



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

CERTIFIED EXTRACTS OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED HELD ON TUESDAY 30 APRIL 2024 AT 11:00 AM AT THE 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

APPOINTMENT OF MR. RAJANIKANTH BALARAMAN (DIN: 07894421) AS WHOLE-TIME DIRECTOR (IT, GROWTH & BD) OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act 2013 and Schedule V thereto and other applicable rules under the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) read with the Articles of Association and SEBI Listing Regulations as and when applicable and other applicable laws, subject to the approval of members of the Company, the Board hereby accords its approval for appointment of Mr. Rajanikanth Balaraman (DIN: 07894421) who is being eligible and not being disqualified to be appointed as a Director, as Whole-time Director (IT, Growth & BD) for a period of five years with effect from 30 April 2024, liable to retire by rotation, on the terms and conditions as stipulated in the appointment letter and subject to such modification as may be made therein as per the requirement of any authority or otherwise and agreed by and between the Board and Mr. Rajanikanth Balaraman.

Brief terms of appointment:

- 1. The Whole-time Director (IT, Growth & BD), shall have significant powers of the management of the affairs of the Company in terms of the provisions of law, subject to the superintendence, control and direction of the Managing Director & the Board, including but not limited to the authority to execute all documents on behalf of the Company and also, to delegate powers to such executives and/or officers of the Company as he may deem fit from time to time, for discharging the duties diligently and efficiently.
- 2. Remuneration of Mr. Rajanikanth Balaraman as Whole-time Director (IT, Growth & BD) of the Company for a period of first three years shall be as under:

 Annual Gross total: Salary & Allowance Rs. 60,00,000/-, House Rent Allowance Rs. 24,00,000/-, Special allowance Rs. 60,00,000/- and Variable pay of Rs. 1,44,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a

Provident fund & Gratuity: Rs. 3,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a

Commission: up to 1% of consolidated turnover of Unimech Aerospace and Manufacturing Private Limited p.a from Unimech Aerospace and Manufacturing Private Limited.

Subject to the approval of members by way of Special resolution, the annual remuneration paid during first three years of his tenure as Whole-time Director (IT, Growth & BD) together with annual remuneration for all such executive directors belonging to promoter or promoter group in the Company may exceed the limits specified under the provisions of the Companies Act, 2013. However, the overall remuneration to be paid to him from both the Company and the Subsidiary at any time during the tenure shall not exceed Rs. 10 Crores p.a.

BENGALURU

560 058

Mobile: +91-9740711811, E-mail: info@unimechaerospace.com www.unimechaerospace.com



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

In the event of loss or inadequacy of profits in any financial year during the period of first three years of appointment of Mr. Rajanikanth Balaraman as Whole-time Director (IT, Growth & BD), the monthly salary, allowances, perquisites and other benefits shall be paid to him notwithstanding that the remuneration is in excess of the limit mentioned in clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013.

Reimbursement of expenses including but not limited to travelling, boarding, and lodging expenses and other amenities as may be incurred by them from time to time, in connection with the Company's business as per Company rules and the same shall not form part of remuneration.

- 3. During the tenure as Whole-time Director (IT, Growth & BD), he shall not be paid any sitting fee for attending the meetings of the Board or any committee thereof.
- 4. Such other terms as determined in the appointment letter.

RESOLVED FURTHER THAT subject to approval of members of the Company by virtue of the Special Resolution passed at the general meeting, the Board hereby accords its approval for drawing the excess remuneration in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as and when applicable.

RESOLVED FURTHER THAT the Consent and declarations received from Mr. Rajanikanth Balaraman pursuant to the provisions of Companies Act, 2013 and the rules framed thereunder as placed before the Board be and is hereby taken on record.

RESOLVED FURTHER THAT in terms of the provision of Section 203 of the Companies Act, read together with the rules framed thereunder, the Board hereby accords its approval for the appointment of Mr. Rajanikanth Balaraman as Whole-time Director of Innomech Aerospace Tooling Private Limited (Being the Wholly Owned Subsidiary Company) effective from 30 April 2024.

