



RUSHIL

DECOR LIMITED

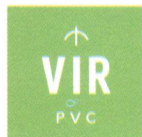
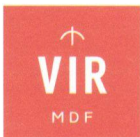
WE'LL MAKE IT

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF FUND RAISING COMMITTEE OF BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2022-2023 FRCM OF RUSHIL DECOR LIMITED HELD ON THURSDAY, 16TH DAY OF MARCH, 2023 AT 11:15 A.M. AT THE CORPORATE OFFICE OF THE COMPANY AT RUSHIL HOUSE, NEAR NEELKANTH GREEN BUNGALOW, OFF SINDHU BHAVAN ROAD, SHILAJ, AHMEDABAD-380058, GUJARAT, INDIA

APPROVAL OF THE REDUCTION IN THE SIZE OF THE ISSUE

The Chairman informed the Committee that the Company had previously passed a resolution in the meeting of the Board of Directors of the Company held on August 6, 2022 for approving the rights issue of equity shares of face value of ₹ 10 each by the Company for an amount aggregating up to ₹ 20,000 Lakhs. The Chairman informed the Committee that the Company had disclosed in the Draft Letter of Offer dated December 29, 2022 that it had proposed to raise an amount aggregating up to ₹ 12,420 Lakhs. However, the Company now wishes to reduce the size of the issue from ₹ 12,420 Lakhs to an amount aggregating upto ₹ 10,800 Lakhs. The Chairman also informed the Committee that in accordance with Schedule XVI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the reduction in the Issue size, does not exceed twenty per cent. of the original issue size, approved by the Board of Directors on August 6, 2022. The members of the Committee unanimously passed the following resolution:

“RESOLVED FURTHER THAT, in accordance with the applicable laws, regulations, policies, rules, guidelines, notifications, circulars, directions, clarifications and orders, as may be applicable including, without limitation, the provisions of the Companies Act, 2013 along with the rules made thereunder, each as amended (**“Companies Act”**), the Securities Contracts (Regulation) Act, 1956, along with the rules made thereunder as amended (**“SCRA”**), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**“SEBI ICDR Regulations”**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), other applicable regulations and guidelines issued by the Securities and Exchange Board of India (**“SEBI”**), and any other applicable laws, regulations, guidelines, policies, notifications, circulars or clarifications issued from time to time (collectively the **“Applicable Laws”**) and the enabling provisions of the memorandum of association of the Company and the articles of association of the Company, and subject to the approvals, consents, permissions and sanctions as may be required from the GoI, relevant state government, statutory, supervisory and/or regulatory authorities, including SEBI, RBI, the Registrar of Companies, DEA and the Stock Exchanges, and such other consents, waivers, approvals, permissions and sanctions, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such consents, waivers, approvals, permissions and sanctions, the consent, approval, authority and sanction of the fund raising committee of the board of directors of the Company (the **“Committee”**), be and is hereby granted to reduce the size of the proposed rights issue from ₹ 12,420 Lakhs to an amount aggregating upto ₹ 10,800 lakhs.



RUSHIL DÉCOR LTD., RUSHIL HOUSE, NEAR NEELKANTH GREEN BUNGALOW,
OFF SINDHU BHAVAN ROAD, SHILAJ, AHMEDABAD-380058, GUJARAT, INDIA.

REGD. OFFICE: S. NO. 125, NEAR KALYANPURA PATIA, VILLAGE ITLA, GANDHINAGAR-MANSA ROAD,
TA. KALOL, DIST. GANDHINAGAR-382845, GUJARAT, INDIA. | CIN: L25209GJ1993PLC019532

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“RESOLVED FURTHER THAT Mr. Krupesh G. Thakkar and/or Mr. Rushil K. Thakkar, Directors of the Company and/or Mr. Hasmukh K. Modi, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised do all such acts, deeds, matters and things and execute all engagement letters, memoranda of understanding, agreements and such other documents as they may, in their sole and absolute discretion, deem necessary to implement the above resolution in relation to the Issue, including but not limited to initialing and/or signing any corrections, changes, updates, deletions, amendments, etc. to the Letter of Offer as may be required, and to file the Letter of Offer with Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited (collectively the “Stock Exchanges”) and other regulatory bodies as may be required, along with submission of material contracts and documents for inspection listed in the Letter of Offer, as may be directed by the said authority in accordance with relevant provisions under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013 and such other applicable laws.”

RESOLVED FURTHER THAT, certified copies of this resolution be provided to those concerned under the hands of a Director or the Company Secretary wherever required.”

CERTIFIED TRUE COPY
For Rushil Decor Limited



Krupesh G. Thakkar
Managing Director
DIN: 01059666

Date: 16.03.2023

Place: Ahmedabad



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