

Gulabben Nitin Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

Date: 28.06.2024

To,
The Board of Directors
3B Films Limited
Add: SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Dear Sirs,

Re: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer").

Sub: Consent Letter

I, Gulabben Nitin Babariya, Daughter of Ramnikbhai Savjibhai Dhanani, aged 49 years and residing at 904 Milestone, B/H New Bright Dayschool, Vasna Bhayli Road, Vadodara 391410, Gujarat, India, having PAN BBUPB3445G, Promoter and relative of Directors of 3B Films Limited do hereby confirm that I have been informed about the proposed initial public offering of its Equity Shares, comprising of fresh issue of Equity Shares ("**Fresh Issue**") alongwith an offer for sale (the "**Offer for Sale**") (the Offer for Sale together with the Fresh Issue of Equity Shares is hereinafter referred to as the "**Offer**"), as fixed price issue in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI Regulations**") and the Companies Act, 2013. I have also been informed by the Company that the meeting of the board of directors of the Company (the "**Board**") is scheduled to be held on June 28, 2024 to recommend the Offer and the said offer will be approved at the extra ordinary general meeting of the shareholders of the Company by way of a special resolution adopted pursuant to Section 62 (1)(c) of the Companies Act, 2013.

I further confirm that I am in receipt of a letter dated June 25, 2024 from the Company informing me about the Offer. By the said letter, the Company has invited me to express my consent, if any, to offer all or any of the shares held by me in the Company under the proposed Offer for Sale to the public.

I hereby confirm that I hold 58,31,506 Equity Shares, representing 27.48% of the fully-diluted pre-Offer Equity Share capital of the Company.

I hereby declare and confirm that my build-up of the Equity Shares in the company through allotment or share transfers till date are as follows:

Date of Allotment / Transfer	Nature of Allotment / Transfer	Number of Equity Shares	Nature of Consideration	Face Value	Issue / Transfer Price
01/01/2015	Acquired from Mr. Nitinbhai Dhanjibhai Babariya	3,333	Cash	10	10
23/03/2015	Conversion of Loan to Equity Shares	3,30,000	Conversion of Loan to Equity	10	10
15/11/2016	Conversion of Loan to Equity Shares	38,32,917	Conversion of Loan to Equity	10	10
22/03/2018	Conversion of Loan to Equity Shares	13,30,000	Conversion of Loan to Equity	10	10
30/03/2020	Conversion of Loan to Equity Shares	3,35,256	Conversion of Loan to Equity	10	82



I being the shareholder of the Company, do hereby give my consent to sell upto 10,65,000 Equity Shares held by me in the Company under the Offer ("**Offered Shares**") on such terms as may be determined between the Company, the Lead Manager, and the selling shareholders.

I hereby give my consent to my name being included as a selling shareholder in the draft prospectus to be filed with the stock exchange where the Equity Shares of the Company are proposed to be listed ("**Stock Exchange**") and the prospectus to be filed with the Registrar of Companies, Gujarat ("**RoC**"), SEBI, the Stock Exchange and any other document to be issued or filed in relation to the Offer.

The following information in relation to me can be disclosed:

I, hereby authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of Section 26 of the Companies Act, 2013 and the rules and regulations thereunder, the SEBI, the Stock Exchange or any other regulatory authority or supervisory authority as required by law.

I confirm that neither the Company, nor any of the entities with which I or any of my relatives are or were associated, as a promoter, director or person in control, have been prohibited or debarred from accessing the capital markets under any order or direction passed by the SEBI or any other regulatory authority or court/tribunal within or outside India.

I confirm that neither the Company, nor any of the entities with which I or any of my relatives were associated, as a promoter, director or person in control have been declared as a wilful defaulter as defined under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

I confirm that no action or investigation has been initiated, including show cause notices, by SEBI or any other regulatory authority, whether in India or otherwise, against me.

I hereby undertake that I shall, upon receipt of notice of pending litigations, threatened or potential litigations, arbitration, complaint or notice, disclose and furnish to the lead manager, all information relating to such pending litigations, threatened or potential litigations, arbitration, complaint or notice to which I, or any other person or entity which is controlled by us, is a party, that may affect the offer for sale in the Offer.

I confirm that I am the legal and beneficial holder(s) and have full title to Offered Shares, proposed to be included as a part of the offer for sale in the Offer. I further confirm that all such Offered Shares are fully paid and are in dematerialized form and free from any charges, liens, pledges, encumbrances and transfer restriction, of any kind whatsoever.

I confirm that I shall not initiate any steps for change of the Offered Shares to non-dematerialised form till the date of allotment in the Offer.

I confirm that the Offered Shares, being included in the Offer have been held by me for a continuous period of at least one year prior to the date of filing the Draft Prospectus by the Company with Stock Exchange.

I hereby undertake not to sell, transfer, dispose off in any manner or create any lien, charge or encumbrance on the Offered Shares and hereby also undertake to take such steps as may be required to ensure that Offered Shares are available for the offer for sale in the Offer, including without limitation notifying the depository participant of the contents of this letter and entering into any escrow arrangements for such Equity Shares as required by the lead manager.

I undertake and agree to the lock-in of my entire pre-Offer Equity Shares (which are not being offered for sale in the Offer and which are not successfully allotted as part of the Offer for Sale), from the date of allotment in the Offer for a period of one year or as required under applicable law.

I undertake that no payment, direct or indirect, in the nature of discounts, commission, and allowance or otherwise shall be made by me in the Offer to any persons who make an application in the Offer and/or who receive allotments in the Offer.



I undertake to execute and become a party to the Offer Agreement, Registrar Agreement, Syndicate Agreement, Escrow Agreement, as may be applicable, Share Escrow Agreement and the Underwriting Agreement and any other agreements or documents customarily in relation to the Offer as may be required;

I also acknowledge, agree and undertake that I shall not have recourse to the proceeds of the offer for sale in the Offer until the final approvals for listing and trading of the Equity Shares of the Company have obtained by the Company from all the stock exchanges where listing is proposed.

I confirm that the Offered Shares have been subscribed to and are held by me in compliance with all applicable laws and regulations and I do not require any approvals, consents pertaining to the offer for sale in the Offer.

I confirm that I am not in breach of any agreement, law or regulations to which I may be subject to in relation to the Offered Shares.

I have not entered, and shall not enter, into buyback arrangements directly or indirectly for purchase of the Offered Shares to be offered and sold in the Offer.

I further authorize (i) the Company to deduct from the proceeds of the offer for sale in the Offer, set-off or otherwise claim and receive from me, expenses of the Offer required to be borne by me in proportion to the Offered Shares and in accordance with applicable law and (ii) the lead manager to deduct from the proceeds of the offer for sale in the Offer, set-off or otherwise claim and receive from me the amount required to be borne by me as securities transaction tax in relation to the Offer. I undertake to reimburse the Company for the expenses incurred by the Company in relation to the Offer in proportion to the number of Offered Shares being offered by me in the Offer.

I confirm the above representations on the date hereof and undertake to maintain the confirmation valid until the date of completion of the listing of the Equity Shares and acknowledge and agree that the Company, the LMs, and legal counsels may rely on the truth and accuracy of the representations contained herein. I agree to indemnify only to the extent of the net proceeds received by it pursuant to the Offer, the LMs, the Company and any of their promoters, affiliates, associates, directors or officers in the event of any loss being incurred by such persons, as a result of the breach of any of the above representations and confirmations being made solely in relation to the Offered Shares.

I also hereby undertake to:

1. transfer of Offered Shares pursuant to the Offer or refunds shall be made within 3 working days from the Bid/Offer Closing Date, and to the condition that details of the bank where refunds shall be credited along with the amount and expected date of electronic credit of refund shall be provided on or prior to such date;
2. to deliver the Offered Shares into an escrow account two days prior to the filing of the prospectus with the RoC;
3. take all steps as may be within my control to ensure that the refund orders or allotment advice to the successful bidders, including the certificates of the securities / refund orders to non-resident Indians, shall be dispatched within specified time;
4. pay interest of 15% per annum if transfer of Offered Shares pursuant to the Offer has not been made or refund orders have not been dispatched within 3 working days from the Bid/Offer Closing Date;
5. condition that all monies received shall be kept in a separate bank account in a scheduled bank and shall be utilized for adjustment against the transfer of securities only where the securities have been permitted to be dealt with on all the stock exchanges where the Equity Shares are to be listed. If permission to list and obtain an official quotation of the Equity Shares offered in the Offer is not granted by any of the relevant stock exchange(s), I shall forthwith repay such monies to the applicants together with interest, in accordance with applicable law;



6. condition that funds required for making refunds to unsuccessful applicants as per the mode(s) disclosed in the Company's offer document(s) shall be made available to the Registrar to the Offer by me;
7. To pay all such fees and expenses in relation to the Offer, as may be mutually agreed to in the Offer Agreement.

I also acknowledge the following in relation to the Offer:

- a) the participation in the Offer by offering the Offered Shares is voluntary and further acknowledges that it does not create any obligation on the Company to purchase any Offered Shares from me;
- b) the proceeds from sale of the Offered Shares would be held in escrow and shall be remitted to me only after deduction of the proportionate expenses and after final listing and trading approvals of the Equity Shares have been received from the Stock Exchange;
- c) the LMs, the Company and their respective directors, officers, employees, shareholders and affiliates are not responsible and shall have no liability for decisions with respect to pricing, timing of the Offer, tax obligations, postal/courier delays, invalid/faulty/incomplete applications/bank account details unless such an act is a direct consequence of wilful misconduct, gross negligence or fraud of the Company and the LMs, as the case may be. Furthermore, the LMs shall not be liable to refund the monies paid to them as fees or reimbursement of out-of-pocket expenses, unless the breach is caused due to wilful misconduct, gross negligence or fraud of the LMs; and
- d) the final price at which the Equity Shares will be offered to investors in the Offer shall be finalized by the Company and me with other selling shareholders in consultation with the LMs, within the price band as determined by the Company and the selling shareholders in consultation with the LMs, or within any revision, modification or amendment of the price band agreed to by the Company and the selling shareholders in consultation with the LMs.

I hereby also authorize the Company Secretary and Compliance Officer of the Company and the Registrar to the Offer to redress complaints, if any, of the investors and undertake to assist the Company and the lead manager as expeditiously and satisfactorily responding to such complaints.

