

Amendment to Offer
Agreement



महाराष्ट्र MAHARASHTRA

2024

CX 246612

प्रधान मुद्रांक कार्यालय, मुंबई
प.मु.ति.क. ८.०००००९
19 DEC 2024
सक्षम अधिकारी

श्री. विनायक ब. जाधव

THIS STAMP PAPER FORMS AN INTEGRAL PART OF THE AMENDMENT AGREEMENT TO OFFER AGREEMENT DATED DECEMBER 29, 2024 ENTERED INTO BY AND AMONG LAXMI DENTAL LIMITED, PROMOTER SELLING SHAREHOLDERS (AS SET OUT IN ANNEXURE A), OTHER SELLING SHAREHOLDERS (AS SET OUT IN ANNEXURE B), INVESTOR SELLING SHAREHOLDER (AS SET OUT IN ANNEXURE C), NUVAMA WEALTH MANAGEMENT LIMITED, MOTILAL OSWAL INVESTMENT ADVISORS LIMITED AND SBI CAPITAL MARKETS LIMITED

जोडपत्र - २ Annexure - II

दस्तावा प्रकार/Nature of Document	
मुद्रांक विक्री नोंद वरी अनु. क्रमांक/दिनांक	
दिलेले नोंदणी करणार आहेत का ?	YES/NO
मिळकतीचे थोडक्यात वर्णन -	
मुद्रांक विकत घेणाऱ्याचे नाव	
हस्त अस्त्यास त्याचे नाव व पत्ता	
दुसऱ्या पक्षकाराचे नाव	
मुद्रांक शुल्क रक्कम	
मुद्रांक विकत घेणाऱ्याची सही	
मुद्रांक विक्रेत्याची सही	
परवाना क्रमांक : ८०००००९	
मुद्रांक विक्रीचे नाव/पत्ता : ज्योती पी. दुआ	
६, वॉशिंग्टन बिल्डिंग नं. ३, टाटा हॉस्पिटल, परेल, मुंबई - ४०० ०९२.	
ज्या वारणासाठी ज्यांनी मुद्रांक खरेदी केला त्यांनी त्याच कारणासाठी त्यांचे खरेदी वेळापत्रास ६ महिन्यात वापरणे बंधनकारक आहे.	

27 DEC 2024

LAXMI DENTAL LIMITED
103, Akroti Arcade, J.P. Road
Opp. A.H. Wadia School,
Andheri (West), Mumbai - 400058.

Amendment to offer
Agreement

Nuvama wealth
Management Limited

Amendment to offer
Agreement



महाराष्ट्र MAHARASHTRA

2024


CX 246613

प्रधान मुद्रांक कार्यालय, मुंबई
प.मु.वि.क ८०००००९
19 DEC 2024
सक्षम अधिकारी

श्री. विनायक ब. जाधव

THIS STAMP PAPER FORMS AN INTEGRAL PART OF THE AMENDMENT AGREEMENT TO OFFER AGREEMENT DATED DECEMBER 29, 2024 ENTERED INTO BY AND AMONG LAXMI DENTAL LIMITED, PROMOTER SELLING SHAREHOLDERS (AS SET OUT IN ANNEXURE A), OTHER SELLING SHAREHOLDERS (AS SET OUT IN ANNEXURE B), INVESTOR SELLING SHAREHOLDER (AS SET OUT IN ANNEXURE C), NUVAMA WEALTH MANAGEMENT LIMITED, MOTILAL OSWAL INVESTMENT ADVISORS LIMITED AND SBI CAPITAL MARKETS LIMITED

