MINUTES OF EXTRA-ORDINARY GENERAL MEETING OF MEMBERS OF M/s. GVSH MANUFACTURING FACILITIES PRIVATE LIMITED ON 29th DAY OF MARCH 2022, AT 5-4-187/3&4, SOHAM MANSION M.G ROAD, SECUNDERABAD, TELANGANA.

Meeting commenced at 09:00 AM and ended at 10:00 AM

DIRECTORS & MEMBERS PRESENT

1. Gaurang Jayantilal Mody, Director
2. Soham Satish Modi, Director and Member
3. Tejal Soham Modi, Director and Member

1. CHAIRMAN OF THE MEETING:

Gaurang Jayantilal Mody was unanimously elected as the Chairman of the meeting. He took the chair and certified the quorum present in compliance with the provisions of Section 174 of the Companies Act, 2013 read with Articles of Association of the Company.

2. QUORUM

The chairman noted that quorum of the meeting was present and declared the meeting open for the following transactions of business.

3. NOTICE

With the consent of the members present, the Notice convening the meeting was taken as read.

4. AGENDA

The Chairman then proceeded with the business to be transacted at the meeting.

5. SPECIAL BUSINESS:

APPROVAL OF LOAN BY THE COMPANY TO X-PLORO CHEMISTRY CAPABILITY CENTRE PRIVATE LIMITED IN TERMS OF PROVISIONS OF THE SECTION 186 OF THE COMPANIES ACT, 2013

To consider and if thought fit, to pass with or without modification(s) if any, the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of section 186 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Meeting of Board and its Powers) Rules, 2014, (including any Statutory modification or re-enactment thereof, for the time being in force), consent of the members of the company be and is hereby accorded to the Board of Directors of the company (Hereinafter referred to as "Board" which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the power conferred on the Board by this resolution) to make loans or investments, in one or more trenches by subscription, purchase or otherwise in M/s. X-Ploro Chemistry Capability Centre Private Limited, in any kind of securities, or by providing of guarantee or security in connection with a loan made by any other person to M/s. X-Ploro Chemistry Capability Centre Private Limited in excess of limit prescribed in **section** 186 of Companies Act, 2013 but subject to a maximum limit of Rs. Twenty five lakhs (Rupees Twenty five lakhs only)

"**RESOLVED FURTHER THAT**" for the purpose of giving effect to the above resolution, the Board/Committee be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit including the terms and conditions within the above limits upto which such investments in securities/loans/ guarantees, that may be given or made, as may be determined by the Board or the Committee thereof, including with the power to transfer/dispose of the investments so made, from time to time, and the Board/Committee is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise in regard to such investments, loans, guarantees and security and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board/Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution

6. VOTE OF THANKS:

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

Chairman

Place: Secunderabad
Date: 29 March 2022

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN EXTRA ORDINARY MEETING OF THE MEMBERS OF GVSH MANUFACTURING FACILITIES PRIVATE LIMITED ON 29th DAY OF MARCH, 2022 AT THE REGISTERED OFFICE OF THE COMPANY AT 5-4-187/3&4, SOHAM MANSION MG ROAD, SECUNDERABAD, TELANGANA, INDIA AT 09.00 A.M

The following resolution has been passed in the meeting:

APPROVAL OF LOAN BY THE COMPANY TO X-PLORO CHEMISTRY CAPABILITY CENTRE PRIVATE LIMITED IN TERMS OF PROVISIONS OF THE SECTION 186 OF THE COMPANIES ACT, 2013

