

CERTIFICATE ON OUTSTANDING LOANS, ADVANCES AND WORKING CAPITAL FACILITIES FROM BANKS, OTHER FINANCIAL INDEBTEDNESS BY THE COMPANY AND LOANS AND ADVANCES TAKEN BY THE COMPANY FROM ITS PROMOTER, DIRECTORS AND RELATED PARTIES

Date: August 3, 2026

To,

The Board of Directors
Molbio Diagnostics Limited

Plot No. L-46,
Phase II-D Verna Industrial Area, Verna,
South Goa, Salcete, Goa, India, 403722

Kotak Mahindra Capital Company Limited

1st Floor, 27 BKC
Plot No. C-27, 'G' Block
Bandra Kurla Complex
Bandra (East), Mumbai - 400 051
Maharashtra, India

IIFL Capital Services Limited (formerly known as IIFL Securities Limited)

24th Floor, One Lodha Place
Senapati Bapat Marg, Lower Parel (West)
Mumbai - 400 013
Maharashtra, India

Jefferies India Private Limited

Level 16, Express Towers,
Nariman Point, Mumbai – 400 021,
Maharashtra, India

Motilal Oswal Investment Advisors Limited

Motilal Oswal Tower
Rahimtullah Sayani Road
Opposite Parel ST Depot
Prabhadevi, Mumbai 400 025
Maharashtra, India

(Kotak Mahindra Capital Company Limited, IIFL Capital Services Limited (formerly known as IIFL Securities Limited), Jefferies India Private Limited, Motilal Oswal Investment Advisors Limited and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the “**Book Running Lead Managers**” or the “**BRLMs**”)

Re: Proposed initial public offering of equity shares of face value of ₹ 1 each of Molbio Diagnostics Limited (the “Company”) (“Equity Shares”) by way of a fresh issue of Equity Shares (the “Fresh Issue”) and an offer for sale by certain existing shareholders of the Company (the “Selling Shareholders” and such offer for sale, the “Offer for Sale”, together with the Fresh Issue, the “Offer”)

We, **B.B. & Associates (FRN: 023670N)**, Independent Chartered Accountants, have been informed that the Company proposes to file the red herring prospectus (“**RHP**”) and subsequently the prospectus with the

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Registrar of Companies, Goa, Daman and Diu at Panaji (“**RoC**”), in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**ICDR Regulations**”).

Based on our review of the restated consolidated summary statements of the Company as of and for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024, and the examination report thereon, prepared in accordance with Indian Accounting Standards and Section 133 of the Companies Act, 2013, read with the rules made thereunder, as amended (“**Companies Act**”), and restated in accordance with the ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India (“**ICAI**”, and such financial statements, the “**Restated Consolidated Financial Information**”), schedule prepared by the company, loan agreements and sanction letters approved by the banks/financial institutions, deeds of hypothecation, memoranda of deposit, other letters and correspondence between the lenders and the Company, confirmations on outstanding loan amount from group companies, bank statements and bank balance confirmations on outstanding loan amount from lenders, minutes of the meetings of the board of directors of the Company (the “**Board**”), minutes of annual general meetings and extra-ordinary general meetings of the Company, minutes of the meetings of various committees of the Board, returns of charge filed by the Company with the relevant registrar of companies and other relevant records. On the basis of such verification and according to information and explanation given to us, we confirm the following:

- 1) The financial indebtedness including summary of the borrowings sanctioned to the Company and outstanding, as on May 31, 2026 is stated in **Annexure A**. Except as included in **Annexure A** there are no other loans or facilities availed by the Company and its subsidiaries.
- 2) The principal terms of the borrowings and assets charged as security by the Company and its subsidiaries are stated in **Annexure B**.
- 3) Except as stated in **Annexure C**, the Company has not provided any guarantees for the repayment of any loans availed by other entities.
- 4) Except as stated in **Annexure D**, there are no outstanding loans and advances taken by the Company from its Promoter, Directors and related parties.

We confirm that, as on the date of this certificate, none of the banks or institutions from whom the Company has availed debt facilities, have accelerated payment of the facility in full or in part on account of default in the repayment in any instalment or interest due or for violation of any other terms of any of the outstanding loans/ debt facilities granted to the Company.

We have conducted our examination in accordance with the Guidance Note on Reports or Certificates for special purposes (Revised 2016) issued by the Institute of Chartered Accountants of India (the “**ICAI**”). We hereby confirm that while providing this certificate we have complied with the Code of Ethics and the Standards on Quality Management (SQM) 1, Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements, issued by the Institute of Chartered Accountants of India.

We confirm that the information in this certificate is true, fair, correct, accurate and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context.

This certificate is issued for the purpose of the Offer, and can be used, in full or part, for inclusion in the RHP, the prospectus and any other material used in connection with the Offer (together, the “**Offer Documents**”) which may be filed by the Company with SEBI, Stock Exchanges, RoC and / or any other regulatory or statutory authority.

