

Certified true copy of the resolution passed at the Meeting of Board of Directors of AFCONS INFRASTRUCTURE LIMITED held on Friday, 18th October 2024 at a shorter notice vide Video Conferencing (VC) at "Afcons House", 16, Shah Industrial Estate, Veera Desai Road, Azad Nagar P.O. Andheri, Mumbai - 400053 being the deemed venue of the VC meeting.

Re: To approve the Red Herring Prospectus

"RESOLVED THAT, in furtherance of the resolution passed by the IPO Committee of the Board approving the updated DRHP on October 12, 2024, the draft of the red herring prospectus dated October 18, 2024 of the Company ("**RHP**"), which was circulated to Board Members and presented at the meeting, containing the requisite information as prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the interim observations from the Securities and Exchange Board of India (the "**SEBI**") dated April 15, 2024, April 16, 2024, April 18, 2024, April 24, 2024, May 7, 2024, May 15, 2024, May 28, 2024, June 13, 2024, June 24, 2024, July 2, 2024 and July 9, 2024 and the final observation letter bearing reference no. SEBI/HO/CFD/RAC/DIL-1/OW/2024/295661/1 dated September 13, 2024 from SEBI, the Companies Act, 2013 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 for filing with the regulatory authorities and is taken on record.

RESOLVED FURTHER THAT, the preliminary international wrap dated October 18, 2024 of the Company which is placed before the Board in respect of the Offer of Equity Shares of the Company ("**Preliminary International Wrap**"), be and is hereby approved."

RESOLVED FURTHER THAT Mr. Subramanian Krishnamurthy, Mr. Paramasivan Srinivasan, Mr. Giridhar Rajagopalan Directors of the Company and Mr. Ramesh Kuma Jha, Chief Financial Officer and Mr. Gaurang Parekh, Company Secretary, be and are hereby severally authorised do all such acts, deeds, matters and things and execute all engagement letters, memoranda of understanding, agreements and such other documents as they may, in their sole and absolute discretion, deem necessary to implement the above resolution in relation to the Preliminary International Wrap, the RHP and the Offer, including but not limited to initialing and/or signing any corrections, changes, updates, deletions, amendments, etc. to the RHP and/or the Preliminary International Wrap as may be required, and to file the RHP with the Registrar of Companies, Maharashtra at Mumbai, Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited (collectively the "**Stock Exchanges**") and other regulatory bodies as may be required, along with submission of material contracts and documents for inspection listed in the RHP, as may be directed by the said authority in accordance with relevant provisions



under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013 and such other applicable laws.

RESOLVED FURTHER THAT, certified copies of this resolution be provided to those concerned under the hands of a Director or the Company Secretary wherever required."

Certified to be True
for **AFCONS INFRASTRUCTURE LIMITED**



Gaurang Parekh
Company Secretary
FCS no. 8764
Afcons House, 16
Andheri West
Mumbai 400053

