



Pace Digitek Limited

(Formerly Known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited)

Regd. Office : Plot No. V-12, Industrial Estate, Kumbalgodu, Mysore Highway, Bangalore - 560 074.

T : +91 80 29547792

E : info@pacedigitek.com

w : www.pacedigitek.com

CIN-U31909KA2007PLCO41949

CERTIFIED TRUE COPY OF RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF PACE DIGITEK LIMITED (Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited) HELD ON FRIDAY, SEPTEMBER 19, 2025 AT PLOT # V 12, INDUSTRIAL ESTATE, KUMBALGODU, BANGALORE, MYSORE HIGHWAY, BANGALORE 560074, KARNATAKA, INDIA.

APPROVAL OF THE ADOPTION OF THE RED HERRING PROSPECTUS

“**RESOLVED THAT** in furtherance of the resolutions passed by the Board of Directors (**Board**) at their meeting held on 27th March, 2025 approving the filing of the Draft Red Herring Prospectus with the Securities and Exchange Board of India (**SEBI**), the in-principle approvals received from BSE Limited and the National Stock Exchange of India Limited (together, the **Stock Exchanges**) both dated August 20, 2025, respectively, the SEBI observations letter bearing reference number SEBI/HO/CFD/RAC-DIL2/P/OW/2025/11965/1 dated April 29, 2025 and SEBI’s email dated July 31, 2025 (**SEBI Interim Observations Letter**) seeking clarifications in respect of certain disclosures and statements included in the draft herring prospectus, the letter issued by the Company to SEBI dated August 29, 2025 through which the Company had submitted its responses to the SEBI Interim Observations Letter, the SEBI observations letter bearing reference number SEBI/HO/CFD/RAC-DIL2/P/OW/2025/23335/1 dated August 29, 2025 (**SEBI Final Observation Letter**), the Company's letter to SEBI dated September 08, 2025 submitting *inter alia* copy of the updated draft of the Red Herring Prospectus (**UDRHP**) for the Issue along with the Company’s *in-seriatim* responses to the Final Observations Letter and SEBI letter- SEBI/HO/CFD/RAC-DIL-2 /P/OW/2025/24299/1 dated September 11, 2025, noting the changes made in the offer documents,, the red herring prospectus of the Company (**RHP**), a copy of which is placed before this meeting and the information contained therein as per the requirements of Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable law, the consent of the Board be and is hereby approved for their approval in connection with the proposed initial public offering of equity shares of the Company (**Issue**).”

RESOLVED FURTHER THAT the bid/Issue opening date (except for anchor investors) shall be September 26, 2025 and the bid/Issue closing date (except for anchor investors) shall be September 30, 2025.

RESOLVED FURTHER THAT the anchor investor bidding date for the anchor investors shall be one working day prior to the bid/issue opening date, i.e. September 25, 2025 and approve the participation of anchor investors in the Issue.

RESOLVED FURTHER THAT the IPO committee of the Board, as constituted, be and is hereby authorized to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP prior to its filing with the registrar of companies, Karnataka at Bengaluru (**RoC**) and the SEBI and such other authorities or persons as may be required, as it, in its absolute discretion deems fit, in consultation with the book running lead manager to the Issue and the making of such alterations, additions, omissions, variations, amendments or corrections will be deemed to have been approved by the Board.

RESOLVED FURTHER THAT, the RHP is hereby recommended for signing by each Director of the Company and Chief Financial Officer, and each such person be and is hereby authorized to sign the declaration page of the RHP for and on behalf of the Company.

RESOLVED FURTHER THAT subject to the provisions of the Companies Act, 2013, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws, approvals (if any) by authorities as may be necessary, approval be and is hereby granted for filing the RHP and any other related documents with the SEBI, RoC, the Stock Exchanges and with any other regulatory authority as may be necessary with respect to the Issue.





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RESOLVED FURTHER THAT, Mr. Venugopal Rao Maddisetty, Managing Director, Ms. Padma Venugopal Maddisetty and Mr. Rajiv Maddisetty, Whole-Time Director, Company Secretary or Chief Financial Officer of the Company be and are hereby severally authorized to file the RHP with the RoC and submit to SEBI and the Stock Exchanges and any other regulatory authority as may be necessary.

RESOLVED FURTHER THAT for the purpose of giving effect to the above matters and to settle any difficulty or doubt that may arise in this regard, Mr. Venugopal Rao Maddisetty, Managing Director, Mr. Rajiv Maddisetty, Whole-Time Director, Ms. Padma Venugopal Maddisetty, Whole Time Director, Company Secretary and Chief Financial Officer of the Company be and are hereby severally authorized to do all such act(s), deed(s), matter(s) and thing(s) and execute all such documents, instruments and writing as they may in their sole and absolute discretion deem necessary or expedient, including making all necessary filings and intimations to the SEBI, the RoC, the Stock Exchanges and other concerned authorities, if any.

RESOLVED FURTHER THAT a copy of the above resolutions, certified by any director or the company secretary of the Company, be forwarded to the all concerned authorities, agencies or parties for necessary action from time-to-time.”

CERTIFIED TRUE COPY

For PACE DIGITEK LIMITED

(Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited)



Meghana M P

Company Secretary & Compliance Officer

Membership No: A42534

Address: Plot # V 12, Industrial Estate, Kumbalgodu,
Bangalore Mysore Highway, Bangalore - 560074, Karnataka, India.

Date: September 19, 2025

Place: Bangalore

