



# UNIMECH AEROSPACE AND MANUFACTURING LIMITED

538, 539, 542 & 543, 7th Main of Peenya IV Phase Industrial Area, Yeshwanthpur Hobli, Bangalore, Bangalore North Taluk,  
Karnataka, India, 560058

ISO 9001-2015 & AS 9100 Rev D Certified

GSTIN: 29AABCU9719Q1ZC | CIN: U30305KA2016PLC095712

**CERTIFIED EXTRACTS OF THE RESOLUTION PASSED AT THE ADJOURNED MEETING OF BOARD OF DIRECTORS OF THE COMPANY HELD ON 19 AUGUST 2024 AT 09:30 AM AT REGISTERED OFFICE OF THE COMPANY SITUATED AT 538, 539, 542 & 543, 7TH MAIN OF PEENYA IV PHASE INDUSTRIAL AREA, YESHWANTHPUR HOBLI, BANGALORE, BANGALORE NORTH TALUK, KARNATAKA, INDIA, 560058**

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**APPROVAL OF THE DRAFT RED HERRING PROSPECTUS FOR THE INITIAL PUBLIC OFFERING**

Pursuant to the resolution adopted by the Board of Directors of the Company at its meeting held on 03 July 2024 and the special resolution adopted by the shareholders at their meeting held on 03 July 2024, the Company was authorized to undertake an initial public offer of its equity shares of face value of ₹ 5 each (the “**Equity Shares**”), which comprises a fresh issue of Equity Shares by the Company and an offer for sale of Equity Shares by certain existing shareholders of the Company. The Chairman placed before the Board a draft of the draft red herring prospectus in connection with the Offer proposed to be filed with the Securities and Exchange Board of India and the stock exchanges where the equity shares of the Company are proposed to be listed, for its approval. The Chairman placed before the Board the draft red herring prospectus of the Company for approval. The Board approved the same and passed the following resolution:

“**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 19 August 2024 (the “**DRHP**”), in respect of the initial public offer of such number of Equity Shares aggregating up to an amount of ₹ 5000 million consisting of a fresh issue of equity shares of ₹ 5 each of the Company (the “**Equity Shares**”) aggregating up to ₹ 2500 million and offer for sale by the existing shareholders *i.e.* the Selling Shareholders of up to such number of Equity Shares aggregating up to an amount of ₹ 2500 million (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 Securities Exchange Board of India, 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** any member of the Board and/or the Company Secretary and Compliance Officer and the Chief Financial Officer of the Company be and are hereby severally authorised 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 IPO Committee in consultation with 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.



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**RESOLVED FURTHER THAT** certified copies of this resolution be provided to those concerned under the hands of a Director or the Company Secretary and Compliance Officer of the Company wherever required.”

CERTIFIED TO BE TRUE

For and on behalf

**UNIMECH AEROSPACE AND MANUFACTURING LIMITED**



Krishnappayya Desai  
Company Secretary  
Membership No: A61281