CERTIFIED TRUE COPY OF THE ORDINARY RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY 18TH MARCH, 2026 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 701, SHAPTH 1, S G ROAD, AHMEDABAD, GUJARAT, INDIA, 380015:

"**RESOLVED THAT** subject to approval of members of the company and pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules made thereunder and the Articles of Association of the Company (including any statutory modification or re-enactment thereof for the time being in force), and based on the recommendation of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for capitalization of reserves and issue of Bonus Shares in the ratio of 2:1, i.e., two (2) new fully paid-up equity shares for every one (1) existing fully paid-up equity share held by the Members of the Company as on the record date to be determined by the Board.

"**RESOLVED FURTHER THAT** the Bonus Shares so issued shall be allotted as fully paid-up equity shares by capitalizing the free reserves / securities premium account of the Company and shall rank pari-passu in all respects with the existing equity shares of the Company, except that they shall not be entitled to any dividend declared prior to their allotment."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to fix the record date, take all necessary steps for implementation of the bonus issue, complete necessary filings, and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

//CERTIFIED TO BE TRUE//

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

Faith Industries Limited
India
Ahmedabad

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

FAITH INDUSTRIES LIMITED
Registered Office: 701, Shapath-1, Opp. Rajpath Club, S G Highway, Ahmedabad - 380015, Gujarat, INDIA.
Tel. No.: +91 79 26870890/1
Website: www.faithind.com; eMail: mail@faithind.com
CIN: U51909GJ1995PLC024823

Factory Address: Block No.: 1148, Santej, Tal. Kalol, Dist. Gandhinagar - 382721, Gujarat, INDIA

ISO 9001

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1)(b) OF THE COMPANIES ACTS, 2013.

ORDINARY RESOLUTION:

Issue of Bonus Shares and Increase in Paid-up Share Capital

The Company has accumulated adequate free reserves and/or securities premium and the Board of Directors considers it appropriate to reward the Members of the Company by way of capitalization of reserves through the issue of Bonus Shares.

Accordingly, the Board of Directors at its meeting held on 25th February, 2026 recommended the issue of Bonus Shares in the ratio of 2:1, i.e., two (2) fully paid-up equity shares for every one (1) existing fully paid-up equity share held by the Members of the Company as on the record date; 19th March, 2026 as determined by the Board.

The Bonus Shares will be issued by capitalizing the free reserves / securities premium account of the Company and will rank pari-passu with the existing equity shares in all respects.

The company will issue 92,65,800 Equity shares of Rs. 10/- each as bonus shares and capitalize Rs. 9,26,58,000/- from free reserves / securities premium account towards issue of bonus shares.

The issue of Bonus Shares will result in increase in the paid-up share capital of the Company from ₹ 4,63,29,000/- (Rupees Four crore Sixty-Three Lakh Twenty-Nine thousand only) to ₹ 13,89,87,000/- (Rupees Thirteen crore Eighty-Nine Lakh Eighty-Seven thousand only), though there will be no change in the total net worth of the Company since the reserves will be converted into share capital.

Further, the following shall be taken note of:

(a) The Company has not defaulted in payment of interest or principal in respect of fixed deposits or debt securities issued by it.;

(b) The Company has not defaulted in respect of the payment of statutory dues of the employees, such as, contribution to provident fund, gratuity and bonus;

(c) Any of the promoters or directors of the Company [is / are] not a fugitive economic offender.

The Bonus Shares will be issued subject to compliance with the provisions of the Companies Act, 2013, the Articles of Association of the Company and other applicable laws.

Faith Industries Limited India Ahmedabad

FAITH

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

The Board of Directors recommends the resolution for approval of the Members.

VINIT VINAYCHAND KANKARIYA
(DIN: 01498398)

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

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FAITH

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY 18TH MARCH, 2026 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 701, SHAPTH 1, S G ROAD, AHMEDABAD, GUJARAT, INDIA, 380015:

"**RESOLVED THAT** pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members 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 constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the "Entities"), of an aggregate amount not exceeding ₹ 200,00,00,000/- (Rupees Two Hundred Crores only), in its absolute discretion deem beneficial and in the best interest of the Company."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

//CERTIFIED TO BE TRUE//

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

Faith Industries Limited
India
Ahmedabad

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FAITH

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1)(b) OF THE COMPANIES ACTS, 2013.

