

VICTORY ELECTRIC VEHICLES INTERNATIONAL LIMITED

REG.OFFICE: PLOT NO.6, SECOND FLOOR, BLOCK A-5, MAA BHAGWATI
APARTMENT, PASCHIM VIHAR, NEW DELHI -110063
CIN NO: U31909DL2018PLC341184

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE BOARD MEETING OF VICTORY ELECTRIC VEHICLES INTERNATIONAL LIMITED HELD AT ITS REGISTERED OFFICE AT PLOT NO. 6, SECOND FLOOR, BLOCK A-5, MAA BHAGWATI APARTMENT, PASCHIM VIHAR, NEW DELHI- 110063, ON NOVEMBER 23, 2024

APPROVAL AND ADOPTION OF THE DRAFT PROSPECTUS IN RELATION TO THE OFFER

The Chairman placed before the board of directors of the Company ("Board") the draft of the draft red herring prospectus of the Company for their approval. The Board approved the same and passed the following resolution:

"RESOLVED THAT, in furtherance of the resolution passed by the board of directors of the Company (the "Board") on July 01, 2024 and the resolution passed by the shareholders of the Company on August 01, 2024 and subject to applicable laws, the draft of the draft prospectus (the "DP"), in respect of the initial public offering of **56,47,000 equity shares of face value of Rs. 5 each** of the Company (the "Equity Shares") consisting of fresh issue of **56,47,000 equity shares** of face value of Rs. 5 each of the Company being (the "Offer"), at such price as may be determined in accordance with the Fixed Price Issue under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with the lead manager to the Offer (the "LMs"), as provided to, and tabled before the Board, containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Director(s) and the Chief Financial Officer be and is hereby approved for filing with National Stock Exchange of India Limited referred to as the "Stock Exchange") and such other authorities or persons as may be required."

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

"RESOLVED FURTHER THAT any director be and are hereby severally authorised to make corrections or modifications, if any, and to finalise the DP for purposes of filing with the Stock Exchange and such other authorities or persons as may be required, issue certificates and confirmations as may be required to do all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto."

"RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company is authorised to certify the true copy of the aforesaid resolutions."

For Victory Electric Vehicles International Limited



Director