I acknowledge and agree that the lead manager, the Company and their respective directors, officers, employees, shareholders and affiliates are not responsible and shall have no liability for decisions with respect to pricing, timing of the Offer, tax obligations, postal/courier delays, invalid/faulty/incomplete applications/bank account details or for any other events as detailed in the offer documents.

I confirm that no other offer of the Equity Shares held by me and being offered as part of the offer for sale in the Offer shall be made by me or any other person, directly or indirectly, until the earlier of the time at which (i) the Equity Shares offered through the Prospectus are listed or until the bid monies are refunded on account of non-listing, under-subscription, etc. pursuant to the Offer; or (ii) the Offer is postponed, withdrawn or abandoned in accordance with the terms of the agreement(s) among the Company, the selling shareholders and the lead manager.

In the absence of any such communication from me, the above information should be taken as updated.

All capitalized terms used in this letter, unless specifically defined herein, have the meanings assigned to them in the Draft Prospectus and the Prospectus, as the context requires.

Under the terms of this letter, the authority conferred hereby is irrevocable and would bind my successors, heirs and executors.



Gulabben Nitin Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

I confirm that I will immediately inform the Company and the lead manager, appointed as such for the purpose of the Offer, of any changes to the above information till the date when the Equity Shares commence trading on the Stock Exchange. In the absence of any such communication, the above information should be taken as updated information until the date of commencement of trading on the Stock Exchange of the Equity Shares issued pursuant to the Offer.

This letter can be relied on by the Company, the lead manager and the legal advisors in relation to the Offer.

Yours faithfully,



Name: Gulabben Nitin Babariya
Place: Vadodara

Date: 28.06.2024

To,

The Board of Directors

3B Films Limited
Add: SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Dear Sirs,

Re: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer").

Sub: Consent Letter

I, Mukesh Dhanjibhai Babariya, son of Dhanjibhai Naranbhai Babariya, aged 49 years and residing at 25/26, Santhivan Society, Varachharoad, Surat 395006, Gujarat, India, having PAN AQTPB6621K, Director of 3B Films Limited do hereby confirm that I have been informed about the proposed initial public offering of its Equity Shares, comprising of fresh issue of Equity Shares ("**Fresh Issue**") alongwith an offer for sale (the "**Offer for Sale**") (the Offer for Sale together with the Fresh Issue of Equity Shares is hereinafter referred to as the "**Offer**"), as fixed price issue in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI Regulations**") and the Companies Act, 2013. I have also been informed by the Company that the meeting of the board of directors of the Company (the "**Board**") is scheduled to be held on **June 28, 2024** to approve the proposed public Offer ("**Offer**") comprising of fresh offer and offer for sale to the public and the extra ordinary general meeting of the shareholders will be held to approve the offer by way of a special resolution adopted pursuant to Section 62 (1)(c) of the Companies Act, 2013.

I further confirm that I am in receipt of a letter dated June 25, 2024 from the Company informing me about the Offer. By the said letter, the Company has invited me to express my consent, if any, to offer all or any of the shares held by me in the Company under the proposed Offer for Sale to the public.

I hereby confirm that I hold 60,11,876 Equity Shares, representing 28.33% of the fully-diluted pre-Offer Equity Share capital of the Company.

I hereby declare and confirm that my build-up of the Equity Shares in the company through allotment or share transfers till date are as follows:

Date of Allotment / Transfer	Nature of Allotment / Transfer	Number of Equity Shares	Nature of Consideration	Face Value	Issue / Transfer Price
19/09/2014	MOA Subscription	3,333	Cash	10	10
23/03/2015	Conversion of Loan to Equity Shares	3,30,000	Conversion of Loan to Equity	10	10
15/11/2016	Conversion of Loan to Equity Shares	38,32,917	Conversion of Loan to Equity	10	10
22/03/2018	Conversion of Loan to Equity Shares	25,00,000	Conversion of Loan to Equity	10	10
30/03/2020	Conversion of Loan to Equity Shares	4,06,626	Conversion of Loan to Equity	10	82
27/01/2024	Transferred to Harshaben Mukeshbhai Babariya	10,61,000	Gift	---	---



I being the shareholder of the Company, do hereby give my consent to sell upto 10,65,000 Equity Shares held by me in the Company under the Offer ("**Offered Shares**") on such terms as may be determined between the Company, the Lead Manager, and the selling shareholders.

I hereby give my consent to my name being included as a selling shareholder in the draft prospectus to be filed with the stock exchange where the Equity Shares of the Company are proposed to be listed ("**Stock Exchange**") and the prospectus to be filed with the Registrar of Companies, Gujarat ("**RoC**"), SEBI, the Stock Exchange and any other document to be issued or filed in relation to the Offer.

The following information in relation to me can be disclosed:

I, hereby authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of Section 26 of the Companies Act, 2013 and the rules and regulations thereunder, the SEBI, the Stock Exchange or any other regulatory authority or supervisory authority as required by law.

I confirm that neither the Company, nor any of the entities with which I or any of my relatives are or were associated, as a promoter, director or person in control, have been prohibited or debarred from accessing the capital markets under any order or direction passed by the SEBI or any other regulatory authority or court/tribunal within or outside India.

I confirm that neither the Company, nor any of the entities with which I or any of my relatives were associated, as a promoter, director or person in control have been declared as a wilful defaulter as defined under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

I confirm that no action or investigation has been initiated, including show cause notices, by SEBI or any other regulatory authority, whether in India or otherwise, against me.

I hereby undertake that I shall, upon receipt of notice of pending litigations, threatened or potential litigations, arbitration, complaint or notice, disclose and furnish to the lead manager, all information relating to such pending litigations, threatened or potential litigations, arbitration, complaint or notice to which I, or any other person or entity which is controlled by us, is a party, that may affect the offer for sale in the Offer.

I confirm that I am the legal and beneficial holder(s) and have full title to Offered Shares, proposed to be included as a part of the offer for sale in the Offer. I further confirm that all such Offered Shares are fully paid and are in dematerialized form and free from any charges, liens, pledges, encumbrances and transfer restriction, of any kind whatsoever.

I confirm that I shall not initiate any steps for change of the Offered Shares to non-dematerialised form till the date of allotment in the Offer.

I confirm that the Offered Shares, being included in the Offer have been held by me for a continuous period of at least one year prior to the date of filing the Draft Prospectus by the Company with Stock Exchange.

I hereby undertake not to sell, transfer, dispose off in any manner or create any lien, charge or encumbrance on the Offered Shares and hereby also undertake to take such steps as may be required to ensure that Offered Shares are available for the offer for sale in the Offer, including without limitation notifying the depository participant of the contents of this letter and entering into any escrow arrangements for such Equity Shares as required by the lead manager.

I undertake and agree to the lock-in of my entire pre-Offer Equity Shares (which are not being offered for sale in the Offer and which are not successfully allotted as part of the Offer for Sale), from the date of allotment in the Offer for a period of one year or as required under applicable law.

I undertake that no payment, direct or indirect, in the nature of discounts, commission, and allowance or otherwise shall be made by me in the Offer to any persons who make an application in the Offer and/or who receive allotments in the Offer.



I undertake to execute and become a party to the Offer Agreement, Registrar Agreement, Syndicate Agreement, Escrow Agreement, as may be applicable, Share Escrow Agreement and the Underwriting Agreement and any other agreements or documents customarily in relation to the Offer as may be required;

I also acknowledge, agree and undertake that I shall not have recourse to the proceeds of the offer for sale in the Offer until the final approvals for listing and trading of the Equity Shares of the Company have obtained by the Company from all the stock exchanges where listing is proposed.

I confirm that the Offered Shares have been subscribed to and are held by me in compliance with all applicable laws and regulations and I do not require any approvals, consents pertaining to the offer for sale in the Offer.

I confirm that I am not in breach of any agreement, law or regulations to which I may be subject to in relation to the Offered Shares.

I have not entered, and shall not enter, into buyback arrangements directly or indirectly for purchase of the Offered Shares to be offered and sold in the Offer.

I further authorize (i) the Company to deduct from the proceeds of the offer for sale in the Offer, set-off or otherwise claim and receive from me, expenses of the Offer required to be borne by me in proportion to the Offered Shares and in accordance with applicable law and (ii) the lead manager to deduct from the proceeds of the offer for sale in the Offer, set-off or otherwise claim and receive from me the amount required to be borne by me as securities transaction tax in relation to the Offer. I undertake to reimburse the Company for the expenses incurred by the Company in relation to the Offer in proportion to the number of Offered Shares being offered by me in the Offer.

I confirm the above representations on the date hereof and undertake to maintain the confirmation valid until the date of completion of the listing of the Equity Shares and acknowledge and agree that the Company, the LMs, and legal counsels may rely on the truth and accuracy of the representations contained herein. I agree to indemnify only to the extent of the net proceeds received by it pursuant to the Offer, the LMs, the Company and any of their promoters, affiliates, associates, directors or officers in the event of any loss being incurred by such persons, as a result of the breach of any of the above representations and confirmations being made solely in relation to the Offered Shares.

I also hereby undertake to:

1. transfer of Offered Shares pursuant to the Offer or refunds shall be made within 3 working days from the Bid/Offer Closing Date, and to the condition that details of the bank where refunds shall be credited along with the amount and expected date of electronic credit of refund shall be provided on or prior to such date;
2. to deliver the Offered Shares into an escrow account two days prior to the filing of the prospectus with the RoC;
3. take all steps as may be within my control to ensure that the refund orders or allotment advice to the successful bidders, including the certificates of the securities / refund orders to non-resident Indians, shall be dispatched within specified time;
4. pay interest of 15% per annum if transfer of Offered Shares pursuant to the Offer has not been made or refund orders have not been dispatched within 3 working days from the Bid/Offer Closing Date;
5. condition that all monies received shall be kept in a separate bank account in a scheduled bank and shall be utilized for adjustment against the transfer of securities only where the securities have been permitted to be dealt with on all the stock exchanges where the Equity Shares are to be listed. If permission to list and obtain an official quotation of the Equity Shares offered in the Offer is not granted by any of the relevant stock exchange(s), I shall forthwith repay such monies to the applicants together with interest, in accordance with applicable law;



6. condition that funds required for making refunds to unsuccessful applicants as per the mode(s) disclosed in the Company's offer document(s) shall be made available to the Registrar to the Offer by me;
7. To pay all such fees and expenses in relation to the Offer, as may be mutually agreed to in the Offer Agreement.

