

Deloitte Haskins & Sells LLP

Chartered Accountants
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HDS & Associates LLP

Chartered Accountants
30-B, 4th Floor,
Kamar Building
Horniman Circle, Fort
Mumbai-400 001

Consent Letter

The Board of Directors

AFCONS INFRASTRUCTURE LIMITED

Afcons House,
16, Shah Industrial Estate,
Veera Desai Road, Azad Nagar PO,
Andheri (W),
Mumbai - 400 053

Dear Sirs,

Subject: Proposed Initial Public Offering of Equity Shares (the "Equity Shares" or the "Securities") by Afcons Infrastructure Limited (the "Issuer" or the "Company") (the "Offering").

We, Deloitte Haskins & Sells LLP, Chartered Accountants and HDS & Associates LLP, Chartered Accountants, the joint statutory auditors of the Company, (herein after referred to as the "Joint Statutory Auditors" or "we/us/our/ourselves"), hereby consent to use in the Red Herring Prospectus ("RHP") of the Issuer prepared by it in connection with the Offering 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, Maharashtra at Mumbai, BSE Limited and National Stock Exchange of India Limited (collectively, with BSE Limited, the "Stock Exchanges"), our examination report dated September 12, 2024 (the "Examination Report") relating to the restated consolidated financial information as at and for the three month periods ended June 30, 2024 and June 30, 2023 and as at and for the years ended March 31, 2024, March 31, 2023 and March 31, 2022 (the "Restated Consolidated Financial Information") and the statement of tax benefits dated October 15, 2024 (the "Tax Statement") issued by Deloitte Haskins & Sells LLP, Chartered Accountants, 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.



DHS LLP

HDS LLP



Deloitte Haskins & Sells LLP

HDS & Associates LLP

We also consent to the references to us as "Joint 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 the Examination Report and the Tax Statement issued by Deloitte Haskins & Sells LLP, Chartered Accountants included in the RHP. The following information in relation to us may be disclosed:

Joint Statutory Auditors' Name : Deloitte Haskins & Sells LLP
Address : Chartered Accountants,
One International Centre, Tower 3,
27th - 32nd Floor, Senapati Bapat Marg,
Elphinstone Road (West),
Mumbai - 400 013
Telephone Number : +91 22 6185 4000
Firm Registration Number : 117366W/ W-100018
Email : nilshah@deloitte.com
Peer Review Certificate Number : 017468

Joint Statutory Auditors' Name : HDS & Associates LLP
Address : 30-B, 4th Floor, Plot No.38,
Kamar Building, Cawasji Patel Road
Horniman Circle, Fort
Mumbai-400 001
Telephone Number : +91 99872 85991
Firm Registration Number : W-100144
Email : nirmaan@hdsassociates.in
Peer Review Certificate Number : 015599

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 Examination Report we have issued and the Tax Statement issued by Deloitte Haskins & Sells LLP, Chartered Accountants, 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.



DHSLLP

HDSL



Deloitte Haskins & Sells LLP

HDS & Associates LLP

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

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Registration No. 117366W/ W-100018



Nilesh Shah
Partner
Membership No. 049660
Place: Mumbai
Date: October 18, 2024



For **HDS & Associates LLP**
Chartered Accountants
Firm Registration No. W-100144



Suresh K. Joshi
Partner
Membership No. 030035
Place: Mumbai
Date: October 18, 2024

