



PKH VENTURES LIMITED

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF PKH VENTURES LIMITED (FORMALLY KNOWN AS PKH VENTURES PRIVATE LIMITED AND P. K. HOSPITALITY SERVICES PRIVATE LIMITED) AT ITS REGISTERED OFFICE AT 201, A WING FORTUNE 2000, 2ND FLOOR C-3 BLOCK, BANDRA KURLA COMPLEX, BANDRA EAST, MUMBAI -400051 WEDNESDAY 21ST JUNE 2023 AT 9:00 PM

1. Approval and adoption of the Red Herring Prospectus in relation to the initial public offering by the Company

It was noted that the Company, in response to the draft red herring prospectus dated March 22, 2022 (“DRHP”) filed by the Company with the Securities and Exchange Board of India (“SEBI”) on March 23, 2022, has received the final observation letter SEBI/HO/CFD/RAC-DIL2/P/OW/2022/0000029966/1 dated July 22, 2022 from the SEBI, which contained its observations and requests for inclusion of further details in the red herring prospectus to be filed by the Company with the Registrar of Companies, Maharashtra at Mumbai (“RoC”), the BSE Limited and the National Stock Exchange of India Limited (together with BSE Limited, the “Stock Exchanges”). The updated draft of the red herring prospectus to be filed with the RoC, after incorporating the necessary updates and changes and after providing such additional information/ clarifications in the document as advised by SEBI, was filed with the SEBI and thereafter on and SEBI noted the changes and provided their approval on and respectively to the said changes/updation made in the offer document.

The Chairman placed before the board of directors the Red Herring Prospectus of the Company for their approval. The board of directors approved the same and passed the following resolutions unanimously:

“RESOLVED THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, if any, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the Red Herring Prospectus dated 21-06-2023 (“RHP”), in respect of an initial public offering of equity shares of face value of ₹ 5 each of the Company (the “Equity Shares”), comprising a fresh issue of upto 1,82,58,400 Equity Shares by the Company aggregating up to ₹ [●] lakhs (“Fresh Issue”) and an offer for sale of up to 73,73,600 Equity Shares held by the Promoter Selling Shareholder (as defined in the RHP) (“Offered Shares”) (the “Offered Shares”) (such offer for sale, the “Offer for Sale”) (the Fresh Issue together with the Offer for Sale, the “Offer”) in accordance with the Companies Act (defined below), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and other applicable law, at such price as may be determined through the book building process under the SEBI ICDR Regulations and agreed to by the Company, in consultation with the Promoter Selling Shareholder (as defined in the RHP) and the BRLM (the “Offer Price”).”

PKH VENTURES LIMITED

(Formerly known as PKH Ventures Private Limited & P. K. Hospitality Services Private Limited)

CIN : U55100MH2000PLC125159

Regd. Office : 201, A Wing, Fortune 2000, 2nd Floor, C-3 Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

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“RESOLVED FURTHER THAT Pravin Kumar Agarwal be and is hereby severally authorised to, in consultation with the legal advisors and the BRLM, make any further or subsequent alterations, additions, omissions, variations, amendments, modifications or corrections to the RHP, if any, and to finalise the RHP or any other actions for withdrawal or filing of the RHP and to submit the same with the RoC, SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.”

“RESOLVED FURTHER THAT each of the directors of the Company and the Chief Financial Officer of the Company be and are hereby authorized to sign the declaration page of the RHP for and on behalf of the Company.”

“RESOLVED FURTHER THAT Pravin Kumar Agarwal be and is hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal advisors and the BRLM appointed in this respect.”

//CERTIFIED TRUE COPY//

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PRAVIN KUMAR BRIJENDRA KUMAR AGARWAL
DIRECTOR



DIN: 00845482