



CTM TECHNOLOGIES PVT LIMITED

World class machinery for **conductor & cable manufacturing**

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF THE CTM TECHNOLOGIES LIMITED (FORMERLY KNOWN AS CTM TECHNOLOGIES PRIVATE LIMITED) DULY CONVENED AND AT WHICH A PROPER QUORUM WAS PRESENT HELD AT THE REGISTERED OFFICE PREMISES OF THE COMPANY SITUATED AT PLOT NO. 744, SECTOR 69, IMT FARIDABAD, BADROLA, SECTOR 16A, FARIDABAD – 121002, HARYANA, INDIA ON FRIDAY, THE 18TH DAY OF SEPTEMBER 2026 COMMENCED AT 11:00 A.M. (I.S.T.) AND CONCLUDED AT 11:30 A.M. (I.S.T.)

ISSUE AND ALLOTMENT OF EQUITY SHARES TO THE PUBLIC (INITIAL PUBLIC OFFER) AND SALE OF EQUITY SHARES OF THE COMPANY BY WAY OF AN OFFER FOR SALE

“RESOLVED THAT in terms of Sections 23(1)(a), 62(1)(c) other applicable provisions, if any, of the Companies Act 2013, and Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company and subject to and in accordance with any other applicable laws or regulation in India, including without limitation, the provisions of the Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") (including any statutory modification or re-enactment thereof, for the time being in force) and the listing agreement to be entered into with the Stock Exchange where the equity shares of the Company are proposed to be listed on the SME platform and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Securities and Exchange Board of India ("SEBI"), Stock Exchange(s), the Reserve Bank of India ("RBI") Ministry of Corporate Affairs ("MCA"), the Registrar of Companies (the "RoC") and/ or any other competent authorities, and all other appropriate applicable statutory and/or regulatory requirements and subject to such approvals, consents, sanctions, permissions and conditions as may be prescribed by competent statutory and/or regulatory authorities and subject to such conditions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "Board" and which term shall include such Committee of Directors constituted/to be constituted for the said purpose) and subject to the approval of the Shareholders of the Company, the consent of the Board of Directors be and is hereby accorded for an initial public offering up to **44,40,000** (Forty-Four Lakh Forty Thousand) Equity Shares, and the Board be and is hereby authorized to create, issue, offer, transfer and allot up to **35,60,000** (Thirty-Five Lakh Sixty Thousand) Equity Shares by way of a fresh issue (the "**Fresh Issue**") together with an offer for sale up to **8,80,000** (Eight Lakh Eighty Thousand) Equity Shares. Such offer for sale being referred as the "**Offer for Sale**", together with Fresh Issue, is referred to as "**the Offer**" to list the Equity Shares on the recognized Stock Exchange(s) (including SME platform). The Offer for Sale includes offer for sale of upto **8,80,000** (Eight Lakh Eighty Thousand) Equity Shares by Mr. Arwind Singh Baghel, (the "**Promoter Selling Shareholder**") on such terms and conditions, in such manner and during such period to the public and to such person or persons, who may or may not be the Shareholders/ Members of the Company, to the general public at large and to other categories of investors viz. QIBs (FIIs, FIs, and other eligible entities as per SEBI Regulations), HNIs, Individual Investors, Employees of the Company, Non-resident

CIN: U46599HR2025PTC129125

Indians, Bodies Corporate or other entities as per the extant Regulations and to such other persons in one or more combinations thereof, from time to time in one or more tranches such number of Equity Shares having Face value of Rs.10.00 each at a price to be determined by the Book Building method at such premium, as the Board of Directors may deem fit and proper, to enlist the Equity Shares of the Company on the recognized Stock Exchange(s) (including SME platform) as the Board of Directors of the Company may deem fit and proper, as the Board may at its sole discretion decide and approve in consultation with Book Running Lead Manager (BRLM) on such terms and conditions including the number of shares to be issued, at par or at premium as may be finalized and approved by the Board in its absolute discretion in accordance with extant the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time and any other applicable statute."

"RESOLVED FURTHER THAT in accordance with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, the Board of Directors of the Company be and is hereby authorised to make allotment of Equity Shares in excess of the number of Equity Shares offered under the Offer, to the extent permissible under the applicable provisions of the SEBI (ICDR) Regulations, for the purpose of rounding off and making allotments in minimum lots, in case of oversubscription, in consultation with the Designated Stock Exchange"

"RESOLVED FURTHER THAT the Equity Shares to be allotted in the offer shall continue to be subject to the Memorandum of Association and Articles of Associations of the Company and shall continue to rank pari passu in all respects with the existing Equity Shares that are not being offered for sale in the Offer, including rights in respect of dividend."

"RESOLVED FURTHER THAT for the purpose of giving effect to any transfer of Equity Shares, the Board or any committee thereof be and is hereby authorized to determine along with the Promoter Selling Shareholder as may be applicable the terms of the Offer including the class of investors to whom the securities are to be allotted, offer price, including discounts(s) if any permitted under applicable law, listing on one or more stock exchanges in India as the Board in its absolute discretion deems fit and do all such acts, deeds, matters and things and execute such deeds, documents and agreements, as it may, in its absolute discretion, deem necessary, proper, desirable and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise in regard to the offering and to accept and to give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions, as it may, in its absolute discretions, deem fit and proper in the best interest of the Company."

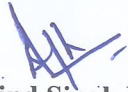
"RESOLVED FURTHER THAT the new Equity shares so issued shall upon allotment shall have the same rights of voting as the Equity shares and be treated for all other purposes pari-passu with the existing Equity shares of the Company and that the equity shares so allotted during the financial year shall be entitled to the dividend, if any declared, including other corporate benefits, if any, for the financial year in which the allotment has been made and subsequent years."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters of whatsoever nature that may be incidental thereto, including but not limited to appointment of Lead Manager(s), Legal Advisor, Syndicate Member(s), Underwriter(s), Market Maker(s), Depository (ies), Registrars and Transfer Agent (RTA) and other agencies as may be involved in or concerned in such Public issue and to remunerate all such agencies by way of commission, brokerage, fees or otherwise, by way of entering into agreement or otherwise and to settle any question, doubt or difficulty that may arise in regard to the issue, offer and allotment of the said shares."

//Certified true Copy//

For CTM Technologies Limited
(Formerly known as CTM Technologies Private Limited)

For CTM TECHNOLOGIES LIMITED


Arwind Singh Baghel
Managing Director
DIN: 00665058

Director

Address: Flat No.-J-801, Tower-J, BPTP Park Grandeura,
Sector-82, Haryana Kheri Kalan Faridabad-121002

Date: 18.09.2026

Place: Haryana