To consider and if thought fit, to pass with or without modification(s) if any, the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of section 186 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Meeting of Board and its Powers) Rules, 2014, (including any Statutory modification or re-enactment thereof, for the time being in force), consent of the members of the company be and is hereby accorded to the Board of Directors of the company (Hereinafter referred to as "Board" which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the power conferred on the Board by this resolution) to make loans or investments, in one or more trenches by subscription, purchase or otherwise in M/s. X-Ploro Chemistry Capability Centre Private Limited, in any kind of securities, or by providing of guarantee or security in connection with a loan made by any other person to M/s. X-Ploro Chemistry Capability Centre Private Limited in excess of limit prescribed in **section** 186 of Companies Act, 2013 but subject to a maximum limit of Rs. Twenty five lakhs (Rupees Twenty five lakhs only)

"**RESOLVED FURTHER THAT**" for the purpose of giving effect to the above resolution, the Board/Committee be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit including the terms and conditions within the above limits upto which such investments in securities/loans/ guarantees, that may be given or made, as may be determined by the Board or the Committee thereof, including with the power to transfer/dispose of the investments so made, from time to time, and the Board/Committee is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise in regard to such investments, loans, guarantees and security and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board/Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution

The resolution was then put to vote and was carried unanimously.

****Certified true copy****

For GVSH Manufacturing Facilities Private Limited

GVSH MANUFACTURING FACILITIES PVT. LTD

Mr. Gaurang Jayantilal Modi
(Director)
DIN: 00522520

Place: Secunderabad
Date: 29 March 2022

SHORTER NOTICE CONSENT

[Pursuant to provisions of Section 101(1) of the Companies Act, 2013]

To,

The Board of Directors

GVSH Manufacturing Facilities Private Limited

5-4-187/3&4, 3rd Floor, Soham Mansion,

M.G Road, Secunderabad, Hyderabad,

Telangana-500003, India.

Subject: Consent to hold Extraordinary General Meeting at shorter Notice

I, Soham Satish Modi, son of Satish Modi, nominee of Modi Properties Private Limited resident of Plot no.280 Road no.25, Jubilee Hills Hyderabad - 500033, holding 5000 Equity shares of Rs.10 each in the company, hereby give consent pursuant to provisions of Section 101(1) of the Companies act, 2013 to hold the Extraordinary General Meeting of the company scheduled to be held on 29 March 2022 at 9:00 am at 5-4-187/3&4, 3rd Floor, Soham Mansion, M.G Road, Secunderabad, Hyderabad, Telangana-500003, India at shorter notice.

Signature

For **Modi Properties Private Limited**

Name: Gaurang J Mody
DIN: : 00522520
Date: 25 March 2022

MINUTES OF MEETING OF BOARD OF DIRECTORS OF M/s. GVSH MANUFACTURING FACILITIES PRIVATE LIMITED ON 25th DAY OF MARCH 2022, AT 11:00AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-4-187/3&4, SOHAM MANSION M.G ROAD, SECUNDERABAD, TELANGANA. Concluding Time: 11:45 AM

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

DIRECTORS PRESENT

1. Gaurang Jayantilal Mody
2. Soham Satish Modi
3. Tejal Soham Modi

1. CHAIRMAN OF THE MEETING:

Gaurang Jayantilal Mody was unanimously elected as the Chairman of the meeting. He took the chair and certified the quorum present in compliance with the provisions of Section 174 of the Companies Act, 2013 read with Articles of Association of the Company.

2. LEAVE OF ABSENCE:

There was no leave of absence as all directors were present at the meeting.

3.CONFIRMATION OF MINUTES OF THE PREVIOUS BOARD MEETING:

The Minutes of the Previous Board Meeting as circulated to the Board of Directors were read, confirmed and taken on record.

