



Santosh Choudhary & Associates

CHARTERED ACCOUNTANTS

"Commerce House" 2A, Ganesh Chandra Avenue,
6th Floor, Suite No. 3, Kolkata-700 013
Phone : (033) 2213 2910, Telefax : (033) 4005 4637
Mobile : 98310 85579, E-mail : skch_1970@yahoo.co.in

Auditors Consent and Certificate

[Pursuant to the Provisions of Section 139 of Chapter X of the Companies Act, 2013]

To,
The Board of Directors
BNK CAPITAL MARKETS LIMITED
May Fair Towers,
2 Palm Avenue
Kolkata - 700019

Date: 26/06/2020

Dear Sir,

Sub: Consent for Re-appointment as Statutory Auditor of the Company.

In pursuance of your offer letter, we write to convey our consent in terms of Section 139 (1) of the Companies Act, 2013 (the "Act") read with rule 4 of the Companies (Audit and Auditors) Rules, 2014, to hold office as a Statutory Auditor of **BNK CAPITAL MARKETS LIMITED** (the company) if so re-appointed in the manner and procedures laid down in Rule 3 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, at a fee that may be mutually agreed upon.

1. We "**SANTOSH CHOUDHARY & ASSOCIATES**" (the firm) having **PAN - AAVFS5120Q** satisfy the criteria provided in Section 141 of the Companies Act, 2013 are eligible for re-appointment as auditors of the company and are not disqualified for re-appointment as auditors under the Companies Act, 2013 & the Chartered Accountants Act, 1949 and the rules and regulations made there under;
2. The proposed re-appointment is as per the terms provided under the Act;
3. The proposed re-appointment is within limits laid down by or under the authority of the Act;
4. There are no proceedings against the firm pending with respect to professional matters of conduct before the Institute of Chartered Accountants of India or any Competent Authority or any Court and nor have any orders been passed.

We trust that you shall find the above in order.

Thanking You,
For **SANTOSH CHOUDHARY & ASSOCIATES**
Chartered Accountants
Firm Registration Number: 323720E

CA. SANTOSH KUMAR CHOUDHARY
Partner
Membership No. 058692



www.bnkcapiatal.com

Dated: 25th June, 2020

To
M/s Santosh Choudhary & Associates
Chartered Accountants
2A, Ganesh Chandra Avenue
6th Floor, Room No-03
Kolkata-700 013

Sub: Offer Letter for Proposed Appointment as Statutory Auditor of our company.

Dear Sir,

It is proposed to ratify appointment/ re-appointment of your firm as Statutory Auditors of the Company in the ensuing Annual General Meeting of the Company for holding such office from the conclusion of the said meeting until the conclusion of the ensuing Annual General Meeting.

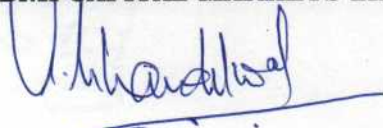
As per the provision to Section 139(2) of the Companies Act, 2013 (Act) read with the Companies (Audit and Auditors) Rules 2014 (Rules), before re-appointment of the auditors are made at the Annual General Meeting, a written consent and a certificate is to be obtained from the Auditors proposed to be re-appointed, to the effect that their re-appointment, if made, will be in accordance with the prescribed conditions of the Act.

We, therefore, request you to accord your consent to act as Statutory Auditors of the Company and provide us a Certificate that, if re-appointed, whether such re-appointment would be in accordance with the provisions of the Companies Act, 2013 & rules made there under covering inter-alia following points:

1. The firm is eligible for re-appointment and is not disqualified for re- appointment under section 141 of the Companies Act, 2013, the Chartered Accountant Act, 1949 and rules and regulations made there under;
2. The proposed re-appointment would be as per the terms provided under the Act;
3. The proposed re-appointment is within the limits laid down by or under the authority of the Act;
4. There are no proceedings pending against either of the partners or the firm with respect to professional matters of conduct.
5. You satisfy other criteria as provided under Section 141 of the Act.

Thanking you,
Yours truly,

For **BNK CAPITAL MARKETS LIMITED**



Ajit Khandelwal
Director
(DIN - 00416445)

An ISO 9001 : 2015 and ISO 27001 : 2015 COMPANY

Regd. Office : Mayfair Tower, 2, Palm Avenue, Kolkata-700019, (India), Telefax : +91-33 2280 0457, Tel. : +91-33 4602 2160-63,
Mumbai Office : 1st Fl. 'Buona Casa', Homji Street, Sir P. M. Road, Fort Mumbai 400 001, Tel. : +91-22 2266 2584, 4004 8531
B 105, Crystal Plaza, Opp. Infinity Mall, Oshiwara, Andheri West, Mumbai 400 053, Tel. : +91-22-26397965, 49720111

CIN No. : L34202WB1986PLC040542 ● RBI Regn. No. : B_05.02574 ● E-mail : corporate@bnkcapiatal.com