RESOLVED FURTHER THAT any of the Director and/or the Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds and things including but not limited to issuing of appointment letter, making necessary filings with the regulatory authorities and so on to effectuate the said resolution."

FOR AND ON BEHALF OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE

LIMITED

RAMAKRISHNA KAMOJHALA

Bangalore-58

DIRECTOR DIN: 07004517



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

CERTIFIED EXTRACTS OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED HELD ON TUESDAY 30 APRIL 2024 AT 11:00 AM AT THE 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

APPOINTMENT OF MR. PREETHAM VENKATESH SHIMOGA (DIN: 07683268) AS WHOLE-TIME DIRECTOR (PEOPLE & KAM) OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act 2013 and Schedule V thereto and other applicable rules under the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) read with the Articles of Association and SEBI Listing regulations as and when applicable and other applicable laws, subject to the approval of members of the Company, the Board hereby accords its approval for appointment of Mr. Preetham Venkatesh Shimoga (DIN: 07683268) who is being eligible and not being disqualified to be appointed as a Director, as Whole-time Director (People & KAM) for a period of five years with effect from 30 April 2024, liable to retire by rotation, on the terms and conditions as stipulated in the appointment letter and subject to such modification as may be made therein as per the requirement of any authority or otherwise and agreed by and between the Board and Mr. Preetham Shimoga.

Brief terms of appointment:

- 1. The Whole-time Director (People & KAM), shall have significant powers of the management of the affairs of the Company in terms of the provisions of law, subject to the superintendence, control and direction of the Managing Director & the Board, including but not limited to the authority to execute all documents on behalf of the Company and also, to delegate powers to such executives and/or officers of the Company as he may deem fit from time to time, for discharging the duties diligently and efficiently.
- 2. Remuneration of Mr. Preetham Venkatesh Shimoga as Whole-time Director (People & KAM) of the Company for a period of first three years shall be as under:

 Annual Gross total: Salary & Allowance Rs. 60,00,000/-, House Rent Allowance Rs. 24,00,000/-, Special allowance Rs. 60,00,000/- and Variable pay of Rs. 1,44,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a

Provident fund & Gratuity: Rs. 3,00,000 p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a

Commission: up to 1% of consolidated turnover of Unimech Aerospace and Manufacturing Private Limited p.a from Unimech Aerospace and Manufacturing Private Limited.

Subject to the approval of members by way of Special resolution, the annual remuneration paid during the first three years of his tenure as Whole-time Director (People & KAM) together with annual remuneration for all such executive directors belonging to promoter or promoter group in the Company may exceed the limits specified under the provisions of the Companies Act, 2013. However, the overall remuneration to be paid to him from both the Company and the Subsidiary at any time during the tenure shall not exceed Rs. 10 Croves MANUAL CERMANUAL COMPANY.

Mobile: +91-9740711811, E-mail: info@unimechaerospace.com www.unimechaerospace.com



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

In the event of loss or inadequacy of profits in any financial year during the period of first three years of appointment of Mr. Preetham Venkatesh Shimoga as Whole-time Director (People & KAM), the monthly salary, allowances, perquisites and other benefits shall be paid to him notwithstanding that the remuneration is in excess of the limit mentioned in clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013.

Reimbursement of expenses including but not limited to travelling, boarding, and lodging expenses and other amenities as may be incurred by them from time to time, in connection with the Company's business as per Company rules and the same shall not form part of remuneration.

- 3. During the tenure as Whole-time Director (People & KAM), he shall not be paid any sitting fee for attending the meetings of the Board or any committee thereof.
- 4. Such other terms as determined in the appointment letter.

RESOLVED FURTHER THAT subject to approval of members of the Company by virtue of the Special Resolution passed at the general meeting, the Board hereby accords its approval for drawing the excess remuneration in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as and when applicable.

RESOLVED FURTHER THAT the Consent and declarations received from Mr. Preetham Venkatesh Shimoga pursuant to the provisions of Companies Act, 2013 and the rules framed thereunder as placed before the Board be and is hereby taken on record.

RESOLVED FURTHER THAT in terms of the provision of Section 203 of the Companies Act, read together with the rules framed thereunder, the Board hereby accords its approval for the appointment of Mr. Preetham Venkatesh Shimoga as Whole-time Director of Innomech Aerospace Tooling Private Limited (Being the Wholly Owned Subsidiary Company) effective from 30 April 2024.

RESOLVED FURTHER THAT any of the Director and/or the Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds and things including but not limited to issuing of appointment letter, making necessary filings with the regulatory authorities and so on to effectuate the said resolution."

FOR AND ON BEHALF OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED

& MANUE

Bangalore-58

RAMAKRISHNA KAMOJHALA DIRECTOR

DIN: 07004517

Date: 21 May 2024 Place: Bangalore

Mobile: +91-9740711811, E-mail: info@unimechaerospace.com

www.unimechaerospace.com



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

CERTIFIED EXTRACTS OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED HELD ON TUESDAY 30 APRIL 2024 AT 11:00 AM AT THE 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

APPOINTMENT OF MR. MANI PUTTAN (DIN: 08042129) AS WHOLE-TIME DIRECTOR (OPERATIONS) OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act 2013 and Schedule V thereto and other applicable rules under the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) read with the Articles of Association and SEBI Listing regulations as and when applicable and other applicable laws, subject to the approval of members of the Company, the Board hereby accords its approval for appointment of Mr. Mani Puttan (DIN: 08042129) who is being eligible and not being disqualified to be appointed as a Director, as Whole-time Director (Operations) for a period of five years with effect from 30 April 2024, liable to retire by rotation, on the terms and conditions as stipulated in the appointment letter and subject to such modification as may be made therein as per the requirement of any authority or otherwise and agreed by and between the Board and Mr. Mani Puttan.

Brief terms of appointment:

- 1. The Whole-time Director (Operations), shall have significant powers of the management of the affairs of the Company in terms of the provisions of law, subject to the superintendence, control and direction of the Managing Director & the Board, including but not limited to the authority to execute all documents on behalf of the Company and also, to delegate powers to such executives and/or officers of the Company as he may deem fit from time to time, for discharging the duties diligently and efficiently.
- 2. Remuneration of Mr. Mani Puttan as Whole-time Director (Operations) of the Company for a period of first three years shall be as under:

 Annual Gross total: Salary & Allowance Rs. 60,00,000/-, House Rent Allowance Rs. 24,00,000/-, Special allowance Rs. 60,00,000/- and a Variable pay of Rs. 1,44,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a.

Provident fund & Gratuity: Rs. 3,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a.

Commission: up to 1% of consolidated turnover of Unimech Aerospace and Manufacturing Private Limited p.a from Unimech Aerospace and Manufacturing Private Limited.

Subject to the approval of members by way of Special resolution, the annual remuneration paid during the first three years of his tenure as Whole-time Director (Operations) together with annual remuneration for all such executive directors belonging to promoter or promoter group in the Company may exceed the limits specified under the provisions of the Companies Act, 2013. However, the overall remuneration to be paid to him from both the Company and Subsidiary at any time during the tenure shall not exceed Rs. 10 Crores p.a.





#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

In the event of loss or inadequacy of profits in any financial year during the period of first three years of his appointment of Mr. Mani Puttan as Whole-time Director (Operations), the monthly salary, allowances, perquisites and other benefits shall be paid to him notwithstanding that the remuneration is in excess of the limit mentioned in clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013.

Reimbursement of expenses including but not limited to travelling, boarding, and lodging expenses and other amenities as may be incurred by them from time to time, in connection with the Company's business as per Company rules and the same shall not form part of remuneration.

- 3. During the tenure as Whole-time Director (Operations), he shall not be paid any sitting fee for attending the meetings of the Board or any committee thereof.
- 4. Such other terms as determined in the appointment letter.

RESOLVED FURTHER THAT subject to approval of members of the Company by virtue of the Special Resolution passed at the general meeting, the Board hereby accords its approval for drawing the excess remuneration in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as and when applicable.

RESOLVED FURTHER THAT the Consent and declarations received from Mr. Mani Puttan pursuant to the provisions of Companies Act, 2013 and the rules framed thereunder as placed before the Board be and is hereby taken on record.