SPECIAL RESOLUTION:

Approval to advance any loan/give guarantee/provide security u/s 185 of the Companies Act, 2013

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of "a person in whom any of the director of the Company is interested" as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting.

It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item no. viii of the notice.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only. Total amount shall not exceed ₹ 200,00,00,000/- (Rupees Two Hundred Crores only).

The Board of Directors recommend the resolution set forth in Item no. x of the notice for your approval as a Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

Faith Industries Limited India Ahmedabad

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

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FAITH

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY 18TH MARCH, 2026 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 701, SHAPTH 1, S G ROAD, AHMEDABAD, GUJARAT, INDIA, 380015:

"**RESOLVED THAT** pursuant to the provisions of Section 179, 186 and other applicable provisions, if any, of the Companies Act, 2013, consent of the shareholders of the Company be and is hereby accorded for making Investments in other bodies corporate / giving Loans to any other person / providing Guarantees / Securities on behalf of loan availed by any other person, from time to time, on such terms and conditions and with or without security as the Board of Directors may think fit which, together with the investments made / loans given / guarantees / securities already made by the Company, which may exceed 60% of paid up capital and free reserves and securities premium OR 100% of free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, whichever is more, provided that the total amount of investments made / loans given / guarantees / securities already made by the Company, shall not at any time exceed the limit of Rs. 500 Crores (Rupees Five Hundred Crores Only)."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby authorized to negotiate and settle the terms and conditions of the investments / loans / guarantees / securities which may be made by the Company from time to time, by the Company, finalize the agreements/contracts and documents in this regard and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

"**RESOLVED FURTHER THAT** any one of the Director(s) of the Company be and are hereby a severally authorized, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies."

//CERTIFIED TO BE TRUE//

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

Faith Industries Limited India Ahmedabad

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1)(b) OF THE COMPANIES ACTS, 2013.

SPECIAL RESOLUTION:

Power to give loans or invest funds of the company in excess of the limits specified under section 186 of the Companies act, 2013.

The Board of Directors intends to provide loan, investment, guarantee and security to other person(s) and/or Body Corporate(s) in view of company's strategic plans.

Pursuant to the provisions of Section 186 of the Companies Act, 2013, the approval of the members is required by way of Special Resolution, if the limit exceeds 60% of the aggregate of the paid-up share capital, free reserves and securities premium and/or up to 100% of the aggregate of free reserves and securities premium of the Company, whichever is more. It has been proposed to provide loan, investment, guarantee and security to other person(s) and/or Body Corporate(s) upto Rs. 500 Crores (Rupees Five Hundred Crores Only) as per Section 186 of the Companies Act, 2013.

Therefore, Special Resolution set out at the aforesaid accompanying notice is being recommended by the Board for the approval of members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said Resolutions, except to the extent of their shareholding.

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

Faith Industries Limited India Ahmedabad

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

CERTIFIED TRUE COPY OF THE ORDINARY RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY 18TH MARCH, 2026 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 701, SHAPTH 1, S G ROAD, AHMEDABAD, GUJARAT, INDIA, 380015:

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s), amendments or re-enactment thereof for the time being in force), each as amended (collectively referred to as the "Companies Act") and further subject to any other laws and regulations, and the provisions of the articles of association ("Articles of Association") of the Company, the consent and approval of the shareholders be and is hereby accorded to increase the authorised share capital of the Company from the existing ₹ 7,00,00,000.00 (Rupees Seven Crore only) divided into 70,00,000 (Seventy Lakhs) Equity Shares of ₹ 10.00 (Rupees Ten Only) each **TO** ₹ 25,00,00,000.00 (Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crores Fifty Lakh) Equity Shares of ₹ 10.00 (Rupees Ten only) each."

"**RESOLVED FURTHER THAT** pursuant to sections 13, 61, 64 and all other applicable provisions of the Companies Act, 2013, if any, and the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force) the existing Clause V of memorandum of association of the Company ("Memorandum of Association") be and is hereby amended by substituting the same with the following Clause V:

The Authorised Share Capital of the Company is ₹ 25,00,00,000.00 (Rupees Twenty-Five Crore only) divided into 2,50,00,000 (Two Crores Fifty Lakh) Equity Shares of ₹ 10.00 (Rupees Ten only) each.

"**RESOLVED FURTHER THAT** new equity shares shall rank pari passu to the existing equity shares in all respect and that all the provisions contained in the Articles of Association of the Company with reference to the payment of calls and instalments, forfeiture, lien, surrender, transfer, transmission, voting etc., will be applicable to the new equity shares as they are applicable to the already issued equity shares."

"**RESOLVED FURTHER THAT** the new set of the Memorandum of Association of the Company, be and is hereby approved and adopted as the Memorandum of Association of the Company in the place and in exclusion and substitution of the existing Memorandum of Association of the Company of which a copy is placed before the meeting, duly initiated by the Chairman of the meeting for the purpose of identification."

"**RESOLVED FURTHER THAT** any director of the Company be and are hereby severally authorised to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies, Ahmedabad, make application, file forms, etc., furnish any returns or submit any other documents to any regulatory or governmental

Faith Industries Limited India Ahmedabad

FAITH

authorities as may be required, and to sign, execute, amend, deliver all such agreements, documents, papers, deeds, writings or instruments as may be deemed necessary, proper, desirable or expedient, and to give such directions and/or instructions as it may from time to time decide and to accept and give effect to such conditions, modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be prescribed, imposed or required and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be, and to do all such acts, deeds and things as may be required or deemed expedient to implement this resolution and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company."

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

//CERTIFIED TO BE TRUE//

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

Faith Industries Limited India Ahmedabad

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

FAITH

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1)(b) OF THE COMPANIES ACTS, 2013.

Ordinary Resolution:

Increase in the Authorized Share Capital of The Company and Alteration of Capital Clause of the Memorandum of Association of the company.

In order to issue further shares, the Company must first increase its authorized share capital. Hence, the board of directors of the Company ("Board"), vide its resolution dated March 09, 2026 has proposed to increase the authorized share capital of the Company. Pursuant to Sections 61(1) (a) and 64(1) (a) of the Companies Act, 2013, the shareholders of the Company must accord their consent to the proposed increase in the authorised share capital. The Board, therefore, seeks approval of the shareholders for the same.

In order to reflect the increase authorised share capital of the Company, and in order to confirm to the requirements of the Companies Act, 2013, Clause V the Memorandum of Association of the Company must be amended.

A draft of the amended Memorandum of Association with the following Clause V shall be Tabled and initialed for discussion:

"V. The Authorised Share Capital of the Company is ₹ 25,00,00,000.00 (Rupees Twenty-Five Crore only) divided into 2,50,00,000 (Two Crores Fifty Lakh) Equity Shares of ₹ 10.00 (Rupees Ten only) each."

In order to reflect the increase authorised share capital of the Company, and in order to conform to the requirements of the Companies Act, 2013 the Memorandum of Association of the Company must be amended and restated.

The Board now seeks the approval of shareholders for the same as an ordinary resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the ordinary resolution except to the extent of their shareholding in the Company.

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

Faith Industries Limited
India
Ahmedabad

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY 18TH MARCH, 2026 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 701, SHAPTH 1, S G ROAD, AHMEDABAD, GUJARAT, INDIA, 380015:

"**RESOLVED THAT** pursuant to the provisions of Section 23, 26, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, modifications or re-enactment thereof, for the time being in force, ("Companies Act, 2013") and the rules and regulations made thereunder, the Securities Contracts (Regulation) Act, 1956, as amended ("SCRA"), and the rules and regulations framed thereunder including the Securities Contracts (Regulation) Rules, 1957 ("SCRR") and the SECC Regulations, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), the Foreign Exchange Management Act, 1999, as amended ("FEMA") and the rules and regulations made thereunder and other applicable laws, rules, regulations, policies or guidelines, including the rules, regulations, guidelines, notifications and circulars, if any, prescribed by the Government of India, the Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI") or any other competent authority (collectively, the "Regulatory Authorities"), from time to time, to the extent applicable and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to approvals, consents, permissions and sanctions as might be required from the Regulatory Authorities and other third parties, and subject to such conditions as might be prescribed by them while granting such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include duly constituted committee of the Board), and consent of members of the Company is hereby accorded to Board of directors to approve to create, offer, issue, allot Equity Shares of Face Value of Rs.10/- (Rupees Ten only) such that the amount being raised through Fresh Issue shall not exceed Rs. 100 Crore (Hundred Crores only by way of Fresh Issuance of Equity Shares, out of the authorized share capital of the Company ("Fresh Issue"), through book building as the case may be, issue in consultation with Lead Managers, including any issue and allotment of Equity Shares to any other person(s) pursuant to any pre-Issue placement (if any) (Fresh Issue, hereinafter referred as "Issue") at such price as deem fit by Board ("Issue Price")."

