

GARUDA CONSTRUCTION AND ENGINEERING LIMITED

(Formerly known as Garuda Construction And Engineering Private Limited)

CIN: U45400MH2010PLC207963

Contract No.: 022-28734397; Web Site: <https://garudaconstructionengineering.com/>

Mail ID: compliance@garudaconstructionengineering.com

CERTIFIED TRUE COPY OF BOARD RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF GARUDA CONSTRUCTION AND ENGINEERING LIMITED (FORMELY KNOWN AS GARUDA CONSTRUCTION AND ENGINEERING PRIVATE LIMITED) HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 201, A WING FORTUNE 2000, C-3 BLOCK BANDRA KURLA COMPLEX, BANDRA (EAST), MUMBAI-400051 ON 28TH SEPTEMBER 2024.

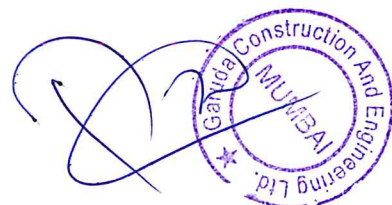
APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFERING BY THE COMPANY

“RESOLVED THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, if any, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the Red Herring Prospectus dated (“RHP”), in respect of UP TO 2,78,00,000 Equity Shares Of Face Value Of ₹5 Each(The "Equity Shares") of Garuda Construction and Engineering limited ("Our Company" Or The "Issuer") For Cash at A Price Of ₹[●] Per Equity Share (Including A Premium Of ₹[●] Per Equity Share) ("Offer Price") Aggregating Up To ₹ [●] Lakh ("The Offer"). The Offer Comprises Of A Fresh Issue Of Up To 1,83,00,000. Equity Shares Aggregating Up To ₹ [●] Lakh ("Fresh Issue") And An Offer For Sale Of Up To 95,00,000 Equity Shares By Our Promoter, PKH ventures Limited Aggregating up To ₹ [●] Lakh (The "Promoter Selling shareholder") (The "Offer For Sale", Together with the fresh issue, The "Offer"). In Accordance with the Companies Act (Defined Below), The Securities And Exchange Board Of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and other applicable law, at such price as may be determined through the book building process under the SEBI ICDR Regulations and agreed to by the Company, in consultation with the Promoter Selling Shareholder (as defined in the RHP) and the BRLM (the “Offer Price”).”

“RESOLVED FURTHER THAT Pravin Kumar Agarwal be and is hereby severally authorised to, in consultation with the legal advisors and the BRLM, make any further or subsequent alterations, additions, omissions, variations, amendments, modifications or corrections to the RHP, if any, and to finalise the RHP or any other actions for withdrawal or filing of 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.”

“RESOLVED FURTHER THAT each of the directors of the Company and the Chief Financial Officer of the Company be and are hereby authorized to sign the declaration page of the RHP for and on behalf of the Company.”

“RESOLVED FURTHER THAT Pravin Kumar Agarwal be and is hereby severally authorized to 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



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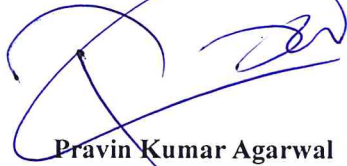
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doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal advisors and the BRLM appointed in this respect.”

//CERTIFIED TRUE COPY//

GARUDA CONSTRUCTION AND ENGINEERING LIMITED

(Formerly known as Garuda Construction and Engineering Private Limited)



Pravin Kumar Agarwal
Managing Director and Chairman
DIN: 00845482

