

DJ MEDIAPRINT & LOGISTICS LIMITED

(Formerly known as D J Logistic Solutions Private Limited)



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 114TH MEETING OF THE BOARD OF DIRECTORS OF DJ MEDIAPRINT & LOGISTICS LIMITED, HELD ON TUESDAY, JUNE 18, 2024, AT 4:00 P.M. AT THE CORPORATE OFFICE OF THE COMPANY AT UP WAREHOUSE, MAFCO YARD, PLOT 4-9, FIRST FLOOR, SECTOR 18, VASHI, NAVI MUMBAI-400703

“RESOLVED THAT in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)(including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (“RBI”) from time to time, the enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals subject to the approval of the members the approval of Board be and is hereby accorded for capitalization of a sum not exceeding Rs. 21,65,56,800 (Rupees Twenty One Crores , Sixty Five Lakhs, Fifty Six Thousand, Eight Hundred only) from and out of the capital reserve account, the securities premium account and/ or any other permitted reserves/ surplus of the Company, as may be considered appropriate by the Board for the purpose of issuance of bonus shares of Rs.10/- each, credited as fully paid-up equity shares to the holders of existing equity share(s) of the Company whose names appear in the Register of Members maintained by the Company and the List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on the Record Date to be fixed by the Board (which expression shall also include a Committee thereof), in the proportion of 2:1 i.e., 2 (Two) new fully paid-up Equity Shares of Rs. 10/- (Rupee Ten only) each for every 1 (One) existing fully paid-up Equity Share of Rs. 10/- (Rupee Ten only) existing equity shares of Rs.10/- each fully paid up and held by the Members/ Beneficial Owners.

RESOLVED FURTHER THAT the issue and allotment of the Bonus Shares to Non-Resident Members, Foreign Institutional Investors (FIIs) & other Foreign Investors, be subject to the compliance requirements of RBI or any other regulatory authority, if any.

RESOLVED FURTHER THAT the new equity bonus shares of Rs.10/- each to be allotted and issued as bonus shares shall be subject to the terms of Memorandum & Articles of Association of the Company and shall rank pari-passu in all respects and carry the same rights as the existing fully paid equity shares of the Company and shall be entitled to participate in full in any dividend(s) to be declared after the bonus shares are allotted.

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RESOLVED FURTHER THAT the Board / Committee be and are hereby authorized to take necessary steps for listing of such shares on BSE Limited ("BSE") & NSE LIMITED ("NSE"), the Stock Exchanges where the securities of the Company are listed as per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and other applicable guidelines, rules and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board / Committee of the Board, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including settling any questions, doubts or difficulties that may arise with regard to or in relation to the issue or allotment of the bonus shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority(ies) and which the Board / Committee of the Board in its discretion thinks fit and proper and further to delegate all or any of the powers conferred by this resolution on it, to any other Director(s) and the Company Secretary of the Company to give effect to the foregoing resolutions".

For DJ Mediaprint & Logistics Limited



Dinesh Muddu Kotian
Managing Director
DIN: 01919855