
COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS (BM05/FY22-23) OF SYRMA SGS TECHNOLOGY LIMITED HELD ON FRIDAY, AUGUST 19, 2022, AND CERTIFIED TRUE UNDER SECTION 21 OF COMPANIES ACT, 2013

Approval of the Prospectus

“RESOLVED THAT the prospectus dated August 19, 2022 in respect of the initial public offer of equity shares of face value of ₹ 10 each (“**Equity Shares**”) of the Company comprising a fresh issue of up to 34,818,181 Equity Shares aggregating up to ₹ 7,660.00 million and an offer for sale of up to 3,369,360 Equity Shares aggregating up to ₹ 741.26 million by Veena Kumari Tandon (the “**Offer**”) and containing the requisite information, as prescribed under the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Companies Act, 2013 read with the rules made there under, or any statutory modification(s) or re-enactment(s) thereof the applicable provisions, if any, and other applicable laws and regulations, tabled before the Board, duly initialled by the chairman for purposes of identification, be and is hereby approved (“**Prospectus**”) and each of the IPO Committee members and Company Secretary of the Company be and are hereby jointly and severally authorized to date and deliver the same to the Registrar of Companies, Maharashtra at Mumbai (the “**RoC**”), the Securities and Exchange Board of India (“**SEBI**”), the BSE Limited and the National Stock Exchange of India Limited (collectively, the “**Stock Exchanges**”) and such other authorities or persons as may be required.

RESOLVED FURTHER THAT the international wrap dated August 19, 2022 of the Company which is placed before the Board in respect of the Offer, be and is hereby approved.

RESOLVED FURTHER THAT any amendment, supplement, corrigenda or notice to investors issued by the Company in relation to the international wrap and to the Prospectus that may be filed with the RoC, the SEBI, the Stock Exchanges or any other regulatory authority be and is hereby approved in accordance with applicable laws.


RESOLVED FURTHER THAT each of the Directors and the Chief Financial Officer of the Company be and are hereby severally authorised to sign the Prospectus for and on behalf of the Company and to file the same with RoC, SEBI and such other authorities or persons as may be required under applicable laws.

RESOLVED FURTHER THAT IPO Committee members be and are hereby severally authorised to undertake necessary steps to implement the above resolutions and 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 resolution, 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, including any amendment, supplement, corrigenda or notice to investors issued by the Company in relation to the international wrap and Prospectus that may be filed with the RoC, the SEBI, the Stock Exchanges or any other regulatory authority, 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 advisors and the Book Running Lead Managers appointed in this regard.

RESOLVED FURTHER THAT a copy of the above resolutions, certified to be true by any Director or the Company Secretary of the Company, be forwarded to the concerned authorities for necessary action.”

For **SYRMA SGS TECHNOLOGY LIMITED**




RAHUL SINNARKAR
COMPANY SECRETARY
M. NO. A39709

Date: August 19, 2022
Place: Mumbai