



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 147TH MEETING OF THE BOARD OF DIRECTORS OF PROTEAN eGOV TECHNOLOGIES LIMITED (formerly NSDL e-GOVERNANCE INFRASTRUCTURE LIMITED) HELD ON FRIDAY, OCTOBER 6, 2023 AT THE REGISTERED OFFICE OF THE COMPANY, BOARD ROOM, 1ST FLOOR, TIMES TOWER, KAMALA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI – 400013.

To approve and adopt the Updated Draft Red Herring Prospectus (UDRHP) in relation to the OFS/IPO of the Company

“RESOLVED THAT copy of the UDRHP, modified and updated pursuant to the applicable observation letters issued by Securities and Exchange Board of India (“SEBI”) including the Final SEBI Observation Letter, containing the requisite information as prescribed by applicable law including applicable provisions of the Companies Act, 2013, and the rules notified 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 Regulations”), the Securities Contracts (Regulation) Act, 1956, as amended the Securities Contracts (Regulations) Rules, 1957, as amended and any other regulations issued by SEBI, in respect of the proposed initial public offer of equity shares of face value of ₹ 10 each (“Equity Shares”) of the Company by way of an offer for sale of Equity Shares by 360 ONE Special Opportunities Fund, NSE Investments Limited, Administrator of the Specified Undertaking of the Unit Trust of India, HDFC Bank Limited, Axis Bank Limited, Deutsche Bank A.G., Union Bank of India, the existing shareholders of the Company (the “Selling Shareholders”, and such offering of shares, the “Offer”), as placed before the Board, be and is hereby taken on record and approved for filing with SEBI and such other authorities or persons as may be required.





RESOLVED FURTHER THAT Mr. Suresh Sethi – Managing Director & CEO and/or Mr. Jayesh Sule – Whole-time Director & COO and/or Mr. Sudeep Bhatia – Chief Financial Officer and/or Mr. Maulesh Kantharia – Company Secretary & Compliance Officer be and are hereby severally authorised to finalise or carry out any further alterations to the U-DRHP and submit the same with the SEBI 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 a copy of the above resolution, certified to be true by any Director or Key Managerial Personnel, be forwarded to concerned authorities for necessary actions.”

Certified True Copy

For Protean eGov Technologies Limited

(formerly NSDL e-Governance Infrastructure Limited)



Maulesh Kantharia

Company Secretary & Compliance Officer

FCS 9637

Date: October 6, 2023

Place: Mumbai