

Annexure A

To,
The Board of Directors
Astec LifeSciences Limited
"Godrej One", 3rd Floor
Pirojshanagar, Eastern Express Highway
Vikhroli (East), Mumbai – 400 079
Maharashtra, India

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

Re: Proposed rights issue of equity shares of face value of Rs. 10 each ("Equity Shares") by Astec LifeSciences Limited (the 'Company', and such issue, the "Issue")

We, **Shah & Kathariya** consent to our name being inserted as an "expert" as defined under Section 2(38) of the Companies Act, 2013, as amended, in the Draft Letter of Offer ("**DLOF**") and the Letter of Offer ("**LOF**") intended to be filed by the Company 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**").

The following details with respect to us may be disclosed:

Name:

Shah & Kathariya, Chartered Accountants,
ICAI Firm Registration No. 115171W

Address:

Head Office: T6/601, Rustomjee Ozone, New Link Road, Goregaon (West), Mumbai – 400104

Branch Office: 101, Antariksh Thakur House, Makwana Lane, Andheri (East), Mumbai – 400059

Phone: (+91) 9769 694580

Email: office@shahkathariya.com

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

We confirm that we are an independent [firm] and are not related to the Company, its Subsidiaries, Promoters, Directors or Key Managerial Personnel.

We hereby authorise you to deliver this consent letter to SEBI, Stock Exchanges, the Registrar of Companies, pursuant to the provisions of the Companies Act, 2013 and the rules and regulations made there under, as amended, and any other regulatory/statutory authorities as may be required in connection with the Issue.

We represent that our execution, delivery and performance of this consent has been duly authorised by all necessary action (corporate or otherwise).

We undertake to keep strictly confidential the details of the proposed capital raising options, your request letter and this consent letter.

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

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.

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 Company and the legal counsel to the Company in relation to the Issue. 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. 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 Company 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, the legal counsel to the Company 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.

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 Shah & Kathariya

Chartered Accountants

ICAI Firm Registration No. 115171W

P.M.Kathariya

(Partner)

Membership No. 031315

Place: Mumbai

Date: 23rd June 2025

cc:

Legal Counsel to the Company

Cyril Amarchand Mangaldas

3rd Floor, Prestige Falcon Towers

19, Brunton Road

Off M.G. Road

Bengaluru 560 025

Karnataka, India