

R.N. MARWAH & CO. LLP
CHARTERED ACCOUNTANTS

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Consent letter

To,

The Board of Directors
Global Health Limited (Formerly Known as Global Health Private Limited)
Medanta – Mediclinic
E-18, Defence Colony
New Delhi – 110024, India
(the “Company”)

Kotak Mahindra Capital Company Limited
1st Floor, 27 BKC, Plot No. 27, ‘G’ Block
Bandra Kurla Complex, Bandra (East), Mumbai 400 051
Maharashtra, India

Credit Suisse Securities (India) Private Limited
Ceejay House, 10th Floor, Plot F,
Shivsagar Estate, Dr. Annie Besant
Road, Worli, Mumbai 400 018
Maharashtra, India

Jefferies India Private Limited
42/43, 2 North Avenue
Maker Maxity, Bandra-Kurla Complex
Bandra (East), Mumbai 400 051
Maharashtra, India

JM Financial Limited
7th Floor, Cnergy,
Appasaheb Marathe Marg,
Prabhadevi, Mumbai 400 025

(collectively, with any other book running lead managers that may be appointed in connection with the Offer, the “Book Running Lead Managers”)

Dear Sirs,

Re: Proposed initial public offering of equity shares (the “Equity Shares”) by the Company and such offering, the “Offer”.

We, R N Marwah & Co LLP, (Firm Registration Number: 001211N/N500019) Chartered Accountant of the Company, consent to our name being included as “Expert” in terms of the Companies Act, 2013, as amended, in the red herring prospectus (“RHP”) and the prospectus (“Prospectus”) filed in relation to the Offer (collectively, the “Offer Documents”) or any other material in connection with the Offer.

Certified True Copy



Branch Office :

613, Suncity Business Tower, Golf Course Road, Gurgaon-122002
813, Oxford Towers, 139 Airport Road, Bangalore-560 008

LLP ID No.: AAC-5662



We further consent to include our reports/certificates/letters mentioned in Annexure-A, in full or in parts, in the Offer Documents or such other documents to be issued by the Company in relation to the Issue.

We confirm that we have subjected ourselves to the peer review process of the Institute of Chartered Accountants of India (the "ICAI") and hold a valid Peer Review certificate dated August 16, 2021 issued by the Peer Review Board of the ICAI which is valid till August 31, 2024.

We further confirm that we have not been engaged or interested in the formation or promotion of management of the Company.

We have conducted our examination in accordance with the 'Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2016)' issued by the Institute of Chartered Accountants of India.

We hereby confirm that while providing this certificate we have complied with the Code of Ethics and the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the Institute of Chartered Accountants of India.

We confirm that the information in this certificate is true, fair and correct, and is in accordance with the requirements of the Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable law, and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context. We confirm that the information in this certificate is adequate to enable investors to make a well-informed decision, to the extent that such information with respect to us is relevant to the prospective investor to make a well-informed decision.

This certificate is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Company, the Book Running Lead Managers and the legal advisors appointed by the Company and the Book Running Lead Managers in relation to the Offer. We hereby consent to the submission of this certificate as may be necessary to SEBI, the Registrar of Companies, National Capital Territory of Delhi & Haryana at Delhi ("RoC"), the relevant stock exchanges, any other regulatory authority and/or for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

We confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Managers until the date when the Equity Shares commence trading on the relevant stock exchanges. In the absence of any such communication from us, the Book Running Lead Managers and the legal advisors, each to the Company and the Book Running Lead Managers, can assume that there is no change to the above information until the Equity Shares commence trading on the relevant stock exchanges pursuant to the Offer. We hereby consent to this certificate being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, 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.



R.N. MARWAH & CO. LLP

CHARTERED ACCOUNTANTS

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

Yours faithfully,

For and on behalf of R N Marwah & Co LLP


Sunil Narwal


Partner

Membership No.: 511190

ICAI Firm Registration No: 001211N/N500019

UDIN: 22511190AZ@LU@9152

Date: 14/10/2022

Cc:

S&R Associates

64, Okhla Industrial Estate Phase III
New Delhi 110 020

AZB & Partners

AZB House
Plot No. A8, Sector-4
Noida 201 301

AZB & Partners

AZB House, Peninsula Corporate Park
GanpatraoKadamMarg, Lower Parel
Mumbai 400 013

Annexure A

Sr. No.	Particulars
1.	Consent letter
2.	Certificate on ESOP Scheme(s)
3.	Peer review Certificate issued by the 'Peer Review Board' of the ICAI
4.	Certificate on Related Party Transactions
5.	Certificate on Loans and Advances
6.	Certificate on Basis of Offer Price
7.	Certificate on no material developments
8.	Certificate on outstanding dues to creditors and MSMEs and overdues to material creditors
9.	Certificate on Financial Indebtedness
10.	Certificate on Group Companies
11.	Certificate on non-payment of statutory dues and contingent liabilities
12.	Certificate on Key Statistical Information / Key Performance Indicators
13.	Certificate on Reservations, Qualifications and Adverse Remarks of the Auditors
14.	Certificate on Changes in Accounting Policies
15.	Certificate on objects of the Offer
16.	Certificate on average cost of acquisition of Equity Shares by the Promoters and Selling Shareholders and certificate on weighted average price at which Equity Shares were acquired by each of the Promoters and Selling Shareholders in the last one year
17.	Certificate on Rejection Criteria under the SEBI General Order(s) relating to financial matters
18.	Certificate on bonus issue/ split of shares (if applicable)
19.	Certificate on no material frauds
20.	Certificate on Promoters' contribution
21.	Certificate on Eligibility for the Offer
22.	Certificate on Dividend
23.	Certificate on Insurance
24.	Certificate on share capital build up
25.	Certificate on tax litigation
26.	Certificate on remuneration paid to Directors and the Key Managerial Personnel
27.	Certificate on Offer expenses
28.	Certificate on Securities Transaction Tax (STT) and other withholding taxes
29.	Certificate at the time of listing, confirming that allotment has been done as per the Basis of Allotment approved by the Designated Stock Exchange



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