



MIDWEST LIMITED

(Formerly Known as Midwest Granite Private Limited)



CERTIFIED TRUE COPY OF THE RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS (THE "BOARD") OF MIDWEST LIMITED (THE "COMPANY") AT THE MEETING HELD ON MONDAY THE 30TH DAY SEPTEMBER, 2024, AT 11.15 A.M AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 8-2-684/3/25 & 26, ROAD NO.12 BANJARA HILLS, HYDERABAD, TELANGANA, INDIA, 500034.

APPROVAL OF THE DRAFT RED HERRING PROSPECTUS

The Chairperson informed the Board that pursuant to the resolution adopted by the Board of Directors at their meeting held on September 19, 2024 and shareholders at their meetings held September 19, 2024, respectively, the Company was authorized to undertake an initial public offer (the "**Offer**") of its equity shares of face value of ₹ 5 each (the "**Equity Shares**"). A draft of the draft red herring prospectus of the Company in connection with the Offer proposed to be filed with the Securities and Exchange Board of India has been placed before the Board for its approval.

After detailed discussion, the Board approved the following resolutions:

"RESOLVED THAT, in furtherance of the resolution passed by the board of directors of the Company (the "**Board**") on September 19, 2024 and the resolution passed by the shareholders of the Company on September 19, 2024, subject to the provisions of the Securities Contracts (Regulation) Act, 1956 (and the applicable rules thereunder), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("**SEBI ICDR Regulations**"), the Companies Act, 2013 and the applicable rules thereunder (including, in each case, any statutory modification or re-enactment of such laws for the time being in force) and any other applicable, rules, regulations, guidelines, circulars and notifications issued by the Securities and Exchange Board of India ("**SEBI**") and the enabling provisions of the memorandum of association and the articles of association of the Company, the draft red herring prospectus (the "**DRHP**") in respect of the initial public offering (the "**Offer**") of equity shares of face value of ₹5 each of the Company (the "**Equity Shares**") through a fresh issue of Equity Shares aggregating up to ₹2,500 million by the Company and an offer for sale of Equity Shares aggregating up to ₹4,000 million as placed before the Board subject to it being duly signed by the Directors and the Chief Financial Officer, be and is hereby approved for filing with the SEBI, BSE Limited and the National Stock Exchange of India Limited (together with BSE Limited, the "**Stock Exchanges**") and such other governmental or supervisory authorities or persons as may be required, in accordance with the applicable provisions of the Companies Act, 2013, as amended, SEBI ICDR Regulations, and other applicable law.

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



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“RESOLVED FURTHER THAT, Kollareddy Ramachandra; Wholetime Director & CEO, Uma Priyadarshini Kollareddy; Wholetime Director, Dilip Kumar Chalasani, Chief Financial Officer and Rohit Tibrewal, Company Secretary be and are hereby severally authorized to make corrections or alterations, if any, and to finalize the DRHP for the purposes of filing with the SEBI, the Stock Exchanges and such other authorities or persons as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement this resolution.”

“RESOLVED FURTHER THAT, the IPO Committee is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI.”

“RESOLVED FURTHER THAT, for the purpose of giving effect to the above resolutions, Kollareddy Ramachandra; Wholetime Director & CEO, Uma Priyadarshini Kollareddy; Wholetime Director and Rohit Tibrewal, Company Secretary severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.”

“RESOLVED FURTHER THAT, duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

**CERTIFIED TO BE TRUE COPY
MIDWEST LIMITED**

R. Tibrewal
ROHIT TIBREWAL
Company Secretary
ACS: 31385

Date:
Place: Hyderabad