



CERTIFIED COPY FROM THE MINUTES OF BOARD OF DIRECTORS MEETING OF CYIENT DLM LIMITED (CIN: U31909TG1993PLC141346) HELD ON MONDAY, 09<sup>TH</sup> JANUARY, 2023 FROM 09.30 AM TO 01:00 PM AT CYIENT DLM LIMITED, (SEZ UNIT), PLOT NO.5G, SURVEY NO.99/1, GMR AEROSPACE & INDUSTRIAL PARK, GMR HYDERABAD AVIATION SEZ LIMITED, RAJIV GANDHI INTERNATIONAL AIRPORT, SHAMSHABAD, HYDERABAD-500 108, INDIA.

Approval of the Draft Red Herring Prospectus

The Chairman informed the Board that pursuant to the resolution passed by Board at its meetings held on 13 December, 2022, the Company was authorised to undertake an initial public offering of its equity shares of face value of ₹10 each (the “**Equity Shares**”) which included, without limitation, a fresh issuance of Equity Shares (“Issue”) and may include any reservation to [eligible employees] or a discount to the Issue price to [retail individual bidders, or eligible employees]. The Chairman placed before the Board the draft red herring prospectus of the Company in relation to the Issue, for their approval. The Board perused the matter and the following resolution was moved and passed unanimously:

“**RESOLVED THAT** in furtherance of the resolution passed by the Board on 13 December, 2022 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 ICDR 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 Issue, tabled at the meeting containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Directors and the Chief Financial Officer, 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 and the Chief Financial Officer 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** the Rajendra Velagapudi -Managing Director & Krishna Bodanapu-Chairman, Non Executive & Non Independent Director, Chief Financial Officer, Company Secretary of the Company, 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

//CERTIFIED TRUE COPY//  
For CYIENT DLM LIMITED



Parvati K R  
Company Secretary  
M.No: A23584

Cyient DLM Limited

Mysore Office:  
Plot no.347, D1 &2, KIADB  
Electronics City, Hebbal Industrial  
Area, Mysore 570 016,  
Karnataka, India

Regd Off:  
Cyient Limited, 3<sup>rd</sup> Floor  
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