I also acknowledge the following in relation to the Offer:

- a) the participation in the Offer by offering the Offered Shares is voluntary and further acknowledges that it does not create any obligation on the Company to purchase any Offered Shares from me;
- b) the proceeds from sale of the Offered Shares would be held in escrow and shall be remitted to me only after deduction of the proportionate expenses and after final listing and trading approvals of the Equity Shares have been received from the Stock Exchange;
- c) the LMs, the Company and their respective directors, officers, employees, shareholders and affiliates are not responsible and shall have no liability for decisions with respect to pricing, timing of the Offer, tax obligations, postal/courier delays, invalid/faulty/incomplete applications/bank account details unless such an act is a direct consequence of wilful misconduct, gross negligence or fraud of the Company and the LMs, as the case may be. Furthermore, the LMs shall not be liable to refund the monies paid to them as fees or reimbursement of out-of-pocket expenses, unless the breach is caused due to wilful misconduct, gross negligence or fraud of the LMs; and
- d) the final price at which the Equity Shares will be offered to investors in the Offer shall be finalized by the Company and me with other selling shareholders in consultation with the LMs, within the price band as determined by the Company and the selling shareholders in consultation with the LMs, or within any revision, modification or amendment of the price band agreed to by the Company and the selling shareholders in consultation with the LMs.

I hereby also authorize the Company Secretary and Compliance Officer of the Company and the Registrar to the Offer to redress complaints, if any, of the investors and undertake to assist the Company and the lead manager as expeditiously and satisfactorily responding to such complaints.

I acknowledge and agree that the lead manager, the Company and their respective directors, officers, employees, shareholders and affiliates are not responsible and shall have no liability for decisions with respect to pricing, timing of the Offer, tax obligations, postal/courier delays, invalid/faulty/incomplete applications/bank account details or for any other events as detailed in the offer documents.

I confirm that no other offer of the Equity Shares held by me and being offered as part of the offer for sale in the Offer shall be made by me or any other person, directly or indirectly, until the earlier of the time at which (i) the Equity Shares offered through the Prospectus are listed or until the bid monies are refunded on account of non-listing, under-subscription, etc. pursuant to the Offer; or (ii) the Offer is postponed, withdrawn or abandoned in accordance with the terms of the agreement(s) among the Company, the selling shareholders and the lead manager.

In the absence of any such communication from me, the above information should be taken as updated.

All capitalized terms used in this letter, unless specifically defined herein, have the meanings assigned to them in the Draft Prospectus and the Prospectus, as the context requires.

Under the terms of this letter, the authority conferred hereby is irrevocable and would bind my successors, heirs and executors.

I confirm that I will immediately inform the Company and the lead manager, appointed as such for the purpose of the Offer, of any changes to the above information till the date when the Equity Shares commence trading on



Mukesh Dhanjibhai Babariya
25-26 Shantivan Society, Opp.
J.B. Circle, L.H. Road, Varachha Road,
Surat-395006, Gujarat.

the Stock Exchange. In the absence of any such communication, the above information should be taken as updated information until the date of commencement of trading on the Stock Exchange of the Equity Shares issued pursuant to the Offer.

This letter can be relied on by the Company, the lead manager and the legal advisors in relation to the Offer.

Yours faithfully,



Name: Mukesh Dhanjibhai Babariya
Place: Vadodara

Date: February 14, 2025

To,
The Board of Directors,
3B Films Limited
Add: 5F 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager(s)" or "LM(s)")

Dear Sirs,

Sub: Proposed initial public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

We hereby agree to be appointed as Market Maker and give consent to our name being inserted as Market Maker to the Company in the Draft Prospectus/ Prospectus to be filed with Stock Exchange where the Equity Shares of the Company are proposed to be listed and the Prospectus to be filed with the Registrar of Companies and other regulatory authorities, which the Company intends to issue and offer in respect of the proposed Public Offer of the said Equity Shares.

The terms and condition of our appointment as a Market Maker are subject to separate agreement being signed between us.

We undertake that, we are registered Market Maker with BSE Limited and can act as a Market Maker. We enclose a copy of our registration certificate as **Annexure A**. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital market issues.

We also authorise you to deliver a copy of this letter of consent to the Registrar of Companies, pursuant to the provisions of Section 26 of the Companies Act, 2013, and to other regulatory authorities as may be required.

Name: Giriraj Stock Broking Private Limited
Address: 4, Fairlie Place, HMP House, 4th Floor, Suite No- 421A, Kolkata- 700001
Tel: +91 9547473969
Fax: Nil
Email: girirajstock@yahoo.com
Website: www.girirajstock.com
Contact Person: Kuntal Laha, Director
SEBI Registration Number: INZ000212638
BSE Market Maker Registration Number: SMEMM0655127012022
BSE Membership Code: 6551

We further confirm that the above information in relation to us is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. We authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

We confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove; We undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

We also confirm to the inclusion of this letter as a part of "Material Contract and Documents for Inspection" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Yours Faithfully,

For, Giriraj Stock Broking Private Limited
GIRIRAJ STOCK BROKING PVT. LTD.



Director

(Kuntal Laha)
Director
(DIN: 08086873)

Enclosure: Annexure A



Consent from Legal Advisor

Date: November 08, 2024

To,
The Board of Directors,
3B Films Limited
SF 220, Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Dear Sirs,

Sub: Proposed initial public offering (the "Offer") of equity shares of ₹ 10 (the "Equity Shares") by 3B Films Limited (the "Company")

We, Vidhigya Associates, Advocates, hereby consent to act as Legal Advisor to the Offer and to inclusion of our name and contact details, in the Draft Prospectus and Prospectus to be filed by the Company with SME Platform of BSE Limited where the Equity Shares of the Company are proposed to be listed and for the purpose of registration with the Registrar of Companies (the "RoC") in respect of the Offer and any other document to be issued or filed in relation to the Offer (collectively, the "Offer Documents"), pursuant to the provisions of section 26 and 32 of the Companies Act 2013. Further, the following details with respect to us may be disclosed in the Offer Documents:

Logo: 

Name: Vidhigya Associates, Advocates

Address: 105, First Floor A wing, Kanara Business Centre,
Ghatkopar East, Mumbai – 400075

Tel: +91 8424030160

Email: rahul@vidhigyaassociates.com

Contact Person: Rahul Pandey

We further confirm that the information in relation to us is true and correct, not misleading and without omission of any matter that is likely to mislead and adequate to enable investors to make a well-informed decision.

We hereby authorise you to deliver this letter of consent to the SEBI, RoC pursuant to Section 26 and 32 and other applicable provisions 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 and/or retain this letter for your records in connection with the Issue and in accordance with applicable law.

We undertake to inform the Lead Manager promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock exchange. In the absence of any such communication from us, the



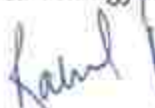
above-mentioned information should be considered as updated information until the Equity Shares commence trading on the Stock exchange, pursuant to the Issue.

This letter may be relied upon by the Company and the Lead Manager appointed in relation to the Offer. We hereby consent for submission of this letter to the Stock Exchange, RoC and any other authority as may be required by law. We further consent to the aforementioned details being included for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable laws.

Capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents.

Yours Sincerely,

For Vidhigya Associates, Advocates


Rahul Pandey



cc:

Nirbhay Capital Services Private Limited
201, Maruti Crystal,
Opp. Rajpath Club,
S.G. Highway,
Bodakdev,
Ahmedabad - 380054,
Gujarat, India



Maashitla® Securities Private Limited

SEBI Registered Category- I Registrar & Share Transfer Agent

SEBI Reg. Number- INR000004370 | CIN- U67100DL2010PTC208725

Reed. Office- 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email ID- ipo@maashitla.com | Website- www.maashitla.com | Ph- 011-45121795-96

Date: 16/10/2024

To,
The Board of Directors
3B Films Limited
Add: SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Dear Sirs,

Proposed initial public offering (the "Issue with Offer") of equity shares of ₹ 10 (the "Equity Shares") by 3B Films Limited (the "Company")

We, the undersigned, hereby consent to act as Registrar to the Issue and to our name being inserted as a Registrar to the Issue in the Draft Prospectus/ Prospectus to be filed by the Company with stock exchange where the Equity Shares of the Company are proposed to be listed and for the purpose of registration with the Registrar of Companies (the "RoC") in respect of the Issue with Offer and any other document to be issued or filed in relation to the Issue with Offer (collectively, the "Offer Documents"), pursuant to the provisions of Section 26 of the Companies Act, 2013. Further, the following details with respect to us may be disclosed in the Offer Documents:

Logo:



Name:	Maashitla Securities Private Limited
Address:	451, Krishna Apra Business Square, Netaji Subhash Place Pitampura, New Delhi-110034
Tel:	011-47581432
Email:	ipo@maashitla.com
Investor Grievance Email:	investor.ipo@maashitla.com
Website:	www.maashitla.com
Contact Person:	Mr. Mukul Agrawal
SEBI Registration No.:	INR000004370

We further confirm that the above information in relation to us is true and correct, not misleading and without omission of any matter that is likely to mislead and adequate to enable investors to make a well informed decision.

We enclose a copy of our registration certificate as **Annexure A** and declaration regarding our registration with SEBI as **Annexure B**. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital market issues.

We undertake to inform the LM promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock exchange. In the absence of any such communication from us, the above mentioned information should be considered as updated information until the Equity Shares commence trading on the Stock exchange, pursuant to the Issue.

This letter may be relied upon by the Company, legal counsel and LM appointed in relation to the Issue with Offer. We hereby consent to the submission of this letter to the Securities and Exchange Board of India, Stock exchange, RoC and any other authority as may be required by law. We further consent to the aforementioned details being included for the records to be maintained by the LM in connection with the Issue with Offer and in accordance with applicable laws.



Maashitla® Securities Private Limited

SEBI Registered Category- I Registrar & Share Transfer Agent

SEBI Reg. Number- INR000004370 | CIN- U67100DL2010PTC208725

Head Office- 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email ID- ipo@maashitla.com | Website- www.maashitla.com | Ph- 011-45121795-96

Capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents.

