

**Date:** 06/02/2026

To,

National Stock Exchange of India Limited  
Listing department, Exchange Plaza,  
Bandra- Kurla Complex, Bandra (E)  
Mumbai- 400 051

**Sub:** Intimation of outcome of Board Meeting held on **February 06,2026** under Regulation 51 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that at its meeting held today, i.e., **February 06,2026**, the Board of Directors ("**Board**") of Vedika Credit Capital Limited ("**Company**") has inter alia

- a) Considered & discussed upon financial report of Q3(2025-26)
- b) Discussed and reviewed users of Daksh portal
- c) Discussed and approved raising of capital through an initial public offering of equity shares
- d) Discussed, took note and approved withdrawal of nomination of nominee director (SIDBI)
- e) Discussed & approved authorisation of fund-raising mandates subject to managing director's approval
- f) Discussed & approved notice for calling extra ordinary general meeting

Enclosing herewith draft Minutes for your kind reference and record

The meeting of the Board of Directors was commenced at 01:30 PM and concluded at 02:30 PM.

This is for your information and records.

Thanking You

**For Vedika Credit Capital Ltd**

For Vedika Credit Capital Ltd

*Gaurav Kumar Vohra*

Company Secretary

**Gaurav Kumar Vohra**

**Company Secretary & Compliance Officer**

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**Registered Office Address:**

C/O Mr. Subir Dhara, Village - Choto Khataliya, P.O.- Shiuli Telini Para, Dist. - 24 North Parganas, P.S.- Titagar, West Bengal - 700121

**MINUTES OF THE ONE HUNDRED AND TENTH (110TH) BOARD MEETING OF “M/S VEDIKA CREDIT CAPITAL LTD” HELD ON FRIDAY, 06TH DAY OF FEBRUARY, 2026 AT 01:30 PM AT THE OFFICE OF THE COMPANY SITUATED AT XV, KOKAR INDUSTRIAL AREA, OPPOSITE SADHU MADAN, KOKAR-834001, RANCHI, JHARKHAND.**

**PRESENT**

MR. VIKRAM JAIN	-	Whole Time Director
MR. DEEP KUMAR HESSA	-	Director
MR. MAQSOODUL HASAN ANSARI	-	Independent Director
MR. HARI BABU SHUKLA	-	Independent Director

**IN ATTENDANCE**

MR. GAURAV KUMAR VOHRA	-	Company Secretary
MR. ABHISHEK AGARWAL	-	Chief Financial Officer

**SPECIAL INVITEE**

MR. UMMED MAL JAIN	-	Special Invitee
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**AGENDA POINT**

**1. TO ELECT THE CHAIRMAN OF THE MEETING**

Mr. Vikram Jain elected as a chairman of the meeting. Accordingly, he took the chair and presided over the meeting. He welcomed all the Members to the meeting. Thereafter, he ascertained the quorum, declared that the meeting was duly convened, properly constituted and agenda of the meeting was taken up.

**2. TO GRANT LEAVE OF ABSENCE, IF ANY**

Mr. Gautam Jain, Managing Director and Mr. Mukul Praween Ekka (Nominee Director- Representing SIDBI) has expressed their inability to attend the meeting. Accordingly, board took note of the same and granted leave of absence to him.

**3. TO TAKE NOTE OF THE MINUTES OF THE LAST MEETING**

The minutes of the last board meeting & committee meeting of the board (incorporating the remarks of the members) held on 28<sup>th</sup> Day of November, 2025 so as placed before the board for noting were taken on record after necessary discussion.

**4. TO CONSIDER & DISCUSS UPON FINANCIAL REPORT OF Q3(2025-26)**

The Chief Financial Officer of the Company presented the **Quarterly Financial Results for the quarter ended December 31, 2025**, prepared in accordance with **IND-AS**, along with the **Limited**

**Review Report** thereon. He highlighted their key observations and confirmations for the Board's consideration.

The Board took note of the Company's financial performance for the quarter, significant variations as compared to the previous quarter, compliance with applicable accounting standards, and the confirmations provided by the management. The recommendation of the **Audit Committee** for approval of the Quarterly Financial Results along with the Limited Review Report was also placed before the Board.

After detailed deliberations and considering the explanations and clarifications provided by the management and the Statutory Auditors, the Board expressed its satisfaction with the **Limited Review Report** and the financial statements.

Accordingly, the Board **approved the Quarterly Financial Results along with the Limited Review Report for the third quarter of the Financial Year 2025-26** and authorized the designated officials to carry out all necessary compliances, filings, disclosures, and related formalities by passing the following resolution as **Resolution No. 1**.

