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Annexure 1A



Gujarat Fluorochemicals Limited

Vadodara Office: ABS Towers, 2<sup>nd</sup> Floor,  
Old Padra Road, Vadodara-390007, Gujarat, India

Tel: +91-265-6198111/2330057  
Fax: +91-265-2310312  
E-mail: contact@gfl.co.in, Web.: gfl.co.in

**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY BOARD OF DIRECTORS OF GUJARAT FLUORO-CHEMICALS LIMITED ("The Company") AT ITS MEETING HELD ON TUESDAY, 29<sup>TH</sup> OCTOBER, 2024 AT 12:30 PM AT THROUGH VIDEO CONFERENCING**

**Approval for the Composite Scheme of Arrangement between Inox Leasing and Finance Limited, Inox Holdings and Investments Limited and Gujarat Fluorochemicals Limited and their respective Shareholders**

"Resolved that pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the rules and regulations made thereunder and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") (including any statutory modifications or any amendments thereto or any substitutions or any re-enactments thereof for the time being in force) and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and subject to the necessary approvals/consents/sanctions and permissions of the shareholders and/or creditors of the Company, if and to the extent required, and subject to the sanction of the National Company Law Tribunal (the "NCLT/ Tribunal"), Securities and Exchange Board of India ("SEBI"), Stock Exchanges or such other competent authority, as may be applicable or any other appropriate authority under the applicable provisions of the Act, the consent of the Board of Directors of the Company (the "Board") be and is hereby accorded to the Composite Scheme of Arrangement between Inox Leasing and Finance Limited ('ILFL' or 'Demerged/Transferor Company'), Inox Holdings and Investments Limited ('IHIL' or 'Resulting Company'), Gujarat Fluorochemicals Limited ("GFCL" or "Transferee Company") and their respective Shareholders (the "Scheme"), in the present form or with such alterations/modifications as may be approved or imposed or directed by the Tribunal/ SEBI/ any competent authority as per the terms and conditions mentioned in the Scheme placed before the Board."

"Resolved further that the Valuation report dated 29October2024, submitted by M/s Finvox Analytics, Registered valuer (Reg no. IBBI/RV-E/06/2020/120), Fairness Opinion dated 29October2024, submitted by Marwadi Chandarana Intermediaries Brokers Private Limited, SEBI Registered Category-I Merchant Banker (SEBI Registration INM000013165), report submitted by the Audit Committee and the Independent Directors dated 29October2024 respectively recommending the draft Composite Scheme of Arrangement and certificates from the Statutory Auditor of the Company regarding the Accounting Treatment stated in the Scheme and relating to the payment/repayment capability of the Company against its outstanding listed NCDs are placed before the board, be and are hereby considered, noted and accepted."

"Resolved further that unless not required or dispensed with by the NCLT, as the case may be, NCLT convened meeting(s) of the Shareholders and/ or Creditors of the Company be convened in terms of the directions as may be issued by the NCLT."

"Resolved further that in consideration for merger of ILFL into the Company (post demerger of the Demerged Undertaking from ILFL into IHIL), the following swap ratio recommended by M/s Finvox Analytics, Registered valuer (Reg no. IBBI/RV-E/06/2020/120) be and is hereby approved:

An **INOX**GFL Group Company

Regd. Office: Survey No. 16/3, 26, 27, Village Ranjitnagar, Taluka Ghoghamba, Distt Panchmahal - 389380, Guja +L India

Tel: +91-2678-248152/153/107 | Fax: +91-2678-248153

Corporate Office: INOX Towers, Plot No. 17, Sector-16A, Noida-201301, Uttar Pradesh, India | Tel: +91-120-6149600 | Fax: +91-120-6149601





## Gujarat Fluorochemicals Limited



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Old Padra Road, Vadodara-390007, Gujarat, India

Tel: +91-265-6198111/2330057  
Fax: +91-265-2310312  
E-mail: contact@gfl.co.in, Web.: gfl.co.in

“5,77,91,906 equity shares of GFCL having a face value of Re. 1/- each fully paid-up to be issued and allotted as fully paid-up to the equity shareholders of ILFL in the proportion of their holding in ILFL.”

“Resolved further that the aforesaid swap ratio would be suitably adjusted for equity shares to be issued and any other change in the Paid-up Equity Share Capital.”

