

# CRESCENTIA LABS PRIVATE LIMITED

(Formerly Known as Bhagyanagar Foods and Beverages Private Limited)

5th Floor, Surya Towers,  
Sardar Patel Road,  
Secunderabad -500 003, Telangana, India  
Phone : 40 27845119, 44665700  
E.mail : surana@surana.com,  
crescentia@surana.com  
Website :http://www.surana.com  
CIN : U24100TG2007PTC055759

**CERTIFIED COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF M/S CRESCENTIA LABS PRIVATE LIMITED HELD ON WEDNESDAY 24<sup>TH</sup> NOVEMBER, 2021 AT 11.00 A.M AT THE REGISTERED OFFICE AT 5<sup>TH</sup> FLOOR, SURYA TOWERS, S.P. ROAD, SECUNDERABAD – 500 003.**

## SPLIT-UP OF SHARE CERTIFICATES:

“RESOLVED THAT pursuant to provisions of the Articles of Association of the Company and such other provisions of the Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof) as may be applicable for the time being in force, the consent of the Board of Directors of the Company be and is hereby accorded for splitting the Share Certificate Nos. 04 and 08 comprising of 24,970 equity shares each held in the name of Mr. Narender Surana and Mr.Devendra Surana respectively and the following new share certificates shall be issued to them against cancellation of old certificates as detailed below:

| Name of the shareholder | Folio no. | No. of equity shares | Distinctive numbers |       | New share Cert no. |
|-------------------------|-----------|----------------------|---------------------|-------|--------------------|
|                         |           |                      | From                | To    |                    |
| Narender Surana         | 003       | 20000                | 00001               | 20000 | 09                 |
|                         |           | 4970                 | 20001               | 24970 | 10                 |
| Devendra Surana         | 004       | 20000                | 24971               | 44970 | 11                 |
|                         |           | 4970                 | 44971               | 49940 | 12                 |

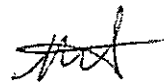
**RESOLVED FURTHER THAT** the above share certificates be issued to Mr. Narender Surana and Mr.Devendra Surana as per the provisions of Section 46 of Companies Act 2013 read with Rule 5 of the Companies (Share Capital and Debentures) Rules, 2014, and be executed and signed under the common seal of the Company and in the presence of Mr. Manish Surana and Mrs. Shresha Surana, Directors of the Company and Mr. Manish Surana, Director who shall also sign as Authorised Signatory of the Company in token thereof”.

**RESOLVED FURTHER THAT** Mr. Manish Surana and Mrs. Shresha Surana, Directors of the Company of the Company be and are hereby severally authorized to sign and/or execute such paper(s), document(s) and to do all such other acts, deeds and things, as may be required or deemed necessary in to give effect to the above resolution”.

**//CERTIFIED TRUE COPY//**

For CRESCENTIA LABS PRIVATE LIMITED



  
**MANISH SURANA**  
**DIRECTOR**  
(DIN: 00014373)

# CRESCENTIA LABS PRIVATE LIMITED

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**CERTIFIED COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF M/S CRESCENTIA LABS PRIVATE LIMITED ('THE COMPANY') HELD ON THURSDAY 16<sup>TH</sup> DECEMBER, 2021 AT 11.00 A.M AT THE REGISTERED OFFICE AT 5<sup>TH</sup> FLOOR, SURYA TOWERS, S.P. ROAD, SECUNDERABAD – 500 003.**

## **AUTHORISATION TO EXECUTE SHARE PURCHASE AGREEMENT AS A CONFIRMING PARTY:**

The Chairman informed the Board that the Promoters Shri Narender Surana and Shri Devendra Surana (Sellers) are desirous to transfer/sell their entire shareholding in the Company to M/s. Modi Properties Private Limited, M/s. SDN MKJ Realty Private Limited and M/s. JMK GEC Realtors Private Limited (Purchasers). Further the Purchasers intend to acquire the entire shareholding and takeover the management & business of the Company.