**“RESOLVED THAT** pursuant to the regulation of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 so as applicable & based upon the recommendation of the Audit committee, approval of the board be is hereby accorded for the approval of quarterly financial report along with limited review report pertaining to the Quarter **(3) Three** for financial year **2025-26** so as table before the board

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, **Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Mr. Abhishek Agarwal, Chief Financial Officer** of the company be and are hereby jointly and/or severally authorized , on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies, stock exchange, newspaper and other statutory authority or otherwise as and when required.”

## **5. TO DISCUSS AND REVIEW USERS OF DAKSH PORTAL**

The Board was informed about the **RBI circular bearing reference no. CO.DOS.RSD.No.S438/31-01-105/2023-2024 dated April 24, 2023**, on the **Implementation and Usage of DAKSH by Supervised Entities**, wherein **Para 2J** requires Supervised Entities to carry out a periodic review of users on the DAKSH portal.

The management placed before the Board the **quarterly review of the list of authorized users on the DAKSH portal for the quarter ended December 2025**. The Board reviewed the existing list of users, their access levels, and the adequacy of controls in place.

After due discussion, the Board noted that **no change or modification** in the existing list of users was required during the quarter under review and expressed its satisfaction that the current user access on the DAKSH portal remains appropriate and compliant with applicable RBI guidelines.

Accordingly, the Board took the review on record and passed the following resolution as **Resolution No. 2**.

**“RESOLVED THAT** pursuant to the RBI circular bearing reference no. **CO.DOS.RSD.No.S438/31-01-105/2023-2024 dated April 24, 2023**, on Implementation and Usage of DAKSH by Supervised Entities (SEs), and in compliance with **Para 2J** thereof, the **periodic review of authorized users on the DAKSH portal for the quarter ended December 2025** as placed before the Board be and is hereby **reviewed and taken on record**, and it is **noted that no change or modification in the existing list of users is required** during the said quarter.

**RESOLVED FURTHER THAT** in the event of any requirement arising in future, **Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary and Mr. Abhishek Agarwal, Chief Financial Officer** of the Company be and are hereby **jointly and/or severally authorized** to carry out necessary updation, reporting, and compliances on the DAKSH portal and to do all such acts, deeds, and things as may be necessary to give effect to this resolution.”

#### **6. TO DISCUSS AND APPROVE RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES**

The Chairperson informed the Board that at its meeting held on November 28, 2025, the Board had approved the proposal to undertake an Initial Public Offer (IPO) of equity shares of face value of ₹10/- each of the Company, comprising a fresh issue of equity shares, and to list the equity shares on one or more recognized stock exchanges in India, subject to applicable approvals.

The Board was further apprised that, pursuant to subsequent discussions and strategic evaluation, the management now proposes to revise the structure of the IPO to comprise a Fresh Issue of equity shares by the Company along with an Offer for Sale of equity shares by certain existing shareholders of the Company, while continuing to list the equity shares on one or more recognized stock exchanges in India.

The management explained that the revised structure is intended to be undertaken at an appropriate time, in consultation with the Book Running Lead Manager(s) and other advisors to be appointed for the IPO, and subject to receipt of all applicable statutory, regulatory, and other approvals. The Board discussed the proposed revision in detail, including its implications on shareholding, governance, regulatory compliance, and overall market positioning of the Company. After due deliberation and considering the explanations provided by the management, the Board approved the revised structure of the proposed IPO comprising a Fresh Issue and an Offer for Sale, and recommended the same for approval of the shareholders, in accordance with applicable laws and regulations.

Accordingly, the Board passed the following resolution as Resolution No. 3

**“RESOLVED THAT** subject to the approval of the shareholders of the Company through special resolution at a General Meeting, with or without modification in accordance with the Applicable Laws, regulations, policies, rules, guidelines, notifications, circulars, directions, clarifications and orders, as may be applicable including, without limitation, pursuant to the provisions of Sections 23, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules and regulations notified thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, the Companies (Share Capital and Debentures) Rules, 2014, as amended, (collectively referred to as the **“Companies Act,”**) and in accordance with and subject to the provisions of the Securities Contracts Regulation Act, 1956, (**“SCRA”**), as amended and the