Yours faithfully,

For Maashitla Securities Private Limited



Mr. Mukul Agrawal

Authorised Signatory

Encl: As above



Maashitla® Securities Private Limited

SEBI Registered Category- I Registrar & Share Transfer Agent

SEBI Reg. Number- INR000004370 | CIN- U67100DL2010PTC208725

Head Office- 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email ID- ipo@maashitla.com | Website- www.maashitla.com | Ph- 011-45121795-96

Annexure B

Date: 16/10/2024

TO WHOMSOEVER IT MAY CONCERN

Re: Proposed initial public offering (the "Issue") of equity shares of ₹ 10 (the "Equity Shares") by 3B Films Limited (the "Company")

We hereby confirm that the following details in relation to our registration with the Securities and Exchange Board of India is true and correct:

1. Registration Number:	INR000004370
2. Date of permanent registration / renewal of registration:	25/04/2022
3. Date of expiry of registration:	NA
4. If applied for renewal, date of application:	NA
5. Any communication from SEBI prohibiting the entity from acting as the [intermediary]	NA
6. Any enquiry/ investigation being conducted by SEBI	NA
7. Period up to which registration/renewal fees has been paid	NA
8. Details of any penalty imposed	NA

For Maashitla Securities Private Limited



Mr. Mukul Agrawal
Authorised Signatory

Date: 16/10/2024

Date: 24/04/2025

To,
The Board of Directors
3B FILMS LIMITED

SE-220 PANCHAM ICON BESIDES D-MART, VASNA ROAD,
VADODARA - 390007 GUJARAT

Dear Sir/Madam,

Sub: - Proposed Public Issue (the "Issue") of Equity Shares of Rs. 10/- each (the "Equity Shares") of 3B FILMS LIMITED (CIN: U25200GJ2014PLC080685) (the "Company")

We, Axis Bank Limited, do hereby consent to act as Banker to the Offer and to our name and the details mentioned herein, being inserted as a 'Banker to the Offer', 'Public Offer Bank', 'Sponsor Bank', 'Escrow Collection Bank', 'Refund Bank' in the Prospectus and Prospectus intended to be filed with the Stock Exchange where the Equity Shares are proposed to be listed (the "Stock Exchange") and for the purpose of registration with the Registrar of Companies ("ROC"), in the respect of the Issue and any other document to be issued or filed in relation to the Issue (collectively, the "Offer Documents"), pursuant to the provisions of section 26 and section 32 of the Companies Act 2013. The following details with respect to us may be disclosed in the Offer Documents.

Name	Axis Bank Limited
Address	Vardhaman Complex, Race Course Rd, opposite GEB, Vadiwadi, Vadodara, Gujarat 390007
Tel No	L6S110GJ1993PLC020769
Email ID	89808 00131 /9879001064
Contact Person	vadodara.branchhead@axisbank.com/chirag.thakkar@axisbank.com
Website	Mr Himanshu Jain or Mr Chirag Thakkar
CIN	www.axisbank.com
SEBI Registration No	INBIO00000017

We further confirm that the above information in relation to us is true and correct, not misleading and without omission of any matter that is likely to mislead and adequate investors to make a well informed decision.

We enclose a copy of our registration certificate as **Annexure A** and declaration regarding our registration with SEBI as **Annexure B**. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital marker issues.

We undertake to inform the LM promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock Exchange. In the absence of any such communication from us, the above mentioned information should be considered as updated information until the Equity Shares commence trading on the Stock Exchange, pursuant to the Issue.



This letter may be relied upon by the Company, the legal counsel and the ICM appointed in relation to this issue. We hereby consent for submission of this letter to the Securities and Exchange Board of India, Stock Exchange, ROC and any other authority as may be required by law. We further consent to the aforementioned details being included for the records to be maintained by the BRLM in connection with the Issue and in accordance with applicable laws.

Yours Faithfully,
For, Axis Bank Limited

Authorised Signatory

Name:

Designation:

Date:

Place:

HIMANSHU JAIN
VP & BRANCH HEAD
EMP. No.: 26842
S.S. No.: 5491



निर्गमन बैंककार

फॉर्म ४
FORM-B

BANKERS TO AN ISSUE

भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

(निर्गमन बैंककार) विनियम, 1994

0004 10

(BANKERS TO AN ISSUE) REGULATIONS, 1994

(विनियम 7)

(Regulation 7)

Regulation 7A

रजिस्ट्रीकरण का प्रमाणपत्र
CERTIFICATE OF REGISTRATION

PERMANENT REGISTRATION

1) बोर्ड, भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 के अधीन बनाये गये नियमों और विनियमों के साथ पठित उसकी प्रांग 12 की उप प्रांग (1) द्वारा प्रदात शक्तियों का प्रयोग करते हुए

1) In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to

AXIS BANK LIMITED
3RD FLOOR, TRISHUL
OPP. SAMRTHESWAR TEMPLE
LAW GARDEN, ELLIS BRIDGE
AHMEDABAD 380 006

को नियमों में, जहाँ के अधीन रहते हुए और विनियमों के अनुसार निर्गमन बैंककार के रूप में रजिस्ट्रीकरण का प्रमाणपत्र इसके द्वारा प्रदान जाता है।
as a banker to an issue subject to the conditions in the rules and in accordance with the regulations.

2) निर्गमन बैंककार के लिए रजिस्ट्रीकरण कोड

2) INBI00000017

2) Registration Code for the Banker to an issue is

3) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र

तक विद्यमान है।

3) Unless renewed, the certificate of registration is valid from

3) This Certificate of Registration shall be valid for permanent, unless suspended or cancelled by the Board.



स्थान Place: MUMBAI

तारीख Date: FEBRUARY 6, 2013

आदेश से
भारतीय प्रतिभूति और विनियम बोर्ड
के लिए और उसकी ओर से
By order
For and on behalf of
Securities and Exchange Board of India

RUCHI CHOJER

प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory

Annexure B

Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of 3B FILMS LIMITED (the "Company") comprising a fresh issue of the Equity Shares by the Company (the "Fresh Issue") and offer for sale of Equity Shares by the Promoter Selling Shareholder (the "Offer for Sale", and together with the Fresh Issue, the "Offer")

We hereby confirm that as on date the following details in relation to our registration with the Securities and Exchange Board of India as a Banker to the Offer is true and correct:

1. Registration Number:	INBI000000017
2. Date of registration / Renewal of registration:	19 th June 2021
3. Date of expiry of registration:	Permanent Registration.
4. If applied for renewal, date of application:	NA
5. Any communication from SEBI prohibiting the entity as an intermediary:	NA
6. Any enquiry/investigation being conducted by SEBI:	NA
7. Period up to which registration/ renewal fees has been paid:	15 th Nov 2027
8. Details of any penalty imposed	NA

Himanshu Jain
HIMANSHU JAIN
VP & BRANCH HEAD
EMP. No. 26642
S.S. No. 5191





A O MITTAL & ASSOCIATES

CHARTERED ACCOUNTANTS

TF-01, Raama Esquire, Opp. New VUDA Residency, Near Tithi Heights, Gotri, Sevasi Road, Vadodara-390021- +91 9772161615

CONSENT

To,

**The Board of Directors
3B Films Limited**
SF-220, Pancham ICON,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat-390007

To,

Nirbhay Capital Services Private Limited
201, Maruti Crystal,
Opp. Rajpath club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat-380054

(Nirbhay Capital Services Private Limited is hereinafter referred to as the "Lead Manager" or "LM")

Dear Sir / Madam,

Subject: Consent of Peer Review Auditor and Statutory Auditor

Re: Proposed initial public offer ("IPO") of equity shares of face value Rs. 10 each ("Equity Shares") by 3B Films Limited ("Company") ("Offer") in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), and other applicable laws, as amended

We, M/s. A O Mittal & Associates, Chartered Accountants, FRN Number 014640C hereby appointed as Statutory Auditor of the 3B Films Limited on June 28, 2024.

We, M/s. A O Mittal & Associates, Chartered Accountants, holds a valid certificate of Peer Review Auditor issued by the Institute of Chartered Accountants of India

We, M/s A O Mittal & Associates give our consent to use our name as Peer Review Auditor & Statutory Auditor of the company for the Draft Prospectus/Prospectus

Further we give our consent for the following details:

Name	: A O Mittal & Associates Chartered Accountants
Address	: TF-01, Raama Esquire, New VUDA Residency, Near Tithi Heights, Gotri Sevasi Road, Vadodara-390021
FRN	: 014640C
Peer Review No.	: 015807
Partner	: CA Shesha Soni
Membership No.	: 542840
Contact No.	: 9772161615
Email ID	: office@aomittal.com

Yours faithfully,

For A O Mittal & Associates

Chartered Accountants

FRN: - 014640C

Shesha Soni

CA Shesha Soni

Partner

Membership No.: 542840



UDIN: 24542840BKXCBG5012

Place: Vadodara

Date: September 13, 2024

Head Office (Jaipur) : A - 459, First Floor, Adarsh Path, Vidyut Nagar, Ajmer Road, Jaipur, Rajasthan, 302021

Over Branches : Ahmedabad, Chennai, Gurugram, Jammu, Kolkata, Nagpur, Raipur, Silkar, Vadodara

Website : www.aomittal.com

Contact No. : (0141) 6768374

E Mail : office@aomittal.com

Consent letter from Company Secretary & Compliance Officer of the Company

Date: 15.10.2024

To
The Board of Directors
3B FILMS LIMITED
SF 220 Pancham Icon Besides D-Mart,
Vasna Road, Vadodara,
Gujarat-390007, India.

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager(s)" or "LM(s)")

Dear Sir(s),

Subj: Proposed Public Offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, Janki Raj, D/o Kishor Patel, holding PAN AWKPK4438Q, hereby give my consent to my name being included as **Company Secretary & Compliance Officer** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Janki Raj
Address: B-504, Twin Peaks Apartment, Besides Govardhan Nathji Haveli, Shruti Mandir Aashram Road, Sama Vadodara - 391740, Gujarat, India.
Telephone number: +91-9773420811
E-mail: jankipatel2323@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the



Janki Raj
B-504, Twin Peaks Apartment,
Besides Govardhan Nathji Haveli,
Shruti Mandir Aashram Road, Sama
Vadodara - 391740, Gujarat, India.

Company and the Lead Manager of the same. In the absence of any such communication, the above information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "Material Contract and Documents for Inspection" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Janki Raj
Company Secretary & Compliance Officer

Consent letter from Chief Financial Officer of the Company

Date: 15/10/2024

To
The Board of Directors
3B Films Limited
SF 220 Pancham Icon Besides D-Mart,
Vasna Road, Vadodara,
Gujarat -390007, India.

