

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF M/S. DIGILOGIC SYSTEMS LIMITED (FORMERLY KNOWN AS DIGILOGIC SYSTEMS PRIVATE LIMITED) HELD ON THURSDAY THE 21<sup>ST</sup> DAY OF AUGUST 2025 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT #102, 1ST FLOOR, DSL ABACUS TECH PARK UPPAL KALSA VILLAGE, UPPAL MANDAL, RANGAREDDI, RANGAREDDY, TELANGANA, INDIA, 500039.

**ITEM # 6: NOTING OF CONSENT OF SELLING SHAREHOLDERS WHO PARTICIPATE IN OFFER FOR SALE**

The Chairman informed the Board that, in connection with the proposed Offer for Sale (OFS) of equity shares of the Company, Mr. Madhusudhan Varma Jetty had conveyed his willingness to participate as selling shareholder. As required under applicable laws and regulatory guidelines, including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other relevant provisions.

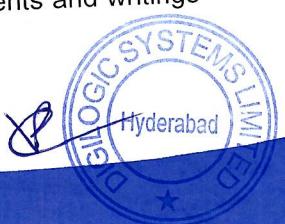
Mr. Madhusudhan Varma Jetty, shareholder of the company had submitted the written consent for participating in the OFS and for inclusion of his shares in the offer.

The Board took note of the same and acknowledged the participation of the selling shareholder in the Offer for Sale process.

**"RESOLVED THAT** the Board hereby takes on record that Mr. Madhusudhan Varma Jetty, the existing shareholder of the Company have, *vide* their letters dated 19.08.2025, consented to offer up to 11,50,000 Equity Shares held by him for sale through the Offer and that the Company has been authorised by the Selling Shareholder in terms of Section 28(3) of the Companies Act, 2013.

**"RESOLVED FURTHER THAT** the Board and Company Secretary and Compliance officer of the Company be and are hereby severally authorised to file necessary forms with the Registrar of Companies, Telangana, Hyderabad and execute and sign all relevant documents including but not limited to consent letters, powers of attorney, certificates etc., as may be required in order to give effect to this resolution."

**"RESOLVED FURTHER THAT** the Board and/ or CFO and/ or Company Secretary and Compliance officer of the Company be and are hereby severally authorised to do all such acts, things and deeds on behalf of the Company to effectively implement this resolution, including making the necessary applications, filing forms with the Registrar of Companies, Telangana, Hyderabad, and doing all such acts, deeds, matters and things as may be required to give effect to the above resolution, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings



as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be."

// CERTIFIED TRUE COPY //  
For DIGILOGIC SYSTEMS LIMITED



Kameswara Rao Vempati

Kameswara Rao Vempati  
Company Secretary

M.No. A60095

# 402, Hi-Max Sindhura,  
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