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We hereby consent to our name and the aforementioned details being included in the Offer Documents and/or consent to the submission of this certificate as may be necessary, to the SEBI, RoC, Stock Exchanges and/or any other regulatory/statutory authority as may be required and/or for the records to be maintained by the BRLMs in connection with the Offer and in accordance with applicable law.

We also consent to the inclusion of this certificate 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 RHP until the Bid/ Offer Closing Date. This certificate can also be uploaded on the repository portal of the Stock Exchanges as required pursuant to the SEBI circular dated December 5, 2024 and the subsequent requirements of the Stock Exchanges / SEBI, as applicable.

This certificate may be relied on by the Company, the BRLMs, their affiliates and the legal counsel to each of the Company and the BRLMs appointed in relation to the Offer and to assist the BRLMs in conducting and documenting their investigation of the affairs of the Company in connection with the Offer. We hereby consent to this certificate letter being disclosed by the BRLMs, if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authority, or on the request of the Stock Exchanges or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation or (iii) for the records to be maintained by the BRLMs and in accordance with applicable law.

We undertake to immediately communicate, in writing, any changes to the above information/confirmations, as and when: (i) made available to us; or (ii) we become aware of any such changes, to the BRLMs and the Company until the Equity Shares allotted in the Offer commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company, the BRLMs and the legal advisors appointed with respect to Offer can assume that there is no change to the information/confirmations forming part of this certificate and accordingly, such information should be considered to be true and correct.

All capitalized terms used but not defined herein shall have the meaning assigned to them in the Offer Documents.

Yours Sincerely,

For and on behalf of

B.B. & Associates

Chartered Accountants

ICAI Firm Registration No.: 023670N

Balwan Bansal

Partner

Membership No.: 511341

Peer Review Certificate No. 015429

UDIN: 26511341RQLCAO8253

Place: New Delhi

Date: August 3, 2026

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CC:

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas

3rd Floor, Prestige Falcon Towers
19, Brunton Road
Off M.G. Road, Bengaluru 560 025
Karnataka, India

International Legal Counsel to the BRLMs

Hogan Lovells Lee & Lee

50 Collyer Quay
#10-01 OUE Bayfront
Singapore – 049 321

Domestic Legal Counsel to the Company

Khaitan & Co

Max Towers
7th & 8th Floors, Sector 16B
Noida, Gautam Buddh Nagar 201 301
Uttar Pradesh, India

Annexure A

Summary of the borrowings sanctioned to the Company and outstanding, as on May 31, 2026:

Category of borrowing	Sanctioned Amount (₹ in million) as on May 31, 2026	Outstanding amount (₹ in million) as on May 31, 2026
Secured	7,032.45	3,832.58
Term loan [#]	2,723.31	2,296.18
Vehicle Loan	35.00	12.60
Working capital facilities		
- Fund based [*]	3,150.00	1,523.80
- Non-fund based ^{**}	1,124.14	-
Unsecured	513.00	392.43
Loans repayable on Demand	463.00	392.43
Working capital facilities		
- Derivatives	50.00	-
Total	7,545.45	4,225.01

^{*} ₹ 2,100 million of fund based facility is sublimit and interchangeable with non-fund based facilities.

^{**} Non-fund based facility amounting to USD 1.67 million has been converted using an exchange rate INR 95.38 as on May 31, 2026.

[#]Term loan facility amounting to USD 0.15 million has been converted using an exchange rate INR 95.38 as on May 31, 2026.

Annexure B

1. **Interest:** The applicable rate of interest for the various facilities in India availed by the company are typically linked to benchmark rates, such as the marginal cost of lending rate (MCLR), long term lending rate (LTLR) or external benchmark lending rate (EBLR) over a specific period of time and spread per annum, and are subject to mutual discussions with the relevant lenders of the Company and its Subsidiaries, as applicable. In most of the company's facilities, a spread per annum is charged above these benchmark rates, and the spread ranges between 0.15% to 2.80% per annum.
2. **Tenor and repayment:** The tenor of certain working capital facilities availed by the company ranges from a period of 90 days to 180 days, whereas the term loan facility availed by the Company has a tenor of 36 to 360 months. Certain facilities availed by the Company are typically repayable on demand or on the due date or on the conditions as may be agreed between the company and the respective lenders.
3. **Penal Interest:** The terms of certain financing facilities availed by the company prescribe penalties for non-compliance of certain obligations by the company. These include, *inter alia*, breach of financial covenants, delay in security creation / perfection, non-submission of annual financial statements and stock statements, etc. The terms of certain borrowings availed by the company prescribe a penalty interest rate that ranges from 2% to 8% per annum over and above the applicable interest rate depending on the event of default or as may be mutually agreed between the Company and the respective lenders.
4. **Pre-payment penalty:** Company's borrowings typically have pre-payment provisions which allow for pre-payment of the outstanding amount at any given point in time, subject to the conditions specified in the borrowing arrangements. Certain loans availed by the Company are subject to a pre-payment penalty of up to 4.00% on the amount prepaid, while certain other loans attract a penalty of 5.00% of the principal outstanding plus applicable taxes till 24 months, subject to the terms and conditions of the respective loan documents.
5. **Security:** Company's borrowings are typically secured, *inter alia*, by way of mortgage of immoveable fixed assets and hypothecation of moveable assets including charge over entire current assets (both present and future). There may be additional requirements for creation of security under the various borrowing arrangements entered into by us. The credit facilities availed by our Subsidiaries are secured by guarantees issued by our Company in favour of the lenders.
6. **Key Covenants:** The financing arrangements entered into by us entail various restrictive conditions and covenants restricting certain corporate actions, and we are required to take the prior approval of the lenders before carrying out such activities.