"**RESOLVED FURTHER THAT** subject to such regulatory approvals as may be required, the Issue shall be to such persons, who may or may not be shareholders of

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the Company, as the Board may, in its sole discretion decide, whether individual(s), companies, bodies corporate or institutions including foreign portfolio investors / Indian financial institutions, qualified institutional buyers, as defined under the SEBI ICDR Regulations, resident Indians, non-resident Indians, mutual funds, banks, insurance companies, permanent employees of the Company, other persons or entities, as may be permissible under applicable law, including reservation for any permissible persons or categories of investors, for cash at a price as finalized by the Board in consultation with the Lead Manager(s) / Merchant Banker(s), in accordance with the provisions of the SEBI ICDR Regulations, and in such manner and on such terms and conditions as the Board may think fit, in accordance with the provisions of the Companies Act, 2013, SCRA, SCRR, FEMA and other applicable law."

"**RESOLVED FURTHER THAT** the Board shall have the authority and power to accept any modification in the proposal as may be required or imposed by the GOI, RBI, SEBI and Stock Exchange(s) where the shares of the Company are listed or such other appropriate authorities at the time of accordingly granting their approvals, consents, permissions and sanctions to Issue, allotment and listing thereof and as agreed to by the Board and no further approval in this regard would be required from the shareholders of the Company."

"**RESOLVED FURTHER THAT** such of these shares / securities as are not subscribed may be disposed of by the Board in its absolute discretion in such manner, as the Board may deem fit and as permissible by law and that the Board be and is hereby authorized to delegate all or any of the powers herein conferred to it."

"**RESOLVED FURTHER THAT** for the purposes of giving effect to these resolutions, the Board hereby severally authorizes Mr. VIRENDRA VINAYCHAND KANKARIYA , (DIN: 01290904) Managing Director of the Company to appoint Book Running Lead Manager(s) to the Issue, Registrar to the Issue, Bankers to the Issue, Depository Participant, custodians, Legal Advisors and such other intermediaries as may be deemed necessary to carry out/settle any question arising out of or in relation to the proposed Issue, enter into stand-by-arrangement with Brokers/Bankers/Merchant Bankers for the whole or the part of the Issue and on such terms and conditions within the broad framework of parameters as prescribed by the concerned Authorities and also to do all acts, deeds, matters and things of whatever nature and to give such directions as may be considered necessary or desirable."

"**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 the terms of the Issue including the class of investors to whom the securities are to be allotted, issue price, including discount(s) if any permitted under applicable law, listing on one or more stock exchanges in India as the Board in its absolute

Faith Industries Limited India Ahmedabad

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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 or desirable, and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise in regard to the offering, issue, allotment and utilization of the Issue proceeds, if applicable and such other activities as may be necessary in relation to the Issue, as it may, in its absolute discretion, deem fit and proper in the best interest of the Company and the Issue, and that all or any of the powers of the Company devolved pursuant to this resolution may be exercised by the Board or any duly constituted committee of the Board 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 discretion, deem fit and proper in the best interest of the Company."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions, the Board be and is hereby authorized (without being required to seek any further consent or approval of the members of the Company or otherwise) to make such modification(s) in the aforesaid resolution as it may in its discretion consider necessary, expedient or desirable in the interest of the Company including change in the price/ amount/ size of the Issue etc., as may be considered necessary and/or expedient to settle any question or difficulty that may arise in connection therewith in the manner it may consider fit and appropriate."

"**RESOLVED FURTHER THAT** the Board may, in the Issue made in furtherance to the aforesaid resolution, make reservation out of the Issue to such category(ies) of persons as permitted under the SEBI ICDR Regulations, including but not limited to permanent employees of the Company, up to a maximum limit as permitted in terms of the SEBI (ICDR) Regulations."

"**RESOLVED FURTHER THAT** the Equity Shares allotted and/or transferred pursuant to the Issue as aforesaid shall be listed on one or more recognised stock exchanges in India."

"**RESOLVED FURTHER THAT** the Equity Shares allotted and/or transferred pursuant to the Issue as aforesaid shall be subject to the Memorandum and Articles of Association of the Company and shall rank pari passu with the existing Equity Shares in all respects, including rights in respect of dividend."

