



EVENTIONS LIMITED

(formerly known as "Eventions Private Limited")

3rd Floor, Plot No.108, Sector 44, Gurugram,
Haryana-122003

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF MEMBERS OF
EVENTIONS LIMITED HELD ON SHORTER NOTICE ON FRIDAY, 27TH DAY OF MARCH, 2026 AT 11.30
A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 108, SECTOR 44,
INSTITUTIONAL, GURGAON SECTOR 45, HARYANA- 122003.**

SPECIAL RESOLUTION

ITEM NO: 1: APPROVAL FOR INITIAL PUBLIC OFFER (IPO) / FRESH ISSUE OF EQUITY SHARES ON SME PLATFORM OF STOCK EXCHANGE

"RESOLVED THAT pursuant to the provisions of Section 23 & Section 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) (the "Companies Act, 2013") and the rules made there under, the Securities Contracts (Regulation) Act, 1956, as amended ("SCRA"), and the rules framed there under, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI (ICDR) Regulations"), 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, including provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI (LODR) Regulations") governing disclosure and obligations of Stock Exchange(s), where the equity shares of Eventions Limited (the "Company") are proposed to be listed on the NSE Emerge, the SME Platform of the National Stock Exchange of India Limited ("NSE") 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 might be required from the Regulatory Authorities and other third parties, and subject to such conditions as might 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"), consent of the Members of the Company be and is hereby accorded for an Initial public Offering through a fresh issue of upto *32,30,400 (Thirty Two Lakhs Thirty Thousand and Four Hundred) equity shares of face value of ₹ 10/- each or such other equity shares as may be decided by the Board, at such price including premium as may be decided through Book Building Mechanism as may be decided to such person or persons, who may or may not be the Members of the Company and as the Board may, at its sole discretion, decide in consultation with the Book Running Lead Manager ("BRLM"), so appointed including foreign/ resident investors, eligible Foreign Institutional Investors ("FIIs"), Foreign Portfolio Investors ("FPIs"), sub-accounts of eligible FIIs/FPIs, Foreign Venture Capital Investors, Indian and/or multilateral financial institutions, mutual funds, non-resident Indians, qualified institutional buyers, individual investors, bodies corporate, any other company/companies, private or public or other body corporate(s) or entities whether incorporated or not, and such other persons in one or more combinations thereof, and/ or any other categories, the price including the premium to be issued in the manner, and on the terms and conditions as the Board may, in its absolute sole discretion, decide, in consultation with the BRLM, whether the price at which the Equity Shares are to be issued, at par or at premium and whether for cash or other consideration, including discount for any category of investors, as permitted under applicable laws, and the decision to determine the category or categories of investors to whom the Issue, issue and allotment/ transfer shall be made to the exclusion of all other categories of investors on such terms and conditions as may be finalized by the Board, in consultation with the BRLM, and that the Board may finalize all matters incidental thereto as it may in its absolute discretion think fit and to list the equity shares on the stock exchange as may be decided by the Board from time to time.

RESOLVED FURTHER THAT all the new Equity Shares as aforesaid to be issued and allotted in the manner aforesaid shall be subject to the Memorandum and Articles of Association of the Company and shall rank *pari passu inter se* in all respects with the then existing Equity Shares of the Company except as otherwise provided pursuant to the terms of the Issue in any of the Issue documents.

RESOLVED FURTHER THAT such of these Equity Shares to be issued as are not subscribed 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 Issuing or placing them with Banks/Financial Institutions/Investment Institutions/Mutual Funds/Foreign Institutional Investors/Bodies Corporate/ such other persons or otherwise as the Board may in its absolute discretion decide.

RESOLVED FURTHER THAT Board may determine the terms of the Issue including the class of investors to whom the securities are to be allotted, the number of securities to be allotted in each tranche, issue price, premium amount on issue, listing on SME Platform of the NSE as the Board in its absolute discretion deems fit, and further, the Board may do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to the Issue including but not limited to allotment and utilization of the proceeds and further to do all such acts, deeds, documents and agreements, matters and things and to appoint BRLM, if any, and such intermediaries as may be required in the process and to finalize the issue expenses including payments to intermediaries, regulators and any other entities as may be required and to decide on the structure of the Issue and execute all documents and writings as may be necessary, proper, desirable or expedient as it may deem fit including the various agreements for the Issue with various parties 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, additions as regard the terms and conditions, including the timing of the Issue, premium to be charged on the Equity Shares and to vary the size of



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the Issue as the Board may in its absolute discretion decide in the interest of the Company without requiring any further approval of the members or in relation to raising of resources as authorized herein and that all or any of the powers conferred on the Company and the Board vide this resolution may be exercised by the Board or such Committee thereof as the Board may constitute in this behalf.

"RESOLVED FURTHER THAT pursuant to the applicable provisions of the Foreign Exchange Management Act, 1999, the Companies Act, 2013 and other applicable laws, consent of the Members of the Company be and is hereby accorded to permit investment in the Equity Shares of the Company by Foreign Institutional Investors (FIIs), Foreign Portfolio Investors (FPIs), Non-Resident Indians (NRIs) and other eligible foreign investors, up to the sectoral cap / statutory limit as may be applicable and permissible under law, subject to such approvals as may be necessary."

RESOLVED FURTHER THAT the consent of the members be and is hereby authorized at its discretion, to further delegate by way of authorization in favor of any of the members of the Board or a committee thereof to do all the necessary acts and take necessary steps that may be deemed expedient to give effect to the resolutions.

RESOLVED FURTHER THAT any of the Director(s) of the Company and/or the Company Secretary be and is hereby authorized severally to file the required forms with the Registrar of Companies, and to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company.

By the order of the Board
FOR EVENTIONS LIMITED



CRISTOO ARORA

Whole-time Director cum Chief Financial Officer

DIN: 08996161