“Resolved further that the necessary applications with regard to the above be made to Government, judicial, quasi-judicial and other statutory authorities or any regulatory authority or any other body or agency, in relation to seeking relevant regulatory approvals or sanctions to the Scheme and any other approvals required in connection with the Scheme.”

“Resolved further that Mr. Vivek Kumar Jain, Managing Director (DIN: 00029968), Mr. Manoj Agrawal, Chief Financial Officer, Mr. Bhavin Desai, Company Secretary & Compliance Officer, Mr. Bhavesh Jingar, Deputy Company Secretary be and are hereby severally authorised to sign all documentation and further to take all actions as may be necessary under the Act, the applicable rules thereunder, and any other legislation, to implement the aforesaid Scheme and in particular:

- i. to make application along with the Scheme and other relevant information/ documents with the concerned regulatory authorities (including SEBI and Stock Exchanges), Registrar of Companies, Shareholders, Creditors, Lenders or any other person to obtain approval/ consent to the Scheme including but not limited to any other statutory body;
- ii. to verify, sign and file applications, petitions, pleadings, affidavits, Vakalatnama and other relevant documents to the jurisdictional NCLT, or any other statutory authorities for seeking directions to dispense with the requirement of holding meeting(s) of shareholders/ creditors of the Company or take necessary steps to convene such meetings if not dispensed with, and for obtaining the sanction of the jurisdictional NCLT, to the Scheme;
- iii. to sign and issue advertisements/ notices to the stakeholders or any other person as per the directions of the jurisdictional NCLT;
- iv. to make such alterations and changes and/ or modifications in the aforesaid applications/ petitions, Scheme or any other documents as may be expedient and necessary for satisfying the requirements and conditions imposed, if any, by the jurisdictional NCLT, or any statutory authority, or to communicate/ correspond with stakeholders including banks, local authorities, etc. and to do all such acts, deeds, matters and things for putting the Scheme into effect;
- v. to engage lawyers, chartered accountants or any other consultants in connection with implementation of Scheme;
- vi. to obtain the certified copy of order passed by the jurisdictional NCLT, and file the same with the concerned Registrar of Companies, respective offices of Collector of Stamps for adjudication of stamp duty at applicable rates in force, and other statutory authorities;

An **INOXGFL** Group Company  
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- vii. to make representation before the jurisdictional NCLT, any regulatory and statutory authorities including but not limited to Central or State Government, Regional Director, Official Liquidator, Registrar of Companies, SEBI/ Stock Exchanges, Income tax department, Reserve Bank of India in connection with proposed Scheme and filing any letter, replies, documents or papers for and behalf of the Company;
- viii. to authorize officers of the Company and to do all such acts, deeds, matters and things as may be necessary, proper and expedient for effectuating and implementing the Scheme, including any directions for settling any question or doubt or difficulty whatsoever that may arise to give effect to the resolution or any other document that may then be deemed fit and to authorize/ sub-delegate any of the aforementioned authorities in connection with Scheme to another person/ lawyer/ consultant;
- ix. to represent the Company before any Competent Authority or other regulatory authorities including Central or State Government, Income tax department, Official Liquidator, Regional Director, Registrar of Companies, Reserve Bank of India, Government of India, SEBI/ Stock Exchanges and before all Courts of law or NCLT for the purpose of the proposed Scheme, signing and filing of all documents, deeds, applications, notices, petitions, affidavits and letters, to finalize and execute all necessary applications/documents/papers for and behalf of the Company and to do all such acts, deeds, matters and things necessary and convenient for all or any of the purposes aforesaid.”
- x. To authenticate any document, instrument, proceeding and record of the Company;

“Resolved further that the Committee of Directors for Operations be and is hereby authorized to do all such acts, deeds, matters and things as may be required, from time to time, in connection with the above matters.”

“Resolved further that BSE Limited be and is hereby appointed as Designated Stock Exchange for the purpose of co-ordinating with SEBI in respect of the Scheme.”

“Resolved further that Mr. Vivek Jain, Managing Director (DIN: 00029968), Mr. Bhavin Desai, Company Secretary and Mr. Bhavesh Jingar, Deputy Company Secretary be and are hereby severally authorised to delegate the above stated powers to the executive(s) of the Company and / or authorised persons, to sign / execute on behalf of the Company, all deeds, documents, agreements, notices, forms, writings and papers, as may be required, for any of the purpose as mentioned aforesaid and to revoke / modify all or any of the aforesaid powers so delegated to the executive(s) of the company and / or authorised persons, from time to time, as deem fit and proper in the best interest of the Company.”

