

Annexure A

June __, 2025

To

The Rights Issue Committee

Bodhtree Consulting Limited

Unit 2A, 2nd Floor, Melange Towers,
Patrika Nagar, Madhapur, Hitech City,
Hyderabad, Telangana, 500081.

Dear Sir(s)/Ma'am(s),

Re: Proposed rights issue of Equity Shares of the face value of Re. 10/- each aggregating up to Rs. 1410 Lakhs ("Issue") by Bodhtree Consulting Limited (the "Company"/ "Issuer")

We, **M/s. RSM & Associates, Chartered Accountants**, hereby consent to the use in the Draft letter of Offer ("**DLOF**") and **Letter of Offer (LOF)** of the Company to be submitted/filed with BSE Limited where the Equity Shares of the Company are listed and Application Form and in any other document in relation to the Offer (collectively, the "**Offer Documents**"):

- (i) The statement of special tax benefits (the "**Statement of Tax Benefits**").
- (ii) Financial Statements as of the financial years ended March 31, 2025, March 31, 2024, and March 31, 2023
- (iii) Limited Review for the financial year ended March 31, 2025.

We, **M/s. RSM & Associates, Chartered Accountants**, further consent to our name being inserted as an "**expert**" as defined under Section 2(38) of the Companies Act, 2013 as amended, in the Draft Letter of Offer ("**DLOF**"), the Letter of Offer ("**LOF**"), or Application Form and in any other document in relation to the Offer (collectively, the "**Offer Documents**") intended to be filed by the Company with BSE Limited, where the Equity Shares are listed (the "**Stock Exchanges**"), as well as in other documents in relation to the Offer (the "**Offer Documents**").



The following details with respect to us may be disclosed:

- **Name M/s. RSM & Associates, Chartered Accountants**
- **Address:** Flat 302, Victoria Towers, Opp. Shanthi Theatre, Narayanaguda, Hyderabad – 500 029
- **Firm Registration Number:** 002813S
- **Telephone numbers:** 040-24758561
- **Email Address:** rsmassociates2004@yahoo.co.in
- **Peer Review Certificate Number:** 015860

This certificate does not impose any obligation on the Company to include in any Offer Documents all or any part of the information with respect to which consent for disclosure is being granted pursuant to this certificate.

We confirm that we are an independent firm and are not related to the Company, Promoters, Directors or Key Managerial Personnel.

We hereby authorise you to deliver this consent letter to BSE Limited and to any other regulatory/statutory authorities as may be required and/or for the records to be maintained by the Company in connection with the Offer.

We represent that our execution, delivery and performance of this consent has been duly authorised by all necessary action (corporate or otherwise).

We undertake to keep strictly confidential the details of the proposed capital raising options, your request letter and this consent letter.

We confirm that we are not, and have not been, engaged or interested in the formation or promotion or management, of the Company.

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.

We confirm that, we will immediately communicate any changes in writing in the above information to the Company, until the date when the Equity Shares that are allotted and transferred in the Offer, commence trading on the Stock Exchanges. In the absence of any such communication from us the legal counsel 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, and may be relied upon by the Company, and the legal counsel of the Company in relation to the Offer.

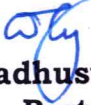
We also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the LOF.

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

Yours faithfully,

For and on behalf of
M/s. RSM & Associates,
Chartered Accountants
Firm Registration Number: 002813S




Name: E. Madhusudhana Reddy
Designation: Partner
Membership No: 202308
UDIN:
Place: Hyderabad