1143
जोडपत्र - २ Annexure - II

दस्तावा प्रकार/Nature of Document	
मुद्रांक विक्री नोंद वही अनु. क्रमांक/दिनांक	27 DEC 2024
दस्ता नोंदणी करणार आहेत का ?	YES/NO
मिळकतीचे थोडक्यात वर्णन -	
मुद्रांक विकत घेणाऱ्याचे नाव	
दस्तो असल्यास त्याचे नाव व पत्ता	
उलट्या पक्षधराचे नाव	
मुद्रांक शुल्क रक्कम	
मुद्रांक विकत घेणाऱ्याची सही	
मुद्रांक विक्रेत्याची सही	
परवाना क्रमांक : ८०००००९	
मुद्रांक विक्रीचे नाव/पत्ता : ज्योती पी. दुआ	
६, वॉशिंग्टन बिल्डिंग नं. ३, टाटा हॉस्पिटल, परेल, मुंबई - ४०० ०९२.	
ज्या कारणासाठी ज्यांनी मुद्रांक खरेदी केला त्यांनी त्याच कारणासाठी हांक खरेदी केल्यापासून ६ महिन्यात वापरणे बंधनकारक आहे.	

LAXMI DENTAL LIMITED
103, Akruti Arcade, I.F. Road,
Opp. A.H. Wadia Sc. Sch.,
Andheri (West), Mumbai - 400058



Amendment to Offer
Agreement

Nuvama Wealth
Management Limited

Amendment to offer
Agreement



महाराष्ट्र MAHARASHTRA

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CX 246614

प्रधान मुद्रांक कार्यालय, मुंबई
प.मु.वि.क ८०००००९
19 DEC 2024
सक्षम अधिकारी

श्री. दिनायक ब. जाधव

THIS STAMP PAPER FORMS AN INTEGRAL PART OF THE AMENDMENT AGREEMENT TO OFFER AGREEMENT DATED DECEMBER 29, 2024 ENTERED INTO BY AND AMONG LAXMI DENTAL LIMITED, PROMOTER SELLING SHAREHOLDERS (AS SET OUT IN ANNEXURE A), OTHER SELLING SHAREHOLDERS (AS SET OUT IN ANNEXURE B), INVESTOR SELLING SHAREHOLDER (AS SET OUT IN ANNEXURE C), NUVAMA WEALTH MANAGEMENT LIMITED, MOTILAL OSWAL INVESTMENT ADVISORS LIMITED AND SBI CAPITAL MARKETS LIMITED

जोडपत्र - २ Annexure - II

दस्ताचा प्रकार/Nature of Document	
मुद्रांक विक्री नॉट बही अनु. क्रमांक/दिनांक	27 DEC 2024
दस्त नोंदणी करणार आहेत का ? YES/NO	LAXMI DENTAL LIMITED
निव्वकतीचे थोडक्यात वर्णन -	103, Akroti Arcade, J.F. Road
मुद्रांक विकत घेणाऱ्याचे नाव	Opp. A.H. Wadia School,
हस्त असल्यास त्याचे नाव व पत्ता	Andheri (West), Mumbai - 400036
मुद्रांक पदावगाराचे नाव	
मुद्रांक शुल्क रक्कम	
मुद्रांक विकत घेणाऱ्याची सही	
मुद्रांक विक्रेत्याची सही	En
परवाना क्रमांक : ८०००००९	
मुद्रांक विक्रीचे नाव/पत्ता : ज्योती पी. दुआ	
६, कोंकणी बिल्डिंग नं. ३, दादा होमिडल, परेल, मुंबई - ४०० ०९२.	
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Amendment to offer Agreement

NUVama wealth Management Limited.

DECEMBER 29, 2024

AMENDMENT AGREEMENT TO THE OFFER AGREEMENT

AMONG

LAXMI DENTAL LIMITED

AND

PROMOTER SELLING SHAREHOLDERS

(AS SET OUT IN ANNEXURE A)

AND

OTHER SELLING SHAREHOLDERS

(AS SET OUT IN ANNEXURE B)

AND

INVESTOR SELLING SHAREHOLDER

(AS SET OUT IN ANNEXURE C)

AND

NUVAMA WEALTH MANAGEMENT LIMITED

AND

MOTILAL OSWAL INVESTMENT ADVISORS LIMITED

AND

SBI CAPITAL MARKETS LIMITED

This amendment agreement to the Offer Agreement dated September 12, 2024 (“**Offer Agreement**”) is entered into on December 29, 2024, at Mumbai (the “**Amendment Agreement**”) among:

