



IGI



TC - 6078



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 : U74999MH1999PTC118476

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF INTERNATIONAL GEMMOLOGICAL INSTITUTE (INDIA) LIMITED HELD ON DECEMBER 06, 2024 AT THE REGISTERED OFFICE OF THE COMPANY

Approval and adoption of the Red Herring Prospectus in relation to the initial public offer by the Company

"RESOLVED THAT in furtherance of the resolution of the Board dated August 22, 2024 approving the draft red herring prospectus, the in-principle approvals dated October 7, 2024 received from BSE Limited and the National Stock Exchange Limited, the final observation letter bearing reference no. SEBI/HO/CFD/RAC-DIL2/P/OW/2024/36726/1 dated November 28, 2024 received from the Securities and Exchange Board of India ("SEBI"), subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, and applicable provisions of the Companies Act, 1956, if any, the applicable provisions of the SEBI Act, 1992, as amended, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), and other regulations issued by the SEBI, the Red Herring Prospectus ("RHP") dated Friday, December 6, 2024, in respect of the initial public offer of equity shares of face value of ₹2 each of the Company (the **"Equity Shares"**) comprising a fresh issue of such Equity Shares aggregating up to ₹ 14,750 million (**"Fresh Issue"**) and an offer for sale of such Equity Shares by the promoter of the Company, BCP Asia II TopCo Pte. Ltd., aggregating to ₹27,500 million (**"Promoter Selling Shareholder"**) by the Company, (**"Offer for Sale"** and together with the Fresh Issue, the **"Offer"**) by the Company, at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the book running lead managers to the Offer (**"BRLMs"**), within the price band to be decided by the Company in consultation with the Book Running Lead Managers (**"BRLMs"**), as placed before the Board and containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved for filing with the Registrar of Companies (**"RoC"**) (pursuant to Section 32 of the Companies Act, 2013 and the rules made thereunder, each as amended), the SEBI, the Stock Exchanges and such other authorities or persons as may be required under the applicable laws."

"RESOLVED FURTHER THAT Mr. Tehmasp Nariman Printer, Managing Director and Chief Executive Officer, Mr. Easwar Iyer, Chief Financial Officer and Mr. Hardik Desai, Company Secretary be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and to submit the same with the RoC, SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution."

Formerly known as International Gemmological Institute (India) Private Limited



THE GLOBAL CERTIFICATION AUTHORITY



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"RESOLVED FURTHER THAT each of the directors of the Company, the Company Secretary and the Chief Financial Officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company."

"RESOLVED FURTHER THAT Mr. Tehmasp Nariman Printer, Managing Director and Chief Executive Officer, Mr. Easwar Iyer, Chief Financial Officer and Mr. Hardik Desai, Company Secretary be and are hereby severally authorized to undertake necessary steps to implement the above resolutions and execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal advisors and the BRLMs appointed in this respect."

"RESOLVED FURTHER THAT a copy of the above resolutions, certified by any Director or the Company Secretary of the Company and Compliance Officer, be forwarded to the concerned authorities for necessary action."

For International Gemmological Institute (India) Limited

A.J. Desai

Hardik Desai
Company Secretary



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

Date: December 06, 2024

Place: Mumbai

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THE GLOBAL CERTIFICATION AUTHORITY