

CERTIFIED TRUE COPY OF THE EXTRACTS OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF INDIA SHELTER FINANCE CORPORATION LIMITED BEARING SERIAL NUMBER 09/2023-24 HELD ON, DECEMBER 07, 2023, AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT, 6TH FLOOR, PLOT NO.15 INSTITUTIONAL AREA, SECTOR 44, GURUGRAM, HARYANA-122002 AT 05:30 P.M.

“RESOLVED THAT, the Board hereby takes note of the intention and consent of the following shareholders of the Company to offer such number of Equity Shares held by them, as mentioned in their respective consent letters, as part of the Offer for Sale:

(a) consent letter dated Decemeber 05, 2023 of Catalyst Trusteeship Limited (as trustee of MICP Trust) to offer up to Rs. 0.20 million in the Offer for Sale;

(b) consent letter dated December 05, 2023 of Catalyst Trusteeship Limited (as trustee of Madison India Opportunities Trust Fund) to offer up to Rs. 1,712.90 million in the Offer for Sale;

(c) consent letter dated December 05, 2023 of Madison India Opportunities IV to offer up to Rs. 544.30 million in the Offer for Sale;

(d) consent letter dated December 05, 2023 of MIO Starrock to offer up to Rs. 317.60 million in the Offer for Sale;

(e) consent letter dated November 23, 2023 of Nexus Ventures III, Ltd. to offer up to Rs. 1,425.00 million in the Offer for Sale;

RESOLVED FURTHER THAT Mr. Rupinder Singh, Managing Director (MD) & Chief Executive Officer (CEO), Mr. Ashish Gupta, Chief Financial Officer (CFO), Ms. Mukti Chaplot, Company Secretary & Chief Compliance Officer of the company be severally authorized to file necessary forms with the Registrar of Companies, Delhi and Haryana at New Delhi and execute and sign all relevant documents including but not limited to consent letters, powers of attorney and certificates as may be required in order to give effect to these resolutions.”

RESOLVED FURTHER THAT, a copy of the above resolution, certified to be true by any Director and/or the Company Secretary, be forwarded to concerned authorities for necessary actions.”

For and on Behalf of
India Shelter Finance Corporation Limited



Mukti Chaplot
Company Secretary & Head Internal-Audit
Membership No. 38326
Date: 07/12/2023
Place: Gurgaon

India Shelter Finance Corporation Limited

Registered office – 6th Floor, Plot No 15, Institutional Area, Sector 44, Gurgaon, Haryana-122002
CIN: U65922HR1998PLC042782, Phone No +91-124-4131807
E-mail: customer.care@indiashelter.in, Website: www.indiashelter.in

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“RESOLVED THAT in furtherance of the resolution of the Board dated August 3, 2023, and resolution of the IPO Committee dated August 4, 2023 approving the filing of the draft red herring prospectus, the ‘in-principle’ approvals, each dated October 3, 2023 received from each of the BSE Limited and National Stock Exchange of India Limited (“Stock Exchanges”) and the Securities and Exchange Board of India (“SEBI”) letter bearing reference no. SEBI/HO/CFD/RAC/DIL-1/OW/2023/48402/1 dated December 01, 2023 and SEBI/HO/CFD/RAC/DIL-1/OW/2023/49055/1 dated December 06, 2023, noting changes made to the draft red herring prospectus, the red herring prospectus of the Company (“RHP”), a copy of which is placed before this meeting and the information contained therein as per the requirements of Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and other applicable law, be and is hereby approved and taken on record in connection with the proposed initial public offering of equity shares of face value of ₹ 5 each of the Company for filing with the Registrar of Companies, the Stock Exchanges, SEBI and such other authorities or persons as may be required under applicable laws.

RESOLVED FURTHER THAT the preliminary international wrap dated December 07, 2023, of the Company which is placed before the Board in respect of the Offer (“Preliminary International Wrap”), be and is hereby approved.

RESOLVED FURTHER THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the SEBI ICDR Regulations and other applicable laws, approvals (if any) by authorities as may be necessary, Mr. Rupinder Singh, Managing Director (MD) & Chief Executive Officer (CEO), Mr. Ashish Gupta, Chief Financial Officer (CFO), Ms. Mukti Chaplot, Company Secretary & Chief Compliance Officer, be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP and/or the Preliminary International Wrap, if any, and to finalise the RHP and the Preliminary International Wrap and approval be and is hereby granted for filing the RHP and any other related documents with the SEBI, the Registrar of Companies, the Stock Exchanges and with any other regulatory authority as may be necessary with respect to the initial public offering and undertake such other necessary steps to implement the above resolution.

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RESOLVED FURTHER THAT each of the Directors of the Company and the Chief Financial Officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.

RESOLVED FURTHER THAT Mr. Rupinder Singh, Managing Director (MD) & Chief Executive Officer (CEO) , Mr. Ashish Gupta, Chief Financial Officer (CFO), Ms. Mukti Chaplot, Company Secretary & Chief Compliance Officer, be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal counsels to the Offer and the book running lead managers appointed in this respect.

RESOLVED FURTHER THAT all monies received out of the Offer (as defined in the RHP) shall be transferred to a separate bank account maintained with the scheduled bank as per the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT a copy of the above resolutions, certified by any Director or the Company Secretary and Chief Compliance Officer of the Company, be forwarded to the concerned authorities for necessary action.”

For and on Behalf of
India Shelter Finance Corporation Limited



Mukti Chaplot
Company Secretary & Head Internal-Audit
Membership No. 38326
Date: 07/12/2023
Place: Gurgaon

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