



**INOXCVA**<sup>®</sup>  
HISTORICALLY FUTURISTIC

OFFICIAL SPONSOR OF THE INDIAN OLYMPIC TEAM

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF INOX INDIA LIMITED (FORMERLY INOX INDIA PRIVATE LIMITED) HELD AT 7<sup>TH</sup> LEVEL, CEE JAY HOUSE, DR. ANNIE BESANT ROAD, WORLI, MUMBAI – 400 018 ON FRIDAY, 8<sup>TH</sup> DECEMBER 2023.**

**APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFERING BY THE COMPANY**

**“RESOLVED THAT** in furtherance of the resolution of the Board dated August 29, 2023 approving the filing of the draft red herring prospectus, the approvals dated October 25, 2023 and October 23, 2023 received from the BSE Limited and National Stock Exchange of India Limited, respectively (the **“Stock Exchanges”**), the resolution of the board dated 1<sup>st</sup> December, 2023 approving the filing of the updated draft red herring prospectus and the Securities and Exchange Board of India (**“SEBI”**) letter bearing reference number SEBI/CFD/RAC-DIL1/2023/49631 dated 8<sup>th</sup> December, 2023 noting changes made to the draft red herring prospectus, the red herring prospectus of the Company, a copy of which is placed before this meeting (**“RHP”**) and the information contained therein as per the requirements of Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **“SEBI ICDR Regulations”**) and other applicable law, be and is hereby approved and taken on record in connection with the proposed initial public offering of equity shares of face value of ₹ 2 each of the Company (**“Equity Shares”**) by way of an offer for sale of Equity Shares by certain existing shareholders of the Company (the **“Selling Shareholders”**), and such offering of shares, the **“Offer”**) for filing with the Registrar of Companies, Gujarat at Ahmedabad (**“Registrar of Companies”**) the Stock Exchanges, SEBI and such other authorities or persons as may be required under applicable laws.”

**“RESOLVED FURTHER THAT** subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the SEBI ICDR Regulations and other applicable laws, approvals (if any) by authorities as may be necessary, any one of the Directors and/or Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and approval be and is hereby granted for filing the RHP and any other related documents with the SEBI, the Registrar of Companies, the BSE Limited and the National Stock Exchange of India Limited and with any other regulatory authority as may be necessary with respect to the initial public offering and undertake such other necessary steps to implement the above resolution.”



**INOX INDIA LIMITED**  
(Formerly known as INOX INDIA PVT LTD)



**“RESOLVED FURTHER THAT** each of the directors of the Company and the chief financial officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.”

**“RESOLVED FURTHER THAT** the preliminary international wrap dated 8<sup>th</sup> December, 2023 of the Company which is placed before the Board in respect of the Offer, be and is hereby approved.”

**“RESOLVED FURTHER THAT** any one of the Directors and/or Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal counsels to the Company and the BRLMs appointed in this respect.”

**“RESOLVED FURTHER THAT** a copy of the above resolutions, certified by any director or the company secretary and compliance officer of the Company, be forwarded to the concerned authorities for necessary action.”

**CERTIFIED TRUE COPY  
FOR INOX INDIA LIMITED**

**KAMLESH SHINDE  
COMPANY SECRETARY  
MEMBERSHIP NO.: A35836  
C-204, SHYAMAL SAPPHIRE,  
OPP LINDE, NILAMBER CIRCLE,  
GOTRI BHAYLI ROAD,  
VADODARA- 390020**

