KIRAN RAJENDRA AGRAWAL

Prasol House, Plot No A - 17/2/3, T. T. C. Industrial Area, Khairne M.I.D.C., Navi Mumbai, Thane - 400710, Maharashtra, India

Email: investorservices@prasolchem.com Phone: + (91 22) 61952500

CONSENT LETTER FROM COMPANY SECRETARY AND COMPLIANCE OFFICER

To,

The Board of Directors,
Prasol Chemicals Limited
Prasol House, Plot No A - 17/2/3
T. T. C. Industrial Area, Khairne M.I.D.C.
Thane, Navi Mumbai
Maharashtra, India, 400710 (the "**Company**")

(DAM Capital Advisors Limited and any other book running lead manager who may be appointed are collectively referred to as the "**Book Running Lead Manager(s)**" or "**BRLM(s)**" in relation to the Offer)

Re: Proposed initial public offering of equity shares of face value of ₹ 2 each (the "Equity Shares") of Prasol Chemicals Limited (the "Company") comprising a fresh issue of the Equity Shares by the Company (the "Fresh Issue") and an offer for sale of Equity Shares by certain existing shareholders of the Company (the "Offer for Sale", and together with the Fresh Issue, the "Offer")

Dear Sir/Madam,

I, Kiran Rajendra Agrawal , hereby give my consent to act as the company secretary and compliance officer of the Company and to my name and other details mentioned herein being included as Company Secretary and Compliance Officer of the Company in the draft red herring prospectus ("**DRHP**"), red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") (collectively, the "**Offer Documents**") to be filed with the Securities and Exchange Board of India ("**SEBI**"), and the Registrar of Companies, Maharashtra situated at Mumbai ("**RoC**") and the stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**"), as applicable and any other documents in relation to the Offer.

I hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required.

I am a member of the Institute of Company Secretaries of India, holding membership number ACS 13188.

I will be responsible for ensuring the conformity by and monitoring compliance of the Company with all applicable laws, including applicable securities laws and for redressal of investor's grievances, in connection with the Offer, and subsequent listing of the Company's Equity Shares on the Stock Exchanges.

The term "securities laws" includes the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, and the rules and regulations made thereunder and the regulations, general or specific orders, guidelines or circulars made or issued by the SEBI or any other governmental or legal authority relating to securities in India, handling and redressal of investor grievances or complaints, if any, in connection with the Offer, and subsequent listing of the Company's Equity Shares on the relevant stock exchanges where the Company's Equity Shares are proposed to be listed.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Board Resolution dated 24 February, 2022 appointed as Company Secretary (Key Managerial Personnel) and Compliance Officer

Name: Kiran Rajendra Agrawal

Address: Prasol House, Plot No A - 17/2/3, T. T. C. Industrial Area, Khairne M.I.D.C., Navi Mumbai, Thane, Maharashtra – 400710, India

Telephone Number: + (91 22) 61952500

Email: investorservices@prasolchem.com

I further confirm that the above information in relation to me is true, adequate and not misleading and without omission of any matter that is likely to mislead.

I confirm that I will immediately communicate any changes in writing in the above information to the Book Running Lead Manager(s) to the Offer (“**BRLM(s)”**) until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from me, BRLM(s) and the legal counsels appointed by the Company and the Book Running Lead Manager(s) in relation to the Offer, can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This consent letter is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Company, BRLM(s) and the legal counsels appointed by the Company and the Book Running Lead Manager(s) in relation to the Offer and may be uploaded on their respective websites.

I 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 from date of the filing of the RHP until the Bid/ Offer Closing Date as well as will be uploaded on the website of the Company.

I hereby consent to the submission and disclosure of this consent letter as may be necessary, to the SEBI, the RoC, the Stock Exchanges and any other regulatory or judicial or governmental authorities or statutory authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLM(s) and in accordance with applicable law or in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

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

Yours faithfully,

____

Name: Kiran Agrawal

Designation: Company Secretary and Compliance Officer

Date:

Cc:

DAM Capital Advisors Limited
One BKC, Tower C, 15th Floor,
Unit no 1511, Bandra Kurla Complex,
Bandra (East), Mumbai 400051
Maharashtra

Legal Counsel to the BRLMs	**Legal Counsel to the Company**
Chandhiok & Mahajan, Advocates and Solicitors C-524 Defence Colony, New Delhi 110024	**Bharucha & Partners** 13th Floor, Free Press House, Free Press Journal Marg, Nariman Point, Mumbai, Maharashtra 400021