4. QUORUM

The Chairman noted that quorum of the Board of Directors was present and declared the meeting open for the following transactions of business

5. APPROVAL OF INTER-CORPORATE LOAN

The Chairman conveyed the directors that the company is proposing to grant a loan to M/s. X-Ploro Chemistry Capability Centre Private Limited bearing CIN: U73100TG2021PTC157163 up to a maximum amount of Rs. 25,00,000 (Rupees Twenty-Five Lakhs only) on such terms and conditions as may be agreed to by the Directors. After discussions, the Board considered and passed the following resolution unanimously:

"**RESOLVED THAT** pursuant to the provisions of section 186 read with Companies (Meeting of Board and its Powers) Rules, 2014, Section 179 and other applicable provision of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), subject to the approval of the members, the consent of the Board be and is hereby accorded to grant the loan to M/s. X-Ploro Chemistry Capability Centre Private Limited, up to a maximum amount of Rs. 25,00,000 (Rupees Twenty-Five Lakhs only) on such terms and conditions as may be agreed by the Board of Directors.

RESOLVED FURTHER THAT any of Board of Directors, be and are hereby authorized to file Form MGT 14 with the Register of Companies, to make necessary entries in the Statutory registers of the company and to do all such acts, deeds, matters and things as may be required to give effect to the above resolution."

6. NOTICE CALLING FOR AN EXTRA-ORDINARY GENERAL MEETING (EGM)

The Chairman again explained that in connection with the above-mentioned resolution, it is necessary to convene an EGM of the Company. A draft of the Notice calling an EGM was tabled before the Board for its perusal and comments. Considering the same, the Board passed the following resolution unanimously:

"**RESOLVED THAT** the EGM of the Company shall be convened on 29th March 2022 at the registered office of the Company to consider the matter given in the notice as per draft placed before the board.

RESOLVED FURTHER THAT draft notice of EGM as placed before the Board together with explanatory statement thereto be and is hereby approved and Mr. Gaurang Jayantilal Mody, director of the Company, be and is hereby authorized to sign and issue the same to all the shareholders of the Company."

7. VOTE OF THANKS:

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

Chairman

Date: 25 March 2022
Place: Secunderabad

5-4-187/3&4, II floor,
MG Road,
Secunderabad – 500 003.
Phone: +91-40-66335551

GVSH MANUFACTURING FACILITIES PVT LTD

CIN No. U70109TG2019PTC137599

NOTICE OF BOARD MEETING

Dear Sir/ Madam

Notice is hereby given that a meeting of the Board of Directors of GVSH Manufacturing Facilities Private Limited will be held on 25th March 2022 at 10:00 A.M, at 5-4-187/3&4, Soham Mansion M.G Road, Secunderabad, Telangana.

1. To obtain a consent of the board for grant of a loan up to a maximum amount of Rs. 25,00,000 to X-Ploro Chemistry Capability Centre Private Limited.
2. To authorize the directors to take all such steps and actions for the purposes of making all such communications, filings and registrations as may be required for the above.
3. To fix date, time and place for holding Extra-ordinary General Meeting ('EGM'), to get approval of the shareholders for aforementioned business.
4. To approve EGM, notice along with agenda and explanatory statement to be annexed to the notice of EGM as per section 102(1) of the Companies Act, 2013.
5. To confirm minutes of previous Board Meeting.
6. Any other business with the permission of the chair which is incidental and ancillary to the above stated business.

You are hereby requested to make it convenient to attend the meeting.

GVSH Manufacturing Facilities Private Limited

GVSH MANUFACTURING FACILITIES PVT. LTD.

Gaurang Jayantilal Mody

Director)

DIN:00522520

Place: Secunderabad
Date: 17 March 2022

5-4-187/3&4, II floor,
MG Road,
Secunderabad – 500 003.
Phone: +91-40-66335551

GVSH MANUFACTURING FACILITIES PVT LTD

Email:roc@modirproperties.com
CIN No. U70109TG2019PTC137599

NOTICE OF EXTRAORDINARY GENERAL MEETING

Dear Members

Notice is hereby given that an Extra-ordinary General Meeting of the Members of GVSH Manufacturing Facilities Private Limited will be held on the 29th day of March, 2022 at 09:00 A.M. at the registered office of the company at 5-4-187/3&4, Soham Mansion MG Road, Secunderabad, Telangana to transact the following special business:

