



Certified true copy of the resolution passed in the meeting of Board of Directors of Bharti Hexacom Limited ("Company") held on Friday, January 19, 2024, at Atelier II, Bharti Crescent, Vasant Kunj, New Delhi- 110070

Approval of the draft red herring prospectus for the initial public offering

“Resolved that subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, 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 dated January 19, 2024 (the “DRHP”), in respect of the initial public offer of such number of Equity Shares aggregating up to ten crore Equity Shares or such number of Equity Shares as may be offered, consisting of an offer for sale by Telecommunications Consultants India Limited, an existing shareholder of the Company (“Selling Shareholder”) (the “Offer for Sale” or “the Offer”), for cash either at par or premium, at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the BRLMs to the Offer, containing the requisite information as prescribed by applicable laws and regulations, the DRHP as provided to and placed before the Board of Directors be and is hereby approved for filing with SEBI, the BSE Limited, the National Stock Exchange of India Limited (“Stock Exchanges”) and such other authorities or persons as may be required.

Resolved further that Chief Financial officer, Company Secretary and Rohit Krishan Puri, authorized signatory of the Company be and are hereby severally authorized to finalise the DRHP and submit the same 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 undertake such other necessary steps to implement the above resolution.

Resolved further that the Board is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the Draft Red Herring Prospectus in accordance with the applicable law and regulations prior to filing with the SEBI.

Resolved further that Director and/or the Company Secretary be and are hereby authorized to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action.”

For Bharti Hexacom Limited

Richa Gupta Rohatgi
Company Secretary
Membership No.: A24446
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Bharti Hexacom Limited

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