

Date: December 19, 2024

To,  
**The Board of Directors**  
**Dhanlaxmi Bank Limited**  
Dhanalakshmi Bank Building  
Naickanal, Thrissur 680 001  
Kerala, India

Dear Sir(s)/Ma'am(s),

**Re: Proposed rights issue of equity shares of face value of ₹10 each ("Equity Shares") by Dhanlaxmi Bank Limited (the "Bank") and such offering (the "Issue")**

We, Axis Bank Limited, consent to our name and the details mentioned herein being inserted as an Allotment Account Banker/Refund Bank to the Bank in the Letter of Offer ("LOF") and the abridged letter of offer intended to be filed by the Bank with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are listed (the "Stock Exchanges"), as well as in other documents in relation to the Issue (the "Issue Documents").

We hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the Registrar of Companies and any other regulatory / statutory authorities as may be required and/ or for the records to be maintained by the Lead Manager(s) in connection with the Issue. The following details with respect to us may be disclosed in the Issue Documents:

**Name:** Axis Bank Limited  
**Address:** Wholesale Banking Products  
Axis House, Wadia International Center , P.B. Marg  
Worli, Mumbai 400025  
Maharashtra, India  
**Telephone Numbers:** 022 24253672  
**Contact person:** Vishal M Lade  
**Website:** www.axisbank.com  
**Email:** Vishal.Lade@axisbank.com  
**CIN:** L65110GJ1993PLC020769  
**SEBI Registration No:** INBI00000017

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.

We agree to keep the information regarding the Issue strictly confidential. This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Issue Documents, and may be relied upon by the Bank, Lead Manager(s) and the legal counsel to each of the Bank and the Lead Manager(s) in relation to the Issue. Further, we hereby consent to this certificate being disclosed by the Lead Manager(s), if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with the Issue or contents of the Issue Documents, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation. We authorize you to deliver this certificate to SEBI or the relevant stock exchanges ("Stock Exchanges") or any other regulatory authority as required by law in connection with the Issue and/or for the records to be maintained by the Lead Manager(s) and in accordance with applicable law. We also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Issue, which will be available for public for inspection from date of the filing of the LOF.

We confirm that we will immediately communicate any changes in writing in the above information to the Bank, Lead Manager(s) to the Issue and the legal counsels to each of the Bank and the Lead Manager(s) until the date when the Equity Shares that are allotted and transferred in the Issue, commence trading on the Stock Exchanges. In the absence of any such communication from us, Lead Manager(s) and the legal counsels, each to the Bank and the Lead Manager(s), can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Issue.

AXIS BANK LTD, ASHWINI JUNCTION ,GROUND FLOOR HRIDYAM ARCADE, THRISSUR  
Thrissur . Kerala . India 680005  
REGISTERED OFFICE : "Trishul" - 3rd Floor Opp. Samartheswar Temple, Near Law Garden,  
Ellisbridge, Ahmedabad - 380006. Telephone No. 079-26409322 Fax No. - 079-26409321  
CIN: L65110GJ1993PLC020769 Website - [www.axisbank.com](http://www.axisbank.com)

  
**KRISHNA KUMAR V**  
Branch Head  
Ashwini Junction Br.  
SS No: 26551, Emp ID: 340719

 **AXIS BANK**

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Issue Documents.

Yours faithfully,

For and on behalf of **Axis Bank Limited**

Authorized signatory



**KRISHNA KUMAR V**  
Branch Head  
Ashwini Junction Br.  
SSNo: 26551, Emp ID: 340719

Name; **KRISHNAKUMAR V**

Date; **19/12/2024**

cc:

**Lead Manager(s) to the Issue**

**BOB Capital Markets Limited**

1704, B Wing, 17<sup>th</sup> Floor  
Parinee Crescenzo  
Plot No. C - 38/39, G Block  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051  
Maharashtra, India

**Legal Counsel to the Lead Manager(s) as to Indian Law**

**Talwar Thakore & Associates**

3<sup>rd</sup> Floor, Kalpataru Heritage  
127, M. G. Road  
Fort, Mumbai 400 001  
Maharashtra, India

**Legal Counsel to the Bank as to Indian Law**

**Crawford Bayley & Co.**

4<sup>th</sup> Floor, State Bank Building  
N. G. N. Road, Dr. M.P. Vaidya Marg  
Fort, Mumbai 400 023  
Maharashtra, India