



NEXOME CAPITAL MARKETS LIMITED

(formerly SMIFS Capital Markets Limited)

CERTIFIED TRUE COPY OF THE MINUTES OF THE 01/2025-26 MEETING OF THE RIGHTS ISSUE COMMITTEE OF NEXOME CAPITAL MARKETS LIMITED (FORMERLY SMIFS CAPITAL MARKETS LIMITED) HELD ON MONDAY THE 2ND DAY OF FEBRUARY, 2026 AT 'VAIBHAV' 4F, 4, LEE ROAD, KOLKATA - 700020 FROM 04:00 P.M. TILL 04:30 P.M.

APPROVAL AND ADOPTION OF DRAFT LETTER OF OFFER IN RELATION TO RIGHTS ISSUE.

The Committee was informed that a proposal to raise capital from the existing shareholders of the Company through a Rights Issue was approved on 31st July, 2025 by the Board of Directors. For the same, the Draft Letter of Offer for Rights Issue shall be placed before the Committee for their approval. After discussion the following resolution was passed:

"RESOLVED THAT further to the approval granted by the Board of Directors of the Company ("**Board**") on 31st July, 2025 approving raising of funds by way of offer and issuance of fully paid-up equity shares of the Company of face value of Rs. 10/- each (the "**Equity Shares**") for an amount aggregating upto **Rs. 25,00,00,000 (Rupees Twenty Five Crores only)** by way of a rights issue ("**Rights Issue**") to the eligible equity shareholders of the Company as on the record date, the draft letter of offer, as circulated to the Committee Members, to be submitted to the Stock Exchange for in-principle approval in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**"), as amended and other applicable regulations, circulars and guidelines issued by the Securities and Exchange Board of India ("**SEBI**") other applicable laws, regulations, policies or guidelines including the guidelines and clarifications issued by the (such laws, "**Applicable Laws**"), be and is hereby approved by the Board and adopted for filing with BSE Limited ("**Stock Exchange**"), and any other authorities as may be required, in accordance with Applicable Laws."

"RESOLVED FURTHER THAT the members of the Committee be and are hereby severally authorised to make necessary changes, updates, alterations, revisions, modifications or amendments in the Draft Letter of Offer, finalise and execute the same for the purpose of filing with the Stock Exchange, finalise the Application Form, Entitlement Letter, and other documents, information, disclosures, confirmations, statements, certificates, including financial statements and auditors' report thereon, etc., as may be required to be included / mentioned in the Draft Letter of Offer, in compliance with all applicable provisions of the SEBI ICDR Regulations, 2018 and authorised to effect any related corrigenda or addenda and such other documents in connection therewith to be filed with Stock Exchange where the Rights Equity Shares are to be listed, and to negotiate, authorize, approve and pay commission, fees, remuneration, expenses and / or any other charges to the applicable agencies /intermediaries/ persons and to give them such directions or instructions as it may deem fit from times."

"RESOLVED FURTHER THAT the final Letter of Offer in connection with the Rights Issue to be circulated to the eligible shareholders be tabled before the Rights Issue Committee for its formal approval, post receipt of In-principle approval from the Stock Exchange where the Rights Equity shares are to be listed."



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CIN No. : L74300WB1983PLC036342



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“RESOLVED FURTHER THAT the Rights Issue Committee be and is hereby, severally authorised to do all such acts, deeds, matters and things and to execute all such deeds, documents, declarations, undertakings and writings as deemed necessary in this regard, including filing the same with BSE, National Securities Depository Limited (**NSDL**), Central Depository Services (India) Limited (**CDSL**) and with any other regulatory/statutory authority under applicable laws with respect to the Rights Issue.”

“RESOLVED FURTHER THAT the members of the Committee, be and are hereby severally authorised to certify the true copy of the aforementioned resolutions and furnish the same to the concerned authorities and/or individual as may be required for their record and necessary action(s).”

**Certified to be True Copy
For Nexome Capital Markets Limited
(Formerly SMIFS Capital Markets Limited)**



Sanjana Gupta

**(Sanjana Gupta)
Company Secretary-cum-Compliance Officer**

**Date: 02-02-2026
Place: Kolkata**