

MAHARAJA & SPEEDEX INDIA LIMITED

(Formerly known as MAHARAJA & SPEEDEX INDIA PRIVATE LIMITED)

KH.NO.53/27 GT KARNAL ROAD VILLAGE ALIPUR, NEAR ALIPUR POLICE STATION DELHI-110036

CIN: U28997DL2006PLC146383

Email id: maharajanspeedex@gmail.com, Ph. No.: 9811025877, Website: speedexind.com

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF MAHARAJA & SPEEDEX INDIA LIMITED HELD ON SATURDAY, 17TH JANUARY, 2026 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT KH. NO. 53/27, GT KARNAL ROAD, VILLAGE ALIPUR, NEAR ALIPUR POLICE STATION, DELHI - 110036

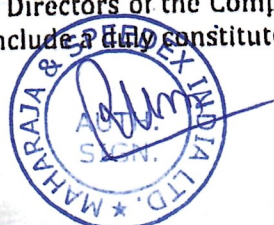
ITEM 14: RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES OF THE COMPANY THROUGH A FRESH ISSUE AND AN OFFER FOR SALE OF EQUITY SHARES OF THE COMPANY (THE "OFFER")

The Chairman briefed the Board that the Company intends to undertake an initial public offer of its equity shares of face value of 10/- (Rupees Ten only) each (the "Equity Shares") by way of a fresh issue of Equity Shares and an offer for sale aggregating up to 50,00,000 (Fifty Lakh only) Equity Shares of the face value of 10/- (Rupees Ten only) (the "Offer") and list the Equity Shares on the SME Platform of the Stock Exchange ("SME"). The Offer structure will be finalized at the absolute discretion of the Board (which reference shall include any duly constituted committee thereof). The Company intends to undertake the Offer and list its Equity Shares at an opportune time in consultation with the Book Running Lead Manager appointed for the Offer (the "BRLM") and other advisors to be appointed for the Offer, subject to applicable regulatory and other approvals, to the extent necessary.

In connection with the Offer, the Company is required, inter alia, to prepare various documents and execute various agreements, including, without limitation, engagement letters, the registrar agreement, the depositories' agreements, the offer agreement among the Company, the BRLM, the underwriting agreement, the advertisement agency agreement, the syndicate agreement, the monitoring agency agreement, the cash escrow and sponsor bank agreement and the share escrow agreement, each as applicable. Accordingly, it is proposed to authorize the Board and certain officers of the Company to negotiate, finalize and execute such documents and agreements as may be required and to do all such things, deeds and acts in this regard for and on behalf of the Company.

After detailed discussion, the Board approved the following resolutions:

"RESOLVED THAT, pursuant to the provisions of Sections 23, 26, 28, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, modifications or re-enactment thereof, for the time being in force) ("Companies Act"), the Securities Contracts (Regulation) Act, 1956, as amended ("SCRA"), and the rules and regulations framed thereunder including the Securities Contracts (Regulation) Rules, 1957 ("SCRR") and the SECC Regulations, 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 ("LODR Regulations"), the Foreign Exchange Management Act, 1999, as amended ("FEMA") and the rules and regulations made thereunder and other applicable laws, rules, regulations, policies or guidelines, including the rules, regulations, guidelines, notifications and circulars, if any, prescribed by the Government of India, the Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI") or any other competent authority (collectively, the "Regulatory Authorities"), from time to time, to the extent applicable and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to approvals, consents, permissions and sanctions as may be required from the Regulatory Authorities and other third parties, and subject to such conditions as may be prescribed by them while granting such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include a duly constituted committee of the Board) and



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subject to the approval of members in the general meeting, the consent, authority and approval of the Board be and is hereby accorded to create, offer, issue and allot in an initial public offering up to 40,00,000 (Forty Lakh) equity shares of face value of 10/- (Rupees Ten only) each ("Equity Shares") or such other equity shares as may be decided by the Board, and an offer for sale of up to 10,00,000 (Ten Lakh) Equity Shares by existing shareholders, at a price including premium to be determined, in accordance with the book building process / fixed price process or any other method as may be prescribed by the SEBI ICDR Regulations, which shall include market making up to a certain number of Equity Shares as the Board may at its discretion decide in consultation with the Merchant Banker and as may be permissible."