In this regard, the Purchasers would have to enter into Share Purchase Agreement with the Sellers and requested the Company to be a party to the said Share Purchase Agreement as a confirming party. A draft of which is placed before the Board for consideration.

Thereafter, the Board after brief discussions approved the draft Share Purchase Agreement and passed the following resolution unanimously:

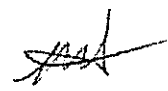
**“RESOLVED THAT** the Company do hereby give its consent to be a confirming party to the Share Purchase Agreement between Shri Narender Surana and Shri Devendra Surana (Sellers) and M/s. Modi Properties Private Limited, M/s. SDN MKJ Realty Private Limited and M/s. JMK GEC Realtors Private Limited (Purchasers).

**FURTHER RESOLVED THAT** Shri Manish Surana and Smt. Shresha Surana, Directors of the Company be and are hereby severally authorised to sign the Share Purchase Agreement or such other related documents on behalf of the Company and to do all such acts, deeds and things as may be required to give effect to the resolution”.

**//CERTIFIED TRUE COPY//**

**For CRESCENTIA LABS PRIVATE LIMITED**



  
**MANISH SURANA**  
**DIRECTOR**  
**(DIN: 00014373)**

**CERTIFIED COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF M/S CRESCENTIA LABS PRIVATE LIMITED HELD ON THURSDAY, 16<sup>TH</sup> DECEMBER, 2021 AT 11.00 AM AT 5<sup>TH</sup> FLOOR, SURYA TOWERS, SARDAR PATEL ROAD, SECUNDERABAD – 500 003.**

**TO CONSIDER THE RESIGNATION OF STATUTORY AUDITORS:**

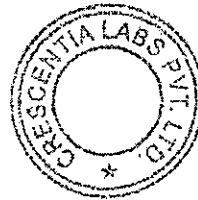
**“RESOLVED THAT** the resignation of M/s Sekhar & Suresh, Chartered Accountants from the Statutory Auditors of the Company be and is hereby accepted with immediate effect.

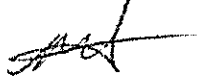
**RESOLVED FURTHER THAT** the Board places on record its appreciation for the assistance and guidance provided M/s Sekhar & Suresh during their tenure as Statutory Auditors of the Company.

**FURTHER RESOLVED THAT** Shri Manish Surana and Smt. Shresha Surana, Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary e-forms with Registrar of Companies.”

**//CERTIFIED TRUE COPY//**

**For CRESCENTIA LABS PRIVATE LIMITED**



  
**MANISH SURANA  
DIRECTOR  
(DIN: 00014373)**

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**CERTIFIED COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF M/S CRESCENTIA LABS PRIVATE LIMITED ('THE COMPANY') HELD ON MONDAY THE 20<sup>TH</sup> DECEMBER, 2021 AT 11.00 A.M AT THE REGISTERED OFFICE AT 5<sup>TH</sup> FLOOR, SURYA TOWERS, S.P. ROAD, SECUNDERABAD – 500 003.**

## APPROVAL FOR TRANSFER OF SHARES:

“RESOLVED THAT pursuant to the provisions of Section 56 read with Rule 11 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force) other applicable provisions, if any, of the Companies Act, 2013 and the Articles of Association of the Company, the consent of the Board of Directors of the Company be and is hereby accorded to register the transfer of the below mentioned shares in favor of the transferee(s):-

