EXTRACTS OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF SILVERLINE INVESTMENT AND FINANCE PRIVATE HELD ON WEDNESDAY, 5TH MARCH, 2024 AT 4:00 P.M (IST) AT THE REGISTERED OFFICE OF THE COMPANY

APPROVAL OF THE SCHEME OF ARRANGEMENT OF SILVERLINE INVESTMENT AND FINANCE PRIVATE LIMITED WITH NSPIRA MANAGEMENT SERVICES PRIVATE LIMITED

"**RESOLVED THAT** pursuant to the provisions of Section 230 to 232 and other relevant provisions of the Companies Act, 2013 ("**Act**"), Regulation 59A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), relevant provisions in the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India's Master Circular SEBI/HO/DDHS/PoD1/P/CIR/2023/108 dated 29th July, 2022 updated as on 30th June, 2023 ("**SEBI Circular**") and any other applicable provisions of any other law and any directions, guidelines or regulations, if any, of an appropriate authority, to the extent applicable (including any statutory modification or amendment thereto or re- enactment thereof for the time being in force) and subject to the requisite approval of the shareholders, creditors, as may be required, and further, subject to the requisite approvals, consents, sanctions and/or no-objection of BSE Limited ("**BSE**"), the Securities and Exchange Board of India ("**SEBI**"), Central Government, other appropriate authorities, institutions or bodies, if required and to the extent applicable and the sanctions of the National Company Law Tribunal, Hyderabad Bench ("**NCLT**"), and subject to such terms, conditions and modifications as may be prescribed by any of the aforesaid appropriate authorities while granting such approvals, consents, permissions and sanctions which is accepted by Board of Directors (hereinafter referredto as the "**Board**", of the Company, the approval of the Board be and is hereby accorded to the proposed Scheme of Arrangement between Silverline Investment and Finance Private Limited ("**Transferor Company**" or "**Company**") and Nspira Management Services Private Limited ("**Transferee Company**") and their respective shareholders and creditors (hereinafter referred as "**Scheme**", or "**this Scheme**" or "**the Scheme**") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, as placed before the Board and initialed by the Chairman for the purposes of identification.

RESOLVED FURTHER THAT the Board do hereby take note and accept the following documents:

(a) The Valuation cum Securities Exchange Ratio Report dated 5th March, 2024 ("Valuation Report") from Ms. Annamreddy Sravanthi, an Independent Registered Valuer (IBBI Regd No. IBBI/RV/05/2019/12377), recommending the fair Security exchange ratio;

(b) The Fairness Opinion dated 5th March 2024 ("Fairness Opinion") issued by Akasam Consulting Private Limited, (SEBI Regn. No. MB/INM000011658), an Independent Merchant Banker on the Valuation Report;

(c) The draft certificate provided by M/s. NSVR & ASSOCIATES LLP, Chartered Accountants (ICAI Firm Regd No. 008801S/S200060), the statutory auditors of the Company, certifying the payment/repayment capability of the Transferee Company and that the Accounting Treatment under the Scheme is in conformity with the Accounting Standards prescribed

under Section 133 of the Act; and

(d) all other documents, representations, reports and information required to be furnished by the Company in its application to BSE Limited under the SEBI Circular.

RESOLVED FURTHER THAT for the purpose of coordinating with the SEBI in terms of the provisions of the SEBI Circular, BSE Limited, Mumbai be and is hereby, designated as the Designated Stock Exchange.

RESOLVED FURTHER THAT the Board do hereby approve and adopt, the Report in terms of the Section 232(2)(c) of the Act and Para A(2)(d) of Part I of Annex XII-A of the SEBI Circular, as placed before the Board and initialed by the Chairman for the purposes of identification, and the same be signed on behalf of the Board by any of the Directors of the Company.

RESOLVED FURTHER THAT any Director(s) and/or the Compliance Officer of the Company be and are hereby severally authorized to do all such acts, matters, deeds and things as may be necessary or desirable including any directions for settling any question or doubt or difficulty whatsoever that may arise, for the purpose of implementing and giving effect to the Scheme as placed before the meeting or to any modification thereof including for matters connected therewith or incidental thereto and to give effect to this resolution, including but not limited to following, in particular:

(a) to finalise and update the draft of the Scheme (including, without limitation, undertaking any modifications to the Scheme, on account for any conditions / modifications as may be required / imposed by the appropriate authorities in connection with procuring the requisite approvals, and/or making any modificationsto the Scheme as may be expedient or necessary, which do not materially change the substance of the Scheme, as well as any other documents and agreements required to implement the Scheme.

(b) to obtain the requisite approvals, consents, waivers, affidavits of / from the shareholders and/or creditors of the Company, appropriate authorities and others concerned, whose consent is required, under applicable laws, for the purpose of the Scheme, including, with reference to shareholders and creditors, for seeking directions as to dispensation with the meeting(s) of such shareholders / creditors of the Company;

(c) to initiate all necessary actions, including seeking appropriate directions from the NCLT, for dispensing and/or convening, holding and conducting the meetings of the shareholders and/or the creditors of the Company and to take other consequential steps in that behalf, including the finalizing, preparing and circulating of the notices or the proposal and explanatory statements, publishing advertisements, and filing of all other documents required to be filed in this regard in terms of the direction and assent to such alterations, conditions and modifications, if any, in the notices and explanatory statement as may consider necessary or desirable to give effect to the Scheme;

