

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE 183RD MEETING OF THE BOARD OF DIRECTORS OF FEDBANK FINANCIAL SERVICES LIMITED HELD ON WEDNESDAY, 26TH JULY, 2023, AT 12:00 P.M. AT REGISTERED AND CORPORATE OFFICE THROUGH VIDEO CONFERENCING.


APPROVAL TO FILE DRHP WITH SEBI:

"RESOLVED THAT in furtherance of the resolution passed by the Board on 21st June, 2023, 2022 and the resolution passed by the shareholders of the Company on 21st July, 2023 and subject to and in accordance with the provisions of applicable laws, including the Companies Act, 2013, and the rules and regulations made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), if any, 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI Regulations**"), and other regulations issued by the Securities and Exchange Board of India ("**SEBI**"), the draft red herring prospectus (the "**DRHP**"), in respect of the Offer, tabled at the meeting containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Directors, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative), be and is hereby approved for filing with the SEBI, the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as the "**Stock Exchanges**") and the SEBI and such other authorities or persons as may be required."

RESOLVED FURTHER THAT the DRHP is hereby recommended for signing by each of the Directors of the Company, the Chief Financial Officer, and the Selling Shareholders (or their duly authorized representative) and each such person be and is hereby authorized to sign the declaration page of the DRHP for and on behalf of the Company.

RESOLVED FURTHER THAT Mr. Anil Kothuri, M.D. & CEO, Mr. C.V. Ganesh, CFO and Mr. S. Rajaraman, Company Secretary be and are hereby severally authorised to make corrections or alterations, if any, and to finalise and date the DRHP for purposes of filing with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT Mr. Anil Kothuri, M.D. & CEO, Mr. C.V. Ganesh, CFO and Mr. S. Rajaraman, Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or desirable for such purpose, including, without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.



RESOLVED FURTHER THAT any one of the Directors of the Company or the Company Secretary be and are hereby severally authorized to issue a copy of the resolution duly certified to be true to give effect to the foregoing."

**Certified True Copy
For Fedbank Financial Services Limited**



**S. Rajaraman
Company Secretary**