LLOYDS®
ENTERPRISES

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF LLOYDS ENTERPRISES LIMITED HELD ON MONDAY, 21ST JULY, 2025.**

**APPROVAL AND ADOPTION OF DRAFT LETTER OF OFFER IN RELATION TO RIGHTS ISSUE**

"**RESOLVED THAT** further to the approval granted by the Board of Directors of the Company ("**Board**") on 21st July, 2025 approving fund raise by way of offer and issuance of partly paid-up equity shares of the Company of face value of Re. 1/- each (the "**Equity Shares**") for an amount of **Rs. 99,900 Lakhs (Rupees Ninety-Nine Thousand Nine Hundred Lakhs only)** by way of a rights issue ("**Rights Issue**") to the eligible equity shareholders of the Company as on the record date, the draft letter of offer, as circulated to the Board, to be submitted to the Stock Exchanges for in-principle approval in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**"), as amended and other applicable regulations, circulars and guidelines issued by the Securities and Exchange Board of India ("**SEBI**") other applicable laws, regulations, policies or guidelines including the guidelines and clarifications issued by the (such laws, "**Applicable Laws**"), be and is hereby approved by the Board and adopted for filing with BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**", together with BSE, the "**Stock Exchanges**") and any other authorities as may be required, in accordance with Applicable Laws;

**RESOLVED FURTHER THAT** Mr. Babulal Agarwal , Chairman and Managing Director, Mr. Viresh Sohoni, Chief Financial Officer and Ms. Pranjal Mahapure, Company Secretary and Compliance Officer be and are hereby severally authorised to make necessary changes, updates, alterations, revisions, modifications or amendments in the Draft Letter of Offer, finalise and execute the same for the purpose of filing with the Stock Exchanges, finalise the Application Form, Entitlement Letter, and other documents, information, disclosures, confirmations, statements, certificates, including financial statements and auditors' report thereon, etc., as may be required to be included / mentioned in the draft Letter of Offer, in compliance with all applicable provisions of the SEBI ICDR Regulations, and authorised to effect any related corrigenda or addenda and such other documents in connection therewith to be filed with Stock Exchanges where the Rights Equity Shares are to be listed, and to negotiate, authorize, approve and pay commission, fees, remuneration, expenses and / or any other charges to the applicable agencies / intermediaries/ persons and to give them such directions or instructions as it may deem fit from time;

**RESOLVED FURTHER THAT** the final Letter of Offer in connection with the Rights Issue to be circulated to the eligible shareholders be tabled before the Board/ Rights Issue Committee for its formal approval, post receipt of In-principle approval from the Stock Exchanges where the Rights Equity shares are to be listed;

**RESOLVED FURTHER THAT** Mr. Babulal Agarwal , Chairman and Managing Director, Mr. Viresh Sohoni, Chief Financial Officer and Ms. Pranjal Mahapure, Company Secretary and Compliance Officer be and are hereby, severally authorised to do all such acts, deeds, matters and things and to execute all such deeds, documents, declarations, undertakings and writings as deemed necessary in this regard, including filing the same with SEBI, BSE, NSE, National Securities Depository Limited (**NSDL**), Central Depository Services (India) Limited (**CDSL**) and with any other regulatory/statutory authority under applicable laws with respect to the Rights Issue;

For Lloyds Enterprises Limited
Mumbai

**RESOLVED FURTHER THAT** the Directors and/or Key Managerial Personnel of the Company, be and are hereby severally authorised to certify the true copy of the aforementioned resolutions and furnish the same to the concerned authorities and/or individual as may be required for their record and necessary action(s)."

**//Certified True Copy//**

**For Lloyds Enterprises Limited**

For Lloyds Enterprises Limited
Mumbai

Pmahapure

**Pranjal Mahapure**
**Company Secretary & Compliance Officer**
**ACS: 69408**

**Date: 21st July 2025**
**Place: Mumbai**

**LLOYDS ENTERPRISES LIMITED**
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