

CONSENT FROM STATUTORY AUDITOR

Date: 25/11/2025

To,
The Board of Directors
K. V. Toys India Limited
Office no. 1508,
15th floor Solus Business park building
Hiranandani estate Ghodbunder road,
Patlipada Thane west 400607.

GYR Capital Advisors Private Limited

428, Gala Empire, Near JB ToIr,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the “Book Running Lead Manager”)

Dear Sir(s),

Sub: Proposed initial public offering of equity shares of ₹ 10 each (the “Equity Shares”) of K. V. Toys India Limited (the “Company” and such offering, the “Issue”)

I, Shubham Jain, the statutory auditor of the Company, hereby consent inclusion of my name in the red herring prospectus/prospectus (the “Offer Documents”), to be filed/registered by the Company in respect of the Issue with the SME Platform of BSE Limited where the Equity Shares are proposed to be listed (“Stock Exchange”) and the Registrar of Companies, Mumbai (“RoC”), as applicable, of my (i) examination report dated 25-11-2025 on the restated financial statements for the financial years/periods ended September 30, 2025, March 31, 2025, January 31, 2025, March 31, 2024 in case of Company (K. V. Toys India Limited) and for the financial years/periods ended January 31, 2025, March 31, 2024, March 31, 2023 in case of Proprietorship (K. V. Impex); prepared in terms of the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), Part I of Chapter III of the Companies Act, 2013 (“Companies Act, 2013”), the Companies (Accounts) Rules, 2014 and the applicable Accounting Standards and any other law as may be applicable; and (ii) the ‘Statement of Tax Benefits’ dated 25-11-2025 applicable to the Company and its shareholders, which may appear in the Offer Documents, and any other document in relation to the Issue.

I also consent to references to me as “Statutory Auditors” in the Offer Documents, and any other documents to be issued in relation to the Issue, as may be required. I further consent to be named as an “expert” as defined under Section 2(38) of the Companies Act, 2013, read with Section 26(5) of the Companies Act, 2013.



I further consent to the inclusion of the following details in relation to me in the Offer Documents, and any other documents to be issued in relation to the Issue:

For, Shubham D Jain & Co.

Second Floor, F-19,
Ahinsa Tower, MG Road,
Indore -452001
M.No. 441604
Tel. No. 9424022223
FRN: 034807C
Email: cashubhamdjain@gmail.com
Peer Review number: 019960

I, hereby confirm that, I am not and have not been engaged or interested in the formation or promotion or management of the Company.

The above consents are subject to the condition that I do not accept any responsibility for any reports or matters (including information sent to Merchant Bankers) or letters included in the Offer Documents. Neither my affiliates nor I shall be liable to any investor or merchant bankers or any other third party in respect of the proposed offering. Further, the Company agrees to indemnify my affiliates and me and hold harmless from all third party (including investors and merchant bankers) claims, damages, liabilities and costs arising consequent to my giving consent.

Nothing in the preceding paragraph shall be construed to (i) limit my responsibility for or liability in respect of, the reports I have issued, covered by my consent above and are included in the Offer Documents or (ii) limit my liability to any person which cannot be lawfully limited or excluded under applicable laws or regulations or guidelines issued by applicable regulatory authorities.

I have subjected myself to the peer review process of the Institute of Chartered Accountants of India (the "ICAI") and hold a valid certificate issued by the Peer Review Board of the ICAI, which will remain valid until the completion of the Issue.

I hereby confirm that I have conducted my examination of the information given in this certificate (including the annexures thereto) in accordance with the 'Guidance Note on the Reports or Certificates for Special Purposes(Revised 2016)' issued by the Institute of Chartered Accountants of India ("ICAI"), as revised from time to time, to obtain a reasonable assurance that such details are in agreement with the books of accounts and other relevant records provided to us, in all material respects; the aforesaid Guidance Notes requires that I comply with the ethical requirements of the 'Code of Ethics' issued by the ICAI, as revised from time to time. I also confirm that I have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, 'Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements,' issued by the ICAI.

This letter may be relied on by the Company, the Book Running Lead Manager (BRLM) and the legal counsel appointed in respect of the Issue for disclosures in the Offer Documents and for clarifications/submissions issued to any regulatory authority in relation to the Issue, including (but not limited to) RoC, the Stock Exchange and SEBI. I also authorize you to deliver this letter of consent to the Stock Exchange, RoC and SEBI pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made thereunder, or any other governmental or regulatory authority as may be required.

I confirm that I will immediately inform the Company and the Book Running Lead Manager (BRLM) appointed as such for the purpose of the Issue, of any changes to the information stated in this letter till the date the Equity Shares of the Company commence trading on the Stock Exchange. In the absence of any such communication, the information stated in this letter should be taken as updated information until the date of commencement of listing and trading of the Equity Shares of the Company on the Stock Exchange, pursuant to the Issue.

I represent that my execution, delivery and performance of this consent have been duly authorised by all necessary actions (corporate or otherwise).



I agree to keep the information regarding the Issue strictly confidential.

Terms capitalised and not defined herein shall have the same meaning as ascribed to them in the Red Herring Prospectus.

Yours sincerely,
For, Shubham D Jain & Co.
Chartered Accountants
FRN: 034807C

Shubham Jain

Shubham Jain
Proprietor
M.No.: 441604
UDIN : 25441604BMJQAG3985
Place: Mumbai
Date: 25-11-2025





The Institute of Chartered Accountants of India

(Setup by an Act of Parliament)

Peer Review Board

Peer Review Certificate No.: 019960

This is to certify that the Peer Review of

M/s Shubham D Jain & Co

2B Manish Puri Extension,

Opp. Paliwal Nagar,

Indore-452001

FRN.: 034807C

has been carried out for the period

03.07.2023-31.08.2024

pursuant to the *Peer Review Guidelines 2022*, issued by the Council of the Institute of Chartered Accountants of India.

This Certificate is effective from: 04-02-2025

The Certificate shall remain valid till: 29-02-2028

Issued at New Delhi on 19-03-2025

P. H. Khandelwal

CA. Purushottamlal
Khandelwal

Chairman
Peer Review Board

Gyan Chandra Misra

CA. Gyan Chandra Misra

Vice-Chairman
Peer Review Board

Mohit Bajjal

CA. Mohit Bajjal

Secretary
Peer Review Board

Note : The Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the '*Peer Review Guidelines 2022*'.

