

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF SUMEET INDUSTRIES LIMITED HELD ON MONDAY, JANUARY 19, 2026, AT 03.30 P.M. AT THE REGISTERED OFFICE SITUATED AT 504, TRIVIDH CHAMBERS, 5TH FLOOR, OPP. FIRE BRIGADE STATION, RING ROAD, SURAT - 395002, GUJARAT

RESOLUTION :

CONSIDERED AND APPROVED OTHER TERMS OF RIGHT ISSUE AND APPOINTMENT OF VARIOUS INTERMEDIARIES IN RELATION TO THE PROPOSED RIGHT ISSUE (“THE ISSUE”)

“**RESOLVED THAT** pursuant to the provisions of Sections 42, 62, and all other applicable provisions of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014, and any statutory modifications or re-enactments thereof, to the extent notified and in force ("Companies Act, 2013"), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), and all other applicable regulations, circulars, notifications, and guidelines issued by the Securities and Exchange Board of India ("SEBI"), as well as other applicable laws, regulations, policies, or guidelines, including foreign investment laws, policies, notifications, circulars, clarifications, or guidelines in India (including any amendments or re-enactments thereof) (collectively, "Applicable Laws"), the equity listing agreements entered into with BSE & NSE, where the Equity Shares of the Company are proposed to be listed ("Stock Exchanges"), and the provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the approval of relevant government, statutory, and/or regulatory authorities, as required, including The Department for Promotion of Industry and Internal Trade, Government of India ("DPIIT"), The Securities and Exchange Board of India ("SEBI"), The Reserve Bank of India ("RBI"), The Registrar of Companies ("RoC"), The Stock Exchanges, and such other approvals, permissions, and sanctions as may be necessary, including consents from the lenders of the Company, and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions, and sanctions, the consent of the board be and is hereby accorded to create, offer, issue, and allot, from time to time, in one or more tranches, Equity Shares through a Rights Issue to all eligible existing shareholders of the Company, such that the aggregate value (including premium) does not exceed 19,987.22 Lakhs. The Company and shall rank pari-passu in all respects with existing Equity Shares.”

“**RESOLVED FURTHER THAT** all Equity Shares so offered, issued and allotted by way of the Rights Issue shall proposed to be utilized for the purpose of Funding the Incremental working capital requirements of our Company and/or any other purpose that the Board may decide, to list the Equity Shares so allotted pursuant to the Rights Issue, on the Stock Exchanges and on such other terms and conditions as may be mentioned in the Draft Letter of Offer, Letter of Offer. Abridge Letter of Offer and Application Forms to be issued by the Company in respect of the Rights Issue (collectively

referred to as “Issue Documents/Offer Documents”) including granting of rights to the eligible Shareholders of the Company, to whom the offer is made to renounce the Equity Shares being offered in the Rights Issue, in favour of any other person(s), rights to the persons to whom the Equity Shares are being issued to apply for additional Equity Shares, and to decide, at its discretion, the proportion in which such additional Equity Shares shall be allotted.”

“RESOLVED FURTHER THAT the Equity Shares, shall rank pari-passu in all respects with the then existing Equity Shares of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the Rights Issue the board of Directors of the Company are hereby authorized to do the following, if necessary,

1. To appoint and enter into arrangements with Registrar, Underwriter, Stockbroker, Monitoring Agency, Ad-agency, Banker to the Issue and all other intermediaries and advisors necessary for the Rights Issue, to enter into and execute all such arrangements, contracts/agreements, memorandum, documents, etc., in connection therewith;
2. To negotiate, authorize, approve and pay commission, fees, remuneration, expenses and/ or any other charge to the applicable agencies/persons and to give them such directions or instructions as it may deem fit from time to time;
3. To approve and adopt any financial statements prepared for purposes of inclusion in the Issue Documents, pursuant to the requirements outlined by the SEBI ICDR Regulations or any other applicable law for time being in force, including intimating the approval and adoption of such financial statements to the Stock Exchanges, if required;
4. To negotiate, finalize, settle and execute the issue agreement, registrar agreement, banker to the issue agreement and any other agreement with an intermediary and all other necessary documents, deeds, agreements and instruments in relation to the Rights Issue, including but not limited to any amendments/modifications thereto;
5. To take necessary actions and steps for obtaining relevant approvals from the Stock Exchanges, RBI, or such other authorities, whether regulatory or otherwise, as may be necessary in relation to the Rights Issue;
6. To finalize the Issue Documents and any other documents as may be required and to file the same with Stock Exchanges and other concerned authorities and issue the same to the Shareholders of the Company or any other person in terms of the Issue Documents or any other agreement entered into by the Company in the ordinary course of business;
7. To approve, finalize and issue in such newspapers as it may deem fit and proper all notices, including any advertisement(s)/ supplement(s)/ corrigenda required to be issued in terms of SEBI ICDR Regulations or other applicable SEBI guidelines and regulations or in compliance with any direction from SEBI and/or such other applicable authorities;
8. To decide in accordance with applicable law, the terms of the Rights Issue, the total number, issue