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G.Highway, Bodakdev,
Ahmedabad, Gujarat-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager(s)" or "LM(s)")

Dear Sir(s),

Sub: Proposed Public Offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Dhaval Kumar Maheshbhai Panchal**, S/o **Maheshbhai Chimanbhai Panchal**, holding PAN **EQHPP7400L**, hereby give my consent to my name being included as **Chief Financial Officer (CFO)** of the Company in the Draft Prospectus and Prospectus (collectively, "Offer Documents") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "Stock Exchange") and the Registrar of Companies, at Ahmedabad ("RoC") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Dhaval Kumar Maheshbhai Panchal
Address: 69, Street, Mahadev Nagar Sosayti, Jambusar, Bharuch, Gujarat-392150
Telephone number: +91-9974746447
E-mail: dhavalpanchal454@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.



I also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Dhaval Kumar Maheshbhai Panchal
Chief Financial Officer

Consent from Promoter

Date: 15/10/2024

To
The Board of Directors,
3B Films Limited
Regd office: SF 220, Pancham Icon, Besides D-Mart,
Vasna Road, Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Dishank Nitin Babariya**, S/o **Nitin Dhanjibhai Babariya**, holding PAN EXYPB1977E, hereby give my consent to my name being included as **Promoter** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Dishank Nitin Babariya

Address: 904, Milestone, Behind New Bright Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

Telephone Number: +91- 9726227827

E-mail: babariyadishank@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above



Dishank Nitin Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

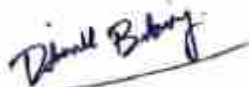
information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "Material Contract and Documents for Inspection" in connection with this Offer which will be available for public inspection from the date of the filing Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Dishank Nitin Babariya
Promoter

Consent from Promoter

Date: 15/10/2024

To
The Board of Directors,
3B Films Limited
Regd office: SF 220, Pancham Icon, Besides D-Mart,
Vasna Road, Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Gulabben Babariya**, D/o **Ramnikbhai Savjibhai Dhanani**, holding PAN **BBUPB3445G**, hereby give my consent to my name being included as **Promoter** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Gulabben Babariya
Address: 904, Milestone, Behind New Bright Day School, Vasna Bhayli Road,
Bhayli, Vadodara- 391410, Gujarat.
Telephone number: +91- 97263 70808
E-mail: dish127vish@yahoo.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above

G. Babariya

Gulabben Nitin Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "Material Contract and Documents for Inspection" in connection with this Offer which will be available for public inspection from the date of the filing Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Gulabben Nitin Babariya
Promoter

Consent from Promoter

Date: 15/10/2024

To
The Board of Directors,
3B Films Limited
Regd office: SF 220, Pancham Icon, Besides D-Mart,
Vasna Road, Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited

201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Mukesh Babariya**, S/o **Shri Dhanjibhai Babariya**, holding PAN **AQTPB6621K**, hereby give my consent to my name being included as **Promoter** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Mukesh Dhanjibhai Babariya

Address: 25-26 Shantivan Society, Opp. J.B. Circle, L.H. Road,
Varachha Road, Surat-395006, Gujarat.

Telephone number: +91- 9726972001

E-mail: -babariyamukesh1975@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

Mukesh

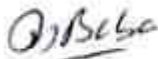
Mukesh Dhanjibhai Babariya
25-26 Shantivan Society, Opp.
J.B. Circle, L.H. Road, Varachha Road,
Surat-395006, Gujarat.

I also confirm to the inclusion of this letter as a part of "Material Contract and Documents for Inspection" in connection with this Offer which will be available for public inspection from the date of the filing Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Mukesh Dhanjibhai Babariya
Promoter

Consent from Promoter

Date: 15/10/2024

To
The Board of Directors,
3B Films Limited
SF 220, Pancham Icon, Besides D-Mart,
Vasna Road, Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited

201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Ashokbhai Babariya**, S/o **Shri Dhanjibhai Babariya**, holding PAN **AAYPB8563B**, hereby give my consent to my name being included as **Promoter** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Ashokbhai Dhanjibhai Babariya

Address: 904, Milestone, Behind New Bright Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

Telephone Number: +91- 99794 26000

E-mail: ababariya2511@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above



Ashokbhai Dhanjibhai Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Ashokbhai Dhanjibhai Babariya
Promoter

Consent from Independent Director

Date: 15/10/2024

To
The Board of Directors
3B Films Limited
SF 220 Pancham Icon Besides D-Mart,
Vasna Road, Vadodara,
Gujarat -390007, India.

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Chintankumar Hemantkumar Joshi**, S/o **Hemantkumar Joshi**, holding PAN **AHPPJ6345K**, hereby give my consent to my name being included as **Independent Director** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Chintankumar hemantkumar Joshi
Address: B/21, Swapnalok Flats
Opp bank of Baroda, Karelibaug, Vadodara-390018, Gujarat.
Telephone number: +91- 9909271373
E-mail: chintan71@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the

Chintan Hemantkumar Joshi
B/21, Swapnalok Flats
Opp bank of Baroda, Karelibaug
Vadodara-390018, Gujarat.

Company and the Lead Manager of the same. In the absence of any such communication, the above information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Chintan Hemantkumar Joshi
Independent Director

Consent from Director

Date: 15/10/2024

To
The Board of Directors,
3B Films Limited
SF 220, Pancham Icon, Besides D-Mart,
Vasna Road, Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Mukesh Dhanjibhai Babariya**, S/o. **Dhanjibhai Babariya**, holding PAN **AQTPB6621K**, hereby give my consent to my name being included as **Director (Non-Executive)** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

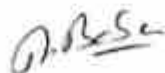
The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Mukesh Dhanjibhai Babariya
Address: 25-26 Shantivan Society, Opp. J.B. Circle, L.H. Road,
Varachha Road, Surat-395006, Gujarat.
Telephone number: +91- 9726972001
E-mail: -babariyamukesh1975@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above



Mukesh Dhanjibhai Babariya
25-26 Shantivan Society, Opp.
J.B. Circle, L.H. Road, Varachha Road,
Surat-395006, Gujarat.

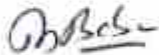
information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Mukesh Dhanjibhai Babariya
Non-Executive Director

Consent from Whole Time Director

Date: 15/10/2024

To
The Board of Directors
3B Films Limited
SF 220 Pancham Icon Besides D-Mart,
Vasna Road, Vadodara,
Gujarat -390007, India.

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Dishank Nitin Babariya**, S/o **Nitin Babariya**, holding PAN **EXYPB1977E**, hereby give my consent to my name being included as **Whole-Time Director** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Dishank Nitin Babariya
Address: 904, Milestone, Behind New Bright Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.
Telephone Number: +91- 9726227827
E-mail: babariyadishank@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above



Dishank Nitin Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat

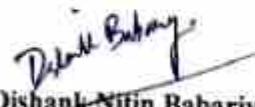
information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,


Dishank Nitin Babariya
Whole Time Director

Consent from Independent Director

Date: 15/10/2024

To
The Board of Directors
3B Films Limited
SF 220 Pancham Icon Besides D-Mart,
Vasna Road, Vadodara,
Gujarat -390007, India.

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G.Highway, Bodakdev,
Ahmedabad, Gujarat-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager(s)" or "LM(s)")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Abhishek Ileshkumar Shah, S/o Ileshkumar Shah**, holding PAN: **BVVPS6335K**, hereby give my consent to my name being included as **Independent Director** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Abhishek Ileshkumar Shah
Address: D-503, Shyamhills, behind Savan Bungalows, Near GST Railway Fatak,
New Ranip, Ahmedabad-382470, Gujarat.
Telephone number: +91-9313398928
E-mail: Abhishek@actsoft.in

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove; I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

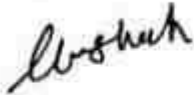


I also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Abhishek Ileshkumar Shah
Independent Director

Consent from Independent Director

Date: 15/10/2024

To
The Board of Directors
3B Films Limited
SF 220 Pancham Icon Besides D-Mart,
Vasna Road, Vadodara,
Gujarat -390007, India.

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, Drashti Laxmikant Solanki, D/o Laxmikant Solanki, holding PAN ESBPS1259C, hereby give my consent to my name being included as **Independent Director** of the Company in the Draft Prospectus and Prospectus (collectively "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Drashti Laxmikant Solanki
Address: Plot No. 821/2, Sector-7/C, Gandhinagar,
Gandhi Nagar - 382007, Gujarat, India
Telephone number: +91- 9925240658
E-mail: drashtisolanki94@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above

Drashti

Drashti Laxmikant Solanki
Plot No.821/2, Sector-7/C
Gandhinagar-382007, Gujarat.

information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "Material Contract and Documents for Inspection" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Drashti Laxmikant Solanki
Independent Director

Consent from Chairman and Managing Director

Date: 15/10/2024

To
The Board of Directors,
3B Films Limited
SF 220, Pancham Icon, Besides D-Mart,
Vasna Road, Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat, India-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager" or "LM")

Dear Sir(s),

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, **Ashokbhai Babariya**, S/o **Dhanjibhai Babariya**, holding PAN **AAYPB8563B**, hereby give my consent to my name being included as **Chairman and Managing Director** of the Company in the Draft Prospectus and Prospectus (collectively, "**Offer Documents**") to be filed by the Company with the BSE Limited-SME Platform where the Equity Shares of the Company are proposed to be listed (the "**Stock Exchange**") and the Registrar of Companies, at Ahmedabad ("**RoC**") or any other document to be issued or filed in respect of the Offer,

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Ashokbhai Dhanjibhai Babariya
Address: 904, Milestone, Behind New Bright Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.
Telephone Number: +91- 99794 26000
E-mail: ababariya2511@gmail.com

I further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. I authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

I confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove, I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above



Ashokbhai Dhanjibhai Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

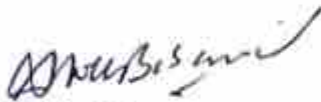
information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

I also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,



Ashokbhai Dhanjibhai Babariya
Chairman and Managing Director

Ashokbhai Dhanjibhai Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

Date: 28.06.2024

To,

The Board of Directors
3B Films Limited
Add: SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Dear Sirs,

Re: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer").