rules and regulations framed thereunder, including and the Securities Contracts (Regulation) Rules, 1957 (“**SCRR**”) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”), the Foreign Exchange Management Act, 1999, as amended, and the rules and regulations made thereunder including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended and any other applicable rules, regulations, guidelines, press notes, clarifications, circulars and notifications issued by the Government of India (“**Gol**”), including the Department for Promotion of Industry and Internal Trade (“**DPIIT**”), Securities and Exchange Board of India (“**SEBI**”) or Reserve Bank of India (“**RBI**”), and any other Applicable Laws, rules and regulations, in India or outside India (collectively, the “**Applicable Laws**”), and in accordance with the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and the uniform listing agreements to be entered into between the Company and the respective recognized Stock Exchanges of India where the Equity Shares are proposed to be listed (the “**Stock Exchanges**”), and subject to any approvals from the Gol, the Registrar of Companies West Bengal at Kolkata (“**RoC**”), SEBI, RBI, the Stock Exchanges, Ministry of Finance, Ministry of Commerce and Industry, Government of India, the DPIIT and any other appropriate governmental, statutory and regulatory authorities of India (“**Regulatory Authorities**”) and any third parties including but not limited to lender(s) of the Company, and such other approvals, consents, permissions and sanctions as may be required from the Regulatory Authorities and such third parties (if any) and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, waivers, permissions and sanctions, and which may be agreed to by the Board (which term shall include a duly authorised committee thereof for the time being exercising the powers conferred by the Board including the powers conferred by this resolution), the consent and approval of the Board be and is hereby accorded to create, issue, offer and allot up to 1,50,00,000 Equity Shares of face value ₹10/- each to be issued for cash either at par or premium and by way of an Offer of Sale of upto 20,00,000 Equity Shares at par or premium by certain of the existing and eligible shareholders of the Company (“**Selling Shareholders**”) as may be determined at the Board’s discretion after considering the prevailing market conditions and other relevant factors (“**Offer for Sale**” and together with the Fresh Issue, the “**Offer**”)subject to any revisions to such amount as may be permissible under applicable law, including the SEBI ICDR Regulations (with an option to the Company to retain an over-subscription to the extent of 1% of the net Offer (defined below) size, or such other extent as may be permitted under the Applicable Laws, for the purpose of rounding off to the nearest integer while finalizing the basis of allotment in consultation with the designated stock exchange) including the Offer and allotment/ transfer of Equity Shares to the stabilising agent pursuant to a green shoe option, if any, in terms of the SEBI ICDR Regulations at a price to be determined by the Company in consultation with the BRLM by the book building process in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable Laws, for cash at such premium or discount per Equity Share as allowed under Applicable Laws and as may be fixed and determined in accordance with the SEBI ICDR Regulations, out of the authorised capital of the Company to any category of person or persons as permitted under Applicable Laws, which shall include, without limitation, the right to dispose of the unsubscribed portion and any green shoe option of up to a certain number of Equity Shares (“**Green Shoe Option**”) to such persons who may or may not be the members of the Company as the Board may at its discretion decide in consultation with the BRLM and as may be permissible, who may or may not be the shareholder(s) of the Company as the Board may, decide, including anchor investors and qualified institutional buyers, if any, as defined under Regulations 2(1)(c) and 2(1)(ss), respectively of the SEBI ICDR Regulations, as may be permitted under Applicable Laws, whether they be holders of Equity Shares or not, one or more of the members of the Company, eligible employees (through a reservation or otherwise),

Hindu undivided families, foreign portfolio investors as defined under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, as amended, venture capital funds, alternative investment funds, foreign venture capital investors, multilateral and bilateral financial institutions, non-resident Indians, state industrial development corporations, insurance companies registered with the Insurance Regulatory and Development Authority of India, provident funds, pension funds, National Investment Fund, insurance funds set up by army, navy, or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India, trusts/societies registered under the Societies Registration Act, 1860, development financial institutions, Indian mutual funds, systemically important non-banking financial companies, members of group companies, Indian public, bodies corporate, companies (private or public) or other entities (whether incorporated or not), authorities, and to such other persons in one or more combinations thereof, including high net worth individuals, retail individual bidders whether through the Offer or otherwise in one or more modes or combinations thereof and/or any other category of investors as may be permitted to invest under Applicable Laws and in one or more tranches collectively referred to as the “**Investors**”) by way of the Offer in consultation with the BRLM and/or underwriters and/or the stabilizing agent pursuant to a green shoe option and/or other advisors or such persons appointed for the Offer and on such terms and conditions as may be finalized by the Board in consultation with the BRLM through an offer document, prospectus and/or an offering memorandum, as required, and the decision to determine the category or categories of investors to whom the allotment shall be made to the exclusion of all other categories of investors and in such manner as the Board may in its discretion, deem fit, including in consultation with BRLM, underwriters and/or other advisors as may be appointed for the Offer on such terms as may be deemed appropriate by the Board and that the Board in consultation with the BRLM may finalize all matters incidental thereto as it may in its absolute discretion think fit. Further, in consultation with the Stock Exchanges an oversubscription, to the extent of 1% of the net offer to the public may be made for the purpose of making allotment in minimum lots, while finalizing the basis of allotment.

**RESOLVED FURTHER THAT** the Equity Shares allotted pursuant to the offer shall be listed on one or more recognized stock exchanges in India.

