

MOHINDRA FASTENERS LIMITED

CIN: L74899DL1995PLC064215

Regd. Office: 304 Gupta Arcade, Inder Enclave, Delhi - Rohtak Road, New Delhi-110087

Website: www.mohindra.asia Email id: cs@mohindra.asia Phone: +91-11- 46200400, 46200401 Fax: +91-11-46200444



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT MEETING (SERIAL NO. 2021/BM/03) OF BOARD OF DIRECTORS OF MOHINDRA FASTENERS LIMITED HELD ON SATURDAY, 14TH AUGUST, 2021 AT 12:00 NOON AT ALOFT NEW DELHI AEROCITY, 5B, IGI T3 ROAD, DELHI AEROCITY, NEW DELHI-110037.

ITEM NO. 12:

To consider and approval the Draft Letter of Offer for filing at MSEI Limited for in-principal approval regarding the rights issue of equity shares of the Company.

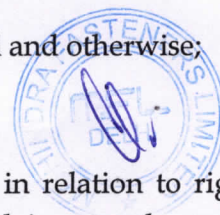
"RESOLVED THAT In furtherance of the board resolution passed on 10th Feb., 2021 and pursuance of Section 62(1)(a) of the Companies Act, 2013 read with The Companies (Share Capital and Debenture) Rules, 2014 and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws (the "Rights Issue"), the draft offer letter for the issue of equity shares on right issue basis as placed before this meeting and initialled by the chairman for the purpose of identification be and is hereby approved.

RESOLVED FURTHER THAT the Board of Director of the Company and Mr. Sunil Mishra, Chief Financial Officer of the Company, be and are hereby jointly authorized to sign the draft letter of offer and submit to the Metropolitan Stock Exchange of India Limited ("the Stock Exchange") for in-principal approval for the purpose of rights issue of equity shares of Company and to complete all the formalities and procedures as applicable with respect to the rights issue and allotment of shares.

RESOLVED FURTHER THAT any one of the executive directors be and is hereby authorized to sign and file necessary e-forms with Registrar of Companies, NCT of Delhi and Ms. Nidhi Pathak, Company Secretary of the Company, be and is hereby also authorised to do all the things, deeds as may be necessary in this regard and in order to give effect to the above resolution.

RESOLVED FURTHER THAT that Ms. Nidhi Pathak, Company Secretary of the Company be and is hereby further authorised to act in accordance with the Provisions of Companies Act, 2013 & rules made thereunder and SEBI Regulations ("Rights Issue") and shall have powers to, inter alia, do as follows:

1. Forward the draft letter of offer to SEBI for observations;
2. Rectify the draft letter of offer as observations received from SEBI;
3. Coordinate with Stock Exchange/SEBI for In-Principal approval and otherwise;
4. Coordinate with Intermediaries to the rights issue;
5. To take all necessary actions, approvals as a when required in relation to right issue, except those actions with specifically to be taken by the board in accordance with the applicable laws.



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RESOLVED FURTHER THAT a certified true copy of the above said resolution be forwarded to the concerned as & when required."

FOR MOHINDRA FASTENERS LIMITED

Date: 14/08/2021

Place: New Delhi



Deepak Arneja

(Chairman cum

Managing Director & CEO)

DIN: 00006112