

Walker Chandiook & Co LLP

Walker Chandiook & Co LLP

21st Floor, DLF Square
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Consent of Independent Auditor

To

The Board of Directors
ASK Automotive Limited
(formerly known as ASK Automotive Private Limited)
Flat No- 104, 929/1, Naiwala,
Faiz Road, Karol Bagh,
New Delhi- 110005

Dear Sirs,

Proposed initial public offering of equity shares of face value of Rs. 2 each (the "Equity Shares") of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) (the "Company"/"Issuer") through an offer for sale of equity shares by certain existing shareholders (the "Offer").

We, Walker Chandiook & Co LLP, Chartered Accountants, 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 Exchange Board of India ("SEBI"), the National Stock Exchange of India Limited ("NSE") and BSE Limited (collectively, the "Stock Exchanges") and the Registrar of Companies ("ROC") (i) our examination report dated 16 September 2023 on Restated Consolidated Financial Information of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) (the "Company" or the "Issuer") and its subsidiary (the Company and its subsidiary together referred to as the "Group") and its joint venture that comprises the restated consolidated statement of assets and liabilities of the Group and its joint venture as at 30 June 2023, 30 June 2022, 31 March 2023 and 31 March 2022 and of the Company and its joint venture at 31 March 2021, the restated consolidated statements of profit and loss (including other comprehensive income), the restated consolidated statement of changes in equity, the restated consolidated statement of cash flows of the Group and its joint venture for the three-month period ended 30 June 2023 and 30 June 2022, and for the years ended 31 March 2023 and 31 March 2022 and of the Company and its joint venture for the year ended 31 March 2021, the summary statement of significant accounting policies and other explanatory information, and (ii) our reports relating to statement of possible special tax benefits each dated 18 October 2023, collectively referred to as "Reports" which appear in such RHP.

As the offered securities have not been and will not be registered under the U.S. Securities Act, 1933, as amended, (the "Securities Act") we have not hereby provided consent for the inclusion of the above reports in any document relating to registered securities / registration of securities under the Securities Act.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune



Walker Chandiook & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Walker Chandiook & Co LLP

We give our consent to the inclusion of the following particulars, in relation to us, in the RHP:

Statutory Auditor's Name: Walker Chandiook & Co LLP, Chartered Accountants
Address: 21st floor, DLF Square, Jacaranda Marg, DLF Phase II, Gurugram – 122002, Haryana
Telephone Number: +91 124 462 8000
Firm Registration Number: 001076N/N50013
Email: Ashish.Gera@walkerchandiook.in
Peer Review Certificate Number: 014158

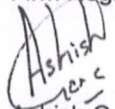
We also consent to the references to us as "Auditors" or "Statutory Auditors" under the headings "Definitions and Abbreviations" and "Summary of this Red Herring Prospectus" in Section I - "General", Section II - "Risk Factors", "General Information" and "Objects of the offer" in Section III - "Introduction", "Other Regulatory and Statutory Disclosures" in Section VI - "Legal and Other information", "Material Contracts And Documents For Inspection" in Section IX - "Other Information" in the RHP and references to us as required under Section 26 of the Companies Act, 2013 (the 'Act') read with the ICDR Regulations and as "Expert" under as defined under Section 2(38) of the Act, to the extent and in our capacity as an auditor and in respect of our reports issued by us included in the RHP of the Issuer.

The above consents are subject to the condition that we do not accept any responsibility for any reports or matters including information sent to JM Financial Limited, ICICI Securities Limited, IIFL Securities Limited and Axis Capital Limited (collectively, the "**Book Running Lead Managers**") or letters included in the RHP. Neither we nor our affiliates shall be liable to any investor or Book Running Lead Managers or any other third party in respect of the proposed Offer. Further, the Issuer 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 (i) limit our responsibility for or liability in respect of, the reports we have issued, covered by our consent above and are included in the RHP or (ii) 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 also authorize you to deliver a copy of this letter of consent pursuant to the provisions of the Act to SEBI, the Stock Exchanges, ROC or any other regulatory authority as required by law.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm Registration No: 001076N/N50013


Ashish Gera
Partner

Membership No.: 508685

UDIN: 23508685BGYCV2903

Place: Gurugram
Date: 30 October 2023