“Resolved further that this resolution shall remain in full force and effect until otherwise amended or rescinded by the Board.”

*B. S. W.*

An **INOXGFL** Group Company  
BEYOND IMAGINATION

Regd. Office: Survey No. 16/3, 26, 27, Village Ranjitnagar, Taluka Ghoghamba, Distt. Panchmahal - 389380, Gujarat, India

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“Resolved further that a certified true copy of above resolution may be forwarded wherever required, under the signature of any one of the Directors of the Company or Mr. Bhavin Desai, Company Secretary or Mr. Bhavesh Jingar, Deputy Company Secretary of the Company”.

**Certified True Copy**

**For Gujarat Fluorochemicals Limited**

*BSD*

**Bhavin Desai**  
**Company Secretary**  
**FCS 7952**



An **INOX GFL** Group Company  
SECTOR 16A

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Corporate Office: iNOX Towers, Plot No. 17, Sector-16A, Noida-201301, Uttar Pradesh, India | Tel: +91-120-6149600 | Fax: +91-120-6149610

# Inox Leasing & Finance Ltd.

(CIN: U65910DL1995PLC397847)

Regd. Office : INOXGFL Group, 612-618, Narain Manzil, 6th Floor,  
23, Barakhamba Road, New Delhi-110001  
Website: www.ilfl.co.in E-mail: info@ilfl.co.in

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE MEETING OF BOARD OF DIRECTORS ("BOARD") OF INOX LEASING AND FINANCE LIMITED ("COMPANY") HELD ON NOVEMBER 6, 2024 AT 1.00 PM AT THE REGISTERED OFFICE OF THE COMPANY AT 612-618, NARAIN MANZIL, 6TH FLOOR, 23, BARAKHAMBA ROAD, NEW DELHI – 110001.

Approval of the Composite Scheme of Arrangement between Inox Leasing and Finance Limited ("ILFL" or "Demerged/ Transferor Company" or the "Company"), Inox Holdings and Investments Limited ("IHIL" or "Resulting Company") and Gujarat Fluorochemicals Limited ("GFCL" or "Transferee Company")

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the rules and regulations made thereunder (including any statutory modifications or any amendments thereto or any substitutions or any re-enactments thereof for the time being in force) and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and subject to the necessary approvals/ consents/ sanctions and permissions of the shareholders and/ or creditors of the Company, if and to the extent required, and subject to the sanction of the National Company Law Tribunal (the "NCLT/ Tribunal") or such other competent authority, as may be applicable or any other appropriate authority under the applicable provisions of the Act, the consent of the Board of Directors of the Company (the "Board") be and is hereby accorded to the Composite Scheme of Arrangement between Inox Leasing and Finance Limited ('ILFL' or 'Demerged/Transferor Company' or the 'Company'), Inox Holdings and Investments Limited ('IHIL' or 'Resulting Company'), Gujarat Fluorochemicals Limited ("GFCL" or "Transferee Company") and their respective shareholders (the "Scheme"), in the present form or with such alterations/modifications as may be approved or imposed or directed by the Tribunal/ any competent authority as per the terms and conditions mentioned in the Scheme placed before the Board and initialled by the Director for the purpose of identification."

"RESOLVED FURTHER THAT the Valuation report dated October 29, 2024, submitted by M/s Finox Analytics, Registered valuer (Reg no. IBBI/RV-E/06/2020/120), Fairness Opinion dated October 29, 2024, submitted by M/s Marwadi Chandarana Intermediaries Brokers Private Limited, SEBI Registered Category-I Merchant Banker (SEBI Registration: INM000013165) and certificate from the Statutory Auditors of the Company regarding the Accounting Treatment stated in the Scheme, are placed before the Board, be and are hereby considered, noted and accepted."



**“RESOLVED FURTHER THAT** unless not required or dispensed with by the NCLT, as the case may be, NCLT convened meeting(s) of the members and/ or creditors of the Company be convened in terms of the directions as may be issued by the NCLT.”

**“RESOLVED FURTHER THAT** in consideration for demerger of the Demerged Undertaking of the Company into the Resulting Company, the following swap ratio recommended by M/s Finvox Analytics, Registered valuer (Reg no. IBBI/RV-E/06/2020/120) be and is hereby approved:

“1 equity share (face value of INR 10/- per share) of the Resulting Company to be issued for every 1 equity share (face value of INR 10/- per share) of the Company.”

