



Ganesh Infracore Ltd.

(Formerly Known As "Ganesh Infracore Pvt. Ltd." & "Ganesh International")

CIN: U46620WB2024PLC268366

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF GANESH INFRAWORLD LIMITED (FORMERLY KNOWN AS GANESH INFRAWORLD PRIVATE LIMITED AND GANESH INTERNATIONAL) HELD ON AUGUST 14, 2024, AT THE REGISTERED OFFICE OF THE COMPANY AT HA-153, SECTOR – III, SALT LAKE, PURBACHAL, NORTH 24 PARGANAS, KOLKATA – 700097.

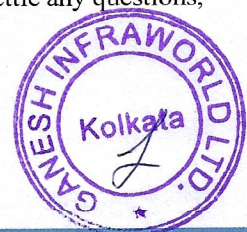
APPROVAL AND ADOPTION OF THE DRAFT RED HERRING PROSPECTUS IN RELATION TO THE ISSUE

The Chairman placed before the Board of Directors of the Company (“**Board**”) the draft of the Draft Red Herring Prospectus of the Company for their approval. The Board approved the same and passed the following resolution:

“**RESOLVED THAT**, in furtherance of the resolution passed by the board of directors of the Company (the “**Board**”) on August 12, 2024 and the resolution passed by the shareholders of the Company on August 12, 2024 and subject to applicable laws, containing disclosures as required under the provisions of the Securities Contracts (Regulation) Act, 1956 (and the applicable rules thereunder), each as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), the Companies Act, 2013 and the applicable rules thereunder (including, in each case, any statutory modification or re-enactment of such laws for the time being in force) and any other applicable, rules, regulations, guidelines, circulars and notifications issued by the SEBI and the enabling provisions of the memorandum of association and the articles of association of the Company, the draft of the Draft Red Herring Prospectus in respect of the initial public offering comprising a fresh issue of equity shares of ₹5/- each of the Company (the “**Equity Shares**”) aggregating up to ₹ 100.00 Crores, for cash either at par or premium, 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 and the IPO Committee in consultation with the BRLMs to the Offer as placed before the Board, be and is hereby approved for filing with the EMERGE Platform of National Stock Exchange of India Limited (“**NSE EMERGE**”) and such and other governmental or supervisory authorities or persons as may be required, in accordance with the applicable provisions of the Companies Act, 2013, as amended, the SEBI ICDR Regulation, and other applicable law.”

“**RESOLVED FURTHER THAT** the DRHP is hereby recommended for signing by each of the Directors of the Company, the Chief Financial Officer of the Company (or their duly authorized representative) and each such person be and is hereby authorized to sign the declaration page of the DRHP for and on behalf of the Company.”

“**RESOLVED FURTHER THAT** the Board of the Company, be and is hereby severally authorised to make corrections or modifications, if any, and to finalise the DRHP for purposes of filing with NSE EMERGE, and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.”





“**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions Mr. Vibhoar Agrawal, Managing Director, Mr. Sudhir Kumar Ojha, Chief Financial Officer and Mrs. Bharti Mundhra, Company Secretary of the Company severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.”

“**RESOLVED FURTHER THAT** duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

For & on behalf of Board of
GANESH INFRAWORLD LIMITED
(Formerly known as Ganesh Infraworld Private Limited
and Ganesh International)

GANESH INFRAWORLD LTD.

Rachita Agrawal

Director

Rachita Agrawal
Director
DIN : 07935029