



September 26, 2024

**PARMOD G. GUPTA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**(A Peer Reviewed Firm)**

To,  
The Board of Directors,  
**DEEPAK BUILDERS & ENGINEERS INDIA LIMITED**  
Ahluwalia Chambers, 1st Floor, Plot No. 16 & 17,  
Local Shopping Centre, Madangir, Near Pushpa Bhawan  
South Delhi, New Delhi – 110 062, India

Dear Sirs,

**Re: Proposed initial public offering of equity shares of face value of Rs. 10 each (the "Equity Shares") of Deepak Builders & Engineers India Limited (the "Company") (the "Offer" or "IPO")**

**Sub: Consent for inclusion of name and other information in the Offer Documents**

We, Parmod G. Gupta & Associates, Chartered Accountants, the Statutory Auditor of the Company, hereby consent to the inclusion of, and use in, the Red Herring Prospectus, Prospectus, the Abridged Prospectus and any other addendum thereto of the Company to be submitted/filed with the Securities and Exchange Board of India ("SEBI"), the Registrar of Companies, Delhi and Haryana ("ROC") and the stock exchanges, or any other material (including in any corporate or investor presentation made by or on behalf of the Company) to be issued in relation to the Offer (together referred as "Offer Documents"): (i) our name as statutory Auditors of the Company; (ii) the restated consolidated audited financial statements of the Company for the financial years ended March 31, 2022, March 31, 2023, March 31, 2024 and stub period of three month ending June 30, 2024, prepared in accordance with Indian Accounting Standards, as per the requirements specified in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Companies Act, 2013, as amended and 'Guidance Note on the Reports in Company Prospectuses (revised 2019)' issued by Institute of Chartered Accountants of India ("ICAI"), and our examination report thereon dated August 20, 2024 issued thereon (the "Restated Financial Statements"); and (iii) the statement of special tax benefits prepared by us dated September 26, 2024.

We also consent to be named as the Statutory Auditors to the Company and to the inclusion of references to us in the Offer Documents in relation to the captioned Offer. The following information in relation to us may be disclosed:

**Parmod G Gupta & Associates, Chartered Accountants**

Unique Tower, 3<sup>rd</sup> floor  
Adjoining BOB & UBOI Bank  
Pakhawal Road, Ludhiana - 141 002  
Punjab, India  
Tel: +91 98151 18193  
Email: [parmodg.ca@gmail.com](mailto:parmodg.ca@gmail.com)  
ICAI Firm Registration Number: 018870N  
Peer Review Number: 013791  
Contact Person: Parmod G Gupta

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, in relation to the above-mentioned financial information, our examination report thereon, and the statement of special tax benefits included in the Offer Documents.

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 which are included in the Offer Documents of the Company and/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 ; and/or (iii) limit our liability to the book running lead manager to the Offer namely, Fedex Securities Private Limited

We also authorise you to deliver a copy of this letter of consent pursuant to the provisions of the Companies Act, 2013 to SEBI, ROC, the stock exchanges or any other regulatory authorities as required by law and any other authority as may be required and / or for the records to be maintained by the BRLM in connection with the Offer and in accordance with applicable law.

Unique Tower, 3<sup>rd</sup> Floor, Adjoining BOB & UBOI, Pakhowal Road, Ludhiana-141002 (PB.) Ph.: 0161-4628193  
Mob.: 98151-18193, Email: [parmodg.ca@gmail.com](mailto:parmodg.ca@gmail.com), [parmodg\\_ca@yahoo.co.in](mailto:parmodg_ca@yahoo.co.in)





**PARMOD G. GUPTA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
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We confirm that the information herein is true, fair, correct, complete, accurate, not misleading and does not contain any untrue statement of a material fact nor omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading and adequate to enable investors to make a well-informed decision.

This certificate may be relied upon by the Company, BRLM and Legal Counsel appointed in relation to the Offer. This certificate is for information and for inclusion in the Draft Red Herring Prospectus, Red Herring Prospectus, Prospectus, the Preliminary International Wrap/Offering Memorandum, the Abridged Prospectus and any other addendum thereto of the Company to be submitted/filed with the Securities and Exchange Board of India, the Registrar of Companies, Delhi and Haryana ("ROC") and the stock exchanges, or any other material (including in any corporate advertisement or investor presentation made by or on behalf of the Company) to be issued in relation to the Offer prepared in connection with the Offer or any other document to be issued or filed in relation to the Offer, and for the submission of this certificate as may be necessary, to any regulatory / statutory authority, stock exchanges, any other authority as may be required and / or for the records to be maintained by the BRLM in connection with the Offer, and in accordance with applicable law, and for the purpose of any defense the BRLM may wish to advance in any claim or proceeding in connection with the contents of this certificate.

We confirm that any changes to the above that come to our attention will immediately be intimated to the BRLM and the Legal Counsel to the Offer in writing till the date the Equity Shares of the Company commences trading on the stock exchanges. In the absence of any communication from us, you may assume that there is no change in respect of the matters covered in this letter.

We hereby indemnify and keep indemnified, saved, defended and harmless the Book Running Lead Manager and the Legal Counsel to the Offer of the Company and all persons claiming under them ("Indemnified Persons"), from and against all losses and/or damages arising as a result of the aforementioned representations made by me/us in order to disclose details of the same in the Offer Documents, for the Offer or arising as a result of any notices, proceedings, litigations, claims, penalties, demands and costs that may be made and/or raised on the Indemnified Persons by any concerned authority(ies) and/or with regard to any matter arising in connection thereto or otherwise by reason of the matter contemplated herein and/or sustained by the Book Running Lead Manager and/or Legal Counsel to the Offer as a result of any statements, representations, assurances, confirmations hereinunder given being untrue.

All capitalized terms not defined hereinabove shall have the same meaning as defined in the Offer Documents.

Yours sincerely,

For Parmod G Gupta & Associates,  
Chartered Accountants

*Parmod Gupta*

PARMOD GUPTA

PARTNER

ICAI Firm Registration Number: 018870N

Peer Review Number: 013791

UDIN: 24096109BKDSIC7189



CC:

1. Fedex Securities Private Limited (BRLM)
2. Vidhigya Associates, Advocates (Legal Counsel to the Offer)