



# QUADRANT FUTURE TEK LIMITED

(Formerly known as Quadrant Cables Pvt. Ltd.)

Village Basma, (On Basma-Jhajjon Road), Tehsil Banur, Distt. Mohali, Punjab (INDIA)-140417  
 CIN : U74999PB2015PLC039758, E-mail : Info@quadrantfuturetek.com  
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**Certified true copy of the resolution passed in the Extra Ordinary General Meeting of Quadrant Future Tek Limited held on March 01, 2024 at 04:00 P.M. at the registered office of the company situated at Village Basma, Tehsil Banur, Mohali, Punjab - 140417.**

## **Item No 19: Approval for raising of funds through an initial public offering ("IPO")**

**"RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 including Sections 23, 32,62 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the **"Act"**) and the Rules made there under, the applicable provisions, if any, of the Companies Act, 2013 (including any amendment / modifications thereto or re-enactment thereof, for the time being in force) and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and subject to and in accordance with any other applicable laws or regulation, in India or outside India, including without limitation, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**"SEBI ICDR Regulations"**) (including any amendment / modifications thereto or re-enactment thereof, for the time being in force), provisions of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, as amended, the Foreign Exchange Management Act, 1999 (**"FEMA"**), as amended, and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon, from time to time, by Securities and Exchange Board of India, Reserve Bank of India, the Stock Exchange(s), the Government of India, the Registrar of Companies or any other relevant authority from time to time (**"Governmental Authorities"**), to the extent applicable and subject to such approvals, consents, permissions and sanctions as may be required from such Governmental Authorities and subject to such conditions and modifications as may be prescribed, stipulated or imposed by such Governmental Authorities while granting such approvals, consents, permissions and sanctions, the consent, approval and sanction of the Company be and is hereby granted to the Board of Directors (hereinafter referred to as the **"Board"** which term shall be deemed to include any committee(s) thereof constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution to the extent permitted by law) to create, offer, issue and allot, (including with provisions for reservation on firm and/or competitive basis, of such part of issue and for such categories of persons, as may be permitted), such number of equity shares of the Company with a face value of Rs. 10 (Rupees Ten) each (**"Equity Shares"**), in one or more tranches, in India, by way of public issue, through issue of prospectus and /or other permissible / requisite offer document to any eligible person in accordance with the SEBI ICDR Regulations, (whether residents and/or non-residents and/or institutions/banks and/or incorporated bodies, mutual funds, venture capital funds (foreign or Indian) alternate investment funds, foreign institutional investors, foreign portfolio investors, qualified foreign investors and / or multi-lateral financial institutions and/or any other eligible investors, and / or to such investors who are eligible to acquire such Equity Shares in accordance with all applicable laws, rules, regulations, guidelines and approvals and whether they be holders of the Equity Shares of the Company or not, including reservation for employees of the Company (collectively called the **"Investors"**) as may be decided by the Board in its absolute discretion and permitted under applicable laws and regulations, in consultation with the lead manager(s), advisor(s) or other intermediary(ies) for an aggregate amount not exceeding Rs. 500,00,00,000 (Rupees Five Hundred Crores) (the **"Fresh Issue"**), inclusive of such premium as may be fixed on the Equity Shares by offering the Equity Shares, at such price or prices permitted under applicable laws in such manner, including book building, and on such terms and conditions as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the offer and other relevant factors and



wherever necessary in consultation with lead manager(s) and/or underwriter(s) and/or other advisor(s) or intermediary(ies) appointed and / or to be appointed by the Company.

**RESOLVED FURTHER THAT** in case of any offering of Equity Shares, the Board to issue and allot such number of equity shares as may be required to be issued and allotted in accordance with the terms of issue / offering in respect of such Equity Shares and such Equity Shares shall rank *pari passu* inter-se and with the then existing Equity Shares of the Company in all respects, including dividend, which shall be subject to relevant provisions of the Memorandum of Association and Articles of Association of the Company and the applicable laws and regulations including any rules and regulations of any Stock Exchanges.

