

# RODEC PHARMA LIMITED

(FORMERLY KNOWN AS RODEC PHARMA PRIVATE LIMITED AND PRIOR TO THAT  
RODEC PHARMACEUTICALS PRIVATE LIMITED)  
C-2 SITE-3, MEERUT ROAD INDUSTRIAL AREA,  
GHAZIABAD-201001, UTTAR PRADESH  
CIN: U24233UP1997PLC239832  
Website: www.rodec.in

Email id: mukeshgupta@rodec.in

Contact No: 0120-3591400

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF RODEC PHARMA LIMITED (FORMERLY KNOWN AS RODEC PHARMA PRIVATE LIMITED AND PRIOR TO THAT RODEC PHARMACEUTICALS PRIVATE LIMITED) HELD ON SUNDAY, 11<sup>TH</sup> JANUARY, 2026 AT 11:30 AM VIA VIDEO CONFERENCING**

## **APPROVAL OF THE DRAFT RED HERRING PROSPECTUS**

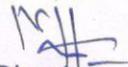
**“RESOLVED THAT**, in furtherance of the resolution passed by the IPO Committee of the Company (the “Board”) on 11<sup>th</sup> January, 2026 and subject to applicable laws, the draft of the Draft Red Herring Prospectus (the “DRHP”), in respect of the initial public offering of equity shares of face value of ₹ 10/- each of the Company (the “Equity Shares”) consisting of offer for sale by Mukesh Kumar Gupta (the “Promoter Selling Shareholder”) upto 56,50,000 Equity Shares (the “Offer”), at such price as may be determined in accordance with the book building process prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company and the Promoter Selling Shareholder in consultation with the Book Running Lead Manager to the Offer (the “BRLM”), as provided to, and tabled before the Board, containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved for filing with Securities and Exchange Board of India (“SEBI”), BSE Limited, National Stock Exchange of India Limited (which together with BSE Limited shall collectively be referred to as the “Stock Exchanges”) 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 Company Secretary and Compliance Officer of the Company and the Promoter Selling Shareholder 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 and file the same with the SEBI for their observations and with the Stock Exchanges for listing purposes.

**RESOLVED FURTHER THAT** Mr. Mukesh Kumar Gupta, Managing Director and Mrs. Chhaya Gupta, Whole-time Director of the Company be and are hereby jointly and/or severally authorised to make corrections or modifications, if any, and to finalise 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 things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, each of the directors of the Board jointly and/or severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient

For Rodec Pharma Limited

  
Managing Director

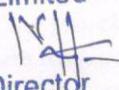
and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

**RESOLVED FURTHER THAT** Duly certified copies of the above resolutions under the hands of any Director of the Company, be furnished to any government, statutory or regulatory authority as may be required from time to time.”

**Certified True Copy**  
**For Rodec Pharma Limited**  
(Formerly known as Rodec Pharma Private Limited  
and prior to that Rodec Pharmaceuticals Private Limited)

**Mukesh Kumar Gupta**  
**Managing Director**  
**DIN: 00555175**  
**Address: R-10/40, Raj Nagar**  
**Ghaziabad- 201001, Uttar Pradesh**

**For Rodec Pharma Limited**

  
**Managing Director**