



To,  
**The Board of Directors,**  
**CLN Energy Limited**  
(Formerly Known as JLN Phenix Energy Private Limited)  
Plot-18, Sector-140,  
Phase-2, Nepz Post Office,  
Gautam Buddha Nagar, Dadri,  
Uttar Pradesh India 201305

**Aryaman Financial Services Limited**  
60, Khatau Building, Alkesh Dinesh Modi Marg,  
Fort, Mumbai - 400 001  
(Aryaman Financial Services Limited is referred to as the "Lead Manager")

**Sub: Proposed Public Issue of CLN Energy Limited (Formerly known as JLN Phenix Energy Private Limited)**  
**("the Company")**

Dear Sir,

We, **M/s D G M S & CO**, Chartered Accountants, hereby give consent to include our name as Statutory Auditors to the Company in the Red Herring Prospectus/Prospectus that the Company intends to file with the relevant stock exchanges and the registrar of companies, Mumbai, Maharashtra (the "ROC") in respect of the Issue (such Red Herring Prospectus / Prospectus being collectively referred to as "Offer Documents") and in any other material the Company may issue in connection with such Issue.

We also consent to the inclusion of report on the "Statement of Possible Tax Benefits" and the "Restated Financial Statement" (or excerpts thereof) in the aforementioned Offer Documents and in any other material the Company may issue in connection with such Issue.

We also consent to the inclusion of references to us as "Auditors" or "Statutory Auditors" under the headings 'Definitions, and Abbreviations', 'General Information', 'Other Regulatory and Statutory Disclosures' and other sections in such Offer Documents as may be required and we hereby give our consent to include our name as an "Expert" (as described under the provisions of section 26 of the Companies Act, 2013 read with Section 2(38) in such Offer Documents in relation to the above mentioned examination reports and the report on the 'Statement of Tax Benefits' to be included in the Offer Documents.

We also confirm that pursuant to a peer review process conducted by Institute of Chartered Accountants of India ("ICAI"), we hold a valid certificate issued by the Peer Review Board of the ICAI which is valid till June 30, 2025 and are eligible to certify the financial information as per the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended.

Annexed herewith is a copy of our Peer Review Certificate dated June 15, 2022 issued by Peer Review Board of ICAI.

The Following details with respect to us may be disclosed:

<b>Name</b>	<b>M/s. D G M S &amp; CO</b>
<b>Address</b>	10, Vihang Vihar, Opp. Gautam Park Building, Panchpakhadi, Thane West, Thane - 400 602
<b>Telephone</b>	022 46012965
<b>Contact Person</b>	<b>Hiren Jayantilal Maru</b>
<b>Email</b>	bhiwandi.dma@gmail.com; hirenmaru@yahoo.co.uk
<b>Firm Registration No.</b>	0112187W
<b>PeerReview Registration No.</b>	014466

We hereby authorize you to deliver a copy of this letter of consent to the RoC pursuant to the provisions of Section 26 and / or any other applicable provisions of the Companies Act, 2013, as amended, the stock exchanges and any other regulatory authorities as required by applicable law.

We confirm that we will immediately inform the Company and the Lead Managers 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 Exchanges. 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 on the Stock Exchanges of the equity shares of the Company pursuant to the Issue.

**For M/s. D G M S & CO.**

**Chartered Accountants**

**Firm's Registration No.: 0112187W**



**Hiren Jayantilal Maru**

Proprietor

Membership No. 115279

Date : December 06, 2024

Place : Mumbai

UDIN: 24115279BKBWVR5122

