
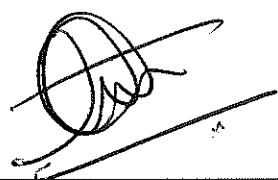



MINUTES OF THE MEETING OF BOARD OF DIRECTORS

Minutes of meeting of the Board of Directors of Cosmopolitan Industries (Pvt.) Limited held at 9th Floor, EGL Tower, Hung To Road, Kwun Tong, Kowloon, Hong Kong SAR on Monday, 14th February 2022 at 10:00 A.M.

The following directors of the Company were present:

Serial No.	Name	Designation	Signature
1	Mr. Ranjan Tikam Mahtani Nominee of Epic Designers Ltd. Hong Kong SAR	Group Chairman	
2	Mr. Dinesh Gope Virwani	Vice-Chairman	
3	Mr. Sunil Daulatram Daryanani	Vice-Chairman	
4	Mr. Tanvir Ahmed	Non-Executive Director	Absent

PROCEEDINGS

The Group Chairman Mr. Ranjan Tikam Mahtani took the chair in terms of the Articles of Association of the Company.

The necessary quorum as required under the Articles of Association of the Company being present, the Chairman called the meeting to order.

He then proceeded with the agenda as follows:

1. To adopt minutes of the last meeting of the Board of Directors

The Chairman placed minutes of the last meeting of the Board of Directors for confirmation. There being no queries or suggestions, the Board confirmed the Minutes of the last meeting.


[Chairman]

2. DELEGATION OF AUTHORITY

RESOLVED THAT

1. in supersession of all resolutions passed earlier by Board of Directors in this regard, consent and approval of the Board be and is hereby accorded to authorize following executives for exercising those powers and/or for the purpose as defined below Table:

Authorities/ Particulars	Documentation	Signing Authority (Authorized Executives)
Export Promotion Bureau (EPB)	a. GSP b. Certificate of Origin (CO) c. South Asian Preferential Trade Agreement (SAPTA)/ Asia Pacific Trade Agreement (APTA)	JOINTLY by any TWO 1. Rustam Ali 2. Sujitkumar Viththalrao Zine 3. Himanshu Gupta 4. Palihawadana Arachchilage Nilan Frank Perera 5. Md. Shariful Islam
Bangladesh Garment Manufacturer and Exporters Association (BGMEA)	a. Utilization Declaration (UD) b. Export Order (EO) c. Recommendation letter related documents	
Customs	a. Yearly Customs Audit related documents b. Bond Register c. Bill of Entry for Import d. Undertaking & others related documents for machinery e. Customs Passbook related documents f. Regular correspondence	
National Board of Revenue (NBR)	a. Income tax return b. Statement of international transaction c. VAT returns	JOINTLY by any TWO 1. Himanshu Gupta 2. Pintu Kumar Saw 3. Golam Mowla 4. Palihawadana Arachchilage Nilan Frank Perera OR

[Chairman]

Authorities/ Particulars	Documentation	Signing Authority (Authorized Executives)
		SINGLY by any ONE 1. Mr. Kutubuddin Ahmed 2. Mr. Tanvir Ahmed
	d. Statement regarding the payment of Salary e. Employee tax return filing information to NBR f. Withholding tax return g. Monthly salary & tax deduction statement h. Monthly tax deduction statement i. Issuing power of attorney to the Tax consultant j. Authorization for attending hearing to the TAX or VAT authority k. Submission of explanation and/or documents to the TAX or VAT authority l. Application for time extension related to TAX or VAT	JOINTLY by any TWO 1. Himanshu Gupta 2. Belayet Hossain 3. Golam Mowla 4. Palihawadana Arachchilage Nilan Frank Perera OR SINGLY by any ONE 1. Mr. Kutubuddin Ahmed 2. Mr. Tanvir Ahmed
	m. Tax or VAT deduction certificates	SINGLY by any ONE 1. Himanshu Gupta 2. Pintu Kumar Saw 3. Golam Mowla 3. Mr. Kutubuddin Ahmed 4. Mr. Tanvir Ahmed

[Chairman]

Authorities/ Particulars	Documentation	Signing Authority (Authorized Executives)
	<i>n. Issuing of Salary certificate to the employee (Only for Tax return purpose)</i>	SINGLY by any ONE 1. Himanshu Gupta 2. Golam Mowla 3. Belayet Hossain
<i>Applications for renewal of licenses</i>	<i>Forms, applications, forwarding letters for renewal of licenses/ new applications and supporting documents</i>	SINGLY by any ONE 1. Pintu Kumar Shaw 2. Belayet Hossain 3. Himanshu Gupta
<i>Legal Agreements</i>	<i>Various Agreements pertaining to BD entities</i>	JOINTLY by any TWO 1. Himanshu Gupta 2. Sujitkumar Vitthalrao Zine 3. Palihawadana Arachchilage Nilan Frank Perera 4. Belayet Hossain
<i>Expat related documents</i>	<i>a. Offer Letter b. Appointment Letter</i>	SINGLY by any ONE 1. Zahara Ashraff 2. Himanshu Gupta (On obtaining prior written approval from Zahara or Director(s)).
	<i>c. Application for e-Visa and attestation of all required documents to be submitted to Dept. d. Renewal of work permit and Visa e. Work Permit cancellation related documents</i>	SINGLY by any ONE 1. Pintu Kumar Shaw 2. Himanshu Gupta
<i>Employee</i>	<i>a. Documents to process</i>	JOINTLY by any

[Chairman]

Authorities/ Particulars	Documentation	Signing Authority (Authorized Executives)
<i>Related</i>	<i>salary of associates with salary transfer instruction and details of associates.</i> <i>b. Documents to be submitted for payment of weekly incentives, Final Settlement, Maternity Benefits or any other worker related payment.</i>	TWO 1. Himanshu Gupta 2. Belayet Hossain 3. Pintu Kumar Shaw 4. Palihawadana Arachