

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 MEMBERS OF
MAHARAJA & SPEEDEX INDIA LIMITED HELD ON TUESDAY, 20TH 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 5: 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")**

"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 duly constituted committee of the Board, consent of the members of the Company 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, 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 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



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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 law."

"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 or 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, including the premium to be charged on the 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 and to do all such acts, deeds and matters and things whatsoever, including to settle any question, doubt or difficulty that may arise with regard to or in relation to raising of resources as authorised herein, and that all or any of the powers conferred on the Board by this resolution may be exercised by the Board."

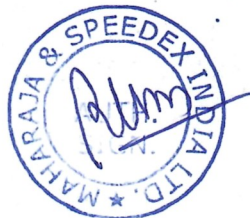
"RESOLVED FURTHER THAT any of the Directors, the Chief Financial Officer, the Compliance Officer and the Company Secretary be and are hereby jointly and severally authorised to do all such acts, deeds, matters and things and execute all such other documents, etc. as they may deem fit in their absolute 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, in the best interest of the Company, including determination of the timing, size and price in relation to the Offer in consultation with the Merchant Banker to the Offer and 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, issue, allotment and utilisation of the Offer proceeds, if applicable and such other activities as may be necessary in relation to the Offer, as it may, in its absolute discretion, deem fit and proper in the best interest of the Company and the Offer, without requiring any further approval of the members and that all or any of the powers of the Company devolved pursuant to this resolution may be exercised by the Board or any duly constituted committee of the Board."

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

"RESOLVED FURTHER THAT the Equity Shares allotted and/or transferred pursuant to the Offer as aforesaid 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."



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"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, including offering or placing them with banks / financial institutions / investment institutions / mutual funds / foreign institutional investors / foreign portfolio investors / bodies corporate / such other persons or otherwise."

"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 documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be."

"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


RAKESH KUMAR AGGARWAL
Director
DIN: 00437999
B-120 FIRST FLOOR, PHASE-1
ASHOK VIHAR DELHI 110052


KUSUM AGGARWAL
Director
DIN: 00438059
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EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

ITEM NO. 5: RAISING OF CAPITAL THROUGH INITIAL PUBLIC OFFERING

The Company proposes to undertake an Initial Public Offering comprising:

- Fresh Issue of up to 40,00,000 equity shares, and
 - Offer for Sale of up to 10,00,000 equity shares,
- and to list the equity shares on the SME Platform of a recognised Stock Exchange.

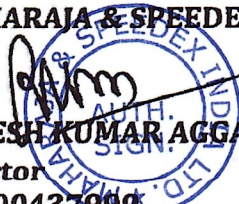
The proposal is in accordance with the Companies Act, 2013, SEBI ICDR Regulations, SEBI Listing Regulations and FEMA.

Approval of Members is required under Sections 23, 26 and 62(1)(c) of the Companies Act, 2013.

Interest of Directors / KMP:

None, except to the extent of shareholding, if any.

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

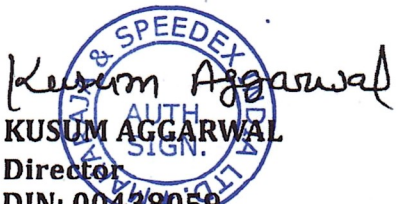

RAKESH KUMAR AGGARWAL

Director

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KUSUM AGGARWAL

Director

DIN: 00438059

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