| Transfer No. | Name of the Transferor | Folio No. | No. of Shares | Distinctive nos. |       | Share Cert No. | Name of the Transferee               | Folio no. of transferee |
|--------------|------------------------|-----------|---------------|------------------|-------|----------------|--------------------------------------|-------------------------|
|              |                        |           |               | From             | To    |                |                                      |                         |
| Tr-7         | Mr.Narender Surana     | 003       | 4970          | 20001            | 24970 | 10             | M/s. Modi Properties Private Limited | 008                     |
| Tr-8         | Mr.Narender Surana     | 003       | 10            | 49951            | 49960 | 01             | M/s. Modi Properties Private Limited | 008                     |
| Tr-9         | Mr.Narender Surana     | 003       | 10            | 49971            | 49980 | 02             | M/s. Modi Properties Private Limited | 008                     |
| Tr-10        | Mr.Narender Surana     | 003       | 10            | 49991            | 50000 | 03             | M/s. Modi Properties Private Limited | 008                     |
| Tr-11        | Mr.Narender Surana     | 003       | 20000         | 00001            | 20000 | 09             | M/s. JMKGEC Realtors Pvt. Ltd        | 009                     |
| Tr-12        | Mr.Devendra Surana     | 004       | 4970          | 44971            | 49940 | 12             | M/s. Modi Properties Private Limited | 008                     |
| Tr-13        | Mr.Devendra Surana     | 004       | 10            | 49941            | 49950 | 05             | M/s. Modi Properties Private Limited | 008                     |
| Tr-14        | Mr.Devendra Surana     | 004       | 10            | 49961            | 49970 | 06             | M/s. Modi Properties Private Limited | 008                     |
| Tr-15        | Mr.Devendra Surana     | 004       | 10            | 49981            | 49990 | 07             | M/s. Modi Properties Private Limited | 008                     |
| Tr-16        | Mr.Devendra Surana     | 004       | 20000         | 24971            | 44970 | 11             | M/s. SDNMKJ Realty Pvt. Ltd          | 010                     |



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**RESOLVED FURTHER THAT** Mr. Manish Surana and Mrs. Shresha Surana, Directors of the Company be and are hereby severally authorized to make necessary endorsement on the share certificates and record such transfer in the Register of Members, Register of Share Transfers and other statutory records and registers of the Company and to do all such acts, deeds and things as may be necessary to give effect to the above resolution”.

**//CERTIFIED TRUE COPY//**

**For CRESCENTIA LABS PRIVATE LIMITED**



  
**MANISH SURANA**  
**DIRECTOR**  
**(DIN: 00014373)**

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**CERTIFIED COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF M/S CRESCENTIA LABS PRIVATE LIMITED HELD ON TUESDAY, 21<sup>ST</sup> DECEMBER, 2021 AT 11.00 AM AT 5<sup>TH</sup> FLOOR, SURYA TOWERS, SARDAR PATEL ROAD, SECUNDERABAD – 500 003.**

**AUTHORISATION TO OPERATE THE CURRENT ACCOUNT NO. 00210330004975 HELD WITH HDFC BANK, LAKDIKAPUL BRANCH, HYDERABAD:**

“RESOLVED THAT in supersession to all the earlier resolutions passed in this regard, the Board of Directors of the Company do hereby authorise **Mr. Soham Satish Modi** as Authorised Signatory to operate the Current Account of the Company bearing No.00210330004975 held with HDFC Bank, Lakdikapul Branch, Hyderabad.

| Name of the authorized Signatory | Specimen Signature |
|----------------------------------|--------------------|
| Mr. Soham Satish Modi            |                    |

RESOLVED FURTHER THAT the earlier authorisation given to Mr. Narender Surana, Mr. Devendra Surana and Mr. Manish Surana to operate the said Current Account be and is revoked and withdrawn with immediate effect.

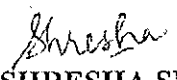
RESOLVED FURTHER THAT the HDFC Bank be and is hereby requested to honour Cheques, Bills of Exchange and Promissory Notes drawn, accepted or made by Mr. Soham Satish Modi Authorized Signatory and to act on any instructions so given relating to the Account, whether the same be overdrawn or not or relating to the transactions of the Company.

FURTHER RESOLVED THAT a copy of the resolution duly certified by any of the Director of the Company be submitted to the HDFC Bank for their records and necessary action.”

**//CERTIFIED TRUE COPY//**

For CRESCENTIA LABS PRIVATE LIMITED

  
**MANISH SURANA**  
DIRECTOR  
(DIN: 00014373)

  
**SHRESHA SURANA**  
DIRECTOR  
(DIN: 06783104)

