

SARASWATI SAREE DEPOT LTD.

S. No. 144/1, Manade Mala, Gandhinagar Road,
P.O. Uchgaon,
Dist. Kolhapur, Maharashtra, 416005
Ph: 0231-2683333, 0231-2532020, 0231-2610284
Email: contact@saraswatisareedepotlimited.com
Website: www.saraswatisareedepot.com
CIN: U14101PN2021PLC199578

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF SARASWATI SAREE DEPOT LIMITED IN THEIR MEETING HELD ON TUESDAY, 6TH AUGUST, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT S. NO. 144/1, MANADE MALA, GANDHINAGAR ROAD, P.O. UCHGAON, DIST. KOLHAPUR 416005 AT 11.00 A.M.

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

"RESOLVED THAT, in furtherance of the resolution of the Board dated September 29, 2023 approving the filing of the draft red herring prospectus dated September 29, 2023 ("DRHP"), the in-principle approvals received from the stock exchanges namely, BSE Limited and National Stock Exchange of India Limited vide their respective letters dated 18th March, 2024, the final observation letter bearing reference no. SEBI/HO/CFD/RAC-DIL1/P/OW/2024/12372/1 dated March 27, 2024 received from the Securities and Exchange Board of India ("SEBI") and the letter dated July 29, 2024 from SEBI noting the changes made in the updated DRHP, the draft of the Red Herring Prospectus dated August 06, 2024 ("RHP") which is placed at the meeting and containing the requisite information as prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956 ("SCRA"), the Securities Contracts (Regulation) Rules, 1956 ("SCRR"), Securities and Exchange Board of India Act, 1992 ("SEBI Act"), the Companies Act, 2013 ("Companies Act") read with the rules made thereunder, each as amended, or any statutory modification(s) or re-enactment(s) thereof and other applicable laws and regulations, be and is hereby approved and taken on record in connection with the proposed initial public offer of up to 10,000,800 equity shares of face value of Rs. 10/- each ("Equity Shares") of the Company comprising of a fresh issue of up to 6,499,800 Equity Shares ("Fresh Issue") and an offer for sale of up to 3,501,000 Equity Shares by Promoter Group Selling Shareholders (such offer for sale, the "Offer for Sale" and together with Fresh Issue, the "Offer") for filing with SEBI, Stock Exchanges, the Registrar of Companies ("RoC") and such other authorities as may be required under applicable laws.

RESOLVED FURTHER THAT subject to and in accordance with the applicable provisions of the Companies Act and the rules made thereunder, SCRA, SCRR, SEBI Act, SEBI ICDR Regulations, each as amended and other applicable laws, approvals (if any) by authorities as may be necessary, Mr. Vinod Dulhani Managing Director, Mr. Mahesh Vyas Chief Financial Officer and Ms. Ruchika Gheeya Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to make any further or subsequent alterations, additions, omissions, variations, amendments or





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corrections to the RHP, if any, and to finalize the RHP and approval be and is hereby granted for filing the RHP and any other related documents with SEBI, RoC at Pune, the Stock Exchanges and with any other regulatory authority as may be necessary with respect to the Offer and to undertake such other necessary steps to implement the above resolution.

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

RESOLVED FURTHER THAT Mr. Vinod Dulhani Managing Director, Mr. Mahesh Vyas Chief Financial Officer and Ms. Ruchika Gheeya Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, engagement letters, 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 counsel(s) to the Company and the book running lead manager(s) appointed in this respect.

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

**CERTIFIED TRUE COPY
FOR SARASWATI SAREE DEPOT LIMITED**

**SHANKAR DULHANI
DIRECTOR
DIN: 01810022**

**VINOD DULHANI
MANAGING DIRECTOR
DIN: 09105157**

