

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE RIGHTS ISSUE COMMITTEE OF GEOJIT FINANCIAL SERVICES LIMITED AT THEIR MEETING HELD ON THURSDAY, 19TH SEPTEMBER 2024

Sub: Approval of the Letter of Offer

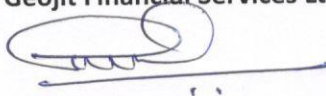
"RESOLVED THAT in furtherance of the resolution dated July 13, 2024 of the Board of Directors of the Company approving the proposed rights issue, the Letter of Offer for the proposed rights issue to eligible equity shareholders, eligible renouncees thereof and/or to such other persons in accordance with the provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), and other applicable regulations, circulars, and guidelines issued by the Securities and Exchange Board of India ("**SEBI**"), other applicable laws, regulations, policies or guidelines including the guidelines and clarifications issued by the Government of India ("**GOI**") ("**Applicable Laws**"), on the record date (for this purpose, *i.e.*, Monday, October 07, 2024 (the "**Letter of Offer**"), be and is hereby approved by the Committee and adopted for filing with SEBI, BSE Limited and National Stock Exchange of India Limited, as the case may be, in accordance with Applicable Laws."

"RESOLVED FURTHER THAT any two out of Mr. C J George, Chairman & Managing Director, Ms. Mini Nair, Chief Financial Officer and Mr. Liju K Johnson, Company Secretary of the Company be and are hereby jointly authorized to sign the Letter of Offer for and on behalf of the Company, do all such acts, deeds, matters and things and to execute all such documents, instruments as deemed necessary in this regard, including filing the same with SEBI, BSE Limited, National Stock Exchange of India Limited, as the case may be and with any other government authority or regulatory authority or person as required under Applicable Laws with respect to the Rights Issue and issuing the Letter of Offer along with the Application Form and the Entitlement Letter to the Eligible Equity Shareholders."

"RESOLVED FURTHER THAT Mr. C J George, Chairman & Managing Director, be and is hereby authorized to make the necessary changes, updates, alterations, revisions, modifications or amendments in the Letter of Offer, Application Form, abridged Letter of Offer, Entitlement Letter, any international wrap and other documents, information, disclosures, confirmations, statements, certificates, including financial statements and auditors' report thereon, *etc.*, as may be required to be included / mentioned, in compliance with all applicable provisions of SEBI ICDR Regulations, in the Letter of Offer, Application Form, abridged Letter of Offer, any related corrigenda or addenda and such other documents in connection therewith to be filed with SEBI, stock exchanges where the Rights Equity Shares are to be listed or any other authorities, to negotiate, authorize, approve and pay commission, fees, remuneration, expenses and / or any other charges to the applicable agencies / intermediaries / persons and to give them such directions or instructions as it may deem fit from time to time."

"RESOLVED FURTHER THAT a copy of the above resolutions, certified by any Director, the company secretary of the Company be forwarded to the concerned authorities for necessary action."

For Geojit Financial Services Ltd



Liju K Johnson
Company Secretary

