

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF SHIVA CEMENT LIMITED HELD ON WEDNESDAY 27TH MARCH 2024 THROUGH VIDEO CONFERENCING

Approval of 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, 2024 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 renounees thereof and/or to such other persons, the Letter of Offer (the “**LOF**”) 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, on the record date for this purpose, i.e., 03rd April, 2024, 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 Chief Financial Officer and Mrs. Sneha Bindra, Company Secretary, be and are hereby authorised jointly to sign the LOF 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 LOF 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 and Company Secretary 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

SHIVA CEMENT LIMITED

CIN L26942OR1985PLC001557

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