Gaurang Rajesh Shah

Chartered Accountant and Registered Valuer (S&FA - IBBI)

September 18, 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").

I, **Gaurang Rajesh Shah,** (DIN: 10653230) do hereby confirm that I am the Independent Director of the Company and hereby consent to my name being included as a "**Independent Director**" of the Company, along with my DIN, address, qualifications, work experience and other information as provided by me and as required under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI ICDR Regulations"), in the **draft red herring prospectus ("DRHP") and the draft abridged prospectus ("Draft Abridged Prospectus")**, which are intended to be filed by the Company with the Securities and Exchange Board of India ("**SEBI**"), **BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE", together with BSE, the "Stock Exchanges")**, the **red herring prospectus ("RHP"), the prospectus ("Prospectus") and the abridged prospectus ("Abridged Prospectus")**, which are intended to be filed with the Registrar of Companies, Maharashtra at Mumbai ("**RoC**") and thereafter with SEBI and the Stock Exchanges, and in any publicity material, press release, presentation or any other offer-related documents intended to be filed with any other authority, as may be applicable, in relation to the Offer (collectively, the "**Offer Documents**").

I confirm that the above information in relation to us is true and is adequate for investors to make a well-informed decision.

I agree to keep the information regarding the Offer strictly confidential, save and except disclosures required for the purpose of the Offer and/ or as may be required by applicable law.

I confirm that I will immediately communicate any changes, in writing, to the above information to the Company, book running lead manager **("Book Running Lead Manager")** and legal counsel to the Offer until the date when the equity shares commence trading on the Stock Exchanges. In the absence of any such communication from me, the Book Running Lead Manager and the legal counsel to the Offer, can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This consent 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 Manager and the legal counsel in relation to the Offer. I hereby consent to the submission of this consent letter as may be necessary to the SEBI, the RoC, the relevant Stock Exchanges and any other regulatory authority and/or for the records to be maintained by the Book Running Lead Manager and in accordance with applicable law or in seeking to establish a defense in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

9833237709 || gaurang@vgrsandassociates.com
V G R S AND ASSOCIATES, 523-524, Bonanza "A", Sahar Plaza,
Nr J B Nagar Metro Station, Andheri East, Mumbai – 400 059

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.

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,



Gaurang Rajesh Shah
Independent Director
DIN: 10653230

Cc:

Book Running Lead Manager

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

Rajani Associates
Advocates and Solicitors
204-207 Krishna Chambers
59 New Marine Lines