

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF ICODEX PUBLISHING SOLUTIONS LIMITED ON WEDNESDAY, THE 28<sup>TH</sup> DAY OF AUGUST, 2024, THROUGH VIDEO CONFERENCING (VC) AT 12:33 P.M. AT BOARD ROOM AT OFFICE - 102, FIRST FLOOR, SUMAN BUSINESS PARK, KALYANI NAGAR, VIMAN NAGAR, PUNE - 411014, MAHARASHTRA, INDIA.**

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**TO CONSIDER AND APPROVE RAISING FUNDS THROUGH INITIAL PUBLIC OFFERING (IPO) ON THE SME PLATFORM AND GRANTING AUTHORITY TO INDCAP ADVISORS PRIVATE LIMITED FOR PUBLISHING THE INITIAL PUBLIC OFFER (IPO):**

The Chairman proposes a discussion among the Board of Directors regarding the company's need for funds and suggests raising capital through an Initial Public Offering (IPO). The Chairman also proposes granting authority to INDCAP ADVISORS PRIVATE LIMITED as the merchant banker for the upcoming IPO of our company. A resolution has been submitted by the Chairman for consideration and approval by the Board:

**“RESOLVED THAT** pursuant to the provisions of Section 23, 62(1)(c), and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“LODR Regulations”), and such other applicable laws, rules, and regulations as may be applicable, including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force, and subject to the Memorandum and Articles of Association of the Company, subject to the approval of the shareholders in the general meeting, the consent of the board of directors of the Company be and is hereby accorded to raise funds through an Initial Public Offering (IPO) by issuing, offering, and allotting equity shares of the Company, in one or more tranches, to the public, including retail investors, qualified institutional buyers (QIBs), and non-institutional investors, as may be permitted under the SME Platform and amount as may be determined by the Board of Directors.

**RESOLVED FURTHER THAT,** the equity shares so issued shall rank pari passu in all respects with the existing equity shares of the Company, including in respect of dividend and other corporate benefits.

**RESOLVED FURTHER THAT,** INDCAP ADVISORS PRIVATE LIMITED, the merchant bankers of the Company, are hereby authorized to assist with the publication of the Initial Public Offering (IPO) of the Company, and any other acts and deeds that are necessary.

**RESOLVED FURTHER THAT,** the Board of Directors established a dedicated IPO Committee comprising Mr. Kamalakkannan Govindaraj and Mr. Chetan Shankarlal Soni, subject to the approval of the shareholders in the general meeting, to perform all necessary acts, deeds, matters, and things that were deemed necessary or expedient for the effective implementation of this resolution.

The resolution was hereby approved and adopted as part of the minutes of this meeting.

Certified True Copy  
By Order of the Board of Directors  
For ICODEX PUBLISHING SOLUTIONS LIMITED

  
KAMALAKKANNAN GOVINDARAJ  
Whole-Time Director  
DIN: 08144289  
Date: 28/08/2024  
Place: Pune

  
  
CHETAN SHANKARLAL SONI  
Whole-Time Director  
DIN: 00734127