RESOLVED FURTHER THAT in terms of the provision of Section 203 of the Companies Act, read together with the rules framed thereunder, the Board hereby accords its approval for the appointment of Mr. Mani Puttan as Whole-time Director of Innomech Aerospace Tooling Private Limited (Being the Wholly Owned Subsidiary Company) effective from 30 April 2024.

RESOLVED FURTHER THAT any of the Director and/or the Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds and things including but not limited to issuing of appointment letter, making necessary filings with the regulatory authorities and so on to effectuate the said resolution."

FOR AND ON BEHALF OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED

& MANU

Bangalore-58

RAMAKRISHNA KAMOJHALA

DIRECTOR DIN: 07004517



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

CERTIFIED EXTRACTS OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED HELD ON TUESDAY 30 APRIL 2024 AT 11:00 AM AT THE 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

APPOINTMENT OF MR. ANIL KUMAR PUTTAN (DIN: 07683267) AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act 2013 and Schedule V thereto and other applicable rules under the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) read with the Articles of Association and SEBI Listing Regulations as and when applicable and other applicable laws, subject to the approval of members of the Company, the Board hereby accords its approval for appointment of Mr. Anil Kumar Puttan (DIN: 07683267) as Chairman and Managing Director for a period of five years with effect from 30 April 2024, not liable to retire by rotation, on the terms and conditions as stipulated in the appointment letter and subject to such modification as may be made therein as per the requirement of any authority or otherwise and agreed by and between the Board and Mr. Anil Kumar Puttan.

Brief terms of appointment:

- 1. During his term as the Chairman and Managing Director, Mr. Anil Kumar Puttan shall have substantial powers of the management of the affairs of the Company, including the authority to execute all documents on behalf of the Company and also, to delegate powers to such executives and/or officers of the Company as he may deem fit from time to time, for discharging the duties diligently and efficiently.
- 2. The Chairman and Managing Director shall exercise and perform such powers and duties as the Board of directors of the company (hereinafter called "the Board") shall, from time to time, determine, and subject to any directions and restrictions, from time to time, given and imposed by the Board and subject to the restrictions contained hereinafter, he shall have the general control, management and superintendence of the business of the company with power to appoint and dismiss employees and to enter into contracts on behalf of the company in the ordinary course of business and to do and perform all other acts and things, which in the ordinary course of business he may consider necessary or proper or in the interest of the company.

Bangalore-5

Mobile: +91-9740711811, E-mail: info@unimechaerospace.com www.unimechaerospace.com



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

3. Remuneration of Mr. Anil Kumar Puttan as Chairman and Managing Director of the Company for a period of first three years shall be as under:

Annual Gross total: Salary & Allowance -Rs. 60,00,000/-,, House Rent Allowance -Rs. 24,00,000/-, Special allowance -Rs. 96,00,000/- and a Variable pay -Rs. 1,80,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a;

Provident fund & Gratuity: Rs. 3,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a;

Commission: up to 1% of consolidated turnover of Unimech Aerospace and Manufacturing Private Limited p.a from Unimech Aerospace and Manufacturing Private Limited.

Subject to the approval of members by way of Special resolution, the annual remuneration paid during his first three years as Chairman & Managing Director together with annual remuneration for all such executive directors belonging to promoter or promoter group in the Company may exceed the limits specified under the provisions of the Companies Act, 2013. However, the overall remuneration to be paid to him from both the Company and the Subsidiary at any time during the tenure shall not exceed Rs. 10 Crores p.a.

In the event of loss or inadequacy of profits in any financial year during the period of first three years of appointment of Mr. Anil Kumar Puttan as Chairman and Managing Director, the monthly salary, allowances, perquisites and other benefits shall be paid to him notwithstanding that the remuneration is in excess of the limit mentioned in clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013.

Reimbursement of expenses including but not limited to travelling, boarding, and lodging expenses and other amenities as may be incurred by them from time to time, in connection with the Company's business as per Company rules and the same shall not form part of remuneration.

