



CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY OF SURAJ ESTATE DEVELOPERS LIMITED HELD ON WEDNESDAY, THE 06TH DECEMBER, 2023 AT REGISTERED OFFICE OF THE COMPANY AT 301, 3RD FLOOR, AMAN CHAMBERS, VEER SAVARKAR MARG, OPP. BENGAL CHEMICALS, PRABHADEVI MUMBAI- 400025 AT 07:15 P.M.

APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFER BY THE COMPANY:

“RESOLVED THAT in furtherance of the resolution dated July 18, 2023 approving the filing of the draft red herring prospectus, the approvals dated September 22, 2023 and September 22, 2023 received from the BSE Limited and National Stock Exchange of India Limited, respectively (the **“Stock Exchanges”**) and the Securities and Exchange Board of India (**“SEBI”**) letter SEBI/HO/CFD/RAC-DIL2/P/OW/2023/44931/1 dated November 08, 2023 for noting changes made to the draft red herring prospectus, the red herring prospectus of the Company, a copy of which is placed before this meeting (**“RHP”**) and the information contained therein as per the requirements of Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **“SEBI ICDR Regulations”**) and other applicable law, be and is hereby approved and taken on record in connection with the proposed initial public offering of equity shares of face value of ₹ 5 each of the Company for filing with the Registrar of Companies, the Stock Exchanges, SEBI and such other authorities or persons as may be required under applicable laws.

RESOLVED FURTHER THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the SEBI ICDR Regulations and other applicable laws, approvals (if any) by authorities as may be necessary, Mr. Rajan Meenathakonil Thomas, Chairman & Managing Director, Mr. Rahul Rajan Jesu Thomas, Whole Time Director, Mr. Shreepal Shah, Chief Financial Officer and Mr. Shivil Kapoor, Company Secretary of the Company be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and approval be and is hereby granted for filing the RHP and any other related documents with the SEBI, the Registrar of Companies, the Stock Exchanges and with any other regulatory authority as may be necessary with respect to the initial public offering and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT Mr. Rajan Meenathakonil Thomas, Chairman & Managing Director, Mr. Rahul Rajan Jesu Thomas, Whole Time Director, Mr. Shreepal Shah, Chief Financial Officer and Mr. Shivil Kapoor, Company Secretary of the Company be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and to file the same with the RoC, SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.



SURAJ ESTATE DEVELOPERS LIMITED

Aman Chambers, 3rd Floor, Century Bazaar, Prabhadevi, Mumbai, Maharashtra 400025

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CIN no. U99999MH1986PLC040873

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RESOLVED FURTHER THAT each of the Directors, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.

RESOLVED FURTHER THAT, Mr. Rajan Meenathakonil Thomas, Chairman & Managing Director, Mr. Rahul Rajan Jesu Thomas, Whole Time Director, Mr. Shreepal Shah, Chief Financial Officer and Mr. Shivil Kapoor, Company Secretary of the Company be and are hereby 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, 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 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 counsels to the Issue and the BRLMs appointed in this respect.

RESOLVED FURTHER THAT, all monies received out of the Issue (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 resolution, certified to be true by any Director or the company secretary of the Company, be forwarded to the concerned authorities for necessary action or be provided to those concerned.”

For Suraj Estate Developers Limited


Shivil Kapoor
Company Secretary



Date: 06.12.2023
Place: Mumbai

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