price and other terms and conditions for issuance of the Equity Shares to be offered in the Rights Issue, and suitably vary the size of the Rights Issue, if required;

9. To fix the record date for the purpose of the Rights Issue for ascertaining the names of the eligible Shareholders who will be entitled to the Equity Shares, in consultation with the Stock Exchanges;
10. To decide the rights entitlement ratio in terms of number of Equity Share to each existing Shareholder on the record date will be entitled to, in proportion to the Equity Shares held by the eligible Shareholder on such date;
11. To open bank accounts with any nationalized bank/private bank/scheduled bank for the purpose of receiving applications along with application monies and handling refunds in respect of the Rights Issue;
12. To appoint the collecting bankers for the purpose of collection of application money for the Rights Issue at the mandatory collection centers at the various locations in India;
13. To Open Demat Suspense Account;
14. To Open Escrow Account & Refund Account;
15. To decide on the marketing strategy of the Rights Issue and the costs involved;
16. To decide in accordance with applicable law on the date and timing of opening and closing of the Rights Issue and to extend, vary or alter or withdraw the same as it may deem fit at its absolute discretion or as may be suggested or stipulated by SEBI, the Stock Exchanges or other authorities from time to time;
17. To issue and allot Equity Shares in consultation with the registrar, the designated Stock Exchange and the Stock Exchanges and to do all necessary acts, execution of documents, undertakings, etc. with National Securities Depository Limited and Central Depository Services (India) Limited, in connection with admitting the Equity Shares issued in the Rights Issue;
18. To sign the listing applications, print share certificates if required, issue ASBA instructions and share certificates.
19. To apply to regulatory authorities seeking their approval for allotment of any unsubscribed portion of the Rights Issue (in favour of the parties willing to subscribe to the same);
20. To decide, at its discretion, the proportion in which the allotment of additional Equity Shares shall be made in the Rights Issue;
21. To take such actions as may be required in connection with the creation of separate ISIN for the credit of rights entitlements in the Rights Issue;
22. To dispose of the unsubscribed portion of the Equity Shares in such manner as it may think most beneficial to the Company, including offering or placing such Equity Shares with promoter and / or promoter group / banks / financial institutions / investment institutions / mutual funds / foreign institutional investors / bodies corporate or such other persons as the Board may in its absolute

discretion deem fit;

23. To make necessary changes and to enter the names of the renounees, if they are not members of the Company in the Register of Members of the Company;
24. To decide the mode and manner of allotment of the Equity Shares if any not subscribed and left / remaining unsubscribed after allotment of the Equity Shares and additional Equity Shares applied by the Shareholders and renounees;
25. To finalize the basis of allotment of the Equity Shares in consultation with registrar and the designated Stock Exchange and Stock Exchanges, if necessary, including to decide the treatment of fractional entitlement, if any, in relation to the Equity Shares to be issued pursuant to the Rights Issue;
26. To settle any question, difficulty or doubt that may arise in connection with the Rights Issue including the issue and allotment of the Equity Shares as aforesaid and to do all such acts, deeds and things as the Board may in its absolute discretion consider necessary, proper, desirable or appropriate for settling such question, difficulty or doubt and making the said Rights Issue and allotment of the Equity Shares; and
27. To take all such steps or actions including delegation of power to any committee and give all such directions as may be necessary or desirable in connection with the Rights Issue and also to settle any question, difficulty or doubt that may arise in connection with the Rights Issue including the issuance and allotment of Equity Shares as aforesaid and to do all such acts and deeds in connection therewith and incidental thereto.”

