

DESAI & DIWANJI

ADVOCATES, SOLICITORS AND NOTARIES
LENTIN CHAMBERS, DALAL STREET,
FORT, MUMBAI – 400 001.

TEL.: +91 (22) 4296 1000 / 2265 1682
FAX.: +91 (22) 2265 8245

Ref. No: SKI/SK/0611

Date: June 9, 2023

To,

The Board of Directors,
PKH Ventures Limited,
201, A Wing, Fortune 2000,
C-3, G Block Bandra Kurla Complex,
Bandra (East), Mumbai 400 051,
Maharashtra, India

Dear Sirs,

Re: Proposed initial public offering of equity shares of face value of Rs. 5 each (the "Equity Shares") of PKH Ventures Limited (the "Company") and Offer for Sale by the Promoter Selling Shareholder (the "Offer" or "IPO")

Dear Sirs,

We, Desai & Diwanji, do hereby consent to act as Legal Counsel to the Company, and to our name being inserted as the "Legal Counsel to the Company" in Red Herring Prospectus (RHP) and the Prospectus (collectively, the 'Offer Documents') which the Company intends to file with the Registrar of Companies, Maharashtra at Mumbai (ROC), the Securities and Exchange Board of India (SEBI), the BSE Limited (BSE) and the National Stock Exchange of India Limited (together, the 'Stock Exchanges') where the Equity Shares of the Company are proposed to be listed for the proposed Offer.

The following details about us may be included in the Offer Documents:

Desai & Diwanji

Lentin Chambers, Dalal Street,
Fort, Mumbai, Maharashtra 400 001
Tel: +91 2265 1682

We hereby authorise you to deliver this letter of consent to the SEBI, the Stock Exchanges where the Equity Shares are proposed to be listed and to the ROC, pursuant to Section 26 and Section 32 of the Companies Act, 2013, as amended, and any other regulatory authority as may be required.

We undertake to update you of any change in the above-mentioned disclosures until the Equity Shares of the Company issued, pursuant to the Offer, are listed and commence trading on the Stock Exchanges. In the absence of any such communication from us, the above information

should be considered as updated information until the Equity Shares of the Company commence trading on the Stock Exchanges, pursuant to the Offer.

All capitalized terms not defined hereinabove shall have the same meaning as defined in the Offer Documents.

Yours Sincerely,

For Desai & Diwanji



Partner

CC

Book Running Lead Manager

IDBI Capital Markets & Securities Limited

6th Floor, IDBI Tower
WTC Complex, Cuffe Parade
Mumbai 400 005
Maharashtra, India

Legal Counsel to the BRLM

Kanga and Co., Advocates and Solicitors
Readymoney Mansion
43, Veer Nariman Road
Fort, Mumbai 400 001
Maharashtra, India