



CERTIFIED COPY OF THE RESOLUTION PASSED BY THE SHAREHOLDERS AT EXTRA-ORDINARY GENERAL MEETING ("EGM") OF THE MEMBERS OF KDDL LIMITED HELD ON TUESDAY, 18TH JANUARY 2022 AT 09:30 A.M. (IST) THROUGH VIDEO CONFERENCE ("VC") /OTHER AUDIO VIDEO MEANS ("OAVM")

To approve the change in Share Capital of Ethos Limited, a material subsidiary of the Company through Initial Public Offer (IPO) along with offer for sale by existing shareholders

"RESOLVED THAT pursuant to the provisions of Section 180, 188 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder and regulation 23 and 24 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the Article 81-A (A) of the Articles of Association of the Company, approval of the shareholders of the Company be and is hereby accorded, subject to a condition that the KDDL shareholding, directly and indirectly will not lead to losing of majority control, to change the holding of the Company through proposed initial public offer of the equity shares by Ethos Limited, a material subsidiary of the Company by offering fresh issuance its equity shares and to sell equity shares of Rs. 10 each through Offer of Sale (OFS) by its existing shareholders at a price to be determined in consultation with the Book Running Lead Managers in accordance with the regulations framed by the market regulator in India, the Securities and Exchange Board of India ("SEBI") and other applicable laws in India."

"RESOLVED FURTHER THAT the Board of Directors of the Company (which shall include any Committee which the Board may constitute, or any Director/Officer authorised by the Board for this purpose) be and is hereby authorised do all such acts, deeds and things including the power to sub-delegate and take all necessary steps as it may in its absolute discretion and in the best interest of the Company as may be deemed necessary, desirable or expedient from time to time in order to give effect to the aforesaid resolution."

Certified True Copy

For KDDL Limited



Brahm Prakash Kumar
Company Secretary