

BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400001
Tel No.: 22721233

Sub: EGM proceedings dated May 04, 2023

Ref: Regulation 51(2) read with Part B of Schedule III of SEBI LODR Regulations, 2015

Dear Sir/Madam,

We wish to inform you that the members at the Extra-Ordinary General Meeting held on May 04, 2023 passed the following resolution:

Approval for issuance of Commercial Papers on Private Placement Basis.

Pursuant to Section 179 of Companies Act, 2013 and other applicable provisions if any, the issuance limit of Rs. 100 Crores by way of commercial papers during the financial year 2023-24 through private placement has been approved.

We have enclosed the extracts of the EGM resolution for your reference. Kindly take the same on records.

Thanking You,

Yours Faithfully,

For Visage Holdings and Finance Private Limited

AISWAR Digitally signed by
AISWARYA RAVI
YA RAVI Date: 2023.05.04
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Aiswarya Ravi
Chief Financial Officer and Compliance Officer

Place: Bengaluru

[End: EGM Resolution]

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 01/2023-24 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF VISAGE HOLDINGS AND FINANCE PRIVATE AT THE REGISTERED OFFICE OF THE COMPANY AT #50, 2ND FLOOR, 100 FEET ROAD, HAL 2ND STAGE, INDIRANAGAR, BANGALORE – 560038 ON THURSDAY, MAY 04, 2023, AT 17:00 HOURS.

Approval for issuance of Commercial Papers on Private Placement Basis

"**RESOLVED THAT** pursuant to the provisions of Section 179 and other applicable provisions of the of the Companies Act, 2013 and subject to, and in accordance with, the provisions of and any approvals that may be required, under the Companies Act, 2013 and the rules made there under (including any statutory modifications or re- enactments for the time being in force), the 'Reserve Bank Commercial Paper Directions, 2017' issued by the Reserve Bank of India as amended, restated or modified from time to time, 'Operational Guidelines on Commercial Paper by Fixed Income Money Market and Derivatives Association of India as amended, restated or modified from time to time, the 'Framework for listing of Commercial Paper' issued by Securities and Exchange Board of India, the guidelines issued by the Securities and Exchange Board of India with respect to electronic book mechanism and the operational guidelines issued by the relevant Electronic Book Provider, as may be amended, clarified or updated from time to time as may be applicable, the applicable regulations, directions, guidelines, circulars and notifications of the Reserve Bank of India ("**RBI**"), Securities and Exchange Board of India ("**SEBI**") and the Fixed Income Money Market and Derivatives Association of India ("**FIMMDA**") and the Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall include any Committee(s) and/or any of the Director(s) or person(s) authorized by the Board to exercise powers conferred by this resolution to the extent permitted by law), to raise funds up to INR 100,00,00,000/- (Indian Rupees One hundred Crores) by issuance of rated, listed or unlisted, secured or unsecured Commercial Paper(s) on a private placement / preferential or any other basis, either in physical or dematerialized form or through any other mode as applicable, on such terms and conditions as Board of Directors may decide at their discretion, in one or more tranches during the financial year 2023-2024.

RESOLVED FURTHER THAT Ms. Hardika Shah, Director & CEO, Mr. Thirunavukkarasu Rajendran, Director, Ms. Aiswarya Ravi, Chief Financial Officer and Ms. Kanti Hegde, Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution."

//Certified to be True//

For Visage Holdings and Finance Private Limited

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HARDIKA SHAH
Date: 2023.05.04
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**Hardika Shah
Director and CEO**

Date: May 04, 2023

Place: Bengaluru