

AMWILL

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE BOARD OF DIRECTORS MEETING OF AMWILL HEALTH CARE LIMITED (FORMERLY KNOWN AS AMWILL HEALTH CARE PRIVATE LIMITED) HELD ON SATURDAY THE 18TH DAY OF MAY, 2024 AT COMMENCED AT THE REGISTERD OFFICE OF THE COMPANY SITUATED AT NO 157, 1ST FLOOR, 2ND MAIN, 3RD CROSS, CHAMRAJPET, BENGALURU, 560018 FROM 12.00 P.M AND CONCLUDED AT 1.00 P.M.

1. TO OBTAIN IN-PRINCIPLE APPROVAL FOR LISTING THE EQUITY SHARES ON SME PLATFORM OF BSE LIMITED

The Chairman informed the Board that the present Offer was authorized pursuant to a resolution of the Board dated April 5, 2024 and pursuant to a special resolution of the Shareholders passed in an Extra-Ordinary General Meeting dated April 6, 2024 under Section 62(1)(c) of the Companies Act, 2013. In the said resolution the Emerge Platform of National Stock Exchange of India Limited was approved as the Stock Exchange for applying for in-principle applications and listing the Equity Shares pursuant to the initial public offering. However, on account of certain strategic discussions, it has been decided to change the stock exchange to SME Platform of BSE Limited. The Board approved the same and passed the following resolution:

“RESOLVED THAT the Company may make applications to the SME Platform of BSE Limited (“**Stock Exchange**”) for in-principle approval for listing of its equity shares and file such papers and documents, tabled before the members of the Board, containing the requisite information as prescribed by applicable laws and regulations, including a copy of the draft red herring prospectus, as may be required for the purpose of this initial public issue.”

“RESOLVED FURTHER THAT Mr. Anand Gandhi, Managing Director, be and are hereby severally or jointly authorised to negotiate, finalise, execute and deliver the agreement with the SME Platform of BSE Limited, and to do all such acts, deeds, matters and things as deemed necessary, proper or desirable, 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 interests of the Company.”

“RESOLVED FURTHER THAT the Board is hereby authorised to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the draft red herring prospectus in accordance with the applicable law and regulations prior to filing the same with the SME Platform of BSE Limited.”

2. TO APPROVE AND ADOPT THE DRAFT RED HERRING PROSPECTUS

The Chairman placed before the Board the draft red herring prospectus of the Company for approval. The Board approved the same and passed the following resolution:

Anand Gandhi



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“RESOLVED THAT, the Draft Red Herring Prospectus for the proposed initial public offering (the **“Issue”**) of equity shares of Amwill Health Care Limited (the **“Company”**) of face value of ₹ 10 each (the **“Equity Shares”**), containing as required under the notified provisions of the Companies Act, 2013 as amended and the rules and regulations framed there under, the **“Companies Act”**) and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **“SEBI ICDR Regulations”**) and other applicable law, a copy of which is placed before the meeting, be and is hereby approved and adopted for filing with the SME Platform of BSE Limited, and such other governmental or supervisory authorities or persons as may be required, in accordance with the applicable provisions of the Companies Act, the SEBI ICDR Regulations and other applicable law.

RESOLVED FURTHER THAT, the Directors of the Company, the Chief Financial Officer, be and hereby authorised to sign the said Draft Red Herring Prospectus on behalf of the Company and file the same with SME Platform of BSE Limited for obtaining their in-principle approval and for listing purposes 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 afore going resolutions.

RESOLVED FURTHER THAT, Company Secretary of the Company, be and is hereby authorised to take all steps for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT a certified true copy of the aforesaid resolution under the signature of any of the Directors be submitted with the concerned regulatory authorities.”

CERTIFIED TRUE COPY

**For AMWILL HEALTH CARE LIMITED
(FORMERLY KNOWN AS AMWILL HEALTH CARE PRIVATE LIMITED)**

Anand Gandhi

**ANAND GANDHI
MANAGING DIRECTOR
DIN: 07854706**



**Place: Bangalore
Date: 18-05-2024**