Sub: Consent Letter

I, Ashokbhai Dhanjibhai Babariya, son of Dhanjibhai Naranbhai Babariya, aged 54 years and residing at 904, Milestone, B/H. New Bright Day School, Vasna Bhayli Road, Vadodara 391410, Gujarat, India, having PAN AAYPB8563B, Managing Director of 3B Films Limited do hereby confirm that I have been informed about the proposed initial public offering of its Equity Shares, comprising of fresh issue of Equity Shares ("**Fresh Issue**") alongwith an offer for sale (the "**Offer for Sale**") (the Offer for Sale together with the Fresh Issue of Equity Shares is hereinafter referred to as the "**Offer**"), as fixed price issue in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI Regulations**") and the Companies Act, 2013. I have also been informed by the Company that the meeting of the board of directors of the Company (the "**Board**") is scheduled to be held on **June 28, 2024** to approve the proposed public Offer ("**Offer**") comprising of fresh offer and offer for sale to the public and the extra ordinary general meeting of the shareholders will be held to approve the offer by way of a special resolution adopted pursuant to Section 62 (1)(c) of the Companies Act, 2013.

I further confirm that I am in receipt of a letter dated June 25, 2024 from the Company informing me about the Offer. By the said letter, the Company has invited me to express my consent, if any, to offer all or any of the shares held by me in the Company under the proposed Offer for Sale to the public.

I hereby confirm that I hold 55,88,848 Equity Shares, representing 26.34% of the fully-diluted pre-Offer Equity Share capital of the Company.

I hereby declare and confirm that my build-up of the Equity Shares in the company through allotment or share transfers till date are as follows:

Date of Allotment / Transfer	Nature of Allotment / Transfer	Number of Equity Shares	Nature of Consideration	Face Value	Issue / Transfer Price
19/09/2014	MOA Subscription	3,334	Cash	10	10
23/03/2015	Conversion of Loan to Equity Shares	3,30,000	Conversion of Loan to Equity	10	10
15/11/2016	Conversion of Loan to Equity Shares	38,34,166	Conversion of Loan to Equity	10	10
22/03/2018	Conversion of Loan to Equity Shares	25,00,000	Conversion of Loan to Equity	10	10



Ashokbhai Dhanjibhai Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

30/03/2020	Conversion of Loan to Equity Shares	4,06,748	Conversion of Loan to Equity	10	82
27/01/2024	Transfer of Shares to Mithil Ashokkumar Babariya	10,61,000	Gift	---	---
27/01/2024	Transfer of Shares to Heena Ashokbhai Babariya	4,24,400	Gift	----	----

I being the shareholder of the Company, do hereby give my consent to sell upto 10,70,000 Equity Shares held by me in the Company under the Offer ("**Offered Shares**") on such terms as may be determined between the Company, the Lead Manager, and the selling shareholders.

I hereby give my consent to my name being included as a selling shareholder in the draft prospectus to be filed with the stock exchange where the Equity Shares of the Company are proposed to be listed ("**Stock Exchange**") and the prospectus to be filed with the Registrar of Companies, Gujarat ("**RoC**"), SEBI, the Stock Exchange and any other document to be issued or filed in relation to the Offer.

The following information in relation to me can be disclosed:

I, hereby authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of Section 26 of the Companies Act, 2013 and the rules and regulations thereunder, the SEBI, the Stock Exchange or any other regulatory authority or supervisory authority as required by law.

I confirm that neither the Company, nor any of the entities with which I or any of my relatives are or were associated, as a promoter, director or person in control, have been prohibited or debarred from accessing the capital markets under any order or direction passed by the SEBI or any other regulatory authority or court/tribunal within or outside India.

I confirm that neither the Company, nor any of the entities with which I or any of my relatives were associated, as a promoter, director or person in control have been declared as a wilful defaulter as defined under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

I confirm that no action or investigation has been initiated, including show cause notices, by SEBI or any other regulatory authority, whether in India or otherwise, against me.

I hereby undertake that I shall, upon receipt of notice of pending litigations, threatened or potential litigations, arbitration, complaint or notice, disclose and furnish to the lead manager, all information relating to such pending litigations, threatened or potential litigations, arbitration, complaint or notice to which I, or any other person or entity which is controlled by us, is a party, that may affect the offer for sale in the Offer.

I confirm that I am the legal and beneficial holder(s) and have full title to Offered Shares, proposed to be included as a part of the offer for sale in the Offer. I further confirm that all such Offered Shares are fully paid and are in dematerialized form and free from any charges, liens, pledges, encumbrances and transfer restriction, of any kind whatsoever.

I confirm that I shall not initiate any steps for change of the Offered Shares to non-dematerialised form till the date of allotment in the Offer.

I confirm that the Offered Shares, being included in the Offer have been held by me for a continuous period of at least one year prior to the date of filing the Draft Prospectus by the Company with Stock Exchange.

I hereby undertake not to sell, transfer, dispose off in any manner or create any lien, charge or encumbrance on the Offered Shares and hereby also undertake to take such steps as may be required to ensure that Offered

Shares are available for the offer for sale in the Offer, including without limitation notifying the depository participant of the contents of this letter and entering into any escrow arrangements for such Equity Shares as required by the lead manager.

I undertake and agree to the lock-in of my entire pre-Offer Equity Shares (which are not being offered for sale in the Offer and which are not successfully allotted as part of the Offer for Sale), from the date of allotment in the Offer for a period of one year or as required under applicable law.

I undertake that no payment, direct or indirect, in the nature of discounts, commission, and allowance or otherwise shall be made by me in the Offer to any persons who make an application in the Offer and/or who receive allotments in the Offer.

I undertake to execute and become a party to the Offer Agreement, Registrar Agreement, Syndicate Agreement, Escrow Agreement, as may be applicable, Share Escrow Agreement and the Underwriting Agreement and any other agreements or documents customarily in relation to the Offer as may be required;

I also acknowledge, agree and undertake that I shall not have recourse to the proceeds of the offer for sale in the Offer until the final approvals for listing and trading of the Equity Shares of the Company have obtained by the Company from all the stock exchanges where listing is proposed.

I confirm that the Offered Shares have been subscribed to and are held by me in compliance with all applicable laws and regulations and I do not require any approvals, consents pertaining to the offer for sale in the Offer.

I confirm that I am not in breach of any agreement, law or regulations to which I may be subject to in relation to the Offered Shares.

I have not entered, and shall not enter, into buyback arrangements directly or indirectly for purchase of the Offered Shares to be offered and sold in the Offer.

I further authorize (i) the Company to deduct from the proceeds of the offer for sale in the Offer, set-off or otherwise claim and receive from me, expenses of the Offer required to be borne by me in proportion to the Offered Shares and in accordance with applicable law and (ii) the lead manager to deduct from the proceeds of the offer for sale in the Offer, set-off or otherwise claim and receive from me the amount required to be borne by me as securities transaction tax in relation to the Offer. I undertake to reimburse the Company for the expenses incurred by the Company in relation to the Offer in proportion to the number of Offered Shares being offered by me in the Offer.

I confirm the above representations on the date hereof and undertake to maintain the confirmation valid until the date of completion of the listing of the Equity Shares and acknowledge and agree that the Company, the LMs, and legal counsels may rely on the truth and accuracy of the representations contained herein. I agree to indemnify only to the extent of the net proceeds received by it pursuant to the Offer, the LMs, the Company and any of their promoters, affiliates, associates, directors or officers in the event of any loss being incurred by such persons, as a result of the breach of any of the above representations and confirmations being made solely in relation to the Offered Shares.

I also hereby undertake to:

1. transfer of Offered Shares pursuant to the Offer or refunds shall be made within 3 working days from the Bid/Offer Closing Date, and to the condition that details of the bank where refunds shall be credited along with the amount and expected date of electronic credit of refund shall be provided on or prior to such date;
2. to deliver the Offered Shares into an escrow account two days prior to the filing of the prospectus with the RoC;
3. take all steps as may be within my control to ensure that the refund orders or allotment advice to the successful bidders, including the certificates of the securities / refund orders to non-resident Indians, shall be dispatched within specified time;



4. pay interest of 15% per annum if transfer of Offered Shares pursuant to the Offer has not been made or refund orders have not been dispatched within 3 working days from the Bid/Offer Closing Date;
5. condition that all monies received shall be kept in a separate bank account in a scheduled bank and shall be utilized for adjustment against the transfer of securities only where the securities have been permitted to be dealt with on all the stock exchanges where the Equity Shares are to be listed. If permission to list and obtain an official quotation of the Equity Shares offered in the Offer is not granted by any of the relevant stock exchange(s), I shall forthwith repay such monies to the applicants together with interest, in accordance with applicable law;
6. condition that funds required for making refunds to unsuccessful applicants as per the mode(s) disclosed in the Company's offer document(s) shall be made available to the Registrar to the Offer by me;
7. To pay all such fees and expenses in relation to the Offer, as may be mutually agreed to in the Offer Agreement.

I also acknowledge the following in relation to the Offer:

- a) the participation in the Offer by offering the Offered Shares is voluntary and further acknowledges that it does not create any obligation on the Company to purchase any Offered Shares from me;
- b) the proceeds from sale of the Offered Shares would be held in escrow and shall be remitted to me only after deduction of the proportionate expenses and after final listing and trading approvals of the Equity Shares have been received from the Stock Exchange;
- c) the LMs, the Company and their respective directors, officers, employees, shareholders and affiliates are not responsible and shall have no liability for decisions with respect to pricing, timing of the Offer, tax obligations, postal/courier delays, invalid/faulty/incomplete applications/bank account details unless such an act is a direct consequence of wilful misconduct, gross negligence or fraud of the Company and the LMs, as the case may be. Furthermore, the LMs shall not be liable to refund the monies paid to them as fees or reimbursement of out-of-pocket expenses, unless the breach is caused due to wilful misconduct, gross negligence or fraud of the LMs; and
- d) the final price at which the Equity Shares will be offered to investors in the Offer shall be finalized by the Company and me with other selling shareholders in consultation with the LMs, within the price band as determined by the Company and the selling shareholders in consultation with the LMs, or within any revision, modification or amendment of the price band agreed to by the Company and the selling shareholders in consultation with the LMs.

I hereby also authorize the Company Secretary and Compliance Officer of the Company and the Registrar to the Offer to redress complaints, if any, of the investors and undertake to assist the Company and the lead manager as expeditiously and satisfactorily responding to such complaints.

I acknowledge and agree that the lead manager, the Company and their respective directors, officers, employees, shareholders and affiliates are not responsible and shall have no liability for decisions with respect to pricing, timing of the Offer, tax obligations, postal/courier delays, invalid/faulty/incomplete applications/bank account details or for any other events as detailed in the offer documents.

