



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF GOEL CONSTRUCTION COMPANY LIMITED HELD ON FRIDAY, SEPTEMBER 05, 2025, AT THE REGISTERED OFFICE SITUATED AT 8, VASHISTH MARG, GOM DEFENCE, VAISHALI NAGAR, JAIPUR, RAJASTHAN, INDIA 302021

TO APPROVE THE PROSPECTUS OF GOEL CONSTRUCTION COMPANY LIMITED

The Chairman informed the Board of Directors of the Company that in furtherance with the resolutions passed by the Board of Directors dated March 30, 2025 for approving the Draft Red Herring Prospectus (the "**DRHP**") and August 26, 2025 for approving the Red Herring Prospectus (the "**RHP**") and the receipt of in-principle approval vide letter dated June 20, 2025 from the BSE Limited (BSE) for the listing the Equity Shares of the Company on BSE SME ("**SME Platform of the BSE**") the Company has prepared the Prospectus.

The Chairman placed before the Board of Directors of the Company the Prospectus dated September 05, 2025 of the Company for approval. After detailed review, discussions and deliberations the following resolution was passed:

"RESOLVED THAT, in furtherance to the resolutions passed by the Board of Directors of the Company on March 30, 2025, August 26, 2025 and the receipt of in-principle approval vide letter dated June 20, 2025 from the BSE Limited (BSE) for the listing the Equity Shares of the Company on BSE SME ("**SME Platform of the BSE**") the Prospectus dated September 05, 2025 for the proposed initial public offering (the "**Offer**") of equity shares of the Company of face value of ₹ 10 each (the "**Equity Shares**"), containing fresh issue of 30,84,400 of equity shares of the Company aggregating to ₹ 81,11,97,200 and an Offer for sale of 7,23,600 of equity shares of the Company aggregating to ₹ 19,03,06,800 by existing and eligible shareholders who had intimated their intention to the Board (the "**Offer for Sale**" and together with the Fresh Issue, the "**Offer**") at offer price ₹263/- as determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with Srujan Alpha Capital Advisors LLP, the Book Running Lead Manager to the Offer (the "**BRLM**"), as provided to, and tabled before the Board of Directors and initialled by the Chairman for the purpose of identification, containing the requirements as notified under the provisions of the Companies Act, 2013, as amended, and the rules framed thereunder (the "**Companies Act**") and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**") and other applicable laws, be and is hereby approved for filing with the BSE SME, as the case may be, and such other governmental or supervisory authorities or persons as may be required, in accordance with the applicable provisions of the Companies Act, the SEBI ICDR Regulations and other applicable laws.

RESOLVED FURTHER THAT, all the Directors in their respective capacity, be and are hereby authorized to sign the said Prospectus on behalf of the Company and deliver a copy to the BRLM and file the same with the BSE SME, for listing purposes 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 afore going resolutions.



GOEL CONSTRUCTION COMPANY LIMITED
(FORMERLY KNOWN AS GOEL CONSTRUCTION CO. PVT. LTD.)

CIN: U45201RJ1997PLC013937 | GSTIN: 08AAACG7717R1ZZ | REGD. OFFICE: 8, VASHISTH MARG, GOM DEFENCE, VAISHALI NAGAR JAIPUR - 302021, RAJASTHAN | 0141-4045121 | CONTACT@GOELCONSTRUCTION.CO.IN | WWW.GOELCONSTRUCTION.CO.IN



RESOLVED FURTHER THAT Ms. Surbhi Maloo, the Company Secretary of the Company, be and is hereby authorized to take all steps for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT a certified true copy of the aforesaid resolution under the signature of any of the Directors be submitted with the concerned regulatory authorities.”

**CERTIFIED TRUE COPY
For GOEL CONSTRUCTION COMPANY LIMITED
(FORMERLY KNOWN AS GOEL CONSTRUCTION
COMPANY PRIVATE LIMITED)**



**Arun Kumar Goel
(DIN-00272592)
(Whole Time Director)
Add.:502, Sourav Tower, Vaishali Nagar,
Jaipur- 302021, Rajasthan**

**Date: 05/09/2025
Place: Jaipur**

**GOEL CONSTRUCTION COMPANY LIMITED
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