

CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE BOARD OF DIRECTORS OF THE TEERTH GOPICON LIMITED HELD ON THURSDAY, JANUARY 04, 2024 AT REGISTERED OFFICE OF THE COMPANY SITUATED AT 703, SAPATH COMPLEX-1, OPP RAJPATH CLUB, NEAR MADHUR HOTEL, BODAKDEV, AHMEDABAD, GUJARAT, INDIA, 380054 AT 01:00 P.M.

APPROVAL OF DRAFT PROSPECTUS:

"RESOLVED THAT the Draft Prospectus in respect of the proposed Initial Public Issue of upto 40,00,000 Equity shares of face value of ₹10 each for cash at price of ₹ [●]/- per share (the "Issue price"), including a share premium of ₹ [●] /- per equity share each, which was duly initiated by the Chairman for identification purpose and produced at the meeting, having attached thereto the copies of the material contracts and documents referred to in the said Draft Prospectus in respect of proposed public issue be and is hereby approved and adopted as the Draft Prospectus of the Company for the aforesaid Public Issue and that the same be filed with the concerned Stock Exchange i.e National Stock Exchange of India Limited (NSE Emerge) where the Company's share are proposed to be listed.

"RESOLVED FURTHER THAT the Board of Directors of Company hereby declare that they have made all reasonable inquiries, accepts responsibility for and confirms that the Draft prospectus contains all information with regard to the Company and the Offer, which is material in the context of the Offer; that the information contained in the Draft prospectus is true and correct in all material respect and is not misleading in any material respect that the options and intensions expressed herein are honestly held and that there are no other facts the omission of which makes this document as a whole or any of such information or the expression of any such opinions or intensions misleading in any material respect."

"RESOLVED FURTHER THAT Mr. Maheshbhai Maganbhai Kumbhani, Mrs. Chandrikaben Maheshbhai Kumbhani, Mr. Pallav Mahesh Kumbhani, Mr. Bhavan Trivedi, Mr. Rajnibhai Parshotambhai Vekariya and Mr. Sagar Shah, Directors and CFO of the company, hereby authorize Mr. Maheshbhai Maganbhai Kumbhani, Managing Director of the company each of them is hereby, severally authorized to effect and/or carry out such alterations, additions, omissions, variations, amendments or corrections in the Draft Prospectus to be issued by the Company as may be necessary or required by the Securities and Exchange Board of India, the concerned Stock Exchange, other concerned authorities and the Registrar of Companies, Ahmedabad, under the provisions of the Companies Act, 2013, while sanctioning the approval to the Draft Prospectus and to file necessary documents with the concerned authorities in this respect."

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Near Bai Niketan Sangh Pagnis Paga, Indore,
Madhya Pradesh, India, 452007

703, Sapath-1, Opp Rajpath Club, Nr. Gordhan Thal, S.G. Road,
Bodakdev, Ahmedabad - 380015



"RESOLVED FURTHER THAT copy of the foregoing Resolution certified to be true copy be furnished to the concerned authority(ies) and they be requested to act thereon."

For. **TEERTH GOPICON LIMITED**



Maheshbhai Maganbhai Kumbhani
Managing Director
DIN: 06733721



Chandrikaben Maheshbhai Kumbhani
Whole-time director
DIN: 06733787



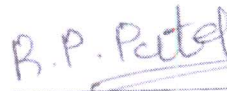
Pallav Mahesh Kumbhani
Director
DIN: 09069190



Bhavan Trivedi
Independent Director
DIN: 06965703



Sagar Shah
Chief Financial officer



Rajnibhai Parshotambhai Vekariya
Independent Director
DIN: 10373328