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Innovations and Mobility Limited

An ISO 9001:2015 Company

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF WARDWIZARD INNOVATIONS & MOBILITY LIMITED AT ITS MEETING HELD ON 07TH OCTOBER, 2022 AT CORPORATE OFFICE AT SURVEY 26/2, OPPOSITE POOJA FARM SAYAJIPURA, AJWA ROAD VADODARA 390019 COMMENCE AT 3:00 P.M. AND CONCLUDED AT 4:00 P.M.

APPROVAL FOR MAKING OF FIRST AND FINAL CALL FOR THE RIGHTS ISSUE- PARTLY PAID-UP EQUITY SHAREHOLDERS OF THE COMPANY:

"RESOLVED THAT pursuant to the Rights Issue undertaken by the Company in terms of Final letter of offer dated 18th January, 2022 and in accordance with applicable laws and relevant provisions including The Companies Act, 2013 ("The Act") and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and subject to any other requirements, consent of the Board of Directors of the Company be and is hereby accorded for making of first and final call for the Rights Issue of Partly paid up Equity Shares of the Company of face value of ₹ 0.50/- each for an aggregate amount of upto ₹ 41/- to the all registered/existing equity shareholders of the Company as on the record date, that is on October 28th, 2022 ("Eligible Equity Shareholders"), the Board hereby resolves to make the first and final call on all the eligible equity shareholders of partly paid shares of ₹ 23,24,82,423/- (Rupees Twenty three crore twenty four lakh eight two thousand four hundred and twenty three only) to be made upon 56,70,303 ("Rights Equity Shares") Partly Paid-up equity shares of ₹ 41/- (including ₹ 0.50/- towards face value and ₹ 40.50/- towards a Share Premium) and thereby making at a price of ₹ 82/- each (The "Issue Price") (Rupees Eighty-two only) per Rights Equity share fully called up.

"RESOLVED FURTHER THAT, the board hereby accorded their consent to fix record date, that is on Friday, 28th October, 2022 for the purpose of determining the holders of partly paid-up equity shares to whom the first and final call notice will be dispatched for payment of the aforesaid call.

"RESOLVED FURTHER THAT, the first and final call on shares be made payable on or before, Monday 28th November, 2022 by the eligible shareholder(s) (Closing Date for Tendering Period).

"RESOLVED FURTHER THAT the banker of the Issue i.e. ICICI Bank Limited be and is hereby authorized to receive the first and final call money(ies) from the shareholder(s) on behalf of the Company and also to send to the Company a receipted counterfoil attached to the said notice for the purpose of making necessary accounting in connection therewith."

"RESOLVED FURTHER THAT in case of non-payment of call money(ies) or failure to pay First and Final Call money(ies) on or before the date specified above, as aforesaid, shall render the partly-paid Rights Equity Share held by Shareholders and the amount already paid thereon, liable to be



CIN: L35100MH1982PLC264042

Registered Office: Shop No-508, Swami Samarth Plaza Gantra Hospital, RRT Road, Mulund West Mumbai - 400080, Maharashtra, India

Corporate Office: Survey 26/2, Opp. Pooja farm, Sayajipura, Ajwa Road, Vadodara, Gujarat-390019, India

Email ID: compliance@wardwizard.in | **Website:** www.wardwizard.in | **Compliance No:** +91 9727755083 | **HQ Number:** 02668352000



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forfeited in accordance with the provisions of the Companies Act, 2013, including subsequent amendments thereto, the Articles of Association of the Company and the Letter of Offer.”

“**RESOLVED FURTHER THAT** any one of the directors of the Company or Chief Financial Officer or Company Secretary & Compliance Officer of the company, be and is hereby severally authorized to: -

- i. Sign, execute, modify, alter, file and/or furnish and/or submit any statutory forms (in physical or digital form) and such other documents, to/with such authorities and/or person(s) as may be deemed necessary to give effect to the above resolution, from time to time;
- ii. certify the resolution and provide copy(ies) of the same, as may be deemed necessary from time to time;
- iii. to negotiate, finalise, execute and deliver all engagement letters, memorandum of understanding, agreements and such other documents, etc., as they may, in their absolute discretion, deem necessary or desirable to implement the above resolution; and
- iv. generally do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution and for all matters connected therewith and/or incidental thereto and also to settle any question, difficulty or doubt that may arise in connection with the above resolution.”

For Wardwizard Innovations and Mobility Limited,

Yatin Sanjay Gupte
Managing Director
DIN: 07261150



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