

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF SENORES PHARMACEUTICALS LIMITED (FORMERLY KNOWN AS SENORES PHARMACEUTICALS PRIVATE LIMITED) HELD ON FRIDAY, JULY 26, 2024 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1101 TO 1103, 11TH FLOOR, SOUTH TOWER, ONE 42 OPP. JAYANTILAL PARK, AMBALI BOPAL ROAD, AHMEDABAD – 380054, GUJARAT, INDIA

APPROVAL AND ADOPTION OF THE DRAFT RED HERRING PROSPECTUS IN RELATION TO THE OFFER

The Chairman informed the board of directors of the Company that pursuant to the proposed initial public offer of equity shares bearing face value ₹ 10 each (“Equity Shares”) by the Company, comprising of a fresh issuance of Equity Shares (“Fresh Issue”) and an offer for sale of Equity Shares by certain existing shareholders of the Company (“Offer for Sale” and together with the Fresh Issue, the “Offer”), the draft of the draft red herring prospectus of the Company, which is to be filed with the Securities and Exchange Board of India (“SEBI”) is kept for approval.

After detailed discussion, the Board approved the following resolutions:

“**RESOLVED THAT**, in furtherance of the resolution passed by the board of directors of the Company (the “**Board**”) on April 09, 2024 and July 22, 2024 and the resolution passed by the shareholders of the Company on May 25, 2024 and subject to applicable laws, the draft of the draft red herring prospectus (the “**DRHP**”), in respect of the initial public offering of equity shares of face value of ₹ 10 each of the Company (the “**Equity Shares**”) consisting of fresh issue of such number of equity shares of the Company as aggregates up to ₹ 5000 million and an offer for sale of up to 27,00,000 Equity Shares by Mr. Swapnil Jatinbhai Shah, Mr. Ashokkumar Vijaysinh Barot, Mrs. Sangeeta Mukur Barot and Mr. Prakash Mishrimal Sanghvi (the “**Selling Shareholders**”) (the “**Offer**”), at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with the book running lead managers to the Offer (the “**BRLMs**”), as provided to, and tabled before the Board, containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Directors, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative), be and is hereby approved for filing with Securities and Exchange Board of India (“**SEBI**”), BSE Limited, National Stock Exchange of India Limited (which together with BSE Limited shall collectively be referred to as the “**Stock Exchanges**”) 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, the Chief Financial Officer of the Company and the Selling Shareholders (or their duly authorized representative) and each such person be and is hereby authorized to sign the declaration page of the DRHP for and on behalf of the Company and file the same with the SEBI for their observations and with the Stock Exchanges for listing purposes.”

“**RESOLVED FURTHER THAT** Mr. Swapnil Jatinbhai Shah, Managing Director and Mr. Deval Rajnikant Shah, Whole Time Director and Chief Financial Officer (CFO) be and are hereby severally authorised to make corrections or modifications, if any, and to finalise the DRHP for purposes of filing with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates



Senores Pharmaceuticals Limited

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and confirmations as may be required and do all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.”

“**RESOLVED FURTHER THAT**, the IPO Committee, as constituted on June 17, 2024 is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI including to determining the number of shares and/or the amount proposed to be raised.”

“**RESOLVED FURTHER THAT** any of the Executive Directors and Company Secretary and Compliance Officer of the Company are authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to concerned authorities for necessary action.”

Certified True Copy
For, Senores Pharmaceuticals Limited
(Formerly Known as Senores Pharmaceuticals Private Limited)



Deval Rajnikant Shah
Whole Time Director & CFO
DIN:00332722



Senores Pharmaceuticals Limited

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