To consider and, if thought fit, with or without modification(s), to pass the following resolution(s) as a **Special Resolution:**

TO MAKE INVESTMENTS GIVE LOANS, GUARANTEES AND PROVIDE SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT 2013

"**RESOLVED THAT** pursuant to the provisions of section 186 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Meeting of Board and its Powers) Rules, 2014, (including any Statutory modification or re-enactment thereof, for the time being in force), consent of the members of the company be and is hereby accorded to the Board of Directors of the company (Hereinafter referred to as "Board" which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the power conferred on the Board by this resolution) to make loans or investments, in one or more trenches by subscription, purchase or otherwise in M/s. X-Ploro Chemistry Capability Centre Private Limited, in any kind of securities, or by providing of guarantee or security in connection with a loan made by any other person to M/s. X-Ploro Chemistry Capability Centre Private Limited in excess of limit prescribed in **section** 186 of Companies Act, 2013 but subject to a maximum limit of Rs. Twenty five lakhs (Rupees Twenty five lakhs only)

"**RESOLVED FURTHER THAT**" for the purpose of giving effect to the above resolution, the Board/Committee be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit including the terms and conditions within the above limits upto which such investments in securities/loans/ guarantees,

5-4-187/3&4, II floor,
MG Road,
Secunderabad – 500 003.
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GVSH MANUFACTURING FACILITIES PVT LTD

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CIN No. U70109TG2019PTC137599

that may be given or made, as may be determined by the Board or the Committee thereof, including with the power to transfer/dispose of the investments so made, from time to time, and the Board/Committee is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise in regard to such investments, loans, guarantees and security and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board/Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution.

By Order of the Board

For GVSH Manufacturing Facilities Private Limited

GVSH MANUFACTURING FACILITIES PVT LTD

Gaurang Jayantilal Modi
(Director)
DIN: 00522520

Place: Secunderabad
Date: 25 March 2022

5-4-187/3&4, II floor,
MG Road,
Secunderabad – 500 003.
Phone: +91-40-66335551

GVSH MANUFACTURING FACILITIES PVT LTD

Email:roc@modirproperties.com
CIN No. U70109TG2019PTC137599

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, with regard to the Special Business is appended.
2. The Notice of EGM is being sent to all the members, whose name appear on the Register of Members on 14th March 2022.
3. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend and vote instead of himself/herself, such proxy/proxies need not to be a member of the company.
4. The instrument of Proxy in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney/Letter of Representation authorizing its representative to attend and vote on their behalf at an Extra Ordinary General Meeting.
5. Members/Proxies attending the meeting are requested to bring the Attendance Slip (duly completed and signed) to the Meeting.
6. A copy of each of the documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company during office hours on all working days, except Saturday/ Sunday and other holidays, between 11.00 a.m. and 2.00 p.m. up to the date on which EGM will be held.

By Order of the Board

For GVSH Manufacturing Facilities Private Limited

GVSH MANUFACTURING FACILITIES PVT. LTD. ★

Gaurang Jayantilal Modi
(Director)
DIN: 00522520

Place: Secunderabad
Date: 25 March 2022

5-4-187/3&4, II floor,
MG Road,
Secunderabad – 500 003.
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CIN No. U70109TG2019PTC137599

ANNEXURE TO THE NOTICE

Explanatory Statement under Section 102(1) of the Companies Act, 2013

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs.25 Lakhs, as proposed in the Notice.

The above proposal is in the interest of the Company and the Board recommends the Special Resolution as set out for approval by the members of the Company.

None of the Directors of the Company and their relatives is in any way concerned or interested in the resolution.

By Order of the Board

For GVSH Manufacturing Facilities Private Limited

GVSH MANUFACTURING FACILITIES PVT. LTD ★

Gaurang Jayantilal Modi
(Director)
DIN: 00522520

Place: Secunderabad
Date: 25 March 2022