

# RBZ

## JEWELLERS LTD.

(Formerly Known as RBZ Jewellers Pvt. Ltd.)

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY AT THE BOARD MEETING HELD ON 12<sup>TH</sup> DECEMBER 2023 AT 6.40 P.M. AT THE REGISTERED OFFICE BLOCK-D, MONDEAL RETAIL PARK, NEAR RAJPATH CLUB, S.G. HIGHWAY, BESIDE ISCON MALL, AHMEDABAD -380054 INDIA THROUGH VIDEO CONFERENCE MODE.

### 6. APPROVAL AND ADOPTION OF RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFER AND RELATED MATTERS

“RESOLVED THAT pursuant to the provisions of Sections 26 and 32, and other applicable provisions, if any, of the Companies Act, 2013 along with the applicable rules made thereunder (“Act”), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and other applicable laws, rules and regulations, guidelines and notifications, the red herring prospectus dated December 12, 2023 of the Company (“RHP”) which is placed before the Board and the information contained therein as per the requirements of the Act, the SEBI ICDR Regulations and other applicable law, in respect of the initial public offering of 1,00,00,000 equity shares of face value of Rs.10/- (Rupees Ten) each of the Company, be and is hereby approved for delivery to the Registrar of Companies, Gujarat at Ahmedabad (“RoC”) for filing pursuant to the provisions of the Companies Act, 2013 and such other authorities or persons as may be required.

RESOLVED FURTHER THAT any Mr. Rajendrakumar Kantilal Zaveri, Chairman and Managing Director, Mr. Harit Rajendrakumar Kantilal Zaveri, Joint Managing Director and Mr. Harshvardhan Bhardwaj, Chief Financial Officer and Ms. Heli Akash Garala, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised to make any further or subsequent changes, alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and to submit the same with the RoC and the Securities and Exchange Board of India (“SEBI”) and such other authorities or persons as may be required, and the making of such alterations, additions, omissions, variations, amendments or corrections will be deemed to have been approved by the Board of Directors.

RESOLVED FURTHER THAT the RHP be signed by each of the Directors of the Company for and on behalf of the Company as required under applicable laws.

RESOLVED FURTHER THAT any of Mr. Rajendrakumar Kantilal Zaveri, Chairman and Managing Director, Mr. Harit Rajendrakumar Kantilal Zaveri, Joint Managing Director and Mr. Harshvardhan Bhardwaj, Chief Financial Officer and Ms. Heli Akash Garala, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised to undertake necessary steps to implement the above resolution in relation to the RHP and the Issue, including but not limited to initialling and/or signing any corrections, changes, amendments etc. to the RHP as may be required, and to date and deliver the RHP for submission and/or filing on behalf of the Company with the RoC, the SEBI, BSE Limited, National Stock Exchange Limited and such other regulatory bodies as may be required by law, along with submission of material contracts and documents for inspection listed in the RHP, and/or to withdraw the RHP, and/or to settle any questions, difficulties or doubts that may arise in this regard and to do all such acts, deeds, matters and things and execute and deliver all engagement

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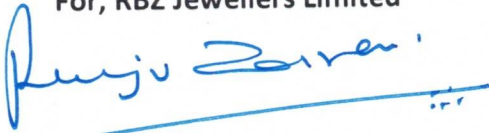
letters, memoranda of understanding, agreements and such other documents as may be considered necessary or desirable for such

purpose, including as may be directed by the said authority in accordance with relevant provisions under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013 and other applicable laws.

**RESOLVED FURTHER THAT** any amendment, supplement, corrigenda or notice to investors issued in relation to the RHP that may be filed with the RoC, BSE Limited, National Stock Exchange Limited or any other regulatory authority be and is hereby approved in accordance with applicable laws.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any of the Directors of the Company or the Company Secretary of the Company, be forwarded to the authorities concerned for necessary action.”

For, RBZ Jewellers Limited



Mr. Rajendrakumar Kantilal Zaveri  
Chairman & Managing Director  
DIN:02022264

