

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 WEDNESDAY THE 31<sup>ST</sup> DAY OF DECEMBER 2025 AT 03:00 P.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.

**APPROVE THE RESTATED FINANCIAL STATEMENTS OF THE COMPANY AND NOTE THE EXAMINATION REPORT THEREON**

**"RESOLVED THAT** the audited Restated Financial Statements of the Company prepared in accordance with the applicable accounting standards, as restated in accordance with the provisions of the SEBI ICDR Regulations, for the period half year ended September 30, 2025 and for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 (the **"Restated Financial Statements"**), Upon recommendation of the Audit Committee, a copy of 'Restated Financial Statements' placed before the Board, prepared for inclusion in red herring prospectus and the prospectus proposed to be filed with Registrar of Companies, Telangana at Hyderabad (**"RoC"**), Securities and Exchange Board of India, and Stock Exchange, in respect of the initial public offering of equity shares of the Company (**"Equity Shares"**) comprising a fresh issue of the Equity Shares by the Company (**"Fresh Issue"**) and offer for sale of Equity Shares by the Selling Shareholders (the **"Offer for Sale"**, and together with the Fresh Issue, the **"Offer"**), be and are hereby approved.

**RESOLVED FURTHER THAT** the examination report as issued by the Statutory Auditors of the Company, M/s. B Srinivasa Rao & Co., Peer Reviewed Chartered Accountants, as per the drafts tabled at the meeting be and are hereby taken on record, for the purpose of inclusion in the red herring prospectus and the prospectus proposed to be filed in relation to the Offer.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified by any Director of the Company or the Company Secretary of the Company, be forwarded to the any concerned person for necessary action."

**APPROVE THE KEY PERFORMANCE INDICATORS FOR DISCLOSURE IN THE RED HERRING PROSPECTUS ("RHP") AND THE PROSPECTUS**

**"RESOLVED THAT** the approval of the member of the Committee is hereby accorded to disclose the key performance indicators (the **"KPIs"**) as set out in Annexure-1 along with the disclosures relating to verified/ audited details for all KPIs pertaining to the Company in the red herring prospectus (**"RHP"**), the prospectus and other documents or material issued in relation thereto, including any amendments, addendum or corrigendum.

*Kamesh*



**RESOLVED FURTHER THAT** in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the guidance note issued by ICAI on KPIs and other applicable laws, it is hereby confirmed that the details for all the KPIs that have been disclosed to the earlier investors of the Company at any point of time during the three years period prior to the date of filing of the draft red herring prospectus with the Stock Exchange and have been verified and audited by M/s. B Srinivasa Rao & Co., Chartered Accountants pursuant to the certificate as set out in the annexure mentioned hereinabove are disclosed in the "Basis for Offer Price section of the RHP.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified by any Director of the Company or the Company Secretary of the Company, be forwarded to the any concerned person for necessary action."

**// CERTIFIED TRUE COPY //**  
**For DIGILOGIC SYSTEMS LIMITED**

*Kamesh*

Kameswara Rao Vempati  
Company Secretary and Compliance officer  
ICSI M.No. A60095



#402, Hi Max Sindhuva,  
Pragathi Nagar, Near INCOIS,  
HYDERABAD - 500090



**DIGILOGIC SYSTEMS LIMITED**

(Formerly known as Digilogic Systems Private Limited)

CIN : U62099TG2011PLC07793 **3**

# 102, 1st Floor, DSL Abacus Tech Park, Uppal,  
Hyderabad, Ranga Reddy, Telangana - 500 039

Tel : 040 - 4547 4601 / 02 / 03 | Fax : 040 - 4547 4610  
Email: info@digilogicsystems.com | Web: www.digilogicsystems.com



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEETING OF THE AUDIT COMMITTEE (4<sup>TH</sup> OF FY 2025-26) OF M/S. DIGILOGIC SYSTEMS LIMITED (FORMERLY KNOWN AS DIGILOGIC SYSTEMS PRIVATE LIMITED) HELD ON WEDNESDAY THE 31<sup>ST</sup> DAY OF DECEMBER 2025 AT 2:00 P.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.

**APPROVE AND RECOMMEND THE RESTATED FINANCIAL STATEMENTS OF THE COMPANY AND NOTE THE EXAMINATION REPORT THEREON:**

**"RESOLVED THAT** the audited Restated Financial Statements of the Company prepared in accordance with the applicable accounting standards, as restated in accordance with the provisions of the SEBI ICDR Regulations, for the period half year ended September 30, 2025 and for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 (the **"Restated Financial Statements"**), a copy of which was placed before the Audit Committee Members, prepared for inclusion in red herring prospectus and the prospectus proposed to be filed with Registrar of Companies, Telangana at Hyderabad (**"RoC"**), Securities and Exchange Board of India, and Stock Exchange, in respect of the initial public offering of equity shares of the Company (**"Equity Shares"**) comprising a fresh issue of the Equity Shares by the Company (**"Fresh Issue"**) and offer for sale of Equity Shares by the Selling Shareholders (the **"Offer for Sale"**, and together with the Fresh Issue, the **"Offer"**), be and are hereby approved and recommended to the Board of Directors for their approval thereof reflecting true and fair position of the Company's current financial position.

**RESOLVED FURTHER THAT** the examination report as issued by the Statutory Auditors of the Company, M/s. B Srinivasa Rao & Co., Peer Reviewed Chartered Accountants, as per the drafts tabled at the meeting be and are hereby taken on record, for the purpose of inclusion in the red herring prospectus and the prospectus proposed to be filed in relation to the Offer.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified by any member of the Committee or the Company Secretary of the Company, be forwarded to the any concerned person for necessary action."

**APPROVE AND RECOMMEND THE KEY PERFORMANCE INDICATORS FOR DISCLOSURE IN THE RED HERRING PROSPECTUS ("RHP") AND THE PROSPECTUS:**

**"RESOLVED THAT** the approval of the member of the Audit Committee is hereby accorded and recommended to the Board of Directors to disclose the key performance indicators (the "KPIs") as set out in Annexure-1 along with the disclosures relating to verified/ audited details for all KPIs pertaining to the Company in the red herring prospectus (**"RHP"**), the prospectus and other documents or material issued in relation thereto, including any amendments, addendum or corrigendum.

*Kamerla*



**RESOLVED FURTHER THAT** in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the guidance note issued by ICAI on KPIs and other applicable laws, it is hereby confirmed that the details for all the KPIs that have been disclosed to the earlier investors of the Company at any point of time during the three years period prior to the date of filing of the draft red herring prospectus with the Stock Exchange and have been verified and audited by M/s. B Srinivasa Rao & Co., Chartered Accountants pursuant to the certificate as set out in the annexure mentioned hereinabove are disclosed in the "Basis for Offer Price" section of the RHP.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified by any member of the Committee or the Company Secretary of the Company, be forwarded to the any concerned person for necessary action."

**// CERTIFIED TRUE COPY //**  
**For DIGILOGIC SYSTEMS LIMITED**



Kameswara Rao Vempati  
Company Secretary and Compliance officer  
ICSI M.No. A60095



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