: compliance.regal@gmail.com

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.

Yours Sincerely,



VINEET KHARKWAL

PAN: FJXPK5808P

Company Secretary and Compliance Officer

Place: Mumbai

Date: 04th February 2026