

## **P R S V & Co. LLP**

### **Chartered Accountants**

202, Saptagiri Residency,  
1-10-98/A, Chikoti Gardens, Begumpet,  
Hyderabad - 500 016.

#### **Consent Letter**

Date: December 19, 2022

To,

#### **The Board of Directors**

#### **Zaggle Prepaid Ocean Services Limited**

301, III Floor, CSR Estate,  
Plot No.8, Sector 1, HUDA Techno Enclave,  
Madhapur Main Road, Rangareddi,  
Hyderabad 500 081,  
Telangana, India

#### **ICICI Securities Limited**

ICICI Venture House,  
Appasaheb Marathe Marg, Prabhadevi,  
Mumbai – 400025  
Maharashtra, India

#### **IIFL Securities Limited**

10th Floor, IIFL Centre, Kamala City  
Senapati Bapat Marg,  
Lower Parel (W),  
Mumbai – 400013,  
Maharashtra, India

#### **JM Financial Limited**

7<sup>th</sup> Floor, Cnergy,  
Appasaheb Marathe Marg,  
Prabhadevi, Mumbai - 400 025  
Maharashtra, India

#### **Equirus Capital Private Limited**

12th Floor, C Wing, Marathon Futurex,  
N. M. Joshi Marg, Lower Parel,  
Mumbai – 400 013  
Maharashtra, India

(ICICI Securities Limited, IIFL Securities Limited, JM Financial Limited and Equirus Capital Private Limited and any other book running lead managers that may be appointed, collectively referred to as the “**Book Running Lead Managers**”)

Dear Sir/Madam,

**RE: Consent letter**

**Sub: Proposed initial public offering of equity shares of face value of ₹1 each (the “Equity Shares”) of Zaggle Prepaid Ocean Services Limited (“the Company” and such offer, the “Offer”)**



## **P R S V & Co. LLP**

### **Chartered Accountants**

202, Saptagiri Residency,  
1-10-98/A, Chikoti Gardens, Begumpet,  
Hyderabad - 500 016.

We, M/s P R S V & Co. LLP, the independent chartered accountant of the Company, have been informed that the Company proposes to file the Draft Red Herring Prospectus with respect to the Offer (the “**DRHP**”) with the Securities and Exchange Board of India (“**SEBI**”), BSE Limited and National Stock Exchange of India Limited (collectively, the “**Stock Exchanges**”) in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**ICDR Regulations**”) and subsequently proposes to file (i) Red Herring Prospectus with SEBI, the Stock Exchanges and the Registrar of Companies, Telangana at Hyderabad (“**Registrar of Companies**” and such Red Herring Prospectus, the “**RHP**”); (ii) Prospectus with SEBI, the Stock Exchanges and the Registrar of Companies (the “**Prospectus**”); and (iii) any other documents or materials to be issued in relation to the Offer (collectively with the DRHP, RHP and Prospectus, the “**Offer Documents**”).

We consent to the references to us as “independent chartered accountant” under the sections “*Definitions and Abbreviations*”, “*General Information*”, “*Other Regulatory and Statutory Disclosures*” and any other sections in the Offer Documents and references to us as “Experts” as defined under Section 2(38) and Section 26 and any other applicable provisions of the Companies Act, 2013 to the extent and in our capacity as the auditor of the Company and in respect of the reports and certificates issued by us included in the DRHP of the Company.

The following information in relation to us may be specifically disclosed in the DRHP:

- Name: **M/s P R S V & CO. LLP**
- Address: **Flat 202, Saptagiri Residency, 1-10-98/A, Chikoti Gardens, Begumpet, Hyderabad - 500016**
- Telephone number: **040-27766881**
- Fax number: **Nil**
- Email: **prsvco@gmail.com**
- Firm registration number: **S200016**
- Peer review certificate number: **013349**
- Email ID: **prsvco@gmail.com**
- Name of the Partner: **Venkateswarlu Yeruva**
- Membership number: **222068**

We are not and have not been engaged or interested in the formation or promotion or management of the Company and are in compliance with section 26(5) of the Companies Act, 2013.

We confirm that the information in this certificate is true and correct and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context. We have conducted our examination in accordance with the applicable guidance note issued by the ICAI which requires that we comply with ethical requirements of the Code of Ethics issued by the ICAI and accordingly, we confirm that we have complied with such Code of Ethics issued by the ICAI.

We 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.

This certificate may be relied upon by the Company, the Book Running Lead Managers, and the legal counsels appointed by the Company and the Book Running Lead Managers in relation to the Offer. We hereby consent to extracts of, or reference to, this certificate being used in Offer Documents. We also consent to the submission of this certificate as may be necessary, to SEBI, Stock Exchanges, Registrar of Companies and any regulatory authority and/or for any other litigation purposes and/or for the records to be maintained by the Book Running Lead Managers in connection with the Offer and in accordance with applicable law.



**P R S V & Co. LLP**  
**Chartered Accountants**

202, Saptagiri Residency,  
1-10-98/A, Chikoti Gardens, Begumpet,  
Hyderabad - 500 016.

We confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Managers until the date when the Equity Shares allotted and transferred in the Offer commence trading on the relevant stock exchanges. In the absence of any such communication from us, Book Running Lead Managers and the legal advisors, each to the Company and the Book Running Lead Managers, can assume that there is no change to the above information.

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

Yours faithfully

**For M/s P R S V & Co. LLP,**  
**Chartered Accountants**  
**ICAI Firm Registration Number: S200016**

 

**Partner: Y. Venkateswarlu**  
**Membership No. 222068**  
**Place: Hyderabad**  
**UDIN: 2222068BFRMQS2607**

**Cc:**

**Legal Counsel to the Company as to Indian Law**

**S&R Associates**  
One World Center  
1403 Tower 2 B 841  
Senapati Bapat Marg,  
Lower Parel  
Mumbai 400 013  
Maharashtra, India

**Legal Counsel to the Book Running Lead Managers as to Indian Law**

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