**RESOLVED FURTHER THAT** the Board and such other persons as may be authorised by the Board be and is hereby authorised on behalf of the Company to make available for allocation a portion of the Offer to any category(ies) of persons permitted under Applicable Laws, including without limitation, eligible employees (the “**Reservation**”) or to provide a discount to the Offer price to retail individual bidders or eligible employees (the “**Discount**”); and to take any and all actions in connection with any Reservation or Discount as the Board may, in consultation with the BRLM, think fit or proper, including, without limitation, to negotiate, finalize and execute any document or agreement, and any amendments, supplements, notices or corrigenda thereto; seek any consent or approval required or necessary; give directions or instructions and do all such acts, deeds, matters and things as the Board may, from time to time, in its absolute discretion, think necessary, appropriate, or desirable; and settle any question, difficulty, or doubt that may arise with regard to or in relation to the foregoing.

**RESOLVED FURTHER THAT** subject to the approval of shareholders of the Company through Special Resolution at a General Meeting, with or without modification and pursuant to the provisions of Sections 62(1)(c), 42 and any other applicable provisions, if any, of the Companies Act and other Applicable Laws, and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company, the consent and in-principle approval of the Board be and is hereby accorded to complete a private placement of such number of Equity Shares as may be decided by the Board, to certain investors as permitted under Applicable Laws on or prior

to the date of the red herring prospectus or such other route as may be permitted under the applicable laws at the discretion of the Board aggregating up to 20% of the size of the Fresh Issue as may be decided by the Board (or duly authorised committee thereof) ("**Pre-IPO Placement**"), at such other price as decided by the Company, in consultation with the BRLM, and/or other advisors, determine in light of the then prevailing market conditions in accordance with Applicable Laws and do all such other acts, deeds, matters and things as the Board may from time to time, in their absolute discretion deem fit and including without limitation, negotiate, finalize and execute any document or agreement, including without limitation any private placement offer letters, placement agreement, escrow agreement, term sheet and such other documents or any amendments or supplements thereto and to open any bank account for the purpose if required, and to open any shares or securities account or escrow or custodian accounts as may be required in connection therewith and generally to do all such acts, deeds, matters and things in relation to all matters incidental to the Pre-IPO Placement or in relation to the foregoing and to settle any question, difficulty, or doubt that may arise with regard thereto or in relation to the foregoing the Companies Act, the SEBI ICDR Regulations and other applicable laws, regulations, policies or guidelines. In the event of happening of a Pre-IPO Placement, the size of the Offer would be reduced to the extent of Equity Shares issued under the Pre-IPO Placement, subject to compliance with the minimum net offer size requirements prescribed under Regulation 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957.

**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, issue or allotment of Equity Shares pursuant to the Offer, the Board be and is hereby authorised on behalf of the Company to seek listing of any or all of such Equity Shares on the Stock Exchanges.

**RESOLVED FURTHER THAT** the Equity Shares so allotted under the Offer (including any reservation or green shoe option) shall be subject to the memorandum of association and the articles of association of the Company and shall rank pari passu in all respects with the existing Equity Shares of the Company including rights in respect of dividend.

**"RESOLVED FURTHER THAT**, all monies received out of the Offer shall be transferred to a separate bank account opened for the purpose of the Offer referred to in Section 40(3) of the Companies Act, 2013, and application monies received pursuant to the Offer shall be refunded within such time, as specified by SEBI and in accordance with Applicable Laws, or the Company shall pay interest on failure thereof, as per Applicable Laws."

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions and any allotment of Equity Shares pursuant to the Offer, the Board, or any committee thereof, in consultation with the BRLM, be and is hereby authorised to determine the terms of the Offer including the class of investors to whom the Equity Shares are to be allotted, the number of Equity Shares to be allotted in each tranche, offer price, premium amount, discount (as allowed under Applicable Laws), Reservations, listing on one or more Stock Exchanges in India as the Board in its absolute discretion deems fit and do all such acts, deeds, matters and things in relation to the Offer including appointment of the intermediaries, opening escrow account, finalizing the basis of allotment of the Equity Shares, and to negotiate, finalize and execute such deeds, documents agreements and any amendment thereto, as it may, in its absolute discretion, deem necessary, proper or desirable including arrangements with BRLM, underwriters, escrow agents, legal counsel(s), etc., to approve incurring of expenditure and payment of fees, commissions, brokerage, remuneration and reimbursement of expenses in connection with the Offer and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise, in regard

to the offering, Offer and allotment of the Equity Shares and utilization of the Fresh Offer proceeds, if applicable and such other activities as may be necessary in relation to the Offer and to accept and

to give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as it may, in its absolute discretion, deem fit and proper in the best interest of the Company and the Offer, without requiring any further approval of the shareholders, except as required under law and that all or any of the powers conferred on the Company and the Board pursuant to these resolutions may be exercised by the Board or such committee thereof as the Board may constitute in its behalf.

**RESOLVED FURTHER THAT** subject to compliance with Applicable Laws, such Equity Shares as are not subscribed may be disposed of by the Board in consultation with the BRLM to such persons and in such manner and on such terms as the Board in its absolute discretion thinks most beneficial to the Company including offering or placing them with banks/financial institutions/investment institutions/mutual funds /bodies corporate/such other persons or otherwise.