**RESOLVED FURTHER THAT** the Board and other designated officers of the Company be and are hereby severally authorised to make all filings including as regards the requisite listing application/prospectus/ offer document / registration statement, or any draft(s) thereof, or any amendments or supplements thereof, and of any other relevant documents with the Stock Exchanges (in India or abroad), the RBI, the SEBI, the Registrar of Companies and such other authorities or institutions in India and/or abroad for this purpose and to do all such acts, deeds and things as may be necessary or incidental to give effect to the resolutions above and the Common Seal of the Company be affixed wherever necessary, in accordance with the provisions of the Articles of Association of the Company.

**RESOLVED FURTHER THAT,** in accordance with the provisions of Sections 23, 32, 62(1)(c), 42 and any other applicable provisions, if any, of the Companies Act, 2013, in-principle approval of the Shareholders is hereby accorded to allot up to such number of Equity Shares as may be decided by it, to certain investors prior to filing of the red herring prospectus with SEBI ("Pre-IPO Placement"), at such other price as the Board may, determine, in consultation with the BRLMs, underwriters, placement agents and / or other advisors, in light of the then prevailing market conditions and in accordance with the Companies Act 2013, the SEBI ICDR Regulations and other applicable laws ,regulations, policies or guidelines. In the event of happening of Pre-IPO Placement, the size of the Offer would be reduced to the extent of Equity Shares issued under Pre-IPO Placement.

**RESOLVED FURTHER THAT** the Board / committee of directors be and is hereby authorized to decide the purpose and objects for raising of funds and to engage, appoint lead manager(s), underwriter(s), depositories, registrar(s), banker(s), lawyer(s), advisor(s) and all such professionals or intermediaries or agencies as may be involved or concerned in such offerings of Equity Shares and to remunerate them by way of commission, brokerage, fees or the like and also to enter into and execute all such arrangement(s), memorandum(s), arrangement(s), placement agreement(s) / underwriting agreement(s) / any other agreements or documents, etc., with such agencies and also to seek the listing of such Equity Shares on the Stock Exchange(s) as set forth in the aforesaid resolution, if any, on the Stock Exchange(s), authorising any director(s) or any officer(s) of the Company to sign for and on behalf of the Company, the offer document(s), agreement(s), arrangement(s), application(s), authority letter(s), or any other related paper(s) / document(s) and give any undertaking(s), affidavit(s), certificate(s), declaration(s) as the Board may in its absolute discretion deem fit including the authority to amend or modify the aforesaid document(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, issue or allotment of Equity Shares, as described above, the Board, where required in consultation with the merchant banker/ lead manager and / or other advisors as mentioned above, be and is hereby authorised on behalf of the Company, to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose, including but not limited to finalize, approve and issue any document(s), including finalization and approval of the preliminary as well as final offer document(s), prospectus, draft and / or final, determining the form and manner of the Issue, including the selection of qualified institutional buyers and/or such Investors to whom the Equity Shares are to be offered, issued and allotted, number of Equity Shares to be allotted, issue price, face value, premium amount



on issue of the Equity Shares, if any, listing on one or more stock exchanges in India and any other terms and conditions of the issue, including any amendments or modifications to the terms of the Equity Shares and any agreement or document any other applicable laws or regulations in respect of any Equity Shares, either on a *pari passu* basis or otherwise and related or incidental matters as the Board in its absolute discretion deems fit and to settle all questions, difficulties or doubts that may arise in relation to the issue, offer or allotment of the Equity Shares, accept any modifications in the proposal and matters related thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such issue(s) or allotment(s) as it may, in its absolute discretion, deem fit without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to form a committee and/or delegate all or any of its power to any committee of directors (including any officer(s) of the Company) to give effect to the aforesaid resolutions and is authorized to take such steps and to do all such acts, deeds, matters and things and accept any alterations or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of Equity Shares.

**RESOLVED FURTHER THAT** for the purpose aforesaid, all the Directors of the Company be and are hereby severally authorized to sign all documents and settle all questions, difficulties, or doubts that may arise in regard to the issue, offer and allotment of the Equity Shares and utilization of the issue proceeds as it may in his absolute discretion deem fit.”

**Certified true copy**

**For Quadrant Future Tek Limited**

**Ankit Kumar**  
**Company Secretary**  
**Membership No.43714**



**June 01,2024**