

Consent Letter

Dated: August 21, 2026

To,

The Board of Directors
Kanohar Electricals Limited
Rithani Delhi Road
Meerut 250 103
Uttar Pradesh, India

Nuvama Wealth Management Limited
801 - 804, Wing A
Building No 3, Inspire BKC
G Block, Bandra Kurla Complex
Bandra East
Mumbai 400 051
Maharashtra, India

IIFL Capital Services Limited
(formerly known as IIFL Securities Limited)
24th Floor, One Lodha Place
Senapati Bapat Marg, Lower Parel (West)
Mumbai 400 013
Maharashtra, India

(Nuvama Wealth Management Limited, IIFL Capital Services Limited *(formerly known as IIFL Securities Limited)* and any other book running lead managers who may be appointed in relation to the Offer are collectively referred to as the **"Book Running Lead Managers"** or the **"BRLMs"**)

Dear Sirs/Madams,

Subject: Consent for inclusion of name as an expert in the Offer Documents and peer review certificate

Re: Proposed initial public offering of equity shares (the "Equity Shares") by Kanohar Electricals Limited (the "Company") comprising of a fresh issue of Equity Shares ("Fresh Issue") and an offer for sale of Equity Shares by certain shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer").

We, S S Kothari Mehta & Company, Chartered Accountants, are the statutory auditors of the Company (**"Statutory Auditors"**). We hereby give our consent to include our name as an "expert", in terms of Section 2(38) read with Section 26(5) of the Companies Act, 2013, as amended (the 'Companies Act'), and further as the Statutory Auditors of the Company and references to us as required in terms of Section 26 and any other applicable provisions of the Companies Act, we consent to the inclusion of, the red herring prospectus (**"Red Herring Prospectus"** or **"RHP"**) and the prospectus (**"Prospectus"**) of the Company to be filed with the Registrar of Companies, Uttar Pradesh-II at Noida (**"ROC"**), and thereafter with Securities and Exchange Board of India (**"SEBI"**), and the BSE Limited (**"BSE"**) and the National Stock Exchange of India Limited (**"NSE"**), and together with BSE, the **"Stock Exchanges"**, or any other material such as



- (i) The restated financial information of the Company for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, prepared in accordance with the Indian Accounting Standards referred to and notified in the Companies (Indian Accounting Standards) Rules, 2015 (“**Ind AS**”) the requirements of Section 26 of Part I of Chapter III of the Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India (“**ICAI**”), as amended from time to time (the “**Restated Financial Information**”) and our examination report thereon dated August 20, 2026 (the “**Examination Report**”); and
- (ii) The statement of special tax benefits prepared by us dated August 21, 2026 (the “**Special Tax Benefits Statement**”) to be issued in relation to the Offer (together with RHP and Prospectus the “**Offer Documents**”).

We also consent to the inclusion of references to us as the “Statutory Auditor” of the Company under the sections or headings “Definitions and Abbreviations”, “General Information”, “Other Regulatory and Statutory Disclosures” and any other sections in Offer Documents to be issued, registered or filed in relation to the Offer, as may be required. The following information in relation to us may be disclosed:

Name: S S Kothari Mehta & Company, Chartered Accountants
Address: Plot no 68, Okhla Industrial Area, Phase -III, New Delhi 110 020
Tel.: 011-46708888
Peer Review Certificate number: 018327 (attached as Annexure A)
Firm Registration Number: 022150N
Email: n.aggarwal@sskmin.com

The above consents are subject to the condition that we do not accept any responsibility for any reports or matters including information sent to the BRLMs or letters included in the Offer Documents Neither we nor our affiliates 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 us and our affiliates 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

- a) limit our responsibility for or liability in respect of, the examination report and special tax benefits statement, covered by our consent above and are included in the Offer Documents or
- b) 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 consent to the submission of this certificate as may be necessary to the SEBI, the ROC, the Stock Exchanges and for the records to be maintained by the BRLMs, in accordance with applicable law.

This letter of consent is not intended for general circulation or publication and is not to be reproduced or used for any other purpose without our prior consent in writing, other than for the purpose stated herein.

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



S S KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

Yours faithfully,

For S S Kothari Mehta & Company

Chartered Accountants

ICAI Firm Registration Number: 022150N

Naveen Aggarwal

(Partner)

Membership No: 094380

UDIN: 26094380TEPDZF2614

Place: New Delhi



Legal Counsel to the BRLMs

Talwar Thakore & Associates

3rd Floor, Kalpataru Heritage

127, M. G. Road

Fort, Mumbai 400 001

Maharashtra, India

Legal Counsel to the Company

Trilegal

One World Centre

10th Floor, Tower 2A & 2B,

Senapati Bapat Marg,

Lower Parel (West),

Mumbai- 400013

**S S KOTHARI MEHTA
& COMPANY**
CHARTERED ACCOUNTANTS

Annexure A



The Institute of Chartered Accountants of India

(Setup by an Act of Parliament)

Peer Review Board

Peer Review Certificate No.: 018327

This is to certify that the Peer Review of

M/s S S Kothari Mehta & Company

Plot No. 9,

Sector-22, IT Park,

Panchkula-134112

FRN.: 022150N

has been carried out for the period

2021-2024

pursuant to the *Peer Review Guidelines 2022*, issued by the Council of the Institute of Chartered Accountants of India.

This Certificate is effective from: 17-09-2024

The Certificate shall remain valid till: 30-09-2027

Issued at New Delhi on 26-09-2024

CA. Prasanna Kumar D

**Chairman
Peer Review Board**

CA. (Dr.) Raj Chawla

**Vice-Chairman
Peer Review Board**

CA. Mohit Baijal

**Secretary
Peer Review Board**

Note : The Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the '*Peer Review Guidelines 2022*'.