**RESOLVED FURTHER THAT** in connection with any of the foregoing resolutions, Mr. Gautam Jain, Managing Director of the Company, Mr. Vikram Jain, Whole-Time Director of the Company, Mr. Gaurav Kumar Vohra, Company Secretary and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby severally authorised to execute and deliver any and all other documents, papers or instruments, issue and provide certificates and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Offer; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

**RESOLVED FURTHER THAT**, the Board be and is hereby authorised to delegate all or any of the powers to any of the directors/ employees of the Company herein conferred in such manner as it may deem fit for the purpose of giving effect to the above resolutions and any offer or allotment of Equity Shares pursuant to the Offer, including, without limitation, to the following:

- (i) constituting a committee for the purposes of issue, offer or allotment of Equity Shares, credit of Equity Shares to the demat accounts of the successful allottees and other matters in connection with or incidental to the Offer, including, without limitation for, determining the anchor investor portion and allocate such number of Equity Shares to anchor investors, the terms and conditions of the Offer relating to timing (including opening and closing dates of the Offer, etc.), number of Equity Shares to be offered in the Offer and pricing (price band, Offer price, including to anchor investors, etc.), and to accept any amendments, modifications, variations or alterations thereto;
- (ii) to determine the terms of the Offer including the class of investors to whom the Equity Shares are to be allotted, the number of Equity Shares to be allotted in each tranche, offer price, premium discount, discount (as allowed under Applicable Laws);
- (iii) in consultation with the BLRM and in accordance with the SEBI ICDR Regulations to constitute such other committees of the Board, as may be required under the Applicable Laws, including as provided in the SEBI Listing Regulations;

- (iv) authorization of any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorney, to do such acts, deeds and things as such authorized person in his/her/its absolute discretion may deem necessary or desirable in connection with any Offer, offer, allotment of Equity Shares;
- (v) giving or authorizing any concerned person on behalf of the Company to give such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- (vi) appointing the BRLM in accordance with the provisions of the Applicable Laws;
- (vii) to decide, negotiate and finalize the pricing, the terms of the Offer of the Equity Shares and all other related matters regarding the Pre-IPO Placement, if any, including the execution of the relevant documents with investors, in consultation with the BRLM;
- (viii) seeking, if required, any approval, consent or waiver from the Company's lenders, and/or parties with whom the Company has entered into various commercial and other agreements, and/or any/all concerned government and regulatory authorities in India, and/or any other approvals, consents or waivers that may be required in connection with any offer and allotment of Equity Shares and approving and issuing advertisements in relation to the Offer;
- (ix) taking on record the approval of the Selling Shareholders for offering their Equity Shares in the Offer for Sale;
- (x) deciding in consultation with the BRLM, the pricing and terms of the Equity Shares, and all other related matters, including the determination of the minimum subscription for the Offer, the Offer Price, the price band (including Offer price for anchor investors), the size and all other terms and conditions of the Offer including the number of Equity Shares to be offered in the Offer, the Bid / Offer Opening and Bid/Offer Closing Date (including bid opening and bid closing dates for anchor investors), Discount (if any), Reservation, in accordance with the Applicable Laws;
- (xi) approval of the draft red herring prospectus (the "**DRHP**"), the red herring prospectus (the "**RHP**") and the prospectus (the "**Prospectus**"), the abridged prospectus ("**Abridged Prospectus**"), Confirmation of Allocation Note, applications and the preliminary and final international wrap (including amending, varying or modifying the same or providing any notices, addenda, or corrigenda thereto, together with any summaries thereto, as may be considered desirable or expedient) in relation to the Offer as finalized in consultation with the BRLM, in accordance with the Applicable Laws;
- (xii) withdrawing the DRHP or the RHP or not proceeding with the Offer at any stage, after consultation with the BRLM in accordance with the Applicable Laws;
- (xiii) seeking the listing of the Equity Shares on the Stock Exchanges, submitting the listing application to such Stock Exchanges and taking all actions that may be necessary in connection with obtaining such listing;

