

Consent Letter

**The Board of Directors
Prudent Corporate Advisory Services Limited**

Prudent House,
Panjarapole Cross Road,
Near Polytechnic,
Ahmedabad 380 006

Dear Sirs,

Subject: Proposed Initial Public Offering (IPO) of equity shares (the "Securities") of Prudent Corporate Advisory Services Limited (the "Issuer" or the "Company")

We hereby consent to use in the Red Herring Prospectus ("RHP") of the Issuer prepared under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "ICDR Regulations") to be submitted / filed with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Gujarat at Ahmedabad, BSE Limited and National Stock Exchange of India Limited (collectively, with BSE Limited, the "Stock Exchanges"), of our report dated February 15, 2022 relating to the restated consolidated financial information as at and for nine month period ended December 31, 2021 and as at and for the years ended March 31, 2021, 2020 and 2019 (collectively, the "Restated Consolidated Financial Information"), and the statement of special tax benefits dated February 15, 2022 (the "Tax Statement") which appear in such RHP.

This consent is not a consent issued within the context of the requirements of the United States Securities Act of 1933, as amended or any other securities act in any other country other than the Republic of India. This consent is not to be reproduced in any document used in the marketing or sale of securities.

We also consent to the references to us as "Statutory Auditors" under the headings "Definitions and Abbreviations", "General Information" and in other sections in such RHP and references to us as required under Section 26 of the Companies Act, 2013, as amended (the "Act") read with the ICDR Regulations and as "Experts" as defined under Section 2(38) of the Act to the extent and in our capacity as an auditor and in respect of our report relating to the restated consolidated financial information and the Tax Statement issued by us included in the RHP of the Issuer. The following information in relation to us may be disclosed:

Statutory Auditors' Name:	Deloitte Haskins & Sells
Address:	19 th Floor, Shapath V, S.G. Highway, Ahmedabad- 380 015 Gujarat
Telephone Number:	+91 (79) 6682 7322
Email ID:	hasutaria@deloitte.com
Firm Registration Number:	117365W
Peer Review Certificate Number:	012965



The above consents are subject to the condition that we do not accept any responsibility for any matters (including information sent to book running lead managers ("BRLMs")) or letters included in the RHP. Neither we nor our affiliates shall be liable to any investor or BRLMs or any other 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 BRLMs) claims, damages, liabilities and costs arising consequent to our giving consent.

Nothing in the preceding paragraph shall be construed to (i) limit our responsibility for or liability in respect of, the report relating to the restated consolidated financial information and the Tax Statement we have issued, covered by our consent above and are included in the RHP or (ii) limit our liability to any person which (a) cannot be lawfully limited or excluded under applicable laws or regulations or guidelines issued by applicable regulatory authorities or (b) has been assumed by us contractually in connection with the proposed offering.

We also authorize you to deliver a copy of this letter of consent pursuant to the provisions of the Companies Act, 2013 to the Registrar of Companies, Gujarat at Ahmedabad, SEBI, the Stock Exchanges or any other regulatory authority as required by law in India.

For DELOITTE HASKINS & SELLS
Chartered Accountants
Firm's Registration No. 117365W



H. S. Sutaria

Hardik Sutaria
Partner
Membership No. 116642

Place: Ahmedabad
Date: May 2, 2022