



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 137TH BOARD MEETING OF PROTEAN eGOV TECHNOLOGIES LIMITED (formerly NSDL e-GOVERNANCE INFRASTRUCTURE LIMITED) HELD ON MONDAY, APRIL 18, 2022 AT 4:00 P.M. THROUGH VIDEO CONFERENCING (VC) AT THE BOARD ROOM OF THE COMPANY AT ITS REGISTERED OFFICE SITUATED AT TIMES TOWER, 1ST FLOOR, KAMALA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI – 400013.

“RESOLVED THAT the addendum to the Draft Red Herring Prospectus (“DRHP”) containing the Restated Audited Consolidated Financial Statements (“restated financials”) for the financial years ended March 31, 2021, March 31, 2020 and March 31, 2019 and for the nine months ended December 31, 2021 and December 31, 2020 prepared in accordance with Ind AS 34 and the audited Consolidated Financial Statements for financial year ended March 31, 2021, March 31, 2020 and March 31, 2019, prepared in accordance with Ind AS and restated in accordance with requirements of Section 26 of Part I of Chapter III of the Companies Act, the SEBI ICDR Regulations and the Guidance Note on “Reports in Company Prospectuses (Revised 2019)” issued by the ICAI, for the proposed Offer for Sale (OFS) / Initial Public Offer (IPO) of the Company be and is hereby approved and adopted for filing with SEBI and the relevant stock exchange, as the case may be, in accordance with the Companies Act, 2013, read with the rules framed thereunder, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, each as amended from time to time and other applicable laws.

RESOLVED FURTHER THAT the addendum to DRHP is hereby recommended for signing by each of the Directors of the Company, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative) and each such person be and are hereby authorized to sign the said Addendum to the DRHP for and on behalf of the Company and to file the same with the SEBI.

Protean eGov Technologies Limited

(Formerly NSDL e-Governance Infrastructure Limited)

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(CIN U72900MH1995PLC095642)



RESOLVED FURTHER THAT the IPO Committee and/or Mr. Suresh Sethi – Managing Director & CEO and/or Mr. Jayesh Sule - Whole-time Director & COO and/or Mr. Tejas Desai – Chief Financial Officer (CFO) of the Company, be and are hereby severally authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments as may be suggested or recommended by any regulatory authority and stock exchanges and as may be required to update the addendum to DRHP before filing it with the concerned regulatory authorities and stock exchange.

RESOLVED FURTHER THAT the Company Secretary and Compliance Officer of the Company be and is hereby authorized to take all steps for giving effect to the aforesaid resolution.”

**Certified True Copy
For Protean eGov Technologies Limited
(formerly NSDL e-Governance Infrastructure Limited)**

**Maulesh Kantharia
Company Secretary & Compliance Officer (FCS 9637)**

Date: April 25, 2022
Place: Mumbai