



Sr.No.of RBC:Board/01/2023-24

**RESOLUTION BY CIRCULATION (APPROVAL OF THE LETTER OF OFFER)**

RESOLVED THAT further to the approval accorded by the Board of Directors of the Company ("Board") by way of resolution dated 17<sup>th</sup> May 2022 and the Rights Issue Committee by way of resolutions dated 11<sup>th</sup> May 2023, 1<sup>st</sup> June 2023 and 8<sup>th</sup> June 2023, approving the proposed rights issue of equity shares of the Company of face value of ₹ 4 each ("Equity Shares" and such issue, the "Issue") to eligible equity shareholders, eligible renounees thereof and/or to such other persons on the record date for this purpose, i.e., 14<sup>th</sup> June 2023, the Letter of Offer (the "LOF") for the proposed Issue, containing information as required under the notified provisions of the Companies Act, 2013, including the rules made thereunder, as amended (the "Companies Act") and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended read with the relevant circulars issued by the Securities and Exchange Board of India (the "SEBI"), in this regard, from time to time (the "SEBI ICDR Regulations") and other applicable law, a copy of which is circulated to the Board, be and is hereby approved and adopted for filing with BSE Limited (the "Stock Exchange") and such other governmental or supervisory authorities or persons as may be required, in accordance with the applicable provisions of the Companies Act, the SEBI ICDR Regulations and other applicable laws.

RESOLVED FURTHER THAT Shri Naveen Kumar Sharma, Whole-time Director and Shri Pranav Chitre, Chief Financial Officer, be and are hereby authorised jointly to sign the LOF on behalf of the Company and file the same with the Stock Exchange and such other authorities or persons as may be required, issue the LOF and the Issue related documents to the eligible equity shareholders, issue

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CIN: L26943RJ1993PLC007267



such certificates and confirmations as may be required, and undertake such other necessary steps to implement this resolution.

RESOLVED FURTHER THAT Shri Naveen Kumar Sharma, Whole-time Director, Shri Pranav Chitre, Chief Financial Officer and Ms. Poonam Singh, Company Secretary be and are hereby severally authorized to give a certified copy of this resolution to such persons and/or authorities as may be necessary and they be requested to act thereon.”

(.....)

Smt. Vinita Singhania, Chairperson

(.....)

Shri Shrivats Singhania, Director & CEO

(.....)

Shri Naveen Kumar Sharma, Whole-Time Director

(.....)

Shri Vinit Marwaha, Independent Director

(.....)

Amb. Bhaswati Mukherjee, Independent Director

(.....)

Shri O.N Rai, Independent Director

(.....)

Shri Surendra Malhotra Independent Director

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