

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF EVENTIONS LIMITED HELD ON MONDAY, 23RD DAY OF MARCH, 2026 AT 11.30A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 108, SECTOR 44, INSTITUTIONAL, GURGAON SECTOR 45, HARYANA- 122003.

4. CONSTITUTION OF THE IPO COMMITTEE:

The Board was informed that for the purpose of the proposed initial public offering of its equity shares ("Equity Shares" and such initial public offer, an "IPO" or "Issue"), the Company will be required to carry out and complete various legal, statutory and procedural formalities, including the appointment of various intermediaries, filing the draft red herring prospectus with the stock exchanges (where the Equity Shares of the Company are proposed to be listed) and filing the red herring prospectus and the prospectus in relation to the Issue with the SEBI, the stock exchanges where the Equity Shares of the Company are proposed to be listed, and the Registrar of Companies, Haryana or any other statutory agencies or relevant authorities as may be required and other matters incidental thereto. In view of the above, the Board felt it was pertinent to constitute and empower a committee of directors, named as the [IPO Committee]

After a detailed discussion the following resolution was proposed and passed unanimously:

"RESOLVED THAT for the purpose of the IPO, a committee of the Board named the "**IPO Committee**" be and is hereby constituted consisting of the following members, namely:

1. Mr. Cristoo Arora, Chairman;
2. Mr. Ravi Rajak, Member; and
3. Mr. Sandeep Singh, Independent Director (Non-Executive Director).

RESOLVED FURTHER THAT the IPO Committee is hereby authorized on behalf of the Board to carry out such acts, deeds and actions as may be required for the IPO, including negotiating, finalizing and executing all such documentation and agreements as may be necessary and appropriate.

RESOLVED FURTHER THAT the IPO Committee is hereby authorized, on behalf of the Board, to approve, implement, negotiate, carry out and decide upon, in its absolute discretion, all activities in connection with the IPO as permitted under applicable law including without limitation:

- (1) to decide, negotiate and finalize the pricing, the terms of issue of the Equity Shares and all other related matters in consultation with the book running lead manager ("**BRLM(s)**") appointed in relation to the Issue.
- (2) to decide in consultation with the BRLM(s) the actual size of the Issue and taking on record the number of equity shares, having face value of ₹ [10] per equity share (the "**Equity Shares**").

- (3) to appoint, instruct and enter into agreements with the BRLM(s), and in consultation with BRLM(s) appoint and enter into agreements with intermediaries, co-managers, underwriters, syndicate members, brokers, escrow collection banks, auditors, independent chartered accountants, refund bankers, registrar, grading agency, monitoring agency, industry expert, legal counsel, depositories, custodians, credit rating agencies, printers, advertising agency(ies), and any other agencies or persons (including any successors or replacements thereof) whose appointment is required in relation to the Issue and to negotiate and finalize the terms of their appointment, including but not limited to execution of the mandate letters and offer agreement with the BRLM(s), and the underwriting agreement with the underwriters, and to terminate agreements or arrangements with such intermediaries.
- (4) to make any alteration, addition or variation in relation to the Issue, in consultation with the BRLM(s) or such other authorities as may be required, and without prejudice to the generality of the aforesaid, deciding the exact Issue structure and the exact component of issue of Equity Shares.
- (5) to finalise, settle, approve, adopt and arrange for submission of the draft red herring prospectus ("DRHP"), the red herring prospectus ("RHP"), the Prospectus, the preliminary and final international wrap and any amendments, supplements, notices, clarifications, reply to observations, addenda or corrigenda thereto, to appropriate government and regulatory authorities, respective stock exchanges where the Equity Shares are proposed to be listed ("**Stock Exchanges**"), the Registrar of Companies, Haryana ("**Registrar of Companies**"), institutions or bodies.
- (6) to offer advertisements in such newspapers and other media as it may deem fit and proper, in consultation with the relevant intermediaries appointed for the Issue in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), Companies Act, 2013, as amended and other applicable laws.
- (7) to decide the total number of Equity Shares to be reserved for allocation to eligible categories of investors, if any, and on permitting existing members to sell any Equity Shares held by them.
- (8) to open separate escrow accounts to receive application monies from anchor investors/underwriters in respect of the bid amounts and a bank account as the refund account for handling refunds in relation to the Issue and in respect of which a refund, if any will be made.
- (9) to open account with the bankers to the Issue to receive application monies in relation to the Issue in terms of Section 40(3) of the Companies Act, 2013, as amended.
- (10) to do all such deeds and acts as may be required to dematerialise the Equity Shares and to sign and/or modify, as the case may be, agreements and/or such other documents as may be required with the Central Depository Services (India) Limited, Registrar and Share