I confirm that no other offer of the Equity Shares held by me and being offered as part of the offer for sale in the Offer shall be made by me or any other person, directly or indirectly, until the earlier of the time at which (i) the Equity Shares offered through the Prospectus are listed or until the bid monies are refunded on account of non-listing, under-subscription, etc. pursuant to the Offer; or (ii) the Offer is postponed, withdrawn or abandoned in accordance with the terms of the agreement(s) among the Company, the selling shareholders and the lead manager.



Ashokbhai Dhanjibhai Babariya
904, Milestone, Behind New Bright
Day School, Vasna Bhayli Road,
Bhayli, Vadodara-391410, Gujarat.

In the absence of any such communication from me, the above information should be taken as updated.

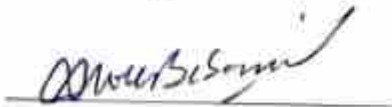
All capitalized terms used in this letter, unless specifically defined herein, have the meanings assigned to them in the Draft Prospectus and the Prospectus, as the context requires.

Under the terms of this letter, the authority conferred hereby is irrevocable and would bind my successors, heirs and executors.

I confirm that I will immediately inform the Company and the lead manager, appointed as such for the purpose of the Offer, of any changes to the above information till the date when the Equity Shares commence trading on the Stock Exchange. In the absence of any such communication, the above information should be taken as updated information until the date of commencement of trading on the Stock Exchange of the Equity Shares issued pursuant to the Offer.

This letter can be relied on by the Company, the lead manager and the legal advisor in relation to the Offer.

Yours faithfully,



Name: Ashokbhai Dhanjibhai Babariya
Place: Vadodara

Annexure I

Date: 17.09.2024

Ref: Your request letter dated 25.06.2024

To,
The Board of Directors,
3B Films Limited
Address: SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Dear Sir(s),

Sub: NO-OBJECTION CERTIFICATE AND CONSENT

We refer to the credit facilities currently availed by the 3B Films Limited ("Company") from us ("Facilities") and the loan agreement, security documents and undertakings, as applicable, entered into between us and the Company for the Facilities ("Financing Agreement(s)"), details of which are identified in *Annexure A* enclosed herewith.

We also refer to your request letter dated 25.06.2024 in relation to the above-captioned subject matter ("Application") and the proposed plan for raising capital through Issue of equity shares along with offer for equity shares held by the promoters of the company ('Issue with Offer') on the SME Platform of the Bombay Stock Exchange Limited ("BSE SME") in accordance with the applicable laws and regulations, including the rules and regulations of the Securities and Exchange Board of India ("SEBI Regulations"), the Guidelines and Circulars issued by the Stock Exchange i.e. BSE SME, the Companies Act, 2013 and rules made thereunder in relation to the Issue with Offer, as amended ("Issue with Offer").

We are aware that the initial public offering of equity shares of the Company requires the Company to undertake several steps including but not limited to changes in the capital structure, changes in the, shareholding of the promoter and members of the promoter group of the Company, amendments to the constitutional documents, lock-in of shares as per regulatory requirements etc., in compliance with the applicable laws and regulations. We are also aware that some or all of the aforesaid steps and certain other steps required to be taken by the Company in relation to its proposed initial public offering require our consent under the Financing Agreements.

We are also aware that the proceeds of the Issue may be utilized by the Company for attending various objects, including but not limited to, funding growth opportunities, meeting capital expenditures, funding working capital requirement of the Company, towards general corporate purpose, etc. ("Objects")

In view of the relationship between the Company and ourselves, we give our no objection and consent with regard to their proposed initial public offering of equity shares, the listing of the Company's shares being offered through the proposed initial public offering and any steps that the Company may take in respect thereof including the steps enumerated in the preceding paragraph including the utilization of proceeds from the Issue towards its Objects, thereafter, and this may be deemed as our consent under all the loan and other agreements entered into between us and the Company, to the extent that such consent is required under each of the said agreements.

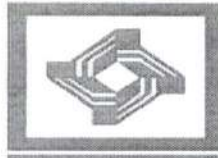
Needless to say, the Company will stand by all current commitments that the Company has to us.

G/F, PERIDOT COMPLEX, URMi SOCIETY, NEAR URMi CROSS ROAD, AKOTA, BARODA – 390007

Mobile: 99099 28887, Tele No. 0265 – 2350364, 235056& 2350674

E-mail: agmbaro3875@centralbank.co.in & bmbaro3875@centralbank.co.in





सेन्ट्रल बैंक ऑफ़ इंडिया
सेन्ट्रल बैंक ऑफ़ इंडिया
Central Bank of India

1911 से आपके लिए "केन्द्रीय" "CENTRAL" TO YOU SINCE 1911

MID CORPORATE FINANCE BRANCH, VADODARA

Further, with reference to the Facilities, we confirm that:

1. the Company has complied with and is not, nor has in the past been, in breach of any of the terms, conditions, representations, warranties and covenants in relation to the Facility;
2. all accounts maintained by the Company pursuant to the Facility are regular and satisfactorily performing;
3. the Company has not defaulted in repayment of any loan in past and/or present taken from us or payment of interest thereon and that there has been no re-scheduling of such loans or any event of default or acceleration under any Financing Agreements and we have not invoked any of our rights in relation to the security provided in relation to the Facilities;
4. there is no litigation, dispute, notice, show-cause initiated by us against the Company or against any of the directors or promoter of the Company;
5. the Company has complied with and is not, nor has in the past been, in breach of any of the terms, conditions, representations, warranties and covenants in relation to the Loans (indicated in Schedule-A) (including those relating to maintenance of certain financial ratios) and we waive all rights that we may have in case of any past non-compliance by the Company under the documentation in relation to the loans or credit facilities availed by the Company from us;
6. There has been no moratorium pursuant to COVID-19 Schemes of RBI or otherwise;
7. We have not declared the Company, its promoters or directors as willful defaulters or fraudulent borrower and there has been no CIBIL Suit filed against the Company, its promoters or directors.

We hereby also consent to be named as a lender in the offer documents and other documents in connection with the initial public offering. We hereby authorise you to deliver this letter of consent to Stock Exchange i.e. BSE SME and any other regulatory authority, as may be required. The following details with respect to us may be disclosed in the offer document:

Name: CENTRAL BANK OF INDIA

Address: MCB, BARODA BRANCH

Contact person: SHRI SHISHIR RANJAN

Telephone number: 02652960564

E-mail ID: bmbaro3875@Centralbank.co.in

We represent that our execution, delivery and performance of this consent and no objection have been duly authorised by all necessary actions (corporate or otherwise). The contents of this letter / certificate in respect of our no objection and consent may be disclosed in any document relating to the initial public offering, as may be required or appropriate in accordance with applicable laws. We agree to keep the information regarding the initial public offering, the contents of your request letter and this consent and no objection strictly confidential.

We also authorize you to deliver a copy of this letter to the Stock Exchange i.e. BSE SME, Registrar of Companies, Ahmedabad ("RoC") or any other legal/governmental/regulatory authority as may be required under any applicable laws or if requested for by any such legal/governmental/regulatory authority or by court order.

We confirm that this letter can be relied on by the Lead Manager and the Legal Advisor appointed in relation to the Issue with Offer.

This letter may be deemed to be in full force until the date of the listing of the Equity Shares of the Company on the Stock Exchange i.e. BSE SME, pursuant to the proposed initial public offering, unless cancelled by us in writing prior to such date.

G/F, PERIDOT COMPLEX, URMI SOCIETY, NEAR URMI CROSS ROAD, AKOTA, BARODA – 390007

Mobile: 99099 28887, Tele No. 0265 – 2350364, 235056& 2350674

E-mail: agmbaro3875@centralbank.co.in & bmbaro3875@centralbank.co.in



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MID CORPORATE FINANCE BRANCH, VADODARA

We confirm that we will promptly inform the Company of any change to the above information until the Equity Shares commence trading on the Stock Exchange i.e. BSE SME, pursuant to the Issue with Offer. In the absence of any such communication, the above information should be taken as updated information until the Equity Shares are listed and commence trading on the Stock Exchange i.e. BSE SME, pursuant to the Issue with Offer.

Capitalized terms, which are not defined herein, have the same meaning as in the Application.

For and on behalf of CENTRAL BANK OF INDIA,


(Shishir Ranjan)
Chief Manager
18.09.2024

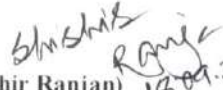

MID CORPORATE FINANCE BRANCH, VADODARA

Annexure A

(Rs. In crore)

Sr. No.	Date of sanction letter, loan agreement(s)	Name of Facility	Whether Secured / Unsecured	Total Sanctioned Limit	Term of the Loan	Outstanding as on date 01.09.2024
	Fund Based					
1.	Sanction date 10.09.2024	CC & TL	Secured	16.42	1.42	16.40
	Non Fund Based					
2.	Sanction date 10.09.2024	BG	Secured	1.57	--	1.57

For and on behalf of CENTRAL BANK OF INDIA,


 (Shishir Ranjan)
 Chief Manager



G/F, PERIDOT COMPLEX, URMI SOCIETY, NEAR URMI CROSS ROAD, AKOTA, BARODA – 390007

Mobile: 99099 28887, Tele No. 0265 – 2350364, 235056& 2350674

E-mail: agmbaro3875@centralbank.co.in & bmbaro3875@centralbank.co.in

Date: February 14, 2025

To,
The Board of Directors,
3B Films Limited
Add: SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat, India, 390007

Nirbhay Capital Services Private Limited
201, Maruti Crystal, Opp. Rajpath Club,
S.G. Highway, Bodakdev,
Ahmedabad, Gujarat-380054

(Nirbhay Capital Services Private Limited hereinafter shall be referred to as "Lead Manager(s)" or "LM(s)")

Dear Sirs,

Sub: Proposed initial public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

We, the undersigned hereby consent to act as an Underwriter to the Offer and give consent to our name being inserted as Underwriter to an Offer in the Draft Prospectus/ Prospectus to be filed with Stock Exchange where the Equity Shares of the Company are proposed to be listed and the Prospectus to be filed with the Registrar of Companies and other regulatory authorities, which the Company intends to issue and offer in respect of the proposed Public Offer of the said Equity Shares.

The terms and condition of our appointment as an Underwriter are subject to separate agreement being signed between us.