1. **LAXMI DENTAL LIMITED** a company incorporated under the Companies Act, 1956 and having its registered office at 103, Akruti Arcade, J. P. Road, Opposite A.H. Wadia School, Andheri West, Mumbai - 400 058, Maharashtra, India, India (hereinafter referred to as the “**Company**”), which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns;
2. **THE INDIVIDUALS LISTED OUT IN ANNEXURE A (“Promoter Selling Shareholders”**, which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to include their legal heirs, attorney holders, administrators, executors and permitted assigns);
3. **THE INDIVIDUALS LISTED OUT IN ANNEXURE B (“Other Selling Shareholders”**, which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to include their legal heirs, attorney holders, administrators, executors and permitted assigns);
4. **THE ENTITY LISTED OUT IN ANNEXURE C (“Investor Selling Shareholder”**, which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to include their legal heirs, attorney holders, administrators, executors and permitted assigns);
5. **NUVAMA WEALTH MANAGEMENT LIMITED**, a company incorporated under the laws of India and whose registered office is situated 801 - 804, Wing A, Building No 3, Inspire BKC, G Block Bandra Kurla Complex, Bandra East Mumbai - 400 051, Maharashtra, India (“**Nuvama**”, which expression shall unless repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns);
6. **MOTILAL OSWAL INVESTMENT ADVISORS LIMITED**, a company incorporated under the laws of India and whose registered office is situated at Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai - 400 025, Maharashtra, India (hereinafter referred to as (“**Motilal**”, which expression shall unless repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns);
7. **SBI CAPITAL MARKETS LIMITED**, a company incorporated under the laws of India and whose office is situated at 1501, 15th Floor, A & B Wing, Parinee Crescenzo, G Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Maharashtra, India (“**SBICAPS**”, which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns).

In this Agreement, (i) Nuvama, Motilal and SBICAPS are together referred to as the “**Managers**” / “**Book Running Lead Managers**” / “**Lead Managers**” and individually as a “**Manager**” / “**Book Running Lead Manager**” / “**Lead Manager**”; (ii) the individuals and entities listed out under **Annexure A, Annexure B and Annexure C** are collectively referred to as the “**Selling Shareholders**” and individually as an “**Selling Shareholder**”; and (iii) the Company, the Selling Shareholders and the Managers are collectively referred to as the “**Parties**” and individually as a “**Party**”.

WHEREAS:

- (A) Subject to market conditions, receipt of necessary approvals and other considerations, the Company is proposing to undertake an initial public offering of equity shares of face value of ₹ 2 each of the Company (“**Equity Shares**”), comprising: (a) a fresh issue of Equity Shares by the Company (“**Fresh Issue**”), and (b) an offer for sale of Equity Shares held by the Selling Shareholders (such offer for sale, the “**Offer for Sale**” and such equity shares, the “**Offered Shares**”). The Fresh Issue and Offer for Sale are together referred to as the “**Offer**”. The Offer shall be undertaken in accordance with the Companies Act, 2013, as amended, including any rules, regulations, clarifications and modifications thereto, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”) and other Applicable Laws, at such price as may be determined in such manner as set out in the Offer Agreement and by way of the book building process under the SEBI ICDR Regulations, at such price as may be determined by the Company in compliance with SEBI ICDR Regulations.
- (B) The board of directors of the Company (the “**Board**” or “**Board of Directors**”) has pursuant to a resolution dated August 13, 2024 approved the Offer, and the shareholders of the Company have approved the Offer by way of their resolution dated August 16, 2024, in accordance with Applicable Law. Further, the Board of Directors has pursuant to its resolution dated December 29, 2024, has taken on record the revised quantum of Fresh Issue amounting to ₹ 1,380 million.
- (C) For this purpose, the Company has filed its draft red herring prospectus dated September 12, 2024 through the Book Running Lead Managers to the Offer (“**BRLMs**”), with SEBI and the Stock Exchanges (“**DRHP**”). In furtherance of the proposed Offer, the Parties, had executed the offer agreement dated September 12, 2024 (“**Offer Agreement**”), whereby the Parties agreed to certain terms and conditions for and in connection with the Offer.
- (D) In terms of Clause 21.2 of the Offer Agreement, the Parties have now agreed to certain amendments to the terms of the Offer Agreement, which amendments are being recorded under this Amendment Agreement.

