

# AUTHUM INVESTMENT & INFRASTRUCTURE LIMITED

**Registered Office:** 707, Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai 400 021.

**CIN:** L51109MH1982PLC319008, **Website:** www.authum.com, **Email:** info@authum.com, **Tel.:** 022-67472117

## **CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON THURSDAY, 12<sup>TH</sup> NOVEMBER, 2020**

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### **To consider and approve Rights Issue**

**“RESOLVED THAT** pursuant to the provisions of Section 62, Section 23(1)(c) and other applicable provisions of the Companies Act, 2013, along with the rules made thereunder, each as amended (“Companies Act”) and in accordance with the provisions of the Memorandum of Association and the Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Foreign Exchange Management Act, 1999, as amended, rules, regulations made thereunder and any other provisions of applicable law, and subject to other approvals, permissions and sanctions of the lenders of the Company, Securities and Exchange Board of India (“SEBI”), the stock exchanges where the equity shares of the Company (“Equity Shares”) are listed (the “Stock Exchanges”), the Reserve Bank of India, the Ministry of Corporate Affairs, the Government of India and any other concerned Statutory or regulatory authorities, if and to the extent necessary, and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed in granting of such approvals, permissions and sanctions by any of the aforesaid authorities, the consent of the Board of Directors of the Company (“Board”) be and is hereby accorded to offer, issue and allot Equity Shares or any other security convertible/exercisable into Equity Shares of the Company (the “Securities”) by way of a rights issue to the existing shareholders of the Company on a record date (“Shareholders”), to be decided at a later date at such price, at a premium or discount to the market price, considering the prevailing market conditions and such other considerations that the Board may, in its absolute discretion, decide, such that the aggregate value {including premium} does not exceed Rs. 40 crores [{"Rights issue"}] or such other sum as may be determined by the Board and on such other terms and conditions as may be mentioned in the Draft Letter of Offer, Letter of Offer, Abridged Letter of Offer, and/ or Application Forms to be issued by the Company in respect of the Rights Issue {collectively referred to as “Issue Documents”), proposed to be utilised for the purpose of working capital requirement and general corporate purposes and/or any other purpose that the Board may decide, to list the Equity Shares or any other security convertible/exercisable into Equity Shares allotted pursuant to the Rights Issue, on the Stock Exchanges and on such other terms and conditions as may be mentioned in the Issue Documents, including granting of rights to the eligible Shareholders of the Company, to whom the offer is made to renounce the Securities being offered in the Rights Issue, favour of any other person(s), rights to the persons to whom the Securities are being issued to apply for additional Securities, and to decide, at its discretion, the proportion in which such additional Securities shall be allotted.

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**RESOLVED FURTHER THAT** all Securities so offered, issued and allotted by way of the Rights Issue shall be subject to the provisions of the Memorandum of Association and the Articles of Association of the Company.

**RESOLVED FURTHER THAT** the Equity Shares, including Equity Shares upon conversion/exercise, if any, issued, shall rank pari passu in all respects with the then existing Equity Shares of the Company.

*//Certified True Copy//*

**For Authum Investment & Infrastructure Limited**



**Amit Dangi**

**Whole Time Director & CFO**

**DIN: 06527044**