

CONSENT LETTER FROM EACH OF THE DIRECTORS

Date: 2nd July, 2024

The Board of Directors,  
ACME Solar Holdings Limited  
Plot no 152, Sector 44,  
Gurugram, 122 002  
Haryana, India

Dear Sir(s)/Ma'am(s),

Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares" and such offering, the "Offer") of ACME Solar Holdings Limited (the "Company")

I Manoj Kumar Upadhyay (DIN: 01282332) hereby give my consent to my name being included as a Managing Director & Chairman 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 of the Company are proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus which the Company intends to file with Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), the SEBI and any relevant Stock Exchanges in respect of the Offer. I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law

I confirm that I will immediately inform the Company and the Book Running Lead Managers, appointed as such for the purpose of the Offer, of any changes to the information stated in this letter in writing till the date when the Equity Shares receive final listing and trading approval from the Stock Exchanges and commence trading on the Stock Exchanges. In the absence of any such communication, the information stated in this letter should be taken as updated information until the date of commencement of listing and trading of the Equity Shares issued pursuant to the Offer on the Stock Exchanges.

I confirm that the contents of this certificate are true, correct, adequate and not misleading in any material respect.

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Sincerely,



Director

Name: Manoj Kumar Upadhyay

Designation: Managing Director & Chairman

CC:

CC:

**Nuvama Wealth Management Limited**  
801-804, Wing A, Building No 3  
Inspire BKC, G Block Bandra Kurla  
Complex, Bandra East,  
Mumbai - 400 051, Maharashtra,  
India

**ICICI Securities Limited**  
ICICI Venture House,  
Appasaheb Marathe Marg,  
Prabhadevi  
Mumbai - 400 025, Maharashtra,  
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**JM Financial Limited**  
7<sup>th</sup> Floor, Cnergy  
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Bandra Kurla Complex, Bandra  
(East),  
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India

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

**Domestic Legal Counsel to the BRLMs**

**IndusLaw**  
2nd Floor, Block D  
The MIRA, Mathura Road  
New Delhi - 110 065, India

**International Legal Counsel to the BRLMs**

**Hogan Lovells Lee & Lee**  
50 Collyer Quay  
#10-01 OUE Bayfront  
Singapore - 049 321, Singapore

**Domestic Legal Counsel to the Company**

**Shardul Amarchand Mangaldas & Co**  
Amarchand Towers,  
216 Okhla Industrial Estate, Phase III,  
New Delhi 110 020, India

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Plot no 152, Sector 44,  
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Haryana, India

Dear Sir(s)/Ma'am(s),

Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares" and such offering, the "Offer") of ACME Solar Holdings Limited (the "Company")

I, Nikhil Dhingra (DIN: 07835556) hereby give my consent to my name being included as a Whole Time Director & Chief Executive Officer 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 of the Company are proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus which the Company intends to file with Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), the SEBI and any relevant Stock Exchanges in respect of the Offer. I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law

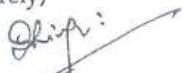
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Sincerely,



Director

Name: Nikhil Dhingra

Designation: Whole Time Director & Chief Executive Officer

CC:

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ACME Solar Holdings Limited  
Plot no 152, Sector 44,  
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Haryana, India

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**Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares" and such offering, the "Offer") of ACME Solar Holdings Limited (the "Company")**

I, Shashi Shekhar (DIN: 01747358) hereby give my consent to my name being included as a Whole Time Director 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 of the Company are proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus which the Company intends to file with Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), the SEBI and any relevant Stock Exchanges in respect of the Offer. I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law

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I confirm that the contents of this certificate are true, correct, adequate and not misleading in any material respect.

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Sincerely,

Director

Name: Shashi Shekhar

Designation: Whole Time Director and Vice Chairman

CC:

CC:

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The Board of Directors,  
ACME Solar Holdings Limited  
Plot no 152, Sector 44,  
Gurugram, 122 002  
Haryana, India

Dear Sir(s)/Ma'am(s),

**Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares" and such offering, the "Offer") of ACME Solar Holdings Limited (the "Company")**

I, Sanjay Dhawan (DIN:01275608) hereby give my consent to my name being included as a Non-Executive 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 of the Company are proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus which the Company intends to file with Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), the SEBI and any relevant Stock Exchanges in respect of the Offer. I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law

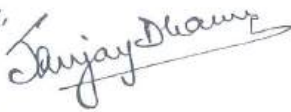
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Sincerely,



Director  
Name: Sanjay Dhawan  
Designation: Non-Executive Independent Director

CC:

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**Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares" and such offering, the "Offer") of ACME Solar Holdings Limited (the "Company")**

I, Anuranjita Kumar (DIN:05283847) hereby give my consent to my name being included as a Non-Executive 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 of the Company are proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus which the Company intends to file with Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), the SEBI and any relevant Stock Exchanges in respect of the Offer. I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law

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Sincerely,

  
Director

Name: Anuranjita Kumar

Designation: Non-Executive Independent Director

CC:

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801-804, Wing A, Building No 3  
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ACME Solar Holdings Limited  
Plot no 152, Sector 44,  
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Haryana, India

Dear Sir(s)/Ma'am(s),

**Re: Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares" and such offering, the "Offer") of ACME Solar Holdings Limited (the "Company")**

I, Atul Sabharwal (DIN:07845048) hereby give my consent to my name being included as a Non-Executive 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 of the Company are proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus which the Company intends to file with Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), the SEBI and any relevant Stock Exchanges in respect of the Offer. I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law

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Sincerely,



Director  
Name: Atul Sabharwal  
Designation: Non-Executive Independent Director

CC:

CC:

**Nuvama Wealth Management Limited**  
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