- 4. During the tenure as Chairman and Managing Director, he shall not be paid any sitting fee for attending the meetings of the Board or any committee thereof.
- 5. As Chairman of the Company, he shall chair the meetings of Board and members of the Company and do all such acts deeds and things as stipulated under the provisions of Companies Act, 2013 read with the rules framed thereunder and the SEBI Listing regulations as and when applicable.
- 6. Such other terms as determined in the appointment letter.

RESOLVED FURTHER THAT subject to approval of members of the Company by virtue of the Special resolution passed at the general meeting, the Board hereby accords its approval for drawing the excess remuneration in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as and when applicable.

Bangalore-58

Mobile: +91-9740711811, E-mail: info@unimechaerospace.com

www.unimechaerospace.com



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

RESOLVED FURTHER THAT the Consent and declarations received from Mr. Anil Kumar Puttan pursuant to the provisions of Companies Act, 2013 and the rules framed thereunder as placed before the Board be and is hereby taken on record.

RESOLVED FURTHER THAT in terms of the provision of Section 203 of the Companies Act, 2013 read together with the rules framed thereunder, the Board hereby accords its approval for the appointment of Mr. Anil Kumar Puttan as Managing Director of Innomech Aerospace Tooling Private Limited (being the Wholly Owned Subsidiary Company) effective from 30 April 2024.

RESOLVED FURTHER THAT any of the Director and/or the Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds and things including but not limited to, issuing of appointment letter, making necessary filings with the regulatory authorities and so on to effectuate the said resolution."

FOR AND ON BEHALF OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED

RAMAKRISHNA KAMOJHALA DIRECTOR Bangalore

DIN: 07004517



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

CERTIFIED EXTRACTS OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED HELD ON TUESDAY 30 APRIL 2024 AT 11:00 AM AT THE 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

APPOINTMENT OF MR. RAMAKRISHNA KAMOJHALA (DIN: 07004517) AS WHOLE-TIME DIRECTOR (FINANCE) OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act 2013 and Schedule V thereto and other applicable rules under the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) read with the Articles of Association and SEBI Listing regulations as and when applicable and other applicable laws, subject to the approval of members of the Company, the Board hereby accords its approval for appointment of Mr. Ramakrishna Kamojhala (DIN: 07004517) who is being eligible and not being disqualified to be appointed as a Director, as Whole-time Director (Finance) for a period of five years with effect from 30 April 2024, liable to retire by rotation, on the terms and conditions as stipulated in the appointment letter and subject to such modification as may be made therein as per the requirement of any authority or otherwise and agreed by and between the Board and Mr. Ramakrishna Kamojhala.

Brief terms of appointment:

- 1. The Whole-time Director (Finance), shall have significant powers of the management of the affairs of the Company in terms of the provisions of law, subject to the superintendence, control and direction of the Managing Director and the Board, including but not limited to the authority to execute all documents on behalf of the Company and also, to delegate powers to such executives and/or officers of the Company as he may deem fit from time to time, for discharging the duties diligently and efficiently.
- 2. Remuneration of Mr. Ramakrishna Kamojhala as Whole-time Director (Finance) of the Company for a period of first three years shall be as under:

 Annual Gross total: Salary & Allowance Rs. 60,00,000/-, House Rent Allowance Rs. 24,00,000/-, Special allowance 60,00,000/- and Variable pay of Rs. 1,44,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a.

Provident fund & Gratuity: Rs. 3,00,000/- p.a from Innomech Aerospace Toolings Private Limited with an annual increment up to 15% p.a.

Commission: up to 1% of consolidated turnover of Unimech Aerospace and Manufacturing Private Limited p.a from Unimech Aerospace and Manufacturing Private Limited.

Subject to the approval of members by way of Special resolution, the annual remuneration paid during his first three years as Whole-time Director (Finance) together with annual remuneration for all such executive directors belonging to promoter or promoter group in the Company may exceed the limits specified under the provisions of the Companies Act, 2013. However, the overall remuneration to be paid to him from both the Company and the Subsidiary at any time during the tenure shall not exceed Rs. 10 Crores p.a.



