



Consent Letter

To
The Board of Directors,
Suba Hotels Limited
Hotel Suba Star, Judges Bungalow Road,
Near Akash Tower,
Bodakdev, Ahmedabad - 380015 (the “Company”)

To
Unistone Capital Private Limited
305, A Wing, Dynasty Business Park
Andheri Kurla Road, Andheri (East),
Mumbai, 400059 (the “Book Running Lead Manager”)

Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares”) of Suba Hotels Limited (the “Company” or the “Issuer”)

Dear Sir(s),

We, **Sharma Anil & Co., Chartered Accountants (Firm Registration Number: 167175W)**, the Independent Chartered Accountant of the Company, hereby consent to use in the red herring prospectus (“RHP”) and the prospectus (“Prospectus”), to be filed / registered by the Company in respect of the Issue with Securities and Exchange Board of India (“SEBI”), the Emerge Platform of National Stock Exchange of India Limited (the “Stock Exchange”) and the Registrar of Companies, Gujarat at Ahmedabad (“RoC”), as applicable, of our (i) examination report dated 5th September, 2025 on the restated audited financial statements for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023; prepared in terms of the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), Part I of Chapter III of the Companies Act, 2013 (“Companies Act, 2013”) and Indian Accounting Standards and any other law as may be applicable; and (ii) the ‘Statement of Tax Benefits’ dated 19th September, 2025 applicable to the Company and its shareholders, which may appear in such, RHP and the Prospectus, and any other document in relation to the Issue.

We also consent to references to us as “Independent Chartered Accountant” in such RHP and the Prospectus, and any other documents to be issued in relation to the Issue, as may be required. We further consent to be named as an “expert” as defined under Section 2(38) of the Companies Act, 2013, read with Section 26(5) of the Companies Act, 2013.

We further consent to the inclusion of the following details in relation to us in the RHP and Prospectus, and any other documents to be issued in relation to the Issue:

Name:	Sharma Anil & Co., Chartered Accountants
Address:	B-601 Padmashree CHS Ltd, 100 Feet Road Vasai Road West
Telephone No.:	+91-88506 84607
Contact Person:	Anil Kumar Sharma
Membership No:	167175
E-mail ID:	Anilsharmaca1988@gmail.com
Firm Registration Number:	167175W
Designation:	Proprietor

We, hereby confirm that, we are not and have not been engaged or interested in the formation or promotion or management of the Company.

The above consents are subject to the condition that we do not accept any responsibility for any reports or matters (including information sent to Merchant Bankers) or letters included in the RHP or the Prospectus. Neither our affiliates nor we shall be liable to any investor or merchant bankers or any other third party in respect of the proposed offering. Further, the Company agrees to indemnify our affiliates and us and hold harmless from all third party (including investors and merchant bankers) claims, damages, liabilities and costs arising consequent to our giving consent.

Nothing in the preceding paragraph shall be construed to (i) limit our responsibility for or liability in respect of, the reports we have issued, covered by our consent above and are included in the RHP or the Prospectus or (ii) limit our liability to any person which cannot be lawfully limited or excluded under applicable laws or regulations or guidelines issued by applicable regulatory authorities.

We hereby confirm that while providing this certificate we have complied with the Code of Ethics issued by the Institute of Chartered Accountants of India.

This letter may be relied on by the Company, the Book Running Lead Manager and the legal counsel appointed in respect of the Issue



for disclosures in the RHP, the Prospectus and for clarifications / submissions issued to any regulatory authority in relation to the Issue, including (but not limited to) RoC, the Stock Exchange and SEBI. We also authorize you to deliver this letter of consent to the Stock Exchange, RoC, SEBI pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made thereunder, or any other governmental or regulatory authority as may be required.

We confirm that we will immediately inform the Company and the Book Running Lead Manager appointed as such for the purpose of the Issue, of any changes to the information stated in this letter till the date the Equity Shares of the Company commence trading on the Stock Exchange. In the absence of any such communication, the information stated in this letter should be taken as updated information until the date of commencement of listing and trading of the Equity Shares of the Company on the Stock Exchange, pursuant to the Issue.

We represent that our execution, delivery and performance of this consent has been duly authorised by all necessary actions (corporate or otherwise).

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

Terms capitalised and not defined herein shall have the same meaning as ascribed to them in the Red Herring Prospectus.

Yours faithfully,
For and on behalf of

For Sharma Anil & Co.

Chartered Accountants

Firm Registration No: 146205W

Anil Kumar Sharma

Proprietor

Membership No: 167175

UDIN: **25167175BMLHJU4048**

Place: Mumbai

Date: 19th September 2025

CC:

Legal Advisor to the Issue:

Rajani Associates, Advocates and Solicitors

204-207, Krishna Chambers,

59, New Marine Lines,

Mumbai-400020,

Maharashtra, India.