"**RESOLVED FURTHER THAT** over subscription to the extent of 10% of the Fresh Issue shall be retained for the purpose of rounding off while finalizing the basis of allotment in relation to the Issue."

Faith Industries Limited India Ahmedabad

"**RESOLVED FURTHER THAT** all monies received out of the Issue shall be transferred to a separate bank account referred to in Section 40(3) of the Companies Act, 2013; and if the application monies received pursuant to the Issue are not refunded within such time, as specified by SEBI and in accordance with applicable law, the Company shall pay interest on failure thereof, as per applicable law."

"**RESOLVED FURTHER THAT** subject to the provisions of the SEBI ICDR Regulations, such Equity Shares as are not transferred in the Issue may be disposed of by the Board to such persons and in such manner and on such terms as the Board may, in its absolute discretion, think most beneficial to the Company, including offering or placing them with banks / financial institutions / investment institutions / mutual funds / foreign institutional investors / foreign portfolio investors / bodies corporate / such other persons or otherwise."

"**RESOLVED FURTHER THAT** in connection with any of the foregoing resolutions, the members of the Board and such other persons as may be authorized by the Board, on behalf of the Company, be and are hereby severally authorized to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be."

"**RESOLVED FURTHER THAT** any Director(s) of the Company be and is hereby authorized to file necessary form with the Registrar of Companies, Ahmedabad and to do all such acts, deeds and things as may be required to give effect to this resolution."

//CERTIFIED TO BE TRUE//

VINIT VINAYCHAND KANKARIYA
(DIN: 01498598)

Faith Industries Limited
India
Ahmedabad

VIRENDRA VINAYCHAND KANKARIYA
(DIN: 01290904)

FAITH

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1)(b) OF THE COMPANIES ACTS, 2013.

SPECIAL RESOLUTION:

APPROVAL OF INITIAL PUBLIC OFFER

The Company intends to list its equity shares (Equity Shares) on SME Platform of any of the Nationwide Stock Exchange to enable shareholders to have a formal market place for dealing with the Company's equity shares. For this purpose, it is intended to undertake an initial public offering of the Equity Shares of the Company by way of Fresh Issuance of Equity Shares, out of the authorized share capital of the Company ("Fresh Issue"). The Company intends to undertake the Issue and list the Equity Shares at an opportune time in consultation with the Lead Manager and other advisors in relation to the Issue and subject to applicable regulatory approvals.

In view of the above and in terms of Section 62(1)(c), and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, each as amended, the approval of the members of the Company is required through a special resolution.

The Company proposes to offer and allot equity shares of the Company of face value of ₹ 10/-(the "Equity Shares") each up to an aggregate of ₹ 100 Crore, (the "Issue") on such terms and at such price or prices and at such time as may be considered appropriate by the board of directors of the Company ("Board") or a duly authorized committee thereof, in consultation with Lead Manager appointed for the Issue, to the various categories of permitted investors who may or may not be the shareholder(s) of the Company in the initial public offer by way of book built method as the case may be under SEBI ICDR Regulations. The Equity Shares, if any, allotted vide the Issue shall in all respects rank pari passu with the existing equity shares of the Company.

The proceeds from the Issue will be utilized for the purposes that shall be disclosed in the Draft Red Herring Prospectus to be filed with SME Platform of any of the Nationwide Stock Exchange in connection with the Issue. The Board has the authority to modify the objects on the basis of the requirements of the Company, subject to applicable law. The Price at which the Equity Shares will be allotted through the Issue, as well as the price band within which bidders in the Issue will be able to put in bids for Equity Shares offered in the Issue shall be determined and finalized by the Company in accordance with the SEBI ICDR Regulations, on the basis of the book-built process.

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The Company will not make an offer of Equity Shares to any of the promoters, or members of the promoter group of the Company in the Issue.

None of the directors and key managerial personnel of the company and their relatives (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution.

No change in control of the Company or its management of its business is intended or expected pursuant to the Issue.

The Board recommends this resolution for your approval as a special resolution. Accordingly, approval of the members of the Company is sought to issue Equity Shares under section 62(1)(c) and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder, each, as amended.

