

Date: 16/07/2026

To,

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

Sub: Intimation under Regulation 50(1) & 50(1)(d) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Pursuant to the provisions of Regulation 50(1) & Regulation 50(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that, a meeting of the Board of Directors of Vedika Credit Capital Limited is scheduled to be held on 21st Day of July, 2026 inter alia to consider and approve agenda items as mentioned below.

- To elect chairman of the meeting
- To grant leave of absence, if any
- To take note of the minutes of the last meeting
- To discuss and approve raising of capital through an initial public offering of equity shares
- To consider and approve inclusion of special business in the notice of the 32nd annual general meeting of the company
- To consider and discuss any other item with the permission of the chair

Detailed agenda has been enclosed herewith for your information and necessary record

This is for your information and records.

Thanking You

For Vedika Credit Capital Limited

For Vedika Credit Capital Ltd

Gaurav Kumar Vohra

Company Secretary

Gaurav Kumar Vohra

Company Secretary & Compliance Officer

AGENDA PAPER

AGENDA PAPER FOR THE ONE HUNDRED AND TWELVETH BOARD MEETING OF “VEDIKA CREDIT CAPITAL LTD (CIN NO.: U67120WB1995PLC069424)” TO BE HELD ON TUESDAY, 21ST DAY OF JULY, 2026 AT 12:00 NOON AT THE OFFICE OF THE COMPANY SITUATED AT XV KOKAR INDUSTRIAL AREA, OPPOSITE SADHU MADAN, KOKAR-834001, RANCHI, JHARKHAND.

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1. TO ELECT CHAIRMAN OF THE MEETING

(The chairman of the last meeting shall take the chair. In his absence, any one of the members shall be elected as chairman of the meeting).

2. TO GRANT LEAVE OF ABSENCE, IF ANY

(Leave of absence will be granted to those members who have expressed their inability to attend the meeting).

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

Board be and is hereby requested to take note upon the minutes last meeting of the board and committee held on **29th Day of May, 2026**

4. TO DISCUSS AND APPROVE RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES

As discussed and approved by the Board at its meeting held on 28th November, 2025, the Board had approved the proposal to undertake an initial public offer of the equity shares of face value of ₹10/- each of the Company ("**Equity Shares**"), comprising a fresh issuance of Equity Shares by the Company ("**Issue**"), and to list the Equity Shares on one or more of the recognised stock exchanges in India. The Company intended to undertake the Issue and list its Equity Shares at an opportune time, in consultation with the book running lead manager to be appointed for the Issue ("**BRLM**") and other advisors to be appointed for the Issue, subject to applicable regulatory and other approvals, to the extent necessary.

Subsequently, the management deliberated upon the structure of the proposed offering and discussed the proposal to undertake an initial public offer of the Equity Shares comprising a fresh issuance of Equity Shares by the Company ("**Fresh Issue**") together with an offer for sale of Equity Shares by certain existing shareholders of the Company ("**Selling Shareholders**") ("**Offer for Sale**", and together with the Fresh Issue, the "**Offer**"), and to list the Equity Shares on one or more of the recognised stock exchanges in India.

Further, as discussed and approved by the Board at its meeting held on 6th February, 2026, the Board had approved the proposal to create, issue, offer and allot up to **1,50,00,000 (One Crore Fifty Lakh) Equity Shares** of face value of ₹10/- each, for cash, either at par or at a premium, pursuant to the Fresh Issue.

Pursuant to further deliberations, and in view of the Company's revised capital requirements and growth plans, it is now proposed to enhance the size of the Fresh Issue, and the Board is requested to approve the creation, issue, offer and allotment of up to **2,00,00,000 (Two Crore) Equity Shares** of face value of ₹10/- each, for cash, either at par or at a premium, in supersession to the size approved at the meeting held on 6th February, 2026, together with an Offer for Sale of up to 20,00,000 (Twenty Lakh) Equity Shares by certain existing and eligible shareholders of the Company. Accordingly, the matter is placed before the Board for discussion, approval and recommendation.

The Board is requested to discuss, approve and recommend the same for the approval of the shareholders of the Company by passing the resolution, with or without modification(s), as **Resolution No. 1.**

"RESOLVED THAT in supersession to earlier resolution passed in this regard and 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 2,00,00,000 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 thinks 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 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;
- (xxxii) 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;

- (xxxiii) acceptance and appropriation of the proceeds of the Offer in accordance with the Applicable Laws; and
- (xxxiv) 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.”

5. TO CONSIDER AND APPROVE INCLUSION OF SPECIAL BUSINESS IN THE NOTICE OF THE 32ND ANNUAL GENERAL MEETING OF THE COMPANY

As part of the Company's ongoing preparations for its proposed Initial Public Offering of Equity Shares, it is necessary for the Company to place the relevant item of business before its shareholders for their approval, in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

In this regard, the 32nd Annual General Meeting ("AGM") of the Company is scheduled to be held on Saturday, 25th July, 2026 at 12:30 P.M. at the Registered Office of the Company situated at C/O Mr. Subir Dhara, Village - Choto Khataliya, P.O. Shiuli Telini Para, Dist. 24 North Parganas, P.S. Titagar, West Bengal – 700121.

Since the notice for the said AGM has already been finalised and shared, it is necessary to issue a Supplementary Notice to the shareholders, in accordance with Section 101(1), Section 102 and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant rules made thereunder and Secretarial Standard-2 (SS-2) on General Meetings, so as to include the item relating to raising of capital through the proposed Initial Public Offering of Equity Shares as Special Business in the notice of the AGM.

Accordingly, the matter is placed before the Board for discussion, approval and recommendation. The Board is requested to discuss, approve and recommend the same for the approval of the Board by passing the resolution, with or without modification(s), as **Resolution No. 2**

"RESOLVED THAT pursuant to the provisions of Section 101(1), Section 102, and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules made thereunder and Secretarial Standard-2 (SS-2) on General Meetings, the consent of the Board of Directors of the Company be and is hereby accorded to include and incorporate the following item of Special Business in the upcoming **Thirty-Second** Annual General Meeting (AGM) of the Company scheduled to be held on **Saturday, 25th July 2026 at 12:30 PM** at the **registered office** of the company situated at **C/O Mr. Subir Dhara, Village - Choto Khataliya, P.O.- Shiuli Telini Para, Dist. - 24 North Parganas, P.S.- Titagar, West Bengal – 700121**

Item No. [5]: TO DISCUSS AND APPROVE RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES

RESOLVED FURTHER THAT Mr. Gaurav Kumar Vohra, Company Secretary & Compliance Officer of the Company, be and is hereby authorized to sign, issue, and dispatch the Supplementary Notice along with the required documents, and to do all such acts, deeds, matters, and things, including filing necessary forms with the Registrar of Companies (ROC), as may be required to give full effect to this resolution."

6. TO CONSIDER AND DISCUSS ANY OTHER ITEM WITH THE PERMISSION OF THE CHAIR

(Board may discuss any other item apart from notified items of business with the permission of the chair).