



Certified true copy of the resolution passed in the meeting of Board of Directors of Bharti Hexacom Limited ("Company") held on Friday, March 22, 2024, through Video Conferencing recorded at Bharti Crescent, Vasant Kunj, New Delhi- 110070

Approval of the Red Herring Prospectus

"Resolved that in furtherance of the resolution passed by the Board on January 19, 2024 and pursuant to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Companies Act, 2013 read with the rules made thereunder, each as amended, or any statutory modification(s) or re-enactment(s) thereof and other applicable laws and regulations, the draft of the Red Herring Prospectus as placed at the meeting and containing the requisite information as advised by SEBI vide observations letters/ emails dated February 5, 2024, and email dated February 21, 2024 February 29, 2024 and March 11, 2024 from SEBI, be and is hereby approved for filing with Registrar of Companies, National Capital Territory of Delhi & Haryana at New Delhi (the "RoC"), the BSE Limited and the National Stock Exchange of India Limited (together the "Stock Exchanges") or any other regulatory authorities as may be required and is taken on record."

Resolved further that the preliminary international wrap dated March 22, 2024 of the Company which is placed before the Board in respect of the Offer of Equity Shares of the Company ("Preliminary International Wrap"), be and is hereby approved.

Resolved further that any Director, Chief Financial Officer and Company Secretary be and are hereby severally authorised do all such acts, deeds, matters and things and execute all engagement letters, memoranda of understanding, agreements and such other documents as they may, in their sole and absolute discretion, deem necessary to implement the above resolution in relation to the Preliminary International Wrap, the RHP and the Offer, including but not limited to initialing and/or signing any corrections, changes, updates, deletions, amendments, etc. to the RHP and/or the Preliminary International Wrap as may be required, and to file the RHP with the Registrar of Companies, National Capital Territory of Delhi & Haryana at New Delhi, Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited (collectively the "Stock Exchanges") and other regulatory bodies as may be required, along with submission of material contracts and documents for inspection listed in the RHP, 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 such other applicable laws.

Resolved further that the certified copies of this resolution be provided to those concerned under the hands of a Director or the Company Secretary wherever required."

For Bharti Hexacom Limited

Richa Gupta Rohatgi
Company Secretary
Membership No.: A24446
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