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FAITH INDUSTRIES LIMITED
Registered Office: 701, Shapath-1, Opp. Rajpath Club,
S G Highway, Ahmedabad - 380015, Gujarat, INDIA.
Tel. No.: +91 79 26870890/1
Website: www.faithind.com; eMail: mail@faithind.com
CIN: U51909GJ1995PLC024823

Factory Address: Block No.: 1148, Santej, Tal. Kalol,
Dist. Gandhinagar - 382721, Gujarat, INDIA

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FAITH

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY 18TH MARCH, 2026 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 701, SHAPTH 1, S G ROAD, AHMEDABAD, GUJARAT, INDIA, 380015:

(i) To seek approval under section 180(1)(a) of the companies act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the company

"**RESOLVED THAT** pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any amendment thereto or re-enactment thereof) the consent of shareholders of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall include any Committee thereof) to create charges, hypothecations, mortgages/equitable mortgages, on movable and/or immovable properties and/ or whole or any part of the undertaking(s) of the Company, present and/or future, to take over the management of the business and concern of the Company and/ or sell/ dispose of the properties so charged, mortgaged or hypothecated in certain events, in Favor of lenders, banks, financial institutions, trustees of the holders of debentures/bonds and/or other instruments, hire purchase/lease companies, body corporate or any other person/ on such terms and conditions as the Board may deem fit, towards security for borrowings of the Company from time to time, provided that the total amount at any point of time shall not exceed Rs. 500 Crores (Rupees Five Hundred Crores Only)."

"**RESOLVED FURTHER THAT** any Director(s) of the Company be and are hereby a severally authorized, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies."

(ii) Authority to avail loan in excess of the limits specified in section 180(i)(c) of the Companies Act, 2013

"**RESOLVED THAT** pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, (including any amendment thereto or re-enactment thereof), consent of shareholders of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall include any Committee thereof), to borrow such sums of money from time to time, with or without security, on such terms and conditions as it

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may consider fit notwithstanding that the amount to be borrowed together with amount already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of paid-up capital and free reserves and securities premium provided that the total amount that may be borrowed by the Board and outstanding at any point of time shall not exceed Rs. 500 Crores (Rupees Five Hundred Crores Only)."

"**RESOLVED FURTHER THAT** any one of the Director(s) of the Company be and are hereby a severally authorized, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies."

//CERTIFIED TO BE TRUE//

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1)(b) OF THE COMPANIES ACTS, 2013.

Item No(i) & (ii)

SPECIAL RESOLUTION:

Approval by Special Resolution under Section 180(1)(a) and 180(1)(c) of the Companies Act, 2013 to increase the borrowing limit up to ₹500 Crores and to create charge/mortgage on the Company's assets to secure such borrowings.

As per the provisions of Section 180(1) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Company in the General Meeting by a Special Resolution, borrow the monies apart from temporary loans (loans viz., means loans repayable on demand or within six months from the date of the loan such as short-term, cash credit arrangements, the discounting of bills and the issue of other short-term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of a capital nature) from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up Capital and the free reserves and securities premium of Company, that is to say, reserves not set apart for any specific purposes. Further without the consent of the Company in the General Meeting by a Special Resolution, the Board of Directors shall not sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings. Under the provisions of Section 180(1)(a) and Section 180(1)(c) of the Companies Act, 2013, Which were made effective from 12th September, 2013, the above powers can be exercised by the Board only with the consent of the Members obtained by a Special Resolution.

Keeping in view of the Company's business requirements and its growth plans, it is considered appropriate to increase the aforesaid limit of borrowings. Your consent is therefore sought, to authorize the Board to borrow up to Rs. 500 Crores (Rupees Five Hundred Crores Only) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) as outstanding, at any time as set out in the resolution.

The borrowing limit and to create charges, hypothecations, mortgages/equitable mortgages, on movable and/or immovable properties under 180(1)(a) is proposed to be enhanced to such an extent that the sum(s) so borrowed under this resolution and remaining outstanding at any time shall not exceed in the aggregate Rs. 500 Crores

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(Rupees Five Hundred Crores Only) in excess of and in addition to the paid-up capital and free reserves of the Company for the time being. It is, therefore, necessary for the Members to pass Special Resolutions under Section 180(1)(a) and Section 180(1)(c) and other applicable provisions of the Companies Act, 2013.

The members are requested to approve item No. 3 and 4 by way of passing a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said Resolutions, except to the extent of their shareholding.

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