**“RESOLVED FURTHER THAT** in consideration for merger of the Company into GFCL (post demerger of the Demerged Undertaking from the Company into IHIL), the following swap ratio recommended by M/s Finvox Analytics, Registered valuer (Reg no. IBBI/RV-E/06/2020/120) be and is hereby approved:

“5,77,91,906 equity shares (face value of INR 1/- per share) of the Transferee Company to be issued to the equity shareholders of the Company in the proportion of their holding in the Company”

**“RESOLVED FURTHER THAT** the aforesaid swap ratio would be suitably adjusted for bonus issue, rights issue, preferential issue, split of shares, consolidation of shares, buyback, capital reduction, conversion of loan, preference shares or share warrants into equity shares, issuance of convertible securities and any other change in the paid-up share capital (whether equity or preference).”

**“RESOLVED FURTHER THAT** the necessary applications with regard to the above be made to government, judicial, quasi-judicial and other statutory authorities or any regulatory authority or any other body or agency, in relation to seeking relevant regulatory approvals or sanctions to the Scheme and any other approvals required in connection with the Scheme.”

**“RESOLVED FURTHER THAT** Mr. Devendra Kumar Jain, Mr. Vivek Kumar Jain and Mr. Devansh Jain, Directors of the Company or Mr. Mukesh Patni, Mr. Manish Garg, Ms. Sapna Jain, Mr. Vijay Saxena, Mr. Bhavin Desai, Mr. Bhavesh Jingar, Authorised Signatories be and are hereby severally authorised to sign all documentation and further to take all actions as may be necessary under the Act, the applicable rules thereunder, and any other legislation, to implement the aforesaid Scheme and in particular:

- i. to make application along with the Scheme and other relevant information/ documents with the concerned regulatory authorities, shareholders, creditors, lenders or any other person to obtain approval/ consent to the Scheme including but not limited to any other statutory body;
- ii. to verify, sign and file applications, petitions, pleadings, affidavits, Vakalatnama and other relevant documents to the jurisdictional NCLT, or any other statutory authorities



- for seeking directions to dispense with the requirement of holding meeting(s) of shareholders/ creditors of the Company or take necessary steps to convene such meetings if not dispensed with, and for obtaining the sanction of the jurisdictional NCLT, to the Scheme;
- iii. to sign and issue advertisements/ notices to the stakeholders or any other person as per the directions of the jurisdictional NCLT;
  - iv. to make such alterations and changes and/ or modifications in the aforesaid applications/ petitions, Scheme or any other documents as may be expedient and necessary for satisfying the requirements and conditions imposed, if any, by the jurisdictional NCLT, or any statutory authority, or to communicate/ correspond with stakeholders including banks, local authorities, etc. and to do all such acts, deeds, matters and things for putting the Scheme into effect;
  - v. to engage lawyers, chartered accountants or any other consultants in connection with implementation of Scheme;
  - vi. to obtain the certified copy of order passed by the jurisdictional NCLT, and file the same with the concerned Registrar of Companies, respective offices of Collector of Stamps for adjudication of stamp duty at applicable rates in force, and other statutory authorities;
  - vii. to make representation before the jurisdictional NCLT, any regulatory and statutory authorities including but not limited to Central or State Government, Regional Director, Official Liquidator, Registrar of Companies, Income tax department, Reserve Bank of India in connection with proposed Scheme and filing any letter, replies, documents or papers for and behalf of the Company;
  - viii. to authorize officers of the Company and to do all such acts, deeds, matters and things as may be necessary, proper and expedient for effectuating and implementing the Scheme, including any directions for settling any question or doubt or difficulty whatsoever that may arise to give effect to the resolution or any other document that may then be deemed fit and to authorize/ sub-delegate any of the aforementioned authorities in connection with Scheme to another person/ lawyer/ consultant;
  - ix. to represent the Company before any Competent Authority or other regulatory authorities including Central or State Government, Income tax department, Official Liquidator, Regional Director, Registrar of Companies, Reserve Bank of India, Government of India and before all Courts of law or NCLT for the purpose of the proposed Scheme, signing and filing of all documents, deeds, applications, notices, petitions, affidavits and letters, to finalize and execute all necessary applications/documents/papers for and behalf of the Company and to do all such acts, deeds, matters and things necessary and convenient for all or any of the purposes aforesaid."

