

**Walker Chandiook & Co LLP**  
Chartered Accountants  
Firm Registration No.: 001076N/N500013  
21st Floor, DLF Square,  
Jacaranda Marg, DLF Phase II,  
Gurugram, Haryana 122002

**S. Tekriwal & Associates**  
Chartered Accountants  
Firm Registration No: 009612N  
B4/237, LGF,  
Safdarjung Enclave,  
New Delhi 110029

### Consent of Independent Auditors

To .

The Board of Directors  
**ACME Solar Holdings Limited (formerly known as ACME Solar Holdings Private Limited)**  
Plot No. 152 Sector-44,  
Gurugram, Haryana, 122001

Dear Sirs,

**Proposed initial public offering of equity shares of face value of ₹ 2/- each (the "Equity Shares") (the "Offering") of ACME Solar Holdings Limited (formerly known as ACME Solar Holdings Private Limited) (the "Company"/ "Issuer").**

This consent letter is issued in accordance with the terms of our engagement letter dated 25 April 2024.

Walker Chandiook & Co LLP, Chartered Accountants, were appointed as Statutory Auditors of the Company in its Annual General Meeting held on 29 November 2021 for a period of 5 years to hold the office from the conclusion of Annual General Meeting until the conclusion of the Annual General Meeting to be held in the financial year March 2026.

S. Tekriwal & Associates ('STA'), Chartered Accountants, were appointed as Statutory Auditors of the Company in its Annual General Meeting held on 29 November 2021 for a period of 4 years to hold the office from the conclusion of Annual General Meeting until the conclusion of the Annual General Meeting to be held in the financial year March 2025.

(Walker Chandiook & Co LLP and S. Tekriwal & Associates together referred to as the "Joint Statutory Auditors / We").

We hereby give consent to use in Red Herring Prospectus and Prospectus 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 and Bombay Stock Exchange Limited (collectively the "Stock Exchanges") and Registrar of Companies ('ROC') (i) our examination report dated 07 October 2024 relating to restated consolidated financial information of the Company and its Subsidiaries for the three-month period ended 30 June 2024 and 30 June 2023 and financial year ended 31 March 2024, 31 March 2023 and 31 March 2022 prepared in accordance with SEBI ICDR Regulations and the Companies Act, 2013 ("the Act") along with the rules issued thereunder, and the Guidance Note on Reports in Company Prospectuses (revised 2019) issued by the Institute of Chartered Accountants of India which appear in such Red Herring Prospectus and Prospectus; (ii) Statement of Special Tax Benefits dated 21 October 2024 and (iii) Our report dated 29 October 2024 relating to the compilation of unaudited proforma consolidated financial information.

Chartered Accountants



**Walker Chandiook & Co LLP**

**S. Tekriwal & Associates**

As the securities proposed to be offered 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.

We give our consent to the inclusion of the following particulars, in relation to us, in the Red Herring Prospectus and Prospectus:

Joint Statutory Auditors' Name: **Walker Chandiook & Co LLP, Chartered Accountants**  
Address: 21<sup>st</sup> Floor, DLF Square, Jacaranda Marg, DLF Phase II, Gurugram – 122002, Haryana, India  
Telephone Number: +91 124 462 8000  
Firm Registration Number: 001076N/N50013  
Email: Anamitra.Das@walkerchandiook.in  
Peer Review Certificate Number: 014158

Joint Statutory Auditors' Name: **S. Tekriwal & Associates, Chartered Accountants**  
Address: B4/237, LGF, Safdarjung Enclave, New Delhi 110029, India  
Telephone Number: + +91 114 103 0302  
Firm Registration Number: 009612N  
Email: sta\_ca1989@yahoo.com  
Peer Review Certificate Number: 016910

We also consent to the references to us as "Auditors", "Statutory Auditors" or "Joint Statutory Auditors" or "Joint Auditors" under the headings "Definitions and Abbreviations", "Summary of the Offer Document", "General Information", "Risk Factors", "Management's Discussion and Analysis of Financial Condition and Results of Operations", "Other Regulatory and Statutory Disclosures", "Objects of the Offer" and "Material Contracts and Documents for Inspection" in such Red Herring Prospectus and Prospectus and references to us as required under Section 26 of the Companies Act, 2013 (the 'Act') read with the Regulations and as "Experts" under as defined under Section 2(38) of the Act, to the extent and in our capacity as Statutory auditors and in respect of our reports issued by us included in the Red Herring Prospectus and Prospectus 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 Nuvama Wealth Management Limited, JM Financials Limited, ICICI Securities Limited, Kotak Mahindra Capital Company Limited, Motilal Oswal Investment Advisors Limited, collectively referred herein as the ("Lead Managers") or letters included in the Red Herring Prospectus and Prospectus. Neither we nor our affiliates shall be liable to any investor or 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 Lead Managers) 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 Red Herring Prospectus and Prospectus 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 Offer.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review of Historical Financial Information, and Other Assurance and Related Services Engagements.

This certificate is not intended for general circulation or publication and is not to be reproduced or used for any other purpose without our prior consent in writing, other than for the purpose stated herein.

Chartered Accountants

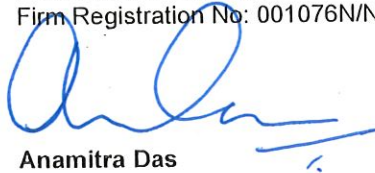


**Walker Chandiook & Co LLP**

**S. Tekriwal & Associates**

We authorize you to include this letter of consent as one of the documents for inspection under '*Material Contracts and Documents for Inspection*'. 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/N500013



**Anamitra Das**  
Partner  
Membership Number: 062191  
UDIN: 24062191BKDGJE4754



Place: Gurugram  
Date: 29 October 2024

For **S. Tekriwal & Associates**  
Chartered Accountants  
Firm Registration No: 009612N



**Shishir Tekriwal**  
Partner  
Membership Number: 088262  
UDIN: 24088262BKATLU5922



Place: New Delhi  
Date: 29 October 2024