

# JNK India Limited

(Formerly known as JNK India Private Limited)



CIN: U29268MH2010PLC204223

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## **CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF JNK INDIA LIMITED IN ITS MEETING HELD ON APRIL 15, 2024.**

### **APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFER BY THE COMPANY.**

**“RESOLVED THAT** in furtherance of the resolution of the Board dated August 22, 2023, approving the filing of the draft red herring prospectus, the ‘in-principle’ approvals dated November 29, 2023 and November 30, 2023 received from each of the BSE Limited and National Stock Exchange of India Limited (“**Stock Exchanges**”), respectively, and the Securities and Exchange Board of India (“**SEBI**”) letter bearing reference no. SEBI/HO/CFD/RAC – DIL2/P/OW/2024/2772/1 dated January 18, 2024 noting changes made to the draft red herring prospectus, the red herring prospectus of the Company (“**RHP**”), a copy of which is placed before this meeting and the information contained therein as per the requirements of Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”) and other applicable law, be and is hereby approved and taken on record in connection with the proposed initial public offering of equity shares of face value of ₹ 2 each of the Company (“**Equity Shares**”) comprising a fresh issue of up to ₹ 3,000 million (the “**Fresh Issue**”) and an offer for sale of up to 8,421,052 Equity Shares by certain existing shareholders of the Company (the “**Selling Shareholders**”) (such offer for sale, the “**Offer for Sale**”) of the Company (“**Offer**”) for filing with the Registrar of Companies, the Stock Exchanges, SEBI and such other authorities or persons as may be required under applicable laws.

**RESOLVED FURTHER THAT** the preliminary international wrap dated 15 April, 2024, of the Company which is placed before the Board in respect of the Offer (“**Preliminary International Wrap**”), be and is hereby approved.

**RESOLVED FURTHER THAT** subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the SEBI ICDR Regulations and other applicable laws, approvals (if any) by authorities as may be necessary, Mr. Arvind Kamath (DIN: 00656181), Chairperson and Whole Time Director, Mr. Goutam Rampelli (DIN: 07262728), Whole Time Director, Mr. Dipak Kacharulal Bharuka (DIN: 09187979), Chief Executive Officer, Mr. Pravin Sathe, Chief Financial Officer and Mr. Ashish Soni (Mem. No. A26538), Company Secretary & Compliance Officer, be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP and/or the Preliminary International Wrap, if any, and to finalise the RHP and the Preliminary International Wrap and approval be and is hereby granted for filing the RHP and any other related documents with the SEBI, the Registrar of Companies, Maharashtra at Mumbai (pursuant to Section 32 of the Companies Act, 2013 and the rules made



thereunder, each as amended), the Stock Exchanges and with any other regulatory authority in accordance with relevant provisions under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013, and such other applicable laws, as may be necessary with respect to the initial public offering and undertake such other necessary steps to implement the above resolution.

**RESOLVED FURTHER THAT** each of the Directors of the Company and the Chief Financial Officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.

**RESOLVED FURTHER THAT** Mr. Arvind Kamath (DIN: 00656181), Chairperson and Whole Time Director, Mr. Goutam Rampelli (DIN: 07262728), Whole Time Director, Mr. Dipak Kacharulal Bharuka (DIN: 09187979), Chief Executive Officer, Mr. Pravin Sathe, Chief Financial Officer and Mr. Ashish Soni (Mem. No. A26538), Company Secretary & Compliance Officer, be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal counsels to the Offer and the book running lead managers appointed in this respect.

**RESOLVED FURTHER THAT** all monies received out of the Offer (as defined in the RHP) shall be transferred to a separate bank account maintained with the scheduled bank as per the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and are hereby severally authorized to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action.”

For JNK India Limited

A handwritten signature in blue ink that reads 'Ashish Soni' with a horizontal line underneath.

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Ashish Soni

Company Secretary & Compliance Officer

Mem. No. A26538

5/11, Yelubai Niwas, Kisan Nagar No. 3, Road No. 16,  
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