For instance, certain corporate actions for which we require the prior written consent of the lenders include:

- (a) effecting any change in our shareholding pattern or capital structure.
- (b) change in name or trade name or making any amendments to the constitutional documents of our Company.
- (c) effecting any change in the ownership, control or management of our Company.
- (d) undertaking any expansion / modernization / diversification or any merger, de-merger, consolidation, reorganization, scheme of arrangement or compromise.
- (e) effecting any change in the senior management or key managerial personnel.
- (f) availing any fund raising or debt or investing any funds by way of deposits, or loans or in share capital of any other concerns.
- (g) prepayment of outstanding principal amount of the loan.
- (h) opening of current accounts with banks outside the Company's present banking arrangement amongst others.

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7. **Events of default:** The borrowing facilities availed by us contain certain standard events of default, including:
- (a) default in payment / repayment of interest or instalment amount on relevant due dates.
 - (b) non-compliance of financial covenants.
 - (c) any default under any other facility from any bank or financial institution.
 - (d) any change of ownership, constitution, control and/or management of the Company or change in shareholding of the promoters without the prior consent of the lenders.
 - (e) breach of security arrangements.
 - (f) change in business model.
 - (g) supply of misleading information by the Company.
 - (h) occurrence of a material adverse effect (as defined in the relevant financing document).
 - (i) initiation of insolvency, bankruptcy, winding-up or liquidation proceedings of the Company.
8. **Consequences of occurrence of events of default:** In terms of our borrowing arrangements, due to the occurrence of events of default, our lenders may:
- (a) terminate the facility or declare any or all amounts outstanding in respect of facility due and immediately payable.
 - (b) enforce security or change any of the terms of sanction or cause the winding up or liquidation of our Company.
 - (c) impose penal interest on the principal amount.
 - (d) appoint a nominee director to the board or require the board to be re-constituted with qualified or experienced persons and appoint whole time directors to the board of our Company.
 - (e) convert whole or outstanding part of the debt under the facility into equity capital of our Company.
 - (f) suspend withdrawals under the facility.

The above is an indicative list and there may be additional consequences of an event of default under the various borrowing arrangements entered into by us.

Annexure C

Financial Indebtedness of subsidiaries secured with Corporate Guarantees:

Sr. No	Type of Facility	Name of Bank	Company Name	Sanctioned Amount (Rs. in million) as on May 31, 2026	Outstanding amount (Rs. in million) as on May 31, 2026
1	Credit Facility	ICICI Bank	Prognosys medical Healthcare Private Limited	900.00	149.36
2	Credit Facility	Axis Bank Limited	Prognosys medical Healthcare Private Limited	200.00	168.18
Total				1,100.00	317.54

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Annexure D

Details of Loans and Advances taken by the Company and its Subsidiaries from Directors, Promoter(s), Key Managerial Personnel, Members of Promoter Group, or Person/Entity Related to the Company's Promoter(s) or Directors or in which the Directors of the Company:

S. N o.	Name of borrower	Name of Lender	Nature of facility	Sanction amount (₹ millions) as on May 31, 2026	Outstanding Amount (₹ millions) as on May 31, 2026	Security provided
1	Prognosys Medical Systems Private Limited	Exxora Trading LLP	Loan	20.00	20.00	Unsecured
2	Prognosys Medical Systems Private Limited	Sriram Natarajan	Loan	110.00	108.10	Unsecured
3	Prognosys Medical Systems Private Limited	Sriram Natarajan	Loan	200.00	151.33	Unsecured
4	Prognosys Medical Systems Private Limited	Sriram Natarajan	Loan	65.00	61.50	Unsecured
5	Prognosys Medical Systems Private Limited	Vajapeyam Krishna Prasad [#]	Loan	15.00	13.46	Unsecured
6	Prognosys Medical Systems Private Limited	Prahlad Ashok [#]	Loan	2.00	1.80	Unsecured
7	Prognosys Healthcare (India) Private Limited	Sriram Natarajan	Loan	30.00	24.50	Unsecured
8	Prognosys Healthcare (India) Private Limited	Vajapeyam Krishna Prasad [*]	Loan	1.00	0.53	Unsecured
				443.00	381.22	

**Director of Prognosys Healthcare (India) Private Limited*

[#] Director of Prognosys Medical Systems Private Limited

Note: The above schedule does not include the inter-company loans.