

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE EXTRA-ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF PLAZA WIRES LIMITED HELD ON 11<sup>TH</sup> DAY OF MARCH, 2022, FRIDAY COMMENCED AT 01:00 P.M. AND CONCLUDED AT 02:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT A-74, OKHLA, INDUSTRIAL AREA, PHASE-2, NEW DELHI-110020**

**ITEM 3: LISTING OF EQUITY SHARES OF THE COMPANY THROUGH INITIAL PUBLIC OFFERING.**

The Chairman informed the Shareholders that in order to meet its financing requirements, the Company may raise funds from public by means of an Initial Public Offer by way of issuing fresh equity in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and the applicable provisions of the Companies Act, 2013. The Board or a duly authorized Committee thereof will be required to undertake various activities for that purpose. The Shareholders have reviewed various actions required to be taken and passed the following as special resolution.

**“RESOLVED THAT** pursuant to Section 28, Section 62(1)(c) and other applicable provisions if any, of the Companies Act, 2013 (hereinafter referred to as the **“Act”**) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Securities Contracts (Regulation) Act, 1956 as amended from time to time and the rules and regulations made thereunder including the Securities Contracts (Regulation) Rules 1957, and the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**“SEBI ICDR Regulations”**) as amended from time to time, read with the provisions of the Memorandum of Association and Articles of Association of the Company and the Listing Agreements to be entered into with the respective stock exchanges where the Company’s shares are proposed to be listed, the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, other guidelines and regulations issued by the Securities and Exchange Board of India (**“SEBI”**), Foreign Exchange Management Act, 1999 as amended from time to time (**“FEMA”**), Foreign Exchange Management (Non-debt Instruments) Rules, 2019 and the approval to the extent necessary of the Government of India, SEBI, Secretariat of Industrial Approvals (**“SIA”**), the concerned Administrative Ministry/Department empowered to grant government approval for foreign investment under the extant Foreign Direct Investment Policy and FEMA and rules and regulations made thereunder, the Reserve Bank of India (**“RBI”**) and all other concerned statutory and other authorities, if any required, and to the extent necessary such other approvals, consents, permissions sanctions and the like, as may be necessary, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions, sanctions and the like, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **“Board”**, which shall include a duly authorized Committee thereof for the time being exercising the powers conferred upon it by the Board), consent and approval of the shareholders be and is hereby accorded to the Company to offer, issue and allot up to 2,00,00,000 equity shares of face value Rs.10/- each for cash at such price including premium, if any, as may be determined, by the Board, at its sole discretion in pursuance of the Book Building mechanism (in accordance with SEBI ICDR Regulations) in consultation with the Book Running Lead Manager (**“BRLM”**) so appointed, as and by way of public offering hereinafter referred to as **“issue”**) to such categories of investors including foreign/ resident investors, Foreign Portfolio Investors (**“FPIs”**), sub accounts of eligible FPIs, Foreign Venture Capital Investors, Indian and/or multilateral financial institutions, mutual funds, non-resident Indians, Qualified Institutional Buyers, Retail Individual Investors, Non-Institutional Investors, Bodies Corporate, any other company/companies, Private or Public or other body corporate(s) or entities/authorities whether incorporated or not, eligible employees and/or workers of the Company and/or its subsidiaries, business associates of the Company and general public, bodies corporate,

For PLAZA WIRES LIMITED

*Aditya Gupta*

Auth. Sign./Director

PLAZA WIRES LIMITED

A-74, OKHLA INDUSTRIAL AREA, PHASE-II, NEW DELHI-110020

Phones : +91(011)-66369666 (30 Lines) • Fax : +91(011)66369608 • E-mail : feedback@plazacables.com

Website : www.plazacables.com