CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF CRESCENTIA LABS PRIVATE LIMITED HELD ON TUESDAY, OF 21st DAY OF DECEMBER, 2021 AT 12.00 PM AT THE REGISTERED OFFICE OF THE COMPANY AT V FLOOR, SURYA TOWERS S P ROAD SECUNDERABAD TG 500003 IN

DIRECTORS PRESENT:

01. Mr. Soham Satish Modi - DIRECTOR
02. Mr. Sharad J Kadakia - DIRECTOR

01. QUORUM / CHAIRMAN:

The Quorum for the meeting being present, the chairman of the Board, Mr. Soham Satish Modi conducted the proceedings of the meeting.

02. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TO AUTHORIZE THE BOARD TO BORROW MONEY IN EXCESS OF PAID-UP CAPITAL AND FREE RESERVES UNDER SECTION 180 (1)(c) OF COMPANIES ACT, 2013:

The Board of Directors of the Company wishes to borrow money for discharge loans of erstwhile directors /shareholders as a part of acquisition of the company through 100% buy out of the company through Share Purchase Agreement dated 18th December 2021 from JKM GEC Realtors Private Limited, SDNMKJ Realty Private Limited & Modi Properties Pvt Limited, over and above the aggregate of paid up share capital and free reserves of the Company, provided that the total amount of such borrowings together with the amounts already borrowed and outstanding at any point of time shall not be in excess of Rs. 5 crore (Rupees Five crore Only). The Board approved the proposed resolution for approval of members at the ensuing Annual General Meeting and passed the following resolution:

"RESOLVED THAT pursuant to Section 180(1) (c) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and in terms of share purchase agreement dated 18th day of December 2018, the Board may be and hereby authorized to borrow from time to time as they may think fit, any sum or sums of money on such terms and conditions as the Board may deem fit, to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained, shall not be in excess of Rs. 5 crores (Rupees Five crore) over and above the aggregate of the paid up share capital and free reserves of the Company."

04. TO TAKE NOTE OF RESIGNATION OF MR. MANISH SURANA AND MS. SRESHA SURANA, DIRECTORS OF THE COMPANY

The Chairman placed before the Board resignation letter dated 21-12-2021received from Mr. Manish Surana (DIN 00014373) & Ms. Sressha Surana (DIN: 06783104) for their perusal. He further informed that due to 100% purchase of shares of the company, the new Board members had decided to induct new directors on Board of the company.

The Board after some initial discussion passed the following resolution:

"RESOLVED THAT the resignation of Mr. Manish Surana (DIN 00014373) & Ms. Sresha Surana (DIN: 06783104)from the directorship of the Company be and is hereby accepted with effect 21.12.2021.

RESOLVED FURTHER THAT Mr. Soham Satish Modi holding DIN: 00522546 directors of the Company be and is hereby authorized to do all such acts and deeds as may be deemed necessary to give effect to the above resolution."

04. VOTE OF THANKS:

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

Date : 22.12.2022
Place : Secunderabad

CHAIRMAN

S.M