**"RESOLVED FURTHER THAT** the Committee of Directors for Operations be and is hereby authorized to do all such acts, deeds, matters and things as may be required, from time to time, in connection with the above matters."

**"RESOLVED FURTHER THAT** the Common Seal of the Company, if any and to the extent required, be affixed to relevant documents, wherever deemed necessary, in accordance with the Articles of Association of the Company."

**"RESOLVED FURTHER THAT** a certified true copy of above resolution may be forwarded wherever required, under the signature of any one of the Directors of the Company".

**"CERTIFIED TRUE COPY"**

**For Inox Leasing and Finance Limited**



Devendra Kumar Jain  
Director  
DIN: 00029782  
Add: 47, Golf Links,  
New Delhi, Delhi-110003.





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Annexure 1C

Phone No. 11-23327860, 23324796

Mail: inoxgflgroup@gfl.co.in

# INOX HOLDINGS AND INVESTMENTS LIMITED

CIN: U64200HP2024PLC011229

612-618, Narain Manzil, 06<sup>th</sup> Floor, 23 Barakhamba Road, New Delhi-110001

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS ("BOARD") OF INOX HOLDINGS AND INVESTMENTS LIMITED ("COMPANY") HELD ON NOVEMBER 7, 2024 AT 04.00 PM**

**Approval of the Composite Scheme of Arrangement between Inox Leasing and Finance Limited ("ILFL" or "Demerged/ Transferor Company"), Inox Holdings and Investments Limited ("IHIL" or "Resulting Company" or the "Company") and Gujarat Fluorochemicals Limited ("GFCL" or "Transferee Company")**

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the rules and regulations made thereunder (including any statutory modifications or any amendments thereto or any substitutions or any re-enactments thereof for the time being in force) and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and subject to the necessary approvals/ consents/ sanctions and permissions of the shareholders and/ or creditors of the Company, if and to the extent required, and subject to the sanction of the National Company Law Tribunal (the "NCLT/ Tribunal") or such other competent authority, as may be applicable or any other appropriate authority under the applicable provisions of the Act, the consent of the Board of Directors of the Company (the "Board") be and is hereby accorded to the Composite Scheme of Arrangement between Inox Leasing and Finance Limited ('ILFL' or 'Demerged/Transferor Company'), Inox Holdings and Investments Limited ('IHIL' or 'Resulting Company' or the 'Company'), Gujarat Fluorochemicals Limited ("GFCL" or "Transferee Company") and their respective shareholders (the "Scheme"), in the present form or with such alterations/ modifications as may be approved or imposed or directed by the Tribunal/ any competent authority as per the terms and conditions mentioned in the Scheme placed before the Board and initialled by the Director for the purpose of identification."

"RESOLVED FURTHER THAT the Valuation report submitted by M/s Finvox Analytics, Registered valuer (Reg no. IBBI/RV-E/06/2020/120), Fairness Opinion submitted by M/s Marwadi Chandarana Intermediaries Brokers Private Limited, SEBI Registered Category-I Merchant Banker (SEBI Registration: INM000013165) and certificate from the Statutory Auditors of the Company regarding the Accounting Treatment stated in the Scheme, are placed before the Board, be and are hereby considered, noted and accepted."

"RESOLVED FURTHER THAT unless not required or dispensed with by the NCLT, as the case may be, NCLT convened meeting(s) of the members and/ or creditors of the Company be convened in terms of the directions as may be issued by the NCLT."

"RESOLVED FURTHER THAT in consideration for demerger of the Demerged Undertaking of the Demerged Company into the Company, the following swap ratio recommended by M/s Finvox Analytics, Registered valuer (Reg no. IBBI/RV-E/06/2020/120) be and is hereby approved:

"1 equity share (face value of INR 10/- per share) of the Company to be issued for every 1 equity share (face value of INR 10/- per share) of the Demerged Company".

"RESOLVED FURTHER THAT the aforesaid swap ratio would be suitably adjusted for bonus issue, rights issue, preferential issue, split of shares, consolidation of shares, buyback, capital reduction, conversion of loan, preference shares or share warrants into equity shares, issuance of convertible securities and any other change in the paid-up share capital (whether equity or preference)."



# INOX HOLDINGS AND INVESTMENTS LIMITED

CIN: U64200HP2024PLC011229

612-618, Narain Manzil, 06<sup>th</sup> Floor, 23 Barakhamba Road, New Delhi-110001

**“RESOLVED FURTHER THAT** the necessary applications with regard to the above be made to government, judicial, quasi-judicial and other statutory authorities or any regulatory authority or any other body or agency, in relation to seeking relevant regulatory approvals or sanctions to the Scheme and any other approvals required in connection with the Scheme.”