- (11) Transfer Agents and such other agencies, as may be required in this connection, with power to authorise one or more officers of the Company to execute all or any such documents.
- (12) to negotiate, finalise, sign, execute and deliver or arrange the delivery of the offer agreement, syndicate agreement, cash escrow and sponsor bank agreement, underwriting agreement, agreements with the registrar to the Issue, monitoring agency and the advertising agency(ies) and all other agreements, documents, deeds, memorandum of understanding and other instruments whatsoever with the registrar to the Issue, monitoring agency, legal advisor, auditors, Stock Exchanges, BRLM(s) and other agencies/intermediaries in connection with Issue with the power to authorize one or more officers of the Company to execute all or any of the aforesaid documents.
- (13) to make any applications, seek clarifications, obtain approvals and seek exemptions, if necessary, from the Stock Exchange, the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), Registrar of Companies and such other statutory and governmental authorities in connection with the Issue, as required under applicable laws, and to accept, on behalf of the Board, such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, exemptions, permissions and sanctions as may be required, and wherever necessary, incorporate such modifications / amendments as may be required in the DRHP, RHP and the Prospectus.
- (14) to make in-principle and final applications for listing and trading of the Equity Shares on one or more Stock Exchanges, to execute and to deliver or arrange the delivery of the equity listing agreement(s) or equivalent documentation to the Stock Exchanges and to take all such other actions as may be necessary in connection with obtaining such listing.
- (15) to determine and finalize, in consultation with the BRLM(s), the price band for the Issue and minimum bid lot for the purpose of bidding, any revision to the price band and the final Issue price after bid closure, and to finalize the basis of allocation and to allot the Equity Shares to the successful allottees and credit Equity Shares to the demat accounts of the successful allottees in accordance with applicable laws and undertake other matters in connection with or incidental to the Issue, including determining the anchor investor portion, the Pre-IPO Placement, if any, in accordance with the SEBI ICDR Regulations.
- (16) to offer receipts/allotment advice/confirmation of allocation notes either in physical or electronic mode representing the underlying Equity Shares in the capital of the Company with such features and attributes as may be required and to provide for the tradability and free transferability thereof as per market practices and regulations, including listing on one or more stock exchange(s), with power to authorise one or more officers of the Company to sign all or any of the aforementioned documents.
- (17) to approve the code of conduct, suitable insider trading policy, whistle blower/vigil mechanism policy, risk management policy and other corporate governance requirements considered necessary by the Board or the IPO Committee or as required under applicable

laws or the uniform listing agreement to be entered into by the Company with the relevant Stock Exchanges.

