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Appendix [10]

**Undertaking regarding No Objection Certificate from Lending Scheduled Commercial Banks/
Financial Institutions for Scheme of Arrangement**

To,
Manager - Listing Compliance
National Stock Exchange of India Limited
'Exchange Plaza', C-1,
Block G, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

Dear Madam/ Sir,

Re.: Scheme of Arrangement amongst Reid & Taylor International Private Limited ("RTIL" or "Demerged Company") and Digjam Limited ("Digjam" or "Resulting Company") and their respective shareholders ("Scheme" or "Draft Scheme") pursuant to Section 230 to 232 read with other applicable provisions of the Companies Act, 2013.

With reference to the proposed Draft Scheme, we hereby confirm that the Company does not have any borrowings from the Scheduled Commercial Banks/ Financial Institutions/ Debenture Trustees. Thus, the requirement of obtaining No Objection Certificate from the lending Scheduled Commercial Banks/ Financial Institutions/ Debenture Trustees as required under Para A(2)(k) of Part I of SEBI Master Circular dated 20th June 2023 is not applicable to the Company.

Thank You
For and on behalf of Digjam Limited

Hardik Bharat Patel.:
Whole-Time Director
DIN: 00590663
Date:09/07/2025



Ajay Agarwal
Director
DIN: 00649182
Date:09/07/2025



No Objection Certificate from Lending Scheduled Commercial Bank

Date: 9th July 2025

To,
Manager - Listing Compliance
National Stock Exchange of India Limited
'Exchange Plaza', C-1,
Block G, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

Dear Madam/ Sir,

Re.: Scheme of Arrangement amongst Reid & Taylor International Private Limited ("RTIL" or "Demerged Company") and Digjam Limited ("Digjam" or "Resulting Company") and their respective shareholders ("Scheme" or "Draft Scheme") pursuant to Section 230 to 232 read with other applicable provisions of the Companies Act, 2013.

In compliance with Para A(2)(k) of Part I of the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/93 dated June 20, 2023 ("SEBI Scheme Circular"), we hereby submit the No-objection certificates ("NOC") received from our lending Scheduled Commercial Bank in connection with the proposed Scheme.

The Company submits that it has 1 (One) Secured Lender, details of which are as follows:

- Name of Secured Lender: HDFC Bank
 - Sanctioned Amount: INR 51.94 Crores
- Amount outstanding as on 8th July 2025 (i.e., Utilized Limits): INR 25,88,32,702/-

Accordingly, the Company has obtained an NOC from HDFC Bank, being the sole Secured Lender, as mentioned above

The NOC received (as stated above) has been enclosed herewith for a ready reference.

We request you to take the same on record.

Thank You
For and on behalf of



Hardik Bharat Patel
Managing Director
DIN: 00590663
Date: 09/07/2025



Ajay Agarwal
Director
DIN: 00649182
Date: 09/07/2025



Date: 09 July 2025

To,
Reid & Taylor International Private Limited
602 CTS No. 261, Boston House Suren Road,
BHD. Cine Magic, Andheri (East),
Mumbai – 400093, Maharashtra

Attention: Mr. Pankaj Gharat

Subject: *No objection to the Draft Scheme of Arrangement between Reid & Taylor International Private Limited ("RTIL" or "Demerged Company" or "the Company") and Digjam Limited ("Digjam" or "Resulting Company") and their respective shareholders ("Scheme")*

Reference: *Your letter dated 07 July 2025 seeking no objection for the Scheme ("Request Letter")*

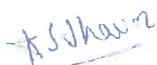
Dear Sir/ Ma'am,

1. We refer to the Request Letter dated 07 July 2025 seeking our no-objection for the Scheme and the transactions contemplated thereunder and the copy of the Scheme shared with us along with the Request Letter.
2. We are the secured creditors of Reid & Taylor International Private Limited ("**RTIL**" or "**Demerged Company**" or "**the Company**") and have advance the following facility to the Company (as on 09 July 2025) as per the facility agreements executed between bank and the Company from time to time:

Particulars	Amount
Working Capital facilities	360,000,000/-
Term Loan facility	159,400,000/-
Total	519,400,000/-

3. Subject to Paragraph 5 below, we hereby grant our consent and no-objection on the said Scheme as detailed in the Request Letter. We further agree and confirm that our consent and no-objection provided in terms detailed in Scheme of Arrangement shared by the Company.
4. The Company is hereby authorized to make requisite statutory filings, if any, including any filings with the relevant registrar of companies, stock exchanges, depositories, and the jurisdictional National Company Law Tribunal as necessary to give effect to the proposed transaction and to implement the said Scheme.
5. The consent provided in Paragraph 3 above shall be subject to all our rights under the Facility Agreements remaining unchanged and in full force and effect (except as we have otherwise specially agreed hereunder).

Yours faithfully,

For HDFC Bank Limited

Name of the authorized person: Alok Jhavar
Designation: Deputy Vice President

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