
Consent Letter from the Independent Chartered Accountant

Date: August 31, 2026

To,

The Board of Directors,
Pranav Constructions Limited
Unit No. 1001, 10th Floor, DLH Park
Near MTNL, S.V. Road
Goregaon West, Mumbai – 400 104

Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (Equity Shares) by Pranav Constructions Limited (Company) through a fresh issue of Equity Shares and an offer for sale of the Equity Shares by Selling Shareholder (Offer).

Dear Sirs,

We, M/s Agrawal Jain & Gupta, peer reviewed (Peer Review Certificate No. 015239) Chartered Accountants firm (*Firm Registration Number-013538C*) in terms of Section 2(17) of the Companies Act, 2013 (**Companies Act**) as amended, hereby give our consent to our name being included as the 'Independent Chartered Accountant' of the Company and further, to include our name as an "expert", in terms of Section 2(38) read with Section 26(5) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, as amended, in respect of the certificates issued by us, a list of which is annexed at **Annexure A**, hereof in the Red Herring Prospectus (**RHP**), Prospectus (**Prospectus** and together with the RHP, the **Offer Documents**), to be filed with the Registrar of Companies, Mumbai – I, at Mumbai (**ROC**) and submitted to the Securities and Exchange Board of India (**SEBI**), and the BSE Limited (**BSE**) and the National Stock Exchange of India Limited (**NSE** and together with the **BSE**, the **Stock Exchanges**) in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**SEBI ICDR Regulations**), and the companies Act 2013, with respect to the Offer, any other regulatory or governmental authorities, and in any other material used in connection with the Offer. We also consent to this letter to be uploaded on the website of the Company.

This letter does not impose any obligation on the Company to include in any Offer Documents all or any part of the information with respect to which consent for disclosure is being granted pursuant to this letter.

We confirm that we do not have any relationship with the Company, its directors, promoters, or its key managerial personnel. Further, we authorize you to include this letter as a "**Material Contract and Document for Inspection**" in the Offer Documents, as required to make this letter available for inspection in accordance with the applicable law. We also consent to this certificate and the documents annexed to this certificate to be uploaded on the websites of the Company and the BRLMs and on the website, repository and, or the database of the Stock Exchanges We hereby give our consent to include this certificate as part of the section titled 'Material Contracts and Documents for Inspection' in the Offer Documents which, to the extent applicable, will be available to the public for inspection and authorize you to make this certificate available for inspection in accordance with applicable law.

We confirm that we have not been engaged or interested in the formation or promotion or in the management of the Company. We also confirm that we have complied with the Code of Ethics issued by the ICAI.

We undertake to update you, in writing, of any change in the above-mentioned disclosures until the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges, pursuant to the Offer. We agree to keep the information regarding the Offer strictly confidential.

This letter is for information and for inclusion, in part or in full, in the Offer Documents or any other Offer related material, and may be relied upon by the Company, the Book Running Lead Managers and the legal advisor to the Offer. We hereby consent to the extracts of this certificate being used in the RHP to be filed with the SEBI and the Stock Exchanges, and the RHP and the Prospectus, to be filed with the RoC and submitted to the SEBI, and the Stock Exchanges with respect to the Offer, and in any other material used in connection with the Offer and on the website of the Company in connection with the Offer. We hereby also consent to the submission and disclosure of this consent as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory or governmental authorities, and, or, for any other litigation purposes and, or, for the records to be maintained by the Book Running Lead Managers, in accordance with applicable law and for disclosure on the websites of the Company.

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

For Agrawal Jain & Gupta

ICAI Registration No.: 013538C

Peer Review Certificate No. 015239

Gaurav Jain

Partner

Membership No.: 405875

Place: Mumbai

Date: August 31, 2026

UDIN: 26405875JIVOBO1911

Cc:

Centrum Capital Limited

Level 9, Centrum House,
C.S.T. Road, Vidyanagari Marg,
Kalina, Santacruz (East)
Mumbai – 400 098
Maharashtra, India.

and

PNB Investment Services Limited

PNB Pragati Towers, 2nd Floor,
Plot No. C-9, G-Block,
Bandra Kurla Complex, Bandra(E),
Mumbai - 400 051.

Legal Counsel to the BRLMs

Bharucha & Partners

13th Floor, Free Press House,
Free Press Journal Marg,
Nariman Point,
Mumbai – 400 021,
Maharashtra, India.

Legal Counsel to the Company

Trilegal

One World Centre,
10th floor, Tower 2A & 2B,
Senapati Bapat Marg, Lower Parel
Mumbai 400 013
Maharashtra, India

ANNEXURE A

1. Consent Letter from the Independent Chartered Accountant.
2. Certificate on related party transactions.
3. Certificate on outstanding dues to creditors, material creditors and MSMEs
4. Certificate on Financial Indebtedness
5. Certificate on group companies and their financial information
6. Certificate on significant transactions with group companies and associates
7. Certificate on non-payment of statutory dues and contingent liabilities
8. Certificate on details of price of specified securities and weighted average cost to promoters, promoter group, and others for acquisition of shares
9. Certificate on issue of bonus shares in relation to compliance with the Companies Act, 2013 and/or Companies Act, 1956, as the case may be.
10. Certificate on outstanding loans and advances to / from Promoters, Promoter Group and Directors
11. Certificate on Dividend Distribution
12. Certificate in case of any non-material acquisition/divestments after the last audited balance sheet date
13. Certificate on Insurance Coverage
14. Certificate on Share Capital Build-up
15. Certificate on Directors, KMP and SMP Remuneration
16. Certificate on Operational Data and other financial information
17. Certificate on Accounting Policies
18. Certificate on material development from the last audited financial statements
19. Certificate on Key Performance Indicators
20. Certificate on Basis for Issue Price
21. Certificate on Auditor reservations, qualifications, matter of emphasis and adverse remarks
22. Certificate on Material Frauds
23. Certificate on SEBI General Orders
24. Certificate on Tax Litigation
25. Certificate on other financial information and identification of material subsidiaries
26. Certificate on compliance with eligibility Criteria
27. Certificate on firm arrangement
28. Certificate on Capitalization Statement