

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE RIGHT ISSUE COMMITTEE OF SHIVA CEMENT LIMITED HELD ON MONDAY 16<sup>th</sup> OCTOBER 2023 THROUGH VIDEO CONFERENCING**

**APPROVAL OF THE DRAFT LETTER OF OFFER AND FILING OF THE SAME WITH SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") AND BSE Limited ("STOCK EXCHANGE")**

The Rights Issue Committee was informed that pursuant to the resolution passed by the Board of Directors ("**Board**") at its meeting held on 14<sup>th</sup> October 2023, the Company was authorised to undertake a rights issue of equity shares ("**Rights Equity Shares**") to the existing eligible shareholders of the Company ("**Issue**").

The Committee was further informed that the draft letter of offer of the Company in relation to the Issue ("**Draft Letter of Offer**" or "**DLOF**"), was approved by the Board at its meeting held on 14<sup>th</sup> October 2023 and authorised the Rights Issue Committee to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the Draft Letter of Offer in accordance with the applicable laws and regulations prior to filing with Securities and Exchange Board of India ("**SEBI**") and the Stock Exchange, where the equity shares of the Company are currently listed.

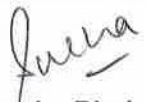
The Committee considered and approved the Draft Letter of Offer, placed before the Rights Issue Committee, by passing the following resolution:

**"RESOLVED THAT** in furtherance of the resolution passed by the Board of Directors of the Company on 16<sup>th</sup> October 2023, the Draft Letter of Offer for the proposed Issue, a copy of which was placed before the Committee, be and is hereby approved and adopted for filing the same with SEBI and Stock Exchange, as the case may be, in accordance with the Companies Act, 2013 and the Rules made thereunder and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, and any other applicable laws

**RESOLVED FURTHER THAT** Mr. Manoj Kumar Rustagi, Whole-Time Director ; Mr. Narinder Singh Kahlon, Non- Executive Director and Mr. Girish Menon Chief Financial Officer be and are hereby severally authorised be and are hereby severally or jointly authorised to make corrections or alterations, if any, and to finalise the Draft Letter of Offer for purpose of filing the same with Securities and Exchange Board of India, Stock Exchange and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement the above resolution.

**RESOLVED FURTHER THAT** any of the Director and CFO and Company Secretary be and is hereby severally authorised 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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