(d) to do and perform and to authorize the performance of all such acts and deedswhich are necessary or advisable for the implementation of the Scheme and upon sanction of the Scheme by appropriate authorities, to implement and to make the Scheme effective, without any further approval of the Board;

(e) to make any modifications, as they may consider necessary, in relation to theprocedure and modalities of effecting the transactions contemplated in the Scheme;

(f) to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage incase any changes and/or modifications are suggested/ required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder, creditor, or any appropriate authority(s), are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection therewith and incidental thereto;

(g) to discuss, negotiate, finalise, execute, sign, submit and file all required documents, deeds of assignment/ conveyance and any other deeds, documents, schemes,agreements, forms, returns, applications, letters, etc. including any modifications thereto, in each case as may be approved by such directors and/or officers, as may be required from time to time, and to do all such acts, deeds, matters and things as they may deem necessary and expedient at their absolute discretion in the above matters without any further approval of the Board;

(h) to sign, file, submit or present the Scheme (and/or drafts thereof) and/or any other information / details / documents / instruments / applications / supplements etc., withthe NCLT, or any other appropriate authority(s), or any third parties, to obtain approval or sanction to any of the provisions of the Scheme or for giving effect thereto, including required in terms of applicable laws and regulations;

(i) to sign, file, submit or present the Scheme, as well as any related applications, petitions, supplementary applications / petitions, summons, deeds, pleadings, documents, replies, instruments, rejoinders, reports, certificates etc., before theappropriate authorities, and to swear affidavits or execute bonds for the proposed Scheme, appear (in person or through a representative) before the NCLT and/or BSE, the SEBI, the Registrar of Companies, the Regional Director, the Ministry of Corporate Affairs, or before any other authority or person in connection with the proposed Scheme and to do any other act, deed or thing which may be ancillary or incidental to the proposed Amalgamation or which may otherwise be required for giving effect to any of the provisions contained in the Scheme;

(j) to make, prepare, review, amend, execute, swear, declare and register all declarations, affidavits, applications, filings, letters, undertakings, papers and writings as may be required, necessary or expedient under the provisions of various applicable acts, rules, regulations or notifications of the Central and/ or State Government(s) and/ or any other authorities, including but not limited to any and all judicial and/or quasi-judicial authorities, the appropriate authorities, or agencies, etc., and to represent the Company in all correspondences, matters and proceedings before them of any nature whatsoever in relation to the above;

(k) to suitably inform, apply and/ or represent to the Central and/ or State Government(s) and/or local authorities, including but not limited to, Sub-Registrar, Customs Authorities, Excise Authorities, Income Tax Authorities, Goods and ServiceTax Authorities, Value Added Tax, Employees' State Insurance and Provident Fund Authorities, and all other appropriate authorities, agencies, etc., and/ or to represent the Company before the said authorities

and agencies and to sign and submit such applications, letters, forms, returns, memoranda, undertakings, declarations, deeds or documents and to take all required necessary steps and actions from time to time in the above connection, including registration of documents with the concerned Sub-Registrar;

(l) to take all steps for obtaining approvals and/or consents of the shareholders and/or creditors of the Company, banks, financial institutions and other authorities or any other persons, entities or agencies as may be required and for that purpose, to initiate all necessary actions and to take other consequential steps as may be required from time to time in that behalf;

(m) to liaise with the depositories and enter into such modifications to the existing depository agreement and other documents as may be required to give effect to the Scheme and enter into such other documents and do such other things as may be required in this behalf;

(n) to appoint solicitors, advocates, legal representatives including company secretaries in practice, attorneys, pleaders, advisors, valuers, merchant bankers, auditors, accountants, registrars or any other one or more agencies or expert advisors, as may be required in relation to or in connection with the Scheme and matters related thereto, on such terms and conditions as they may deem fit and to sign, execute anddeliver all documents, letters, advertisements, announcements, disclosures, affidavits, undertakings, letter of authorization, vakalatnamas and other related documents in favour of the concerned authorities, legal representatives, advocates, etc., as may be necessary in this regard;

(o) to incur such other expenses as may be necessary with regard to the above transactions, including payment of fees to solicitors, legal representatives, merchant bankers, advisors, valuers, registrars and other agencies and such other expenses that may be incidental to the above, as may be decided by them;

(p) to appoint one or more attorney(s) and/or representatives, and delegate to them any or all of the powers or functions entrusted to them under this resolution, as well as to revoke, remove such persons and to appoint any other person(s) from time to time to act on their behalf;

(q) to do all such other acts, matters, deeds and things as may be necessary or desirable in connection with or incidental to giving effect to the above or to otherwisegive effect to the Scheme and matters related thereto; and

(r) to sub-delegate all or any of the powers mentioned above to any official of the Company as may be required as deemed necessary in this regard.

RESOLVED FURTHER THAT the consent of the Board be and is hereby granted to approve and ratify all actions taken for the purpose of the aforesaid Scheme, including engagement of consultants, advisors, representatives, auditors, merchant bankers, valuers and other professionals, and their fees, in connection with the said Scheme.

RESOLVED FURTHER THAT copies of the foregoing resolutions certified to be true copies by any Director or the Compliance Officer of the Company be furnished to all concerned as may be necessary."

For Silverline Investment and Finance Private Limited

RAMADEVI PONGURU

Digitally signed by RAMADEVI PONGURU
Date: 2024.03.22 14:09:55 +05'30'

Ramadevi Ponguru
Director
DIN: 1023457