We undertake that, we are registered as Stock Broker with SEBI under Securities and Exchange Board of India (Stock-Brokers) Regulations, 1992 and can act as an Underwriter. We enclose a copy of our registration certificate as **Annexure A**. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital market issues.

We also authorise you to deliver a copy of this letter of consent to the Registrar of Companies, pursuant to the provisions of Section 26 of the Companies Act, 2013, and to other regulatory authorities as may be required.

Name: Giriraj Stock Broking Private Limited
Address: 4, Fairlie Place, HMP House, 4th Floor, Suite No- 421A, Kolkata- 700001
Tel: +91 9547473969
Fax: Nil
Email: girirajstock@yahoo.com
Website: www.girirajstock.com
Contact Person: Kuntal Laha, Director
SEBI Registration Number: INZ000212638



GIRIRAJ
Stock Broking Pvt. Ltd.

CIN: U65100WB2005PTC101507
GSTIN: 19AACCG7581R1ZO
SEBI Regn. No.: INZ000212638
Member: BSE CM (ID: 6551)
NSE CM (ID: 90318)

We further confirm that the above information in relation to me is true, correct, adequate, and 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.

This letter is for information and inclusion (in part or full) in the Offer Document or any other Offer-related material, and may be relied on by the Company, and Lead Manager. We authorize you to deliver this letter of consent to the Stock Exchange, the RoC or any other governmental or regulatory authority and /or for any other litigation purposes and /or for the records to be maintained by the LM and Company.

We confirm that prior to the commencement of trading of the Equity Shares of the Company on the Stock Exchange, if there is any change in the information provided hereinabove; I undertake to forthwith apprise the Company and the Lead Manager of the same. In the absence of any such communication, the above information should be taken as updated information until the listing and trading of the Equity Shares of the Company pursuant to the Offer.

We also confirm to the inclusion of this letter as a part of "*Material Contract and Documents for Inspection*" in connection with this Offer which will be available for public inspection from the date of the filing of the Draft Prospectus / Prospectus until the Bid Closing date (including on the website of the Company).

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

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Offer Documents, as the case may be.

Yours Faithfully,

For Giriraj Stock Broking Private Limited
GIRIRAJ STOCK BROKING PVT. LTD.

Kuntal Laha

Director

(Kuntal Laha)
Director
(DIN: 08086873)

Enclosure: Annexure A



फॉर्म-घ / FORM D

भारतीय प्रतिभूति और विनियम बोर्ड

(स्टॉक दलाल) विनियम, 1992

(विनियम 6 एवं 10ख)

Securities and Exchange Board of India

(STOCK-BROKERS) REGULATIONS, 1992

(Regulations 6 and 10B)

प्रमाणपत्र सं. / Certificateno. 4572

रजिस्ट्रीकरण प्रमाणपत्र

CERTIFICATE OF REGISTRATION

1. बोर्ड, भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 (1992 का 15) [सेबी अधिनियम] के अधीन बनाए गए विनियमों के साथ पठित सेबी अधिनियम, 1992 की धारा 12 की उप-धारा (1) द्वारा प्रदान की गई शक्तियों का प्रयोग करते हुए एतद्वारा

In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the regulations made thereunder, the Board hereby grants a certificate of registration to

GIRIRAJ STOCK BROKING PRIVATE LIMITED

**4 FAIRLIE PLACE, HMP HOUSE, 4TH FLOOR, SUITE NO.-421A,
KOLKATA, 700001**

WEST BENGAL**INDIA****AACCG7581R**

को प्रतिभूतियों (सिक्यूरिटीज) को खरीदने, बेचने या उनमें लेनदेन करने के लिए / किए गए ट्रेड के समाशोधन और निपटान के लिए तथा ऐसे अन्य कार्य करने के लिए जिसकी अनुमति स्टॉक एक्सचेंज (एक्सचेंजों) / समाशोधन निगम (निगमों) द्वारा दी गई हो

as a (स्टॉक दलाल / Stock Broker)

(समाशोधन सदस्य / Clearing Member)

के रूप में रजिस्ट्रीकरण प्रमाणपत्र प्रदान करता है, बशर्ते कि बोर्ड द्वारा समय-समय पर निर्धारित की गई शर्तों का पालन किया जाए

for carrying on the activities of buying, selling or dealing in securities / clearing and settlement of trades and for carrying on such other activities as are permitted by stock exchanges(s) / clearing corporations(s), subject to the conditions specified therefor, from time to time, by the Board.

2. रजिस्ट्रीकरण संख्या है :

Registration Number is : **INZ000212638**

3. यह प्रमाणपत्र 18/07/2024 से तब तक मान्य रहेगा जब तक इसे बोर्ड द्वारा विनियमों के अनुसार निलंबित या रद्द न कर दिया जाए ।

This certificate shall be valid from 18/07/2024 till it is suspended or cancelled in accordance with the Regulations.

आदेश द्वारा

भारतीय प्रतिभूति और विनियम बोर्ड

के लिए और की ओर से

By order

For and on behalf of

स्थान /Place: Mumbai

तारीख /Date: 18/07/2024

GIRIRAJ STOCK BROKING PVT. LTD.*Kuntal Laha***Director****Securities and Exchange Board of India****NARENDRA****RAWAT**

प्राधिकृत हस्ताक्षरकर्ता / Authorised Signatory

Digitally signed by NARENDRA
RAWAT
Date: 2024.07.18 15:01:27 +05'30'



NIRBHAY
CAPITAL SERVICES PRIVATE LIMITED

CATEGORY - I MERCHANT BANKER
(CIN-U67120GJ2006PTC047985)

Date: 11/11/2024

To,
The Board of Directors
3B Films Limited
SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat-390007, India

Dear Sir / Madam,

Sub: Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

We, the undersigned, do hereby **Consent to act as Lead Manager to the Offer** and to our name being inserted as a Lead Manager to the Issue ("LM") in the Draft Prospectus/the Prospectus to be filed by the Company with stock exchange where the Equity Shares of the Company are proposed to be listed and for the purpose of registration with the Registrar of Companies (the "RoC") in respect of the proposed Issue and any other document to be issued or filed in relation to the proposed Issue (collectively, the "**Offer Documents**"), pursuant to the provisions of Section 26 and Section 32 of the Companies Act, 2013. Further, the following details with respect to us may be disclosed in the Offer Documents:

Name: Nirbhay Capital Services Private Limited

Address: 201, Maruti Crystal, Opp. Rajpath Club, S.G Highway, Bodakdev,
Ahmedabad, Gujarat - 380054, India.

Tel : +91 79 48970649

M No.: +91 9825052071

E-mail: kunjal@nirbhaycapital.com

Investor Grievance e-mail: ipo@nirbhaycapital.com

Website: <http://nirbhaycapital.com>

Contact Person: Kunjal Soni

SEBI Registration Number: INM000011393

We further confirm that the above information in relation to us is true and correct.

We enclose a copy of our registration certificate as **Annexure**. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital market issues.

We further confirm that we are not an associate of the Company in terms of the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended.

We undertake to inform the Company promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock exchange. In the absence of any such communication from us, the above mentioned information should be considered as



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NIRBHAY
CAPITAL SERVICES PRIVATE LIMITED

CATEGORY - I MERCHANT BANKER
(CIN-U67120GJ2006PTC047985)

updated information until the Equity Shares commence trading on the Stock exchange, pursuant to the Offer.

This letter may be relied upon by the legal advisor appointed in relation to the Offer. We hereby consent for submission of this letter to the Securities and Exchange Board of India, Stock exchange, RoC and any other authority as may be required by law.

Capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents.

Yours faithfully,

For, Nirbhay Capital Services Private Limited

Name: Bharat Shah
Designation: Managing Director
DIN: 00587810



Place: Ahmedabad

Encl.: As Above

TRUST WITHOUT FEAR



NIRBHAY
CAPITAL SERVICES PRIVATE LIMITED

CATEGORY - I MERCHANT BANKER
(CIN-U67120GJ2006PTC047985)

Consent Letter

Date: 14.02.2025

To,
The Board of Directors
3B Films Limited
SF 220 Pancham Icon,
Besides D-Mart, Vasna Road,
Vadodara, Gujarat-390007, India

Dear Sir/Madam,

Sub: - Proposed public offering of equity shares of Rs. 10/- each (the "Equity Shares") of 3B Films Limited (the "Company" and such offering, the "Offer")

I, the undersigned, Managing Director of Nirbhay Capital Services Private Limited duly authorized by the Board, hereby give our consent to our name being inserted as Underwriter in the Draft Prospectus/Prospectus or any other document related to the Offer of 3B Films Limited ("Offer Documents") to be filed with the stock exchange, Securities and Exchange Board of India, the concerned Registrar of Companies or any other statutory or governmental authorities in respect of the Offer.

We authorize you to disclose the following details in the Offer Documents of the Company:

Name	: Nirbhay Capital Services Private Limited
Address	: 201, Maruti Crystal, Opp. Rajpath Club, S.G Highway, Bodakdev, Ahmedabad-380054, Gujarat, India
Tel No.	: +91 79 48970649
Fax No.	: N.A.
Email Id	: kunjal @nirbhaycapital.com
Contact Person	: Mr. Kunjal Soni
Website	: http://nirbhaycapital.com
SEBI Registration No.	: INM000011393
CIN	: U67120GJ2006PTC047985

We further hereby authorize to the extracts of this consent being used in the Offer Documents of the Company in connection with the Offer. We also authorize you to the submission of this consent as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in connection with the Offer and in accordance with applicable laws.

We enclose a copy of our registration certificate as **Annexure**. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital market issues.

We undertake to inform the Company promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock exchange. In the absence of any such communication from us, the above mentioned information should be considered as updated information until the Equity Shares commence trading on the Stock exchange, pursuant to the Offer.



TRUST WITHOUT FEAR



NIRBHAY
CAPITAL SERVICES PRIVATE LIMITED

CATEGORY - I MERCHANT BANKER
(CIN-U67120GJ2006PTC047985)

This letter may be relied upon by the legal advisor appointed in relation to the Offer. We hereby consent for submission of this letter to the Securities and Exchange Board of India, Stock exchange, RoC and any other authority as may be required by law.

Capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents.

Yours faithfully,
For Nirbhay Capital Services Private Limited

Bharat Shah
Managing Director
DIN: 00587810



Place: Ahmedabad

Encl.: As Above

TRUST WITHOUT FEAR