

**NO OBJECTION CERTIFICATE (NOC)**

Date: 11.11.2025

To,  
**Dr. Agarwal's Eye Hospital Limited,**  
3<sup>rd</sup> Floor, Buhari Towers,  
No. 4, Moores Road, Off Greams Road,  
Near Asan Memorial School,  
Chennai – 600006,

Dear Sir/ Ma'am,

**Subject: No objection certificate ("NOC") for the Proposed Transaction**

**Ref: Your letter dated September 10, 2025 ("Request Letter")**

1. We refer to your Request Letter requesting consent/ no objection in respect of the Scheme. Capitalised terms used but not defined herein shall have the meaning assigned to them in the Request Letter.
2. Subject to Paragraph 3 below, pursuant to the Facility and Finance Documents and in terms of Paragraph A.2(k) of Part I of SEBI Master Circular SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, we hereby provide our consent/ no objection to the Scheme and the transactions set out therein, and unconditionally confirm that the Company may implement the Scheme and the transactions set out therein and undertake all such acts and things as may be required and expedient to give effect to the Scheme and the transactions set out therein, notwithstanding the terms of the Facility and Finance Documents.
3. We further confirm that the Scheme and the transactions set out therein shall not constitute a breach, an event of default under, or an event of early termination of or acceleration of payment under the Facility and Finance Documents.
4. The consent provided in Paragraph 2 above shall be subject to all our rights under the Facility and the Finance Documents remaining unchanged and in full force and effect (except as we have otherwise specifically agreed hereunder).
5. The Company may submit this NOC to BSE Limited, the National Stock Exchange of India Limited, SEBI, the Hon'ble National Company Law Tribunal and other regulatory authorities, as may be required, to evidence our consent/ no objection to the Scheme and the transactions set out therein.
6. We hereby agree that the consent and authorization provided hereby shall be binding on our successors, endorsees and assignees in due course.
7. We confirm that we are agreeable to sign such notices, affidavits, deeds and agreements as may be required to give effect to the consents set out in this NOC.



On letterhead of the bank/lender

8. We hereby confirm that our execution of this NOC has been duly authorised by all necessary actions (corporate or otherwise) and satisfies all requirements with respect to the Facility and the Finance Documents.
9. This NOC shall be deemed to form a part of and shall not be read in conflict with the terms of the Facility and Finance Documents.

Thank you.

For Axis Bank Limited



Authorised signatory

Name: R. Devi

Designation: Assistant Vice President