



Bangkok International Audit

Consent letter of the auditor of the material subsidiary (a) for inclusion of Statement of Tax Benefits in the DRHP/RHP/Prospectus and (b) to include its name as an expert in the DRHP, RHP and Prospectus.

Date: 17 August 2023

To,

**The Board of Directors,
DEE Development Engineers Limited**
House No. 1255
Sector-14, Faridabad
Haryana - 121002
(the “Company”)

SBI Capital Markets Limited
1501, 15th Floor, A & B Wing, Parinee Crescenzo
Bandra Kurla Complex, Bandra (E)
Mumbai 400 051

Equirus Capital Private Limited
12th Floor, C Wing
Marathon Futurex
N. M. Joshi Marg, Lower Parel,
Mumbai – 400 013

(SBI Capital Markets Limited and Equirus Capital Private Limited are hereinafter referred to as the “**BRLMs / Book Running Lead Managers**”)

Dear Sirs,

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

We, Bangkok International Audit Co., Ltd., hereby accord our no-objection and our consent to be named as an “expert” as defined under Section 2(38) of the Companies Act 2013, read with Section 26(5) of the Companies Act, 2013 as amended, for use in the draft red herring



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prospectus, red herring prospectus and prospectus to be filed by the Company in respect of the Offer with the Securities and Exchange Board of India ("**SEBI**"), the BSE Limited and the National Stock Exchange of India Limited (together, the "**Stock Exchanges**") and the Registrar of Companies, NCT of Delhi and Haryana, at New Delhi (collectively, the "**Offer Documents**") and any other document in relation to the Offer including Statement of Tax Benefits for DEE Piping Systems (Thailand) Co. Ltd., which will appear in the Offer Documents and other documents in connection with the Offer.

We also consent the references to us as "Material Subsidiary Auditor" under the headings '*Definitions, and Abbreviations*', '*General Information*', '*Other Regulatory and Statutory Disclosures*', '*Offer Document Summary*', '*Capital Structure*' and other sections in such Offer Documents as may be required.

We further consent for the inclusion of the following details in relation to us in the Offer Documents and any other document to be issued in relation to the Offer:

Name: Bangkok International Audit Co., Ltd.

Address: 408/158, Phaholyothin Place Building 38th floor, Samsennai, Phayathai, Bangkok 10400

Contact person: Metee Sangmanee

[Membership No.] Certified Public Accountant (Thailand) No.5061

Authorizing Body: Federation of Accounting Professions under The Royal Patronage of His Majesty The King.

Telephone number: +66 (89) 191-0000

[Registration number] 0105555087275

E-mail ID: karun@bangkok-audit.com

We hereby confirm that, we are not and have not been engaged or interested in the formation or promotion or management of the Company. We further confirm that we do not have any relationship with the Company, its directors, promoters, key managerial personnel or its senior management.

This letter may be relied on by the Company, the Book Running Lead Managers and the legal counsels appointed in respect of the Offer for disclosures in the Offer Documents and for the clarifications/submissions issued to any regulatory authority in relation to the Offer, including (but not limited to) SEBI, the Registrar of Companies, NCT of Delhi and Haryana, at New Delhi ("**RoC**"), and the Stock Exchanges. We further consent to the contents of this certificate being included for the records to be maintained by the Book Running Lead Managers in connection with the Offer and in accordance with applicable law. We also authorise you to



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deliver this letter of consent to SEBI, the Stock Exchanges, the RoC pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made thereunder, or any other governmental or regulatory authority as may be required.

We authorize you to include this letter as a “*Material Contract and Document for inspection*” in the Offer Documents, as required and make this letter available for inspection in accordance with applicable law as well as will be uploaded on the website of the Company.

We undertake to immediately inform the Company and the Book Running Lead Managers appointed as such for the purpose of the Offer, of any changes to the information included herein till the date the Equity Shares commence trading on the relevant stock exchanges where the Equity Shares are proposed to be listed. In the absence of any such communication, the information stated in this letter should be taken as updated information until the date of commencement of listing and trading of the Equity Shares on the Stock Exchanges, pursuant to the Offer.

We represent that our execution, delivery and performance of this consent have been duly authorised by all necessary actions (corporate or otherwise).

We agree to keep the information regarding the Offer strictly confidential.

Sincerely,

For Bangkok International Audit Co., Ltd.
[Firm Registration No.] 0105555087275

Metee Sangmanee
CEO
[Membership No.] Certified Public Accountant (Thailand) No.5061

Place Bangkok, Thailand
Date 17 August 2023

CC:

Legal Counsel to the Company as to Indian Law

Trilegal

One World Centre,
10th Floor, Tower 2A & 2B,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400 013

Legal Counsel to the Book Running Lead Managers



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Luthra and Luthra Law Offices

1st and 9th Floor
Ashoka Estate
Barakhamba Road
Delhi - 110 001