



A SUBSIDIARY OF



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF SHIVA CEMENT LIMITED HELD ON SATURDAY 14th OCTOBER 2023 THROUGH VIDEO CONFERENCING


APPROVAL OF THE DRAFT LETTER OF OFFER:

"RESOLVED THAT pursuant to the approval accorded by the Board of Directors of the Company (**"Board"**) by way of resolution dated 14th September, 2023 approving the proposed rights issue of equity shares of the Company of face value of ₹ 2 each (**"Rights Equity Shares"** and such issue, the **"Issue"**) to eligible equity shareholders, eligible renouncees thereof and/or to such other persons, the Draft Letter of Offer (the **"DLOF"**) for the proposed Issue, containing information as required under the notified provisions of the Companies Act, 2013, including the rules made thereunder, as amended (the **"Companies Act"**) and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended read with the relevant circulars issued by the Securities and Exchange Board of India (the **"SEBI"**), in this regard, from time to time (the **"SEBI ICDR Regulations"**) and other applicable law, a copy of which is placed before the Board, be and is hereby approved and adopted for filing with BSE Limited (the **"Stock Exchange"**) and the SEBI as the case may be, and such other governmental or supervisory authorities or persons as may be required, in accordance with the applicable provisions of the Companies Act, the SEBI ICDR Regulations and other applicable laws.

RESOLVED FURTHER THAT Mr. Manoj Kumar Rustagi, Whole- Time Director & CEO; Mr. Narinder Singh Kahlon, Non-Executive Director, Mr. Girish Menon, CFO and Ms. Sneha Bindra, Company Secretary be and are hereby authorised jointly and severally to sign the DLOF on behalf of the Company and file the same with the Stock Exchange and SEBI, and such other authorities or persons as may be required, issue the DLOF and the Issue related documents to the eligible equity shareholders, issue such certificates and confirmations as may be required, and undertake such other necessary steps to implement the resolutions.

RESOLVED FURTHER THAT any Director and CFO be and are hereby severally authorized to give a certified copy of this resolution to such persons and/or authorities as may be necessary and they be requested to act thereon."

For Shiva Cement Limited


Sneha Bindra
Company Secretary
ACS: 29721
Add: Flat C- 2107,
Hill Crest CHS,
JVLR, Andheri East,
Mumbai- 400093



Date: 16.10.2023
Place: Sundargarh

SHIVA CEMENT LIMITED

CIN L26942OR1985PLC001557

Registered Office address- Village Telighana, PO: Birangatoli, Tehsil-Kutra, District- Sundargarh, Odisha- 770018.

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