

EXTRACTS FROM THE MINUTES OF MEETING OF BOARD OF DIRECTORS OF M/S. EMUDHRA LIMITED HELD ON APRIL 30, 2022 at 11.00 AM, AT EMUDHRA DIGITAL CAMPUS, NO. 12-P1-A & 12-P1-B, BANGALORE IT PARK INDUSTRIAL AREA, B K PALAYA, NORTH, JALA HOBLI, BENGALURU - 562149

Offer and Issue of Equity Shares Through Private Placement

“**RESOLVED THAT** in accordance with the provisions of section 23(1)(b), 42, 62(c) and other provisions, applicable, if any, of the Companies Act, 2013 read with Companies (Prospectus and allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification thereto or re-enactment thereof for the time being in force)(the “Act”) and pursuant to the Memorandum and Articles of Association of the Company and subject to the approval of the Shareholders of the Company in general meeting, consent of the Board of Directors of the Company be and is hereby accorded to offer and issue up to 16, 03,618 Equity Shares at price of Rs. 243.20, consisting of par value of Rs. 5/- and premium of Rs. 238.20/-, aggregating upto Rs. 38,99,99,897.60/- (Rupees Thirty Eight Crores Ninety Nine Lakhs Ninety Nine Thousand Eight Hundred and Ninety Seven and Sixty Paise Only) on preferential basis through private placement the “Issue”), to the following proposed allottees:

Sl. No.	Proposed Allottees	No. of Shares	Amount
1	Acacia Banyan Partners	5,13,981	12,50,00,179.20
2	Baring Private Equity India AIF 2	5,13,981	12,50,00,179.20
3	Motilal Oswal Equity Opportunities Fund Series III	4,11,185	10,00,00,192.00
4	Negen Capital Service Private Limited	82,237	2,00,00,038.40
5	Value Wise Consultancy Private Limited	41,114	99,98,924.80
6	Jagadeesan Kumar	20,560	50,00,192.00
7	Krishna Kumar	20,560	50,00,192.00
	Total	16, 03,618	38,99,99,897.60

RESOLVED FURTHER THAT the said Equity Shares shall rank pari-passu with the existing Equity Shares in all respects.

RESOLVED FURTHER THAT the Private Placement Offer Letter (the “PPOL”) in Form PAS-4, the draft of which duly initialled by the Chairman for identification, be and is hereby approved.

eMudhra Limited

RESOLVED FURTHER THAT Mr. V Srinivasan, Chairman and Mr. Venu Madhava, Whole-Time Director of the Company be and are hereby severally authorised for and on behalf of the Company to deal, negotiate, accept, modify etc. the terms and conditions in relation to the said Issue and to sign, issue and circulate the Private Placement Offer Letter (the "PPOL") in Form PAS-4 prescribed under the Act and such other ancillary documents and to submit the said PPOL and such other necessary E-Forms with Ministry of Corporate Affairs/Registrar of Companies by affixing digital signature thereto and to do all such acts, deeds, matters and things which may deem necessary in this regard.

RESOLVED FURTHER THAT a certified true copy of this resolution issued under the signature of Mr. V Srinivasan, Chairman, Mr. Venu Madhava, Whole-Time Director or Mr. Johnson Xavier, Company Secretary of the Company be submitted to whomsoever it may concern."

**CERTIFIED TRUE COPY
For eMudhra Limited**



**V Srinivasan
Chairman
DIN: 00640646**