- (xiv) appointing, instructing and entering into arrangements with the BRLM, co-managers, underwriters, syndicate members, brokers, escrow collection banks, refund banks, sponsor bank, registrar, legal counsel(s), printers, advertising agency(ies), industry report provider, experts, auditors and any other agencies, intermediaries or persons (including any successors or replacements thereof) whose appointment is required in relation to the Offer and to negotiate and finalize the terms of their appointment, including but not limited to execution of the mandate letters with the BRLM;
- (xv) finalization of, approving, adopting and arrangement for the submission of the DRHP to be submitted to the SEBI and the Stock Exchanges for receiving comments, the RHP and the Prospectus (including amending, varying or modifying the same, as may be considered desirable or expedient), the preliminary and final international wrap and any amendments, supplements, notices or corrigenda thereto for the offer of Equity Shares including incorporating such alterations/ corrections/ modifications as may be required by SEBI, Registrar of Companies, West Bengal at Kolkata, or any other relevant governmental and statutory authorities or in accordance with all applicable laws, rules, regulations, notifications, circulars, orders and guidelines;
- (xvi) authorization of the maintenance of a register of holders of the Equity Shares;
- (xvii) finalization of the basis of allotment of the Equity Shares;
- (xviii) to decide the total number of Equity Shares to be reserved for allocation to eligible categories of investors, if any, in accordance with Applicable Laws and on permitting existing shareholders to sell any Equity Shares of the Company held by them;
- (xix) to issue advertisements in such newspapers as it may deem fit and proper in accordance with the SEBI ICDR Regulations and the other Applicable Laws;
- (xx) to open and operate separate escrow accounts and or any other account, with scheduled banks to receive applications along with application monies in relation to the Offer in terms of Section 40(3) of the Companies Act and to authorize one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;
- (xxi) to determine the price at which the Equity Shares are offered, allocated and/or allotted to investors in the Offer in accordance with applicable regulations in consultation with the BRLM and/or any other advisors, if any;
- (xxii) to negotiate, finalize, sign, execute and deliver or arrange the delivery of the Offer agreement, syndicate agreement, cash escrow agreement, share escrow agreement, underwriting agreement, agreements with the registrar to the Offer and the advertising agency and all other agreements, documents, deeds, memorandum of understanding and other instruments whatsoever, any amendment(s) or addenda thereto, including, with respect to the payment of commissions, brokerages and fees with the registrar to the Offer, legal counsel(s), auditors, stock exchanges, BRLM and other agencies/intermediaries in connection with the Offer with the power to authorize one

or more officers of the Company to negotiate, execute and deliver all or any of the aforesaid documents;

- (xxiii) to open, maintain, operate and close a bank account of the Company in terms of the share escrow agreement and cash escrow agreement for the handling of refunds for the Offer and to authorize one or more officers/ employees of the Company to execute all documents/deeds as may be necessary in this regard;
- (xxiv) to make any applications to, seek clarifications/exemptions and obtain approvals from, if necessary, Foreign Investment Facilitation Portal, RBI, SEBI, Corporate Debt Restructuring Cell or to any other statutory and governmental authorities in connection with the Offer, as may be required, (including for the purpose of offer of shares by the Company to non-resident investors, including NRIs and FIIs) and wherever necessary, incorporate such modifications, amendments, alterations, corrections as may be required in the DRHP, the RHP and the Prospectus;
- (xxv) to seek, if required, the consent of the lenders to the Company and/or the lenders to the subsidiaries (if any) of the Company, industry data providers, joint venture partners, parties with whom the Company has entered into various commercial and other agreements including, without limitation customers, suppliers, strategic partners of the Company, all concerned government and regulatory authorities in India or outside India, and any other consents that may be required in connection with the Offer in accordance with the Applicable Laws;
- (xxvi) to settle all questions, difficulties or doubts that may arise from time to time in relation to such Offers or allotment, as it may in its absolute discretion deem fit;
- (xxvii) to do all acts and deeds, and negotiate, finalize, settle, execute and deliver or arrange the delivery of all documents, agreements, forms, certificates, undertakings, letters and instruments as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing for the purpose of or in connection with the Offer and any documents or instruments so executed and delivered or acts and things done or caused to be done by committee shall be conclusive evidence of the authority of the committee in so doing;
- (xxviii) to authorize and approve the incurring of expenditure, including the payment of fees, commissions and remuneration and expenses in connection with the Offer;
- (xxix) to submit undertaking/certificates or provide clarifications to SEBI and the Stock Exchanges where the Equity Shares of the Company are proposed to be listed;
- (xxx) to make applications to the Stock Exchanges for in-principal approval for listing of its equity shares and to execute and to deliver or arrange the delivery and file such papers and documents with the Stock Exchanges, including a copy of the DRHP filed with SEBI, as may be required for the purpose;

