

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF ICODEx PUBLISHING SOLUTIONS LIMITED ON MONDAY, THE 4TH DAY OF AUGUST, 2025 AT 10:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT OFFICE - 102, FIRST FLOOR, SUMAN BUSINESS PARK, KALYANI NAGAR, VIMAN NAGAR, PUNE - 411014, MAHARASHTRA, INDIA.

APPROVAL OF THE RED HERRING PROSPECTUS FOR THE INITIAL PUBLIC OFFERING POST ADOPTION OF THE RED HERRING PROSPECTUS BY THE BOARD:

The Chairman informed the Board that the draft Red Herring Prospectus (RHP) for the proposed IPO, incorporating all necessary disclosures and updates, was placed before the Board for approval. The RHP included a fresh issue of 33,96,000 equity shares and an offer for sale of 7,24,800 equity shares, with a proposed price band of ₹98 to ₹102. The Board reviewed the draft, noted the in-principle approval from BSE, and approved the RHP for filing with the RoC and other authorities. The Board also authorized designated officers to carry out necessary formalities and confirmed that IPO proceeds will be credited to a separate bank account as per legal requirements. Upon deliberation, the Board resolved as follows:

“RESOLVED THAT, in furtherance of the resolutions passed by the Board on August 28, 2024 (as amended vide resolution dated May 13, 2025) authorizing the proposed initial public offering, the resolution dated February 11, 2025 passed by the Board for the approval of the Draft Red Herring Prospectus and the “in-principle” approval dated May 16, 2025, received from BSE Limited. The Chairman placed before the Board the draft of the Red Herring Prospectus of the Company to be filed with the RoC for their approval. The Board reviewed the same and passed the following resolutions:

“RESOLVED THAT, in furtherance of the aforesaid resolutions and approving the draft of the red herring prospectus (“RHP”) and subject to and in accordance with all applicable laws including the Companies Act, 2013, and rules made thereunder and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and other regulations issued by Securities and Exchange Board of India (“SEBI”) in connection with the proposed initial public offering comprising of a fresh issue of 33,96,000 (the “**Fresh Issue**”) equity shares of face value of ₹ 10 each and Offer for Sale of 7,24,800 equity shares of face value of ₹ 10 each of the Company (the “**Equity Shares**”), for cash either at par or premium within the price band of ₹ 98 - ₹ 102 (the “**Offer Price**”), or at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the Book Running Lead Manager to the Offer, containing the requisite information as prescribed by applicable laws and regulations, and subject to the RHP being duly signed by the Directors of the Company and the Chief Financial Officer and the Company Secretary & Compliance Officer (or their duly authorized representative), the RHP as provided to and placed before the members of the Board be and is hereby approved for filing with the RoC and/or the stock exchange(s) where the Equity Shares are proposed to be listed and any other regulatory authority or persons as may be required or necessary;

RESOLVED FURTHER THAT, the Directors of the Company or the Chief Financial Officer or Company Secretary, be and are hereby jointly or 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 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 Advisor to the Offer and the Book Running Lead Manager appointed in this respect.”

"RESOLVED FURTHER THAT, all monies received out of the Offer (as defined in the Red Herring Prospectus) shall be transferred to a separate bank account maintained with the scheduled bank as per the provisions of the Companies Act, 2013.

"RESOLVED FURTHER THAT, a copy of the above resolutions, certified by any director or the company secretary of the Company, be forwarded to the concerned authorities for necessary action.

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
Managing Director & Chairman
DIN: 08144289
Date: 04/08/2025
Place: Pune



CHETAN SHANKARLAL SONI
Whole-Time Director
DIN: 00734127

