



CERTIFIED TRUE COPY OF RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF VENTIVE HOSPITALITY LIMITED (FORMERLY KNOWN AS “VENTIVE HOSPITALITY PRIVATE LIMITED” AND ICC REALTY (INDIA) PRIVATE LIMITED) AT ITS MEETING HELD ON SATURDAY, 14TH DECEMBER 2024 AT THE REGISTERED OFFICE (DEEMED VENUE) OF THE COMPANY THROUGH VIDEO CONFERENCING AT 9 A.M.

APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFER BY THE COMPANY:

“RESOLVED THAT in furtherance of the resolution passed by the IPO Committee at its meeting held on September 10, 2024 approving the draft red herring prospectus and without prejudice to any action, deed or matter undertaken by the Company pursuant thereto, the in-principle approvals dated 28th October 2024 received from BSE Limited and the National Stock Exchange Limited (together with BSE Limited, the “Stock Exchanges”) each, the final observation letter bearing reference no. SEBI/CFD/RAC-DIL2/OW/2024/36676/1 dated 28th November 2024 received from the Securities and Exchange Board of India (“SEBI”), subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, and applicable provisions of the Companies Act, 1956, if any, the applicable provisions of the SEBI Act, 1992, as amended, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), and other regulations issued by the SEBI, the red herring prospectus dated 14th December 2024 (the “RHP”), in respect of the initial public offer of equity shares of face value of ₹1 each of the Company (the “Equity Shares”) comprising a fresh issue Equity Shares aggregating up to ₹16,000.00 million (“Fresh Issue” or “the Issue”) at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the book running lead managers to the Issue (“BRLMs”), within the price band to be decided by the Company in consultation with the BRLMs, as placed before the Board and containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved for filing with the RoC (pursuant to Section 32 of the Companies Act, 2013 and the rules made thereunder, each as amended), the SEBI, the Stock Exchanges and such other authorities or persons as may be required under the applicable laws;

RESOLVED FURTHER THAT Chairman and Executive Director, Chief Executive Officer, Chief Financial Officer and Company Secretary and Compliance Officer be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and to submit the same with the RoC, SEBI, the Stock Exchanges 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;

VENTIVE HOSPITALITY LIMITED

Regd Off: 2nd Floor, Tower 'D', Tech Park One, Yerwada, Pune - 411 006
info@ventivehospitality.com | www.ventivehospitality.com | CIN-U45201PN2002PLC143638
Tel.: +9120 6906 1900 | Fax: +9120 6906 1901

(Formerly known as VENTIVE HOSPITALITY PRIVATE LIMITED) | (Formerly known as ICC REALTY (INDIA) PRIVATE LIMITED)

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

RESOLVED FURTHER THAT, the preliminary international wrap dated 14th December 2024 which is placed before the Board in respect of the Issue, be and is hereby approved.

RESOLVED FURTHER THAT Chairman and Executive Director, Chief Executive Officer, Chief Financial Officer and Company Secretary and 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 counsel and the BRLMs appointed in this respect;

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

//Certified True Copy//

For and on behalf of Ventive Hospitality Limited



Pradip Bhatambrekar

Membership No: A25111

Date: 14.12.2024

Address: Tech Park One Tower D

Yerwada Pune 411006