

**CERTIFIED TRUE COPY OF THE RESOLUTION BEING PASSED BY THE BOARD OF DIRECTORS OF NIRMAL BANG SECURITIES PRIVATE LIMITED AT THEIR MEETING HELD ON WEDNESDAY MARCH 6, 2024 AT 11.00 AM AT 301, B-2, MARATHON INNOVA, OPP. PENINSULA BUILDING, GANPATRAO KADAM MARG, LOWER PAREL (W.) MUMBAI - 400013**

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**BM-28/2023-24**

**ENHANCEMENT IN THE ISSUE LIMIT OF NON-CONVERTIBLE DEBENTURES**

**"RESOLVED THAT** pursuant to the provisions of Section 42, 71 and 179 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read together with the Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, including any modification, amendment, substitution or re-enactment thereof, for the time being in force and the provisions of the memorandum of association and the articles of association of the Company and subject to the approval and consent of the members of the Company, and subject to the overall borrowing limits approved by the Board from time to time, consent of the Board be and is hereby accorded to enhance the limit to Rs.3000000000 (Rupees Three Hundred Crores Only) for issue, and to make offer(s) and/or invitation(s) to eligible persons to subscribe to, non-convertible debentures ((a) listed or unlisted, (b) senior secured, (c) senior unsecured, (d) unsecured, (e) subordinated, (f) any others (as may be determined)) (including market linked debentures) ("NCDs"), on a private placement basis, in one or more tranches, to such person(s), not exceeding two hundred person/s in the aggregate in any Financial Year and whose name(s) and other detail(s) shall be recorded by the Company prior to the invitation of the Company to such persons, to subscribe to the said Debentures; according to the terms and conditions in such manner and form as may be determined by the Board of Directors; for a period of one year from the date of passing of special resolution, provided that the outstanding amounts of all such NCDs at any time during the period shall not exceed INR. 300,00,00,000 (Indian Rupees. Three Hundred Crores Only)."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized and empowered to arrange, settle and determine the terms and conditions (including without limitation, interest, repayment, security or otherwise) as it may think fit of such NCDs, and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions."

Registered Office : B-2, 302, Marathon Innova, Off Ganpatrao Kadam Marg, Opp. Peninsula Corporate Park, Lower Parel (W), Mumbai - 400 013

Tel. : 6273 8000 / 6273 8001 Fax : 6273 8010 • Email : cs.roc@nirmalbang.com

Correspondence Address : 101 to 701, B Wing, Khandelwal House, Poddar Road, Malad (E), Mumbai - 400 097.

Tel.: 6273 9000 / 6273 9099 • Fax: 6273 9102

**CIN NO.: U99999MH1997PTC110659**

**Member : BSE, NSE, MSEI, SEBI Registration No. INZ000202536**

**Exchange Registered Broker in BSE Currency Segment ,**

**Exchange Registered Broker in BSE & NSE Commodity Segment**

**RESOLVED FURTHER THAT** monies received by Company from the Proposed Allottees for application of Redeemable, Unrated/Rated, Unsecured/Secured and Listed/ Unlisted Non-Convertible Debentures pursuant to private placement offer letter be kept by the Company in a separate bank account;

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby severally authorised to furnish a copy of this resolution as true copy to the Registrar of Companies or any other intermediary or regulatory authority as may be required, and sign and file such forms, documents and give such intimations to the regulatory authorities as may be required to give effect to the above resolutions.”

**RESOLVED FURTHER THAT**, all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, and confirmed in all respects.

**“CERTIFIED TRUE COPY”**

**For Nirmal Bang Securities Private Limited**



**DILIP MISHRILAL BANG**

**Managing Director**

**DIN:** 00797818

**Address:** 2903 Vivarea Tower,D Wing,

Sane Guruji Marg

Mahalaxmi,Jacob Circle,

Mumbai 400011

**Place:** Mumbai

Registered Office : B-2, 302, Marathon Innova, Off Ganpatrao Kadam Marg, Opp. Peninsula Corporate Park, Lower Parel (W), Mumbai - 400 013

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