**“RESOLVED FURTHER THAT** Mr. Vivek Kumar Jain, Mr Devansh Jain and Mr. Mukesh Patni, Directors of the Company or Ms. Sapna Jain, Mr. Vijay Saxena, Mr. Bhavin Desai, Mr. Bhavesh Jingar, Authorised signatories be and are hereby severally authorised to sign all documentation and further to take all actions as may be necessary under the Act, the applicable rules thereunder, and any other legislation, to implement the aforesaid Scheme and in particular:

- i. to make application along with the Scheme and other relevant information/ documents with the concerned regulatory authorities, shareholders, creditors, lenders or any other person to obtain approval/ consent to the Scheme including but not limited to any other statutory body;
- ii. to verify, sign and file applications, petitions, pleadings, affidavits, Vakalatnama and other relevant documents to the jurisdictional NCLT, or any other statutory authorities for seeking directions to dispense with the requirement of holding meeting(s) of shareholders/ creditors of the Company or take necessary steps to convene such meetings if not dispensed with, and for obtaining the sanction of the jurisdictional NCLT, to the Scheme;
- iii. to sign and issue advertisements/ notices to the stakeholders or any other person as per the directions of the jurisdictional NCLT;
- iv. to make such alterations and changes and/ or modifications in the aforesaid applications/ petitions, Scheme or any other documents as may be expedient and necessary for satisfying the requirements and conditions imposed, if any, by the jurisdictional NCLT, or any statutory authority, or to communicate/ correspond with stakeholders including banks, local authorities, etc. and to do all such acts, deeds, matters and things for putting the Scheme into effect;
- v. to engage lawyers, chartered accountants or any other consultants in connection with implementation of Scheme;
- vi. to obtain the certified copy of order passed by the jurisdictional NCLT, and file the same with the concerned Registrar of Companies, respective offices of Collector of Stamps for adjudication of stamp duty at applicable rates in force, and other statutory authorities;
- vii. to make representation before the jurisdictional NCLT, any regulatory and statutory authorities including but not limited to Central or State Government, Regional Director, Official Liquidator, Registrar of Companies, Income tax department, Reserve Bank of India in connection with proposed Scheme and filing any letter, replies, documents or papers for and behalf of the Company;
- viii. to authorize officers of the Company and to do all such acts, deeds, matters and things as may be necessary, proper and expedient for effectuating and implementing the Scheme, including any directions for settling any question or doubt or difficulty whatsoever that may arise to give effect to the resolution or any other document that may then be deemed fit and to authorize/ sub-delegate any of the aforementioned authorities in connection with Scheme to another person/ lawyer/ consultant;



# INOX HOLDINGS AND INVESTMENTS LIMITED

CIN: U64200HP2024PLC011229

612-618, Narain Manzil, 06<sup>th</sup> Floor, 23 Barakhamba Road, New Delhi-110001

- ix. to represent the Company before any Competent Authority or other regulatory authorities including Central or State Government, Income tax department, Official Liquidator, Regional Director, Registrar of Companies, Reserve Bank of India, Government of India and before all Courts of law or NCLT for the purpose of the proposed Scheme, signing and filing of all documents, deeds, applications, notices, petitions, affidavits and letters, to finalize and execute all necessary applications/ documents/ papers for and behalf of the Company and to do all such acts, deeds, matters and things necessary and convenient for all or any of the purposes aforesaid."

"**RESOLVED FURTHER THAT** any Committee of Directors/ Authorised Signatory of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be required, from time to time, in connection with the above matters."

"**RESOLVED FURTHER THAT** the Common Seal of the Company, if any and to the extent required, be affixed to relevant documents, wherever deemed necessary, in accordance with the Articles of Association of the Company."

"**RESOLVED FURTHER THAT** a certified true copy of above resolution may be forwarded wherever required, under the signature of any one of the Directors of the Company or the Company Secretary of the Company".

"CERTIFIED TRUE COPY"

For Inox Holdings and Investments Limited

**Mukesh Patni**

**Director**

**DIN: 00030340**

**Address: F-805 Grand Ajnara Heritage, Sector 74**

**Noida, Gautam Buddha Nagar.**

**Uttar Pradesh - 201301**