"RESOLVED FURTHER THAT subject to such regulatory approvals as may be required, the Offer shall be made to such persons, who may or may not be shareholders of the Company, as the Board may, in its sole discretion decide, whether individual(s), companies, bodies corporate or institutions including foreign portfolio investors, Indian financial institutions, qualified institutional buyers as defined under the SEBI ICDR Regulations, resident Indians, non-resident Indians, mutual funds, banks, insurance companies, permanent employees of the Company, other persons or entities, as may be permissible under applicable law, including reservation for any permissible persons or categories of investors, in accordance with the provisions of the SEBI ICDR Regulations and in such manner and on such terms and conditions as the Board may think fit, in accordance with the provisions of the Companies Act, 2013, SCRA, SCRR, FEMA and other applicable laws."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to settle all questions, difficulties or doubts that may arise in regard to the Offer, allotment of the Equity Shares and the utilisation of the Offer proceeds as it may deem fit and to give such directions and/or instructions as it may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and additions as regards the terms and conditions of the Offer, including the premium to be charged on the Equity Shares, to vary the size of the Offer, appoint the Merchant Bankers, bankers to the Offer and other intermediaries or agencies concerned, or as the Board may suo moto decide in its absolute discretion in the best interest of the Company, without being required to seek any further consent or approval of the members or otherwise, to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT any of the Directors, the Chief Financial Officer, the Compliance Officer and the Company Secretary be and are hereby jointly and severally authorised to do all such acts, deeds, matters and things and execute all such documents, papers and writings as they may deem fit in their absolute discretion and to settle any question, difficulty or doubt that may arise with regard thereto or in relation to the Offer."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, matters, deeds and things and negotiate, finalise and execute such deeds, documents and agreements as it may, in its absolute discretion, deem necessary, proper or desirable in relation to the Offer and the listing of the Equity Shares pursuant to the Offer, including determination of the timing, size and price in consultation with the Merchant Banker to the Offer and to approve and appoint intermediaries and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise in regard to the offering, issuance, allotment and utilisation of the Fresh Issue proceeds, if applicable."

"RESOLVED FURTHER THAT the Equity Shares allotted and/or transferred pursuant to the Offer shall be listed on the SME Platform of the Stock Exchange."



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"RESOLVED FURTHER THAT the Equity Shares allotted and/or transferred pursuant to the Offer shall be subject to the Memorandum and Articles of Association of the Company and shall rank pari-passu with the existing Equity Shares in all respects, including rights in respect of dividend."

"RESOLVED FURTHER THAT over-subscription to the extent of 10% of the Offer shall be retained for the purpose of rounding off while finalising the basis of allotment in relation to the Offer."

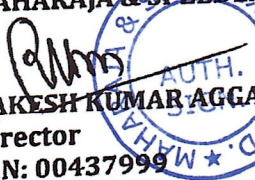
"RESOLVED FURTHER THAT all monies received out of the Offer shall be transferred to a separate bank account referred to in Section 40(3) of the Companies Act, 2013."

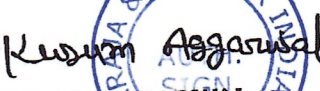
"RESOLVED FURTHER THAT subject to the provisions of the SEBI ICDR Regulations, such Equity Shares as are not transferred in the Offer may be disposed of by the Board to such persons and in such manner and on such terms as the Board may, in its absolute discretion, think most beneficial to the Company."

"RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the members of the Board and such other persons as may be authorised by the Board, on behalf of the Company, be and are hereby severally authorised to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Offer, and any such acts done shall be conclusive evidence of the authority of the Company."

"RESOLVED FURTHER THAT any of the Directors, the Chief Financial Officer, the Compliance Officer and the Company Secretary be and are hereby severally authorised to issue certified true copies of these resolutions to various authorities."

For and on behalf of the Board of Directors
MAHARAJA & SPEEDEX INDIA LIMITED


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