

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 4TH MEETING OF FY 2024-25 OF THE BOARD OF DIRECTORS OF CEIGALL INDIA LIMITED HELD ON MONDAY, THE 8TH DAY OF JULY, 2024 AT 12:20 P.M. AT THE CORPORATE OFFICE OF THE COMPANY AT 2ND FLOOR, JMK TOWERS, KAPASHERA, SOUTH WEST DELHI-110037

REAPPOINTMENT OF MR. RAMNEEK SEHGAL AS THE MANAGING DIRECTOR OF THE COMPANY AND FIXATION OF REMUNERATION

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 of the Companies Act 2013 and other applicable provisions, if any, of the Companies Act, 2013 and Schedule V thereto read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the company and as recommended by the Nomination & Remuneration Committee, subject to approval of shareholders in the general meeting and such other permissions as may be necessary, the approval of the Board be and is hereby accorded for re-appointment of Mr. Ramneek Sehgal (DIN:01614465), as the Managing Director of the Company for a further period of three years w.e.f. July 12, 2024 on such terms and conditions including remuneration as mentioned herein below:

1. Tenure of Re-appointment: 12th July, 2024 to 11th July, 2027

2. Remuneration:

(a) Salary:

Salary of INR 70,00,000/- (Rupees Seventy Lakh) per month with authority to the Board (which expression shall include a committee thereof), to revise his salary from time to time, subject to approval of shareholders of the company, wherever required.

(b) Gratuity and Company's contribution to provident fund as per the rules of the Company:

(c) Perquisites & Allowances

In addition to the Salary, the Managing Director shall also be entitled to the following perquisites and allowances:

- Entitlement to use the Company's car, all the expenses for maintenance and running of the same including salary of the driver to be borne by the Company;
- Entitlement to reimburse the telephone and internet charges used at his residence;
- Actual travelling expenses incurred by the Managing Director in or about the business of the company.

(c) Commission

Commission @1% of the Net Profits of the Company (calculated as per the provisions of the Companies Act, 2013) as may be decided by Board of Directors from time to time.



3. Other Terms and Conditions:

- (i) No sitting fees shall be payable to the Managing Director for attending the meetings of the Board of Directors and/or any Committees thereof.
- (ii) His term of office shall be liable to retirement by rotation in accordance with provisions of Sec 152 of the Companies Act, 2013.

FURTHER RESOLVED THAT Board of Directors and Company Secretary of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

Certified True Copy

For CEIGALL INDIA LIMITED



Utkarsh Gupta

Company Secretary & Compliance Officer