- (xxxi) to issue receipts, allotment letters, confirmation of allocation notes either in physical or electronic mode representing the underlying Equity Shares in the capital of the Company with such features and attributes as may be required and to provide for the
- (xxxii) tradability and free transferability thereof as per market practices and regulations, including listing on one or more Stock Exchanges, with power to authorised one or more officers of the Company to sign all or any of the afore stated documents;
- (xxxiii) to authorize and empower officers of the Company (each, an “**Authorized Officer**”), for and on behalf of the Company, to execute and deliver, on a several basis, any declarations, affidavits, certificates, consents, agreements and arrangements as well as amendments or supplements thereto as may be required from time to time or that the Authorized Officers consider necessary, appropriate or advisable, in connection with the Offer, including, without limitation, engagement letter(s), memoranda of understanding, the listing agreements, the registrar’s agreement, the depositories agreements, the Offer agreement with the BRLM (and other entities as appropriate), the underwriting agreement, the syndicate agreement, the escrow agreement and confirmation of allocation notes, with the BRLM, syndicate members, bankers to the Offer, registrar to the Offer, bankers to the Company, managers, underwriters, guarantors, escrow agents, accountants, auditors, legal counsel(s), depositories, trustees, custodians, advertising agencies, and all such persons or agencies as may be involved in or concerned with the Offer, if any and to do or cause to be done any and all such acts or things that the Authorized Officer may deem necessary, appropriate or desirable in order to carry out the purpose and intent of the foregoing resolutions for the Offer and any such agreements or documents so executed and delivered and acts and things done by any such Authorized Officer shall be conclusive evidence of the authority of the Authorized Officer and the Company in so doing;
- (xxxiv) acceptance and appropriation of the proceeds of the Offer in accordance with the Applicable Laws; and
- (xxxv) to do any other act and/or deed, to negotiate and execute any document(s), application(s), agreement(s), undertaking(s), deed(s), affidavits, declarations and certificates, and/or to give such direction as it deems fit or as may be necessary or desirable with regard to the Offer.

**RESOLVED FURTHER THAT** in connection with any of the foregoing resolutions, the members of the Board and such other persons as may be authorised by the Board, on behalf of the Company, be and are hereby severally authorised to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Offer; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof.

**RESOLVED FURTHER THAT**, subject to such regulatory approvals as may be required, the Offer shall be to such persons, who may or may not be shareholders of the Company, as the Board may, in its sole discretion decide, whether individual(s), companies, bodies corporate or institutions including foreign portfolio investors / Indian financial institutions, qualified institutional buyers, as defined

under the SEBI ICDR Regulations, resident Indians, non-resident Indians, mutual funds, banks, insurance companies, permanent employees of the Company, and other persons or entities, as may be permissible under Applicable Laws, including reservation for any permissible persons or categories of investors, for cash at a price to be determined by the book building process in accordance with the provisions of the SEBI ICDR Regulations, and in such manner and on such terms and conditions as the Board may think fit, in accordance with the provisions of the Companies Act, as amended, the SCRA, SCRR and FEMA

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, **Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole-Time Director, Mr. Gaurav Kumar Vohra, Company Secretary, and Mr. Abhishek Agarwal, Chief Financial Officer**, be and are hereby jointly and/or severally authorised, on behalf of the Company, to file the requisite forms, documents, returns and submissions with the Registrar of Companies, Stock Exchange, Reserve Bank of India and any other statutory or regulatory authority, as may be required, within the prescribed timelines; and to issue certified copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in this regard, including signing and executing all relevant Transaction documents including the offer documents and such other letters, applications, agreements, deeds, undertakings, indemnities and documents

**RESOLVED FURTHER THAT** Mr. Gautam Jain, Managing Director of the Company, Mr. Vikram Jain, Whole-Time Director of the Company, Mr. Gaurav Kumar Vohra, Company Secretary and Mr. Abhishek Agarwal, Chief Financial Officer of the Company be and are hereby severally authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action.”

#### **7. TO DISCUSS, TAKE NOTE AND APPROVE WITHDRAWAL OF NOMINATION OF NOMINEE DIRECTOR(SIDBI)**

The Board was informed that **Small Industries Development Bank of India (SIDBI)**, which had nominated **Shri Mukul Praween Ekka, AGM**, as its Nominee Director on the Board of the Company pursuant to **Section 161(3) of the Companies Act, 2013** and the **Articles of Association of the Company**, has vide its letter dated **January 09, 2026**, communicated the **withdrawal of the said nomination with immediate effect**.

The said letter received from SIDBI was placed before the Board for its information and consideration. The Board took note of the contents of the letter and discussed the implications of the withdrawal of the nomination.

After due consideration, the Board **took note of the withdrawal of nomination** by SIDBI and acknowledged that **Shri Mukul Praween Ekka (DIN: 10862200)** shall accordingly **cease to be the Nominee Director of the Company with effect from February 06, 2026**, in accordance with the applicable provisions of the Companies Act, 2013 and the Articles of Association of the Company. Accordingly, the Board **passed the following resolution as Resolution No. 4**

**“RESOLVED THAT** the Board do hereby take note of the letter dated **09 January 2026** received from **Small Industries Development Bank of India (SIDBI)** conveying the **withdrawal of its nomination of Shri Mukul Praween Ekka, AGM (DIN: 10862200)**, who was nominated as Nominee Director on the Board of the Company pursuant to **Section 161(3) of the Companies Act, 2013** and the **Articles of Association of the Company**, with immediate effect.

