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## ADITYA INFOTECH LTD.

Corporate Office : Khemka Square, A-11 & 12, Sector 4, NOIDA - 201301 (NCR-Delhi) INDIA  
CIN NO : U74899DL1995PLC066784, Tel: +91 120 4555 666 Fax : +91 120 4555 600  
Email : sales@adityagroup.com Website : www.adityagroup.com



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF ADITYA INFOTECH LIMITED AT THEIR MEETING HELD ON FRIDAY, SEPTEMBER 27, 2024, AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT A-12, SECTOR-04, NOIDA-201301 AT 06:00 P.M.**

**TO TAKE ON RECORD CONSENT OF THE SELLING SHAREHOLDER(S) FOR THEIR PARTICIPATION IN The OFFER FOR SALE**

**"RESOLVED THAT**, the Board hereby takes on record the consent of the following shareholders of the Company to offer such number of Equity Shares held by them, aggregating up to (the **"Offer for Sale"** or the **"Offer"**) at such price as may be determined through the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended, and in accordance with the Applicable Laws, as mentioned in their respective consent letters, as part of the Offer for Sale:

- consent letter dated September 27, 2024, of Aditya Khemka to offer up such number of shares aggregating up to ₹5240.04 million in the Offer for Sale; and
- consent letter dated September 27, 2024, of Ananmay Khemka to offer up such number of shares aggregating up to ₹123.16 million in the Offer for Sale."
- consent letter dated September 27, 2024, of Shradha Khemka to offer up such number of shares aggregating up to ₹198.90 million in the Offer for Sale."
- consent letter dated September 27, 2024, of Aditya Khemka HUF to offer up such number of shares aggregating up to ₹11.50 million in the Offer for Sale"
- consent letter dated September 27, 2024, of Hari Shanker Khemka HUF to offer up such number of shares aggregating up to ₹426.40 million in the Offer for Sale"
- consent letter dated September 27, 2024, of Rishi Khemka to offer up such number of shares aggregating up to ₹2000.00 million in the Offer for Sale"

**RESOLVED FURTHER THAT** for the purpose of giving effect to the abovementioned matters and to settle any difficulty or doubt that may arise in this regard, Mr. Aditya Khemka, Managing Director, Mr. Hari Shanker Khemka, Whole Time Director, Mr. Yogesh Chand Sharma, Chief Financial Officer and Ms. Roshni Tandon, Company Secretary and Compliance Officer of the Company be and are hereby authorised individually and severally to file necessary forms with the Registrar of Companies, Delhi and Haryana at New Delhi and execute and sign all relevant documents including but not limited to consent letters, powers of attorney, certificates etc., as may be required in order to give effect to this resolution.

**"RESOLVED FURTHER THAT**, Mr. Aditya Khemka, Managing Director, Mr. Hari Shanker Khemka, Whole Time Director, Mr. Yogesh Chand Sharma, Chief Financial Officer and Ms. Roshni Tandon, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised to do all such deeds and acts as necessary to give effect to such resolution."

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

**CERTIFIED TO BE TRUE**

**For Aditya Infotech Limited**

Roshni  
Tandon

Digitally signed by  
Roshni Tandon  
Date: 2024.09.28  
07:41:20 +05'30'

**Roshni Tandon**

**Company Secretary & Compliance Officer**

**A-12, Sector-4,**

**Noida- 201301**