

Annexure B

[To be delivered prior to the filing of the DRHP]

Date: 18.12.2024

To,

The Board of Directors
Excelsoft Technologies Limited
1-B, Hootagalli Industrial Area,
Mysore, Karnataka 570018
India.

Dear Sirs,

Proposed initial public offering (the "Offer") of equity shares (the "Equity Shares") by Excelsoft Technologies Limited ("Company")

We, **Axis Bank Ltd**, consent to our name and details mentioned herein being inserted as a banker to the Company in the draft red herring prospectus to be filed by the Company with the Securities and Exchange Board of India ("SEBI") and the stock exchanges where Equity Shares are proposed to be listed (the "Stock Exchanges"), and the red herring prospectus and prospectus to be filed by the Company with Registrar of Companies, Karnataka at Bengaluru (the "RoC") and subsequently with SEBI and Stock Exchanges in respect of the Offer and any other document to be issued or filed in relation to the Offer (collectively, the "Offer Documents"). The following details with respect to us may be disclosed in the Offer Documents:

Name: **AXIS BANK LTD**
Address: Diamond District, Tower C, 5th Floor, Domlur-560008
Tel: 8884057495
Email: Santoshi.reddy@axisbank.com

We further confirm that the above information in relation to us is true, correct, accurate, complete 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.

This letter may be relied upon by the legal counsel and BRLM appointed in relation to the Offer. We hereby consent for submission of this letter to the SEBI, Stock Exchanges, RoC and any other authority as may be required by applicable laws or if requested for by any such authority or court order. We further consent to the aforementioned details being included for the records to be maintained by the BRLM in connection with the Offer and in accordance with applicable laws.

We undertake to inform the Company and the BRLM promptly, in writing of any changes to the above information until the Equity Shares of the Company commence trading on the Stock Exchanges. In the absence of any such communication from us, the above mentioned information should be considered as updated information until the Equity Shares of the Company commence trading on the Stock Exchanges, pursuant to the Offer.

This consent letter 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 Bank, Book Running Lead Manager and the legal advisors appointed by the Bank and the Book Running Lead Manager and any other intermediary as may be required, in relation to the Offer.

We further agree to keep the information regarding the proposed Offer and this consent granted by us strictly confidential unless required to be disclosed pursuant to any law or judicial order or is required by any regulatory or governmental authority in India or outside India.

This consent letter does not impose any obligation on the Company to include in any Offer Documents all or any part of the information with respect to which consent for disclosure is being granted pursuant to this certificate.

We hereby authorise you to deliver this consent letter to SEBI, Stock Exchanges, the RoC and any other regulatory or statutory authorities as may be required.

We also consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" in connection with this Offer, which will be available for inspection from date of the filing of the RHP until the Bid/Offer Closing Date.

We hereby consent to this consent letter being disclosed by the Book Running Lead Manager, 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 defense in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

Capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents.

Yours faithfully,

For Axis Bank Limited

Priya Gupta

Authorized Signatory

Name: Priya Gupta

Designation: Assistant Vice President and Relationship Manager



Cc:

Book Running Lead Manager:

Anand Rathi Advisors Limited
11th Floor, Times Tower, Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai 400013 Maharashtra, India

Legal Counsel to the Offer:

ALMT Legal
No. 2, Lavelle Road
Bangalore 560001