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is acknowledged, the Parties hereby agree as follows:

1. Definitions and interpretation

- 1.1. All capitalized terms used in this Amendment Agreement but not defined hereunder, unless the context otherwise requires, shall have the same meanings as ascribed to them under the Offer Agreement or the Offer Documents (as defined under the Offer Agreement), as the context requires. In the event of any inconsistencies or discrepancies, the definitions in the Offer Documents will prevail.
- 1.2. In case of conflict between the provisions of this Amendment Agreement and the Offer Agreement in respect of the subject matter hereof, the provisions of this Amendment Agreement shall prevail.

2. Effectiveness

This Amendment Agreement shall come into effect from the date of its execution. All references to the Offer Agreement in any other document, agreement and/or communication among the Parties and/or any of them shall be deemed to refer to the Offer Agreement, as amended by this Amendment Agreement.

3. Amendments to the Offer Agreement

- 3.1 The definition of ‘Fresh Issue’ in recital (A) of the Offer Agreement shall be replaced with the following definition ‘(a) a fresh issue of Equity Shares aggregating up to ₹ 1,380 million (the “**Fresh Issue**”)’.

3.2 The definition of 'Offer for Sale' in recital (A) of the Offer Agreement shall be replaced with the following definition '*(b) and offer for sale of up to 13,085,467 Equity Shares by the Selling Shareholders (such offer for sale, the "**Offer for Sale**" and such equity shares, the "**Offered Shares**")*'.

3.3 (Definitions and Interpretation) of the Offer Agreement shall apply mutatis mutandis to this Amendment Agreement, as if set out specifically herein, provided that:

"*Agreement*" shall mean the Offer Agreement as amended by this Amendment Agreement.

3.4 Clause 3.4 of the Offer Agreement shall be replaced with the following:

'The Company has obtained approval for the Offer pursuant to a board resolution dated August 13, 2024 and shareholders' resolution dated August 16, 2024 and has complied with and agrees to comply with all terms and conditions of such approval. Further, the Board of Directors has pursuant to its resolution dated December 29, 2024, has taken on record the revised quantum of Fresh Issue amounting to ₹ 1,380 million.'

3.5 Annexure A, Annexure B and Annexure C of the Offer Agreement shall be replaced with the Annexure A, Annexure B and Annexure C of this Amendment Agreement.

4. Miscellaneous

4.1 The Parties to this Amendment Agreement represent that they have taken all applicable corporate action to authorise the execution and consummation of this Amendment Agreement or have the requisite and proper authorisation to execute this Amendment Agreement, as applicable.

4.2 The Offer Agreement shall stand modified to the extent stated in this Amendment Agreement. The Parties agree that this Amendment Agreement shall be deemed to form an integral part of the Offer Agreement. The Offer Agreement read along with this Amendment Agreement shall constitute the entire agreement between the Parties relating to the subject matter of the Offer Agreement and all terms and conditions of the Offer Agreement shall continue to remain valid, operative, binding, subsisting, enforceable and in full force and effect, save and except to the extent amended by this Amendment Agreement.

4.3 Any dispute arising out of or in relation to or in connection with this Amendment Agreement shall be resolved in accordance with Clause 14 (*Arbitration*) of the Offer Agreement and the provisions of these clauses shall apply *mutatis mutandis* to this Amendment Agreement.

4.4 If any provision or any portion of a provision of this Amendment Agreement becomes invalid or unenforceable, such invalidity or unenforceability shall not invalidate or render unenforceable this Amendment Agreement, but rather shall be construed as if not containing the particular invalid or unenforceable provision or portion thereof, and the rights and obligations of the Parties shall be construed and enforced accordingly.

4.5 No modification, alteration, addition, variation, novation, agreed cancellation or amendment of this Amendment Agreement or any of its terms or provisions shall be valid or legally binding on the Parties unless made in writing duly executed by or on behalf of all the Parties thereto.

