VISHAL BHAKHAR & ASSOCIATES

Practising Company Secretary

(Peer Reviewed)

CS. Vishal Bhakhar
ACS, LLB, B.M.S.

Date: 25/09/2026

To
The Board of Directors
PENTACLE CONSULTANTS (I) LIMITED
(formerly known as Pentacle Consultants (I) Private Limited)
Unit No. A-1709, 17th Floor,
One Lodha Place, Senapati Bapat Marg,
Lower Parel, Delisle Road,
Mumbai – 400013.

Sub: Proposed initial public offering of equity shares of ₹ 10 (the "Equity Shares") by Pentacle Consultants (I) Limited *(formerly known as* Pentacle Consultants (I) Private Limited) (the "Company") comprising of a fresh issue of the Equity Shares ("Fresh Issue") and an offer for sale of Equity Shares by the promoter selling shareholder of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer").

Dear Sir / Madam,

I, **VISHAL R. BHAKHAR**, Proprietor of **M/s VISHAL BHAKHAR & ASSOCIATES, Practising Company Secretaries,** bearing Membership No. **A65482** and Firm Registration No. **S2021MH802900**, am an independent Company Secretary in Practice, holding Certificate of Practice No. **24530** and Peer Review Certificate No. **6540/2025**, dated **18th March, 2025**, issued by the **Peer Review Board of the Institute of Company Secretaries of India**, valid up to **31st March, 2030.**, hereby consent to my name being inserted as an "expert", as defined under Section 2(38) of the Companies Act, 2013, as amended, and the rules framed thereunder, and to the inclusion of the information provided by me, as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, in relation to the secretarial due diligence of the Company, including the review of its corporate records, statutory registers, filings, corporate compliances and other secretarial matters, and to issue a **Secretarial Due Diligence Report ("SDDR")** in connection with the proposed Initial Public Offering of the Company.

I further consent to my details, as contained in **Annexure A** hereto, being included in the draft red herring prospectus ("DRHP") proposed to be filed by the Company with the Securities and Exchange Board of India ("SEBI"), BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE" and together with BSE, the "Stock Exchanges"), where the Equity Shares are proposed to be listed, and in the red herring prospectus ("RHP"), prospectus ("Prospectus") and any other Offer-related documents intended to be filed with the Registrar of Companies, Maharashtra at Mumbai ("RoC"), and thereafter with SEBI, the Stock Exchanges or any other regulatory or statutory authority, as applicable, and in any publicity material, press release, presentation or other document in relation to the Offer (collectively, the "Offer Documents").

I confirm that I am not, and have not been, engaged or interested in the formation, promotion or management of the Company. I further confirm that I am independent and do not have any

VISHAL BHAKHAR & ASSOCIATES MEM NO 65482 COP NO 24530 COMPANY SECRETARIES

#109A, Ajanta Square Mall, Market Raod, Near Borivali - Court, Borivali (W), Mumbai - 400092.

Mobile No: 9819158531

E mail: csvishalbhakhar@gamil.com

relationship with the Company, its promoters, directors or key managerial personnel, except as may be disclosed in the Offer Documents.

The details as contained in **Annexure A** with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer.

This certificate 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 certificate.

I represent that our execution, delivery and performance of this consent have been duly authorised by all necessary action as applicable.

I undertake to keep strictly confidential the details of the proposed capital raising, the request received by me in relation to the Offer and this consent letter, except where disclosure is required for the purposes of the Offer or under applicable law.

I further confirm that the information provided by me in relation to myself is true, correct and adequate for investors to make a well-informed decision..

I agree to keep the information regarding the Offer strictly confidential, save and except for disclosures required for the purposes of the Offer and/or as may be required under applicable law.
I confirm that I shall immediately communicate, in writing, any changes to the above information to the Company, the **Book Running Lead Manager ("BRLM")** and the legal counsel to the Offer until the date on which the Equity Shares of the Company commence trading on the Stock Exchanges. In the absence of any such communication from me, the BRLM and the legal counsel to the Offer may assume that there has been no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer..

This consent letter is being issued 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 BRLM and the legal counsel to the Offer in connection with the Offer. I hereby consent to the submission of this consent letter, as may be necessary, to SEBI, the RoC, the Stock Exchanges and any other regulatory or statutory authority and/or for the records to be maintained by the BRLM, and for the purposes of applicable law, including in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation..

I further authorise the BRLM to upload this consent letter on the document repository platform set up by the Stock Exchanges, in accordance with SEBI circular no. SEBI/HO/CFD/CFD-TPD-1/P/CIR/2024/170 dated December 5, 2024, read with regulation 14 of the SEBI (Merchant Bankers) Regulations, 1992, as amended from time to time, including any statutory modification(s), amendment(s), re-enactment(s) or replacement thereof.

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I also consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date as well as will be uploaded on the website 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 maybe.

Yours faithfully,

For VISHAL BHAKHAR & ASSOCIATES
Practising Company Secretary

VISHAL BHAKHAR & ASSOCIATES ★ COMPANY SECRETARY ★ MEM. NO.65482 COP. NO.24530

Membership No: A65482
Certificate of Practice No: 24530
Peer Review Number: 6540/2025
Firm registration Code: S2021MH802900
UDIN: A065482H001601027
Date: 25/09/2026
Place: Mumbai

Encl.: As above

Cc:

Book Running Lead Manager
M/s Socradamus Capital Private Limited
2402 C&D 24th Floor A Wing Marathon Futurex
Mafatlal Mills Compound Lower Parel
Mumbai 400013

Legal counsel to the Offer
M/s Rajani Associates
Advocates and Solicitors
204-207 Krishna Chambers
59 New Marine Lines

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Annexure A

Name:	VISHAL BHAKHAR & ASSOCIATES
Correspondence Address:	#109A, Ajanta Square Mall, Market Road, Near Borivali - Court, Borivali (W), Mumbai - 400092.
Tel No.:	9819158531
E-mail:	csvishalbhakhar@gamil.com/ csbhakhar9@gmail.com
Contact Person:	CS VISHAL BHAKHAR
Membership No.:	A65482
Certificate of Practice No.:	24530

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