



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE IPO COMMITTEE OF THE BOARD OF DIRECTORS OF THE COMPANY AT ITS MEETING HELD ON APRIL 4, 2025**

**APPROVAL OF THE PRE-FILED DRAFT RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFER OF THE EQUITY SHARES**

**“RESOLVED** that in furtherance of the resolution passed by the Board on February 25, 2025 and the resolution passed by the shareholders of the Company on March 27, 2025, approving the proposed initial public offering (“Offer”), and the resolution passed by the Board on March 27, 2025 approving the draft of the pre-filed draft red herring prospectus (“Pre-DRHP”), and subject to and in accordance with provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), as amended and other applicable laws, including the provisions of the Companies Act, 2013, and the rules and regulations made thereunder, as amended (including any statutory modifications or re-enactment thereof, for the time being in force), 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 Pre-DRHP, in respect of the Offer, at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations, as amended, and as agreed to by the Company in consultation with the book running lead managers to the Offer, as placed at the meeting containing the requisite information as prescribed under the applicable laws and regulations, subject to it being duly signed by the Board, the Chief Financial Officer of the Company, and the Selling Shareholders (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 Pre-DRHP be and 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 Pre DRHP for and on behalf of the Company.”

**“RESOLVED FURTHER** that the Key Managerial Personnel of the Company, be and are hereby severally authorised to sign, execute and submit all the applications, undertakings, agreements, instruments, documents etc. with the regulatory authorities as may be necessary and to do all such acts, deeds, matters and things incidental and ancillary thereto to give effect the above resolution.”

**Certified True Copy  
For Tata Capital Limited**

**Sarita Kamath  
Head – Legal & Compliance and  
Company Secretary**

**TATA CAPITAL LIMITED**

Corporate Identity Number U65990MH1991PLC060670

11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013

Tel 91 22 6606 9000 Web [www.tatacapital.com](http://www.tatacapital.com)

Registered Office 11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013