4.6 This Amendment Agreement may be executed in one or more counterparts/originals including counterparts/originals transmitted by facsimile/electronic mail, each of which shall be deemed an original, but all of which signed and taken together, shall constitute one and the same document.

This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, Orbimed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

For and on behalf of **LAXMI DENTAL LIMITED**

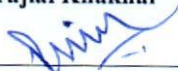
A handwritten signature in blue ink, appearing to read 'Dattani', with a large, stylized initial 'D'.

Name: Dharmesh Dattani

Designation: Chief Financial Officer

This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, Orbimed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

Signed by Rajesh Vrajlal Khakhar

A handwritten signature in blue ink, appearing to read 'Rajesh', is written over a horizontal line.

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Signed by Sameer Kamlesh Merchant



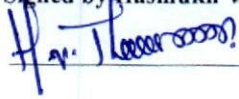
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Signed by Jigna Rajesh Khakhar



This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, Orbimed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

Signed by Hasmukh Vrajlal Khakhar

A handwritten signature in blue ink, appearing to read 'H. V. Khakhar', is written over a horizontal line.

This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, Orbimed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

Signed by Amrish Mahendrabhai Desai



This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, Orbimed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

Signed by Parag Jamnadas Bhimjiyani



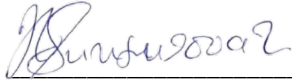
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Signed by Kunal Kamlesh Merchant



This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, OrbiMed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

**Signed by and on behalf of
OrbiMed Asia II Mauritius Limited**



Name: Harish Sumsurooah
Authorized Signatory

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**Signed by and on behalf of
Nuvama Wealth Management Limited**



Name: Neetu Ranka
Designation: ED and Co-Head, ECM – Corporate Finance
Contact Number: +91 98198 38110
Email: neetu.ranka@nuvama.com

This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, Orbimed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

**Signed by and on behalf of
Motilal Oswal Investment Advisors Limited**



Name: Subodh Mallya
Authorized Signatory

This signature page forms an integral part of the Amendment Agreement to the Offer Agreement executed among Laxmi Dental Limited, Rajesh Vrajlal Khakhar, Sameer Kamlesh Merchant, Jigna Rajesh Khakhar, Hasmukh Vrajlal Khakhar, Amrish Mahendrabhai Desai, Parag Jamnadas Bhimjiyani, Kunal Kamlesh Merchant, Orbimed Asia II Mauritius Limited, Nuvama Wealth Management Limited, Motilal Oswal Investment Advisors Limited and SBI Capital Markets Limited

**Signed by and on behalf of
SBI Capital Markets Limited**



**Name: Sylvia Mendonca
Authorized Signatory**

ANNEXURE A

Sr. No.	Name of the Selling Shareholders	Date of resolution by board or committee of directors	Date of Consent Letter	Number of Equity Shares of face value of ₹2 each proposed to be offered for sale*
1.	Rajesh Vrajlal Khakhar	N/A	December 29, 2024	196,604
2.	Sameer Kamlesh Merchant	N/A	December 29, 2024	434,598

ANNEXURE B

Sr. No.	Name of the Selling Shareholders	Date of resolution by board or committee of directors	Date of Consent Letter	Number of Equity Shares of face value of ₹2 each proposed to be offered for sale*
1.	Jigna Rajesh Khakhar	N/A	December 29, 2024	239,838
2.	Hasmukh Vrajlal Khakhar	N/A	December 29, 2024	150,040
3.	Amrish Mahendrabhai Desai	N/A	December 29, 2024	150,040
4.	Parag Jamnadas Bhimjiyani	N/A	December 29, 2024	150,040
5.	Kunal Kamlesh Merchant	N/A	December 29, 2024	150,040

ANNEXURE C

Sr. No.	Name of the Selling Shareholders	Date of resolution by board or committee of directors	Date of Consent Letter	Number of Equity Shares of face value of ₹2 each proposed to be offered for sale*
1.	Orbimed Asia II Mauritius Limited	June 25, 2024	December 29, 2024	11,614,267