



Luthra and Luthra
LAW OFFICES INDIA

Date: September 28, 2023

To,

The Board of Directors
DEE Development Engineers Limited
Unit 1, Prithala-Tatarpur Road,
Village Tatarpur,
Distt. Palwal, Faridabad
Haryana-121102

Dear Sir/Madam,

Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares”) of DEE Development Engineers Limited (the “Company” and such offer, the “Issue”)

We, **Luthra and Luthra Law Offices, India**, hereby consent to act as the Legal Counsel to the Book Running Lead Managers for the Issue.

We hereby authorize you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required. The following details with respect to us may be disclosed in any documents in relation to the Issue.

Name: **Luthra and Luthra Law Offices, India**
Address: 1st and 9th Floor,
Ashoka Estate, Barakhamba Road,
New Delhi, 110001
Tel: 011 4121 5100

We further confirm that the above information in relation to us is true and correct.

We confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Managers to the Issue until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the Book Running Lead Managers can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Issue.

This consent letter is for information and for inclusion (in part or full) any Issue-related material, and may be relied upon by the Company and the Book Running Lead Managers in relation to the Issue. We 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 Managers and in accordance with applicable law.

We also consent to the submission of this certificate as may be necessary, to any regulatory authority and/or for the records to be maintained by the Book Running Lead Managers in connection with the Issue and in accordance with applicable law.

We also consent to the inclusion of this letter as a part of “Material Contracts and Documents for Inspection” in connection with this Issue, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Issue Closing Date.

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

Luthra and Luthra Law Offices India
(Formerly known as “L&L Partners New Delhi”)

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NEW DELHI | MUMBAI | BENGALURU | HYDERABAD

Yours faithfully,

Luthra and Luthra Law Offices, India

CC:

SBI Capital Markets Limited

1501, 15th Floor, A & B Wing,
Parinee Crescenzo, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051,
Maharashtra, India

Equirus Capital Private Limited

12th Floor, C Wing, Marathon Futurex,
N.M. Joshi Marg, Lower Parel,
Mumbai – 400013
Maharashtra, India

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