- (18) to seek, if required, the consent and waivers of the parties with whom the Company has entered into various commercial and other agreements such as Company's lenders, joint venture partners, all concerned governmental and regulatory authorities in India or outside India, and any other consents that may be required in connection with the Issue in accordance with the applicable laws.
- (19) to determine the price at which the Equity Shares are issued, allocated, transferred and/or allotted to investors in the Issue in accordance with applicable regulations in consultation with the BRLM(s) and/or any other advisors, and determine the discount, if any, proposed to be issued to eligible categories of investors.
- (20) to settle all questions, difficulties or doubts that may arise in relation to the Issue, as it may in its absolute discretion deem fit
- (21) to do all acts, deeds and things and execute all documents, agreements, forms, certificates, undertakings, letters and instruments as may be necessary for the purpose of or in connection with the Issue
- (22) to authorize and approve the incurring of expenditure and payment of fees, commissions, brokerage and remuneration in connection with the Issue
- (23) to withdraw the DRHP or RHP or to decide not to proceed with the Issue at any stage, in consultation with the BRLM(s) and in accordance with the SEBI ICDR Regulations and other applicable laws
- (24) to determine the utilization of proceeds of the fresh issue, if applicable, and accept and appropriate proceeds of such fresh issue in accordance with the Applicable Laws;
- (25) to undertake, do any act which may be required to complete the proposed public issue;
- (26) to submit undertaking/certificates or provide clarifications to the SEBI, Registrar of Companies and the relevant Stock Exchange(s) where the Equity Shares are to be listed; and
- (27) to authorize and empower officers of the Company (each, an "**Authorized Officer(s)**"), for and on behalf of the Company, to execute and deliver, on a several basis, any agreements and arrangements as well as amendments or supplements thereto that the Authorized Officer(s) consider necessary, appropriate or advisable, in connection with the Issue, including, without limitation, engagement letter(s), memoranda of understanding, the listing agreement(s) with the Stock Exchange(s), the registrar's agreement and memorandum of understanding, the depositories' agreements, the offer agreement with the BRLM(s) (and other entities as appropriate), the underwriting agreement, the syndicate agreement with the BRLM(s) and syndicate members, the cash escrow and sponsor bank agreement, confirmation of allocation notes, allotment advice, placement agents, registrar to the Issue, bankers to the Company, managers, underwriters, escrow agents, accountants, auditors, legal counsel, depositories, advertising agency(ies), brokers, escrow collection

bankers, auditors, grading agency, monitoring agency and all such persons or agencies as may be involved in or concerned with the Issue, if any, and to make payments to or remunerate by way of fees, commission, brokerage or the like or reimburse expenses incurred in connection with the Issue by the BRLM(s) and to do or cause to be done any and all such acts or things that the Authorized Officer(s) may deem necessary, appropriate or desirable in order to carry out the purpose and intent of the foregoing resolutions for the Issue; and any such agreements or documents so executed and delivered and acts and things done by any such Authorized Officer(s) shall be conclusive evidence of the authority of the Authorized Officer and the Company in so doing.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the members of the Board and the IPO Committee be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, appropriate or advisable for such purpose, including without limitation, to settle any questions, difficulties or doubts that may arise in relation to the Issue and any such documents so executed and delivered or acts and things done or caused to be done by any member of the Board or the IPO Committee shall be conclusive evidence of the authority of such person and the Company in so doing and any document so executed and delivered or acts and things done or caused to be done by any such person prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of an authorized person and the Company.

RESOLVED FURTHER THAT the powers of the IPO Committee set forth herein above are inclusive and not exclusive, and shall not be deemed to be restricted to, or be constrained by the provisions of any other part of this resolution.

RESOLVED FURTHER THAT Mr. Cristoo Arora, Whole-time Director cum Chief Financial Officer and Mr. Ravi Rajak, Whole-time Director cum Chief Executive Officer directors shall form the quorum for a meeting of the IPO Committee members present and voting, and meetings may be convened and held at the discretion of the IPO Committee.

RESOLVED FURTHER THAT Mr. Cristoo Arora, Whole-time Director cum Chief Financial Officer and Mr. Ravi Rajak, Whole-time Director cum Chief Executive Officer, be and are hereby severally authorized to do all such acts, things and deeds on behalf of the Company to effectively implement this resolution.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a director or Company Secretary wherever required.”

**CERTIFIED TO BE TRUE COPY
FOR EVENTIONS LIMITED**
(Formerly known as *Eventions Private Limited*)

Cristoo Arora



CRISTOO ARORA
Whole-time Director cum Chief Financial Officer
(DIN: 08996161)
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