“RESOLVED FURTHER THAT any of the Director or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorized to generally do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient in connection with this resolution, including effecting any modifications or changes to the foregoing (including modification to the terms of the issue) making necessary filings with SEBI, the Stock Exchanges, Reserve Bank of India and any other regulatory authorities and execution of any documents or agreements on behalf of the Company and to represent the Company be for any governmental authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors, without being required to seek any fresh approval of the members of the Company to the end and intent that they shall be deemed to have given their approval there to expressly by the authority of the resolution and to settle all questions, difficulties or doubts that may arise in regard to the Rights Issue and utilization of the proceeds of the Rights Issue and take all other steps which may be incidental, consequential, relevant or ancillary, to give effect to this resolution.”

“RESOLVED FURTHER THAT the Equity Shares to be allotted pursuant to the Rights Issue shall be listed on BSE & NSE and any of the Director or Chief Financial Officer or the Company Secretary

Sumeet INDUSTRIES LIMITED

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of the Company be and are hereby severally authorized to sign necessary application forms and other documents/ papers and take such action as may be required in this regard.”

“**RESOLVED FURTHER THAT** every shareholder who is eligible to apply in the Rights Issue shall have a right to renounce their rights entitlement being offered, in favour of any other person(s). Every Shareholder, including renouncee(s) shall be entitled to apply for additional Equity Shares and the allotment of the additional Equity Shares shall be made in the proportion to be decided by the Board in consultation with Stock Exchanges.”

“**RESOLVED FURTHER THAT** treatment of fractional entitlements will be finalized and disclosed in the Offer Documents.”

FOR SUMEET INDUSTRIES LIMITED

ANIL KUMAR JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER

Place : Surat

Date : 17.03.2026

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF SUMEET INDUSTRIES LIMITED HELD ON MARCH 17, 2026 AT THE REGISTERED OFFICE OF THE COMPANY.

APPROVAL AND ADOPTION OF THE DRAFT LETTER OF OFFER IN RELATION TO THE ISSUE

"RESOLVED THAT subject to applicable provisions of the Companies Act, 2013, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable regulations, circulars, and guidelines issued by the Securities and Exchange Board of India ("SEBI") or other applicable laws, regulations, policies or guidelines (collectively, "Applicable Laws"), the Draft Letter Of Offer dated March 17,2026 ("Draft Letter of Offer/DLOF") be and is hereby approved by the Board and adopted for filing with BSE & NSE and any other authorities, as the case may be, in accordance with Applicable Laws."

""RESOLVED FURTHER THAT Mr. Pratik Rajesh Jaju, Managing Director, Mr. Abhishek Prasad, Chief Financial Officer and Mr. Anil Kumar Jain, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to take all steps and do all such acts, deeds, matters and things and to execute all such documents, instruments as deemed necessary in this regard, including filing the Draft Letter of Offer with the Stock Exchanges and any other authorities as may be required."

"RESOLVED FURTHER THAT Mr. Pratik Rajesh Jaju, Managing Director, Mr. Abhishek Prasad, Chief Financial Officer and Mr. Anil Kumar Jain, Company Secretary & Compliance Officer be and are hereby severally authorized to make the necessary changes, updates, factual modifications or amendments in the Draft Letter of Offer and other documents, information, disclosures, confirmations, statements, certificates, including financial statements and auditors' report thereon, etc. as may be required to be included / mentioned, in accordance with Applicable Laws to finalise the Draft Letter of Offer and submit the same with the Stock Exchanges and such other authorities or persons as may be required."

"RESOLVED FURTHER THAT the Company Secretary and Compliance Officer or any Director of the Company is authorised to certify the true copy of the aforesaid resolution and forward the same to such persons and/or the concerned authorities for necessary actions, if required."

FOR SUMEET INDUSTRIES LIMITED

**ANIL KUMAR JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER**

**Place : Surat
Date : 17.03.2026**