**RESOLVED FURTHER THAT** pursuant to the aforesaid withdrawal of nomination by SIDBI and in accordance with the applicable provisions of the Companies Act, 2013 and the Articles of Association of the Company, **Shri Mukul Praween Ekka (DIN: 10862200)** shall **accordingly cease to hold office as Nominee Director of the Company with effect from 06 February 2026.**

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, **Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole-Time Director, Mr. Gaurav Kumar Vohra, Company Secretary, and Mr. Abhishek Agarwal, Chief Financial Officer** of the Company be and are hereby **jointly and/or severally authorized**, on behalf of the Company, **to do all such acts, deeds, matters, and things as may be necessary, proper, or desirable**, and to **sign and execute all such documents, applications, and returns**, including **making necessary filings and intimations with the Registrar of Companies and other statutory or regulatory authorities**, as may be required, **to give effect to the aforesaid resolution.”**

#### **8. TO DISCUSS & APPROVE AUTHORISATION OF FUND-RAISING MANDATES SUBJECT TO MANAGING DIRECTOR’S APPROVAL**

The Board was informed that the Company, in the ordinary course of business, regularly engages with **banks, NBFCs, financial institutions, investors, arrangers, and intermediaries** for the purpose of raising or arranging funds.

The management apprised the Board of the need to **strengthen internal governance**, ensure **centralized decision-making**, prevent **unauthorized commitments**, and mitigate potential **financial, legal, and reputational risks** arising from issuance of funding-related mandates or arrangements without appropriate approval.

It was accordingly proposed that **any mandate, authority, engagement, letter of intent, term sheet, or arrangement** for raising, arranging, sourcing, or facilitating funds on behalf of the Company should be issued **only after obtaining prior approval of the Managing Director.**

The Board deliberated on the proposal and agreed that such a framework would enhance governance discipline and accountability in the Company’s fund-raising activities.

After due discussion, the Board **approved the proposal** and resolved to implement the same with immediate effect.

Accordingly, the Board **passed the following resolution as Resolution No. 5**

**“RESOLVED THAT** pursuant to the applicable provisions of the **Companies Act, 2013**, and in the interest of sound corporate governance, it be and is hereby decided that **any mandate, authority, engagement, letter of intent, term sheet, or arrangement** for raising, arranging, sourcing, or facilitating funds on behalf of the Company, including but not limited to **borrowings, loans, credit facilities, non-convertible debentures (NCDs), co-lending arrangements, securitization, direct assignments, or any other funding structure**, shall be issued **only with the prior approval of the Managing Director of the Company.**

**RESOLVED FURTHER THAT** no officer, employee, consultant, intermediary, or representative of the Company shall issue, commit, or negotiate any such mandate or arrangement without obtaining the aforesaid approval.

**RESOLVED FURTHER THAT** any mandate or arrangement issued without the prior approval of the Managing Director shall be **unauthorized and non-binding** on the Company, and the Company shall **not be liable** for any obligation arising therefrom.

**RESOLVED FURTHER THAT** Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole-Time Director, Mr. Gaurav Kumar Vohra, Company Secretary, and Mr. Abhishek Agarwal, Chief Financial Officer of the Company be and are hereby **jointly and/or severally authorized** to do all such acts, deeds, matters, and things as may be necessary, proper, or desirable to give effect to this resolution, including making necessary filings and intimations with the **Registrar of Companies and other statutory or regulatory authorities**, as may be required.”

#### **9. TO DISCUSS & APPROVE NOTICE FOR CALLING EXTRA ORDINARY GENERAL MEETING**

Board discussed, considered and approved the requirement to hold an Extra ordinary General Meeting of the shareholder along with approval of draft agenda as **resolution No. 6**

“**RESOLVED THAT** approval of the board be and is hereby accorded to hold extra ordinary general meeting of the company on **Wednesday, 04<sup>th</sup> Day of March, 2026 at 10:30 A.M.** at the office of the Company situated at **XV Kokar Industrial Area, Opposite Sadhu Madan, Kokar-834001, Ranchi, Jharkhand** to discuss following business more fully described in the agenda of the meeting as under:

- To discuss and approve raising of capital through an initial public offering of equity shares
- Any other item, if any

**FURTHER RESOLVED THAT** Mr. Vikram Jain, Director, Mr. Gautam Jain, Managing Director of the company and Gaurav Kumar Vohra, Company Secretary of the company be and are hereby authorized jointly and/or severally to sign, issue notice of the EGM and to file requisite forms with the Registrar of Companies and to do all other deeds, things and acts that are necessary to give effect to the above said resolution.”

#### **10. TO CONSIDER AND DISCUSS ANY OTHER ITEM WITH THE PERMISSION OF THE CHAIR**

There being no other business to transact, the meeting concluded with a vote of thanks to the chair.

**Certified to be True**  
**For Vedika Credit Capital Ltd**  
For Vedika Credit Capital Ltd  
  
**Director**

**Vikram Jain**  
**Whole Time Director**  
**DIN No.: 00367570**