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

In the event of loss or inadequacy of profits in any financial year during the period of first three years of appointment of Mr. Ramakrishna Kamojhala as Whole-time Director (Finance), the monthly salary, allowances, perquisites and other benefits shall be paid to him notwithstanding that the remuneration is in excess of the limit mentioned in clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013.

Reimbursement of expenses including but not limited to travelling, boarding, and lodging expenses and other amenities as may be incurred by them from time to time, in connection with the Company's business as per Company rules and the same shall not form part of remuneration.

- 3. During the tenure as Whole-time Director (Finance), he shall not be paid any sitting fee for attending the meetings of the Board or any committee thereof.
- 4. Such other terms as determined in the appointment letter.

RESOLVED FURTHER THAT subject to approval of members of the Company by virtue of the Special Resolution passed at the general meeting, the Board hereby accords its approval for drawing the excess remuneration in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as and when applicable.

RESOLVED FURTHER THAT the Consent and declarations received from Mr. Ramakrishna Kamojhala pursuant to the provisions of Companies Act, 2013 and the rules framed thereunder as placed before the Board be and is hereby taken on record.

RESOLVED FURTHER THAT in terms of the provision of Section 203 of the Companies Act, read together with the rules framed thereunder, the Board hereby accords its approval for the appointment of Mr. Ramakrishna Kamojhala as Whole-time Director of Innomech Aerospace Tooling Private Limited (Being the Wholly Owned Subsidiary Company) effective from 30 April 2024.

RESOLVED FURTHER THAT any of the Director and/or the Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds and things including but not limited to issuing of appointment letter, making necessary filings with the regulatory authorities and so on to effectuate the said resolution."

FOR AND ON BEHALF OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED

& MANUA

Bangalore-5

RAJANIKANTH BALARAMAN DIRECTOR

DIN: 07894421



#543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bangalore, Karnataka, India. 560058
ISO 9001-2015 & AS9100 Rev D Certified
GSTIN NO.: 29AABCU9719Q1ZC | CIN NO.: U29200KA2016PTC095712

CERTIFIED EXTRACTS OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED HELD ON TUESDAY 30 APRIL 2024 AT 11:00 AM AT THE 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

APPOINTMENT OF MR. RAMAKRISHNA KAMOJHALA AS CHIEF FINANCIAL OFFICER OF THE COMPANY.

"RESOLVED THAT Pursuant to the provisions of Sections 179 and 203 of the Companies Act, 2013 read together with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Ramakrishna Kamojhala be and is hereby appointed as Chief Financial officer designated as Key Managerial Personnel of the Company with effect from 30 April 2024 on such terms, conditions and remuneration as may be agreed by and between the him and the Management of the Company.

FURTHER RESOLVED THAT Mr. Ramakrishna Kamojhala shall be subject to such terms and conditions and abide by such duties and responsibilities as mentioned in the appointment letter.

FURTHER RESOLVED THAT any of the Director or Company Secretary of the Company be and is hereby authorized to file such forms and returns and to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

FOR AND ON BEHALF OF UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED

RAJANIKANTH BALARAMAN DIRECTOR

DIN: 07894421

30 April 2024

To,

The Board of Directors,

UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED

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

Dear Sir's

Subject: Consent to act as Chief Financial Officer

I, Mr. Ramakrishna Kamojhala, S/o Narahari Kamojhala, hereby give my consent to act as Chief Financial Officer of Unimech Aerospace and Manufacturing Private Limited w.e.f., 30.04.2024.

Sl No	Particulars	Details
1	Name	Mr. Ramakrishna Kamojhala
2	Father's Name	Mr. Narahari Kamojhala
3	Address	134, 3rd Cross, 5th Main, KSRTC Layout Chikkallasandra, Bangalore South, Subramanyapura Bangalore 560061
4	E-mail Id	ram@unimechaerospace.com
5	Mobile No	+91 9740711811
6	Income Tax PAN	ALNPK0291P
7	Date of Birth	24.12.1977
8	Nationality	Indian

Thanking You,

Yours Sincerely

Mr. Ramakrishna Kamojhala