



S K G N & Associates LLP

Chartered Accountants

Certificate on Cost of Acquisition of Shares of Promoters

The Board of Directors,

Gaudium IVF and Women Health Limited
(formerly known as Gaudium IVF and Women Health Private Limited)
B1/51, Janak Puri,
Janakpuri B-1,
West Delhi, Delhi - 110058

Sarathi Capital Advisors Private Limited

401, 4th Floor, Manek Plaza, 167,
Vidyanagari Marg
Kalina, Santacruz (E),
Mumbai - 400098
(Sarathi Capital Advisors Private Limited referred to as the "BRLM")

Dear Madam(s) / Sir(s),

Sub: Proposed Initial Public Offering of Equity Shares of face value INR 5 each (the "Equity Shares") of Gaudium IVF and Women Health Limited (the "Company" and such offering, the "Issue")

We, S K G N & Associates LLP, Chartered Accountants, the Statutory Auditors of the Company, have been informed that the Company proposes to file the Updated Draft Red Herring Prospectus ("UDRHP"), the Red Herring Prospectus ("RHP") and the Prospectus ("Prospectus"), to be filed in respect of the Issue with Securities and Exchange Board of India ("SEBI"), the BSE Limited, the National Stock Exchange of India Limited (together, the "Stock Exchanges"), and the Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), in accordance with the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and any other document in relation to the Issue. (collectively with the UDRHP, RHP and Prospectus, the "Offer Documents").

In connection with the proposed Issue of the Company, we have been requested by the Management of the Company to verify and certify the average cost of acquisition of the Equity Shares of the Company held by the Promoters of the Company as defined in the SEBI ICDR Regulations (the "Promoters").

Accordingly, based on the certified list of Promoters of the Company as provided by the management information and explanation provided by the Promoters and on review of the Benpos report, minutes of the meetings of the Board of Directors of the Company, minutes of annual general meeting and extraordinary general meetings of the Company and books of accounts presented to us, we hereby certify the following:



1. the average cost of acquisition of Equity Shares of the Company acquired by the promoters since incorporation, as on 20th January, 2026, is as follows:

Name of the Promoters	Number of Equity Shares	Weighted Average cost of acquisition per share (Amount in Rupees)
Manika Khanna	6,09,73,900	0.16
Peeyush Khanna	2,21,092	0.11
Vishad Khanna	1,86,000	Nil

The computation of the average cost of acquisition of the Equity Shares of each Promoter is provided in **Annexure A**.

2. the average cost of acquisition of Equity Shares of the Company acquired by the promoters within 3 years preceding 20th January, 2026, is as follows:

Name of the Promoters	Number of Equity Shares	Weighted Average cost of acquisition per share (Amount in Rupees)
Manika Khanna	5,99,86,168	Nil
Peeyush Khanna	2,18,592	Nil
Vishad Khanna	1,86,000	Nil

The computation of the average cost of acquisition of the Equity Shares of each Promoter is provided in **Annexure B**.

3. the average cost of acquisition of Equity Shares of the Company acquired by the promoters within 1 year preceding 20th January, 2026, is as follows:

Name of the Promoters	Number of Equity Shares	Weighted Average cost of acquisition per share (Amount in Rupees)
Manika Khanna	(4,092)	Nil
Peeyush Khanna	4,092	Nil
Vishad Khanna	NIL	Nil

The computation of the average cost of acquisition of the Equity Shares of each Promoter is provided in **Annexure C**.

The Company has confirmed that till the date on which the Equity Shares are listed and commence trading on Stock Exchanges, any acquisition and/or sale of any Equity Shares of the Company by its Promoters will immediately be intimated to us and the Book Running BRLM to the Issue.

We have conducted our examination in accordance with the applicable guidance notes, issued by the Institute of Chartered Accountants of India ("ICAI") which requires that we comply with ethical requirements of the Code of Ethics issued by the ICAI and accordingly, we confirm that we have complied with such Code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of 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.



We hereby consent to aforementioned details being included in the Offer Documents and in any other material used in connection with the Issue. We also consent to the submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the BRLM in connection with the Issue and in accordance with applicable law.

We confirm that we will immediately communicate any changes in writing in the above information to the BRLM until the date of filing of the Prospectus with the RoC. In the absence of any such communication from us each to the Company and the BRLM, BRLM and the Legal Counsel can assume that there is no change to the above information.

Yours sincerely,

For S K G N & Associates LLP,

Chartered Accountants

ICAI Firm Registration Number: 023403N/N500052


Sumit Kumar Goyal
Partner

Membership No.: 515406

UDIN: 26515406GACKTL3886



Place: New Delhi

Date: 20th January, 2026

gaudium[®] IVF

Delivering Motherhood Dreams

Annexure A

Computation of Average Cost of Acquisition of Equity Shares of Gaudium IVF and Women Health Limited ("the Company") Acquired by the Promoters since Incorporation

1. Dr. Manika Khanna

Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
On Incorporation	Subscription to MOA	47,500	10	4,75,000
29.03.2021	Private Placement (other than cash)	9,40,232	10	94,02,320
03.09.2024	Transfer of Shares (Gift)	(1,000)	-	-
03.09.2024	Transfer of Shares (Gift)	(3,000)	-	-
03.09.2024	Transfer of Shares for cash	(50)	450	(22,500)
03.09.2024	Transfer of Shares for cash	(50)	450	(22,500)
03.09.2024	Transfer of Shares for cash	(50)	450	(22,500)
03.09.2024	Transfer of Shares for cash	(66)	450	(29,700)
20.09.2024	Split of Shares (1:1)	9,83,516	-	-
26.09.2024	Bonus [30:1]	5,90,10,960	-	-
02.07.2025	Transfer of Shares (Gift)	(4,092)	-	-
	Total	6,09,73,900		97,80,120
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				0.16

2. Peeyush Khanna

Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
On Incorporation	Subscription to MOA	2,500	10	25,000
03.09.2024	Transfer of Shares (Gift)	1,000	-	-
20.09.2024	Split of Shares (1:1)	3,500	-	-
26.09.2024	Bonus (30:1)	2,10,000	-	-
31.07.2025	Transmission of Shares	4,092	-	-
	Total	2,21,092		25,000
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				0.11



Manika



Gaudium IVF and Women Health Limited (Formerly known as Gaudium IVF and Women Health Pvt. Ltd.)

Registered Office : B1/51, Janakpuri, New Delhi- 110058 | Ph: 011-4885 8585

CIN : U85100DL2015PLC278296 Email : Info@gaudiumivfcentre.com Website : www.gaudiumivfcentre.com



gaudium® IVF

Delivering Motherhood Dreams

3. Vishad Khanna*

Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
03.09.2024	Transfer of Shares (Gift)	3,000	-	-
20.09.2024	Split of Shares	3,000	-	-
26.09.2024	Bonus [30:1]	1,80,000	-	-
Total		1,86,000		
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				NIL

*during the period the promoter has not acquired any shares for cash but have received certain shares as a gift for Nil consideration and subsequently have been allotted bonus shares, therefore the average cost of acquisition is NIL.

For Gaudium IVF and Women Health Limited


Dr. Manika Khanna
DIN: 07090907
(Chairperson and Managing Director)



Place: New Delhi
Date: 20th January 2026

Gaudium IVF and Women Health Limited (Formerly known as Gaudium IVF and Women Health Pvt. Ltd.)

Registered Office : B1/51, Janakpuri, New Delhi- 110058 | Ph: 011-4885 8585

CIN : U85100DL2015PLC278296 Email : info@gaudiumivfcentre.com Website : www.gaudiumivfcentre.com



gaudium[®] IVF

Delivering Motherhood Dreams

Annexure B

Computation of Average Cost of Acquisition of Equity Shares of Gaudium IVF and Women Health Limited ("the Company") Acquired by the Promoters within 3 years preceding 20th January, 2026

1. Dr. Manika Khanna

Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
03.09.2024	Transfer of Shares (Gift)	(1,000)	-	-
03.09.2024	Transfer of Shares (Gift)	(3,000)	-	-
03.09.2024	Transfer of Shares for cash	(50)	450	(22,500)
03.09.2024	Transfer of Shares for cash	(50)	450	(22,500)
03.09.2024	Transfer of Shares for cash	(50)	450	(22,500)
03.09.2024	Transfer of Shares for cash	(66)	450	(29,700)
20.09.2024	Split of Shares	9,83,516	-	-
26.09.2024	Bonus [30:1]	5,90,10,960	-	-
02.07.2025	Transfer of Shares (Gift)	(4092)	-	-
	Total	5,99,86,168		(97,200)
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				NIL*

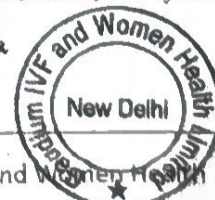
*during the period the promoter has not acquired any shares and have been allotted bonus shares, therefore the average cost of acquisition is NIL.

2. Peeyush Khanna

Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
03.09.2024	Transfer of Shares (Gift)	1,000	-	-
20.09.2024	Split of Shares	3,500	-	-
26.09.2024	Bonus [30:1]	2,10,000	-	-
31.07.2025	Transmission of Shares	4,092	-	-
	Total	2,18,592		NIL
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				NIL*

*during the period the promoter has not acquired any shares and have been allotted bonus shares, therefore the average cost of acquisition is NIL.

Manika



Gaudium IVF and Women Health Limited (Formerly known as Gaudium IVF and Women Health Pvt. Ltd.)
 Registered Office : B1/51, Janakpuri, New Delhi- 110058 | Ph: 011-4885 8585
 CIN : U85100DL2015PLC278296 Email : info@gaudiumivfcentre.com Website : www.gaudiumivfcentre.com



gaudium[®] IVF

Delivering Motherhood Dreams
Annexure C

Computation of Average Cost of Acquisition of Equity Shares of Gaudium IVF and Women Health Limited ("the Company") Acquired by the Promoters within 1 year preceding 20th January, 2026

1. Dr. Manika Khanna

Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
02.07.2025	Transfer of Shares (Gift)	(4,092)	-	-
	Total	(4,092)		
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				NIL*

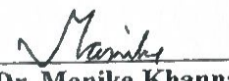
2. Peeyush Khanna

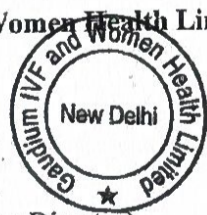
Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
31.07.2025	Transmission of Shares	4,092	-	-
	Total	4,092		NIL*
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				NIL*

3. Vishad Khanna

Date of Acquisition	Nature of Transaction	No. of Shares Acquired / Transferred	Price of Acquisition / Sale per Share	Consideration Paid / (Received) (Amount in Rupees)
	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL
Average cost of Acquisition (Total Consideration paid / Shares Acquired)				NIL*

For Gaudium IVF and Women Health Limited


Dr. Manika Khanna
DIN: 07090907
(Chairperson and Managing Director)



Place: New Delhi
Date: 20th January, 2026

Gaudium IVF and Women Health Limited (Formerly known as Gaudium IVF and Women Health Pvt. Ltd.)

Registered Office : B1/51, Janakpuri, New Delhi- 110058 | Ph: 011-4885 8585

CIN : U85100DL2015PLC278296 Email : info@gaudiumivfcentre.com Website : www.gaudiumivfcentre.com

