



IGI



INTERNATIONAL GEMMOLOGICAL INSTITUTE (INDIA) LIMITED

Registered Office:
702, The Capital, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051
Tel: +91 22 4035 2550
Email: india@igi.org
CIN : U74999MH1999PLC118476

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF INTERNATIONAL GEMMOLOGICAL INSTITUTE (INDIA) LIMITED HELD ON AUGUST 22, 2024 AT THE REGISTERED OFFICE OF THE COMPANY

TO CONSIDER AND APPROVE THE DRAFT RED HERRING PROSPECTUS

“RESOLVED THAT in furtherance of the resolution passed by the Board on August 7, 2024 authorising the proposed initial public offering and the resolution passed by the shareholders of the Company on August 10, 2024, and subject to and in accordance with the provisions of applicable laws, including the Companies Act, 2013, and the rules and regulations made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), if any, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**“SEBI ICDR Regulations”**), and other regulations issued by the Securities and Exchange Board of India (**“SEBI”**), the draft red herring prospectus dated August 22, 2024 (the **“DRHP”**), in respect of the Offer, at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with the book running lead managers to the Offer (the **“BRLMs”**), tabled at the meeting containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Board, the Chief Financial Officer of the Company, and the Promoter Selling Shareholder (or their duly authorised representatives) be and is hereby approved and adopted for filing with the SEBI, the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as the **“Stock Exchanges”**) and such other authorities or persons as may be required.”

“RESOLVED FURTHER THAT the DRHP is hereby recommended for signing by each of the directors of the Company and the Chief Financial Officer of the Company and each such person be and is hereby authorised to sign the declaration page of the DRHP for and on behalf of the Company.”

“RESOLVED FURTHER THAT Mr. Tehmasp Nariman Printer, Managing Director & Chief Executive Officer, Mr. Easwar Iyer, Chief Financial Officer and Mr. Hardik Desai, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorised to make corrections or alterations, if any, and to finalise and date the DRHP for purposes of filing with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement the above resolution.”

“RESOLVED FURTHER THAT the IPO Committee is hereby authorised to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI and Stock Exchanges, including to determining the number of shares and/or the amount proposed to be raised issue such certificates and confirmations as may be required and do all acts, deeds, matters and things and undertake such other necessary



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steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.”

“**RESOLVED FURTHER THAT** any of the Directors and/or Company Secretary and/or Chief Financial Officer of the Company is authorised to certify the true copy of the aforesaid resolutions which may be forwarded to any concerned authorities for necessary action.”

For International Gemmological Institute (India) Limited

Hardik Desai

Company Secretary

Address: 702, 7th Floor, The Capital, Bandra Kurla Complex, Bandra East, Mumbai – 400 051, Maharashtra, India.

Date: August 22, 2024

Place: Mumbai