

To,

Balaji Telefilms Limited ('the Company')

C-13 Balaji House,
Dalia Industrial Estate, Opp. Laxmi Indl. Estate,
New Link Road, Andheri West,
Mumbai, Maharashtra - 400053

Dear Sir,

Sub: No Objection Certificate ("NOC")

Date: 19.06.2024

Ref.: - Composite Scheme of Arrangement between Alt Digital Media Entertainment Limited (CIN: - U74999MH2015PLC266206) (Hereinafter referred to as "First Transferor Company"), Marinating Films Private Limited (CIN: - U74120MH2011PTC220971) (Hereinafter referred to as "Second Transferor Company"), and Balaji Telefilms Limited (CIN:- L99999MH1994PLC082802) (Hereinafter referred to as "Transferee Company") and their respective shareholders under section 230 to 232

1. Axis Bank is the secured creditor of Balaji Telefilms Limited, having an outstanding amount towards secured debts as on March 31, 2024 of INR 173 lacs(sanctioned amount INR 5000 lacs).
2. We confirm that we have read the Composite Scheme, as approved by the Board of Directors, under section 230 to 232 read with section 52 and section 66 of the Companies Act, 2013, between Balaji Telefilms Limited ('Transferee Company'), Alt Digital Medial Entertainment Limited ('First Transferor Company'), Marinating Films Private Limited ('Second Transferor Company') and their respective shareholders.
3. We hereby confirm that we fully support the Scheme and every step, which may be taken by the Company, its Directors or authorised representatives for implementation of the Scheme without any change of terms of our existing arrangement. We also support the decision of the Board of Directors to seek dispensation of holding of the meeting of unsecured creditors under sub-section (d) of Section 233 of the Companies Act, 2013 from the Central Government, or such other competent authority as may be applicable.



4. Kindly treat this letter as our consent and agreement to the Scheme and any modification that may be made therein by the Central Government or such other competent authority, as may be applicable, whilst sanctioning the said Scheme for the purposes of sub-section (d) of Section 233 of the Companies Act, 2013.
5. We confirm that we have no objection if the Company proceeds for making necessary applications required for sanctioning of the said Scheme. We also confirm that the said Scheme will be binding on us in terms of the sanction of the same by the appropriate authority.
6. We have no objection if the Hon'ble National Company Law Tribunal dispenses with the calling of the Meeting of Secured Creditors for approving the said Composite Scheme of Arrangement.

Thanking you,

Yours faithfully,

For Axis Bank Limited



Authorized Signatory

