

MINUTES OF MEETING OF BOARD OF DIRECTORS OF M/s. GV RESEARCH CENTERS PRIVATE LIMITED HELD ON MONDAY 31st JANUARY, 2022 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-4-187/3 & 4 SOHAM MANSION, M.G. ROAD, SECUNDERABAD, HYDERABAD- 500003.

Meeting commenced at 10:00 AM and ended at 11:00 AM

DIRECTORS PRESENT:

1. Mr. Soham Satish Modi
2. Mr. Rajesh J Kadakia
3. Mr. Sharad J Kadakia

CHAIRMAN OF THE MEETING:

Mr. Soham Satish Modi occupied the Chair and presided over the meeting with the consent of all the board members. After ascertaining the presence of quorum, the Chairman declared that the meeting was duly convened and properly constituted and agenda of the meeting was taken up.

CONFIRMATION OF THE LAST MINUTES:

The minutes of the last meeting of Board of Directors duly initialled by the Chairman were placed before the Board and board took note of same.

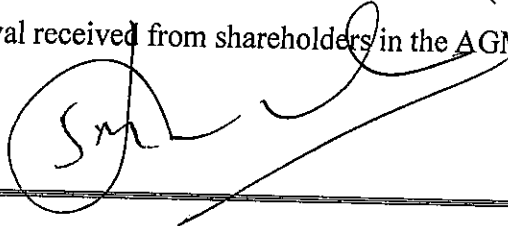
QUORUM

The Chairman noted that quorum of the Board of Directors was present and declared the meeting was properly constituted and agenda of the meeting was taken up.

Item No. 1

ALLOTMENT OF CLASS A & CLASS B COMPULSORY CONVERTIBLE PREFERENCE SHARES

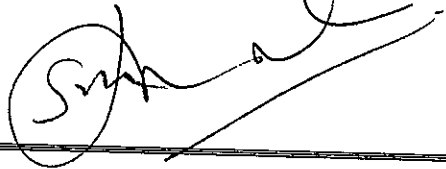
The Chairman informed the Board that considering the necessity of the Company Act, 2013 (the 'Act') the Company shall allot CLASS A and CLASS B (CCPS) and issue share certificates pursuant to the approval received from shareholders in the AGM held on 30th November, 2021 for



issue of Compulsory Convertible Preference Shares. Considering the same, the Board passed the following resolution unanimously:

RESOLVED THAT pursuant to the provisions of Sections 42, 55 and 62(1)(c), approval of members by way of special resolution passed unanimously at the Annual General Meeting of the company dated 30.11.2021, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, and the relevant provisions of the Articles of Association of the Company, if any, the consent, authority and Members of the Company. The Board of Directors (hereinafter referred to as the Board") of the Company be and hereby allot 95,00,000(Ninety Five lakhs Only) Compulsorily Convertible Preference Shares ("CCPS") of Face Value Rs. 10/- (Rupees Ten Only) of Class A and 1,00,000 Compulsorily Convertible Preference Shares ("CCPS") of Face Value Rs. 10/- (Rupees Ten Only) of Class B for a total amount of Rs. 10,00,000 (Rupees Ten Lakhs Only) to as per the table below.

S.NO	Name & Occupation of the Allottee	Address of the Allottee	Nature & Class of shares	No. of Securities Allotted	Whether shares are fully / partly paid-up
1.	Mr. Rajesh Kadakia	5-2-223Distillery Road, IInd Floor, opp Andhra bank, Hyderbasthi , Hyderabad - 500003	Compulsory Convertible Preference Shares CCPS - CLASS A	47,50,000/-	Rs.10/- per share fully paid up
2.	Mr. Sharad Kadakia	5-2-223Distillery	Compulsory Convertible	47,50,000/-	Rs.10/- per share

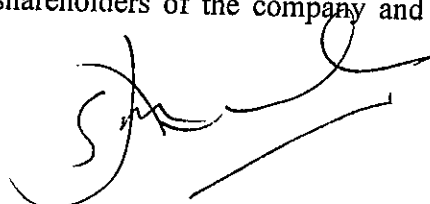


		Road, 11nd Floor, opp Andhra bank, Hyderbasthi , Hyderabad - 500003	Preference Shares CCPS - CLASS A		fully paid up
3.	M/s. Modi Properties Private limited	5-4-187/3&4, Soham Mansion, 2nd Floor, M.G. Road Secunderabad TG 500003 In	Compulsory Convertible Preference Shares CCPS - CLASS B	1,00,000/-	Rs.10/- per share fully paid up

"RESOLVED THAT pursuant to section 46(3) of the Companies Act, 2013, Rule 5(1) of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions of the Act, share certificates hereby are issued in pursuance to issue of shares, the details of members are mentioned below:

S. No.	Name of the shareholder	No. of CCPS shares allotted	Certificate No.	Distinctive No. of shares		Amount in Rs.
				From	To	
1	Mr. Rajesh Kadakia	47,50,000	1	1	47,50,000	4,75,00,000/-
2	Mr. Sharad Kadakia	47,50,000	2	47,50,001	95,00,000	4,75,00,000/-
3	M/s. Modi Properties Private limited	1,00,000	3	95,00,001	96,00,000	10,00,000/-

RESOLVED FURTHER THAT the share certificates of the company in respect of such shares be issued to the aforesaid shareholders of the company and the same be signed by any two, directors of the Company.



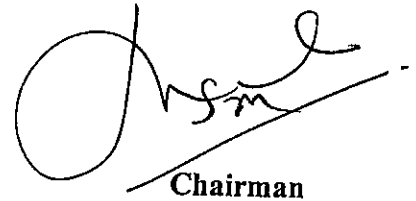
RESOLVED FURTHER THAT Mr. Soham Satish Modi, director of the Company, be and is hereby authorized to sign all such forms, returns and documents and to do all such acts, deeds and things as may be necessary to give effect to the above resolution.”

Vote of Thanks:

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair.

Place: Hyderabad

Date:



Chairman