

**CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED AT THE ANNUAL GENERAL MEETING OF THE MEMBERS OF NIRMAL BANG SECURITIES PRIVATE LIMITED HELD ON FRIDAY 20TH SEPTEMBER 2024 AT 2.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT B-2 302, MARATHON INNOVA, GANPATRAO KADAM MARG PENINSULA CORPORATE PARK LOWER PAREL WEST MUMBAI 400013**

**APPROVAL FOR ENHANCEMENT IN THE LIMIT FOR ISSUE 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, the approval and consent of the members of the Company, be and is hereby accorded to the board of directors of the Company (the "Board") to enhance the limit to Rs.10000000000 (Rupees One Thousand Crores Only) for issue, 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 this resolution, provided that the outstanding amounts of all such NCDs at any time during the period shall not exceed INR 10000000000/- (Indian Rupees .One Thousand Crore Only )."

**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;

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** the Board of directors of the Company 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,

**RESOLVED FURTHER THAT** a copy of this resolution be and hereby submitted to the Concerned Persons or Authorities certified by any Director of the Company."

Certified True Copy

For **NIRMAL BANG SECURITIES PRIVATE LIMITED**

  
Managing Director / **DIRECTOR.**  
Name: Sunil H. Jain  
DIN: 02203030  
Add: 1102 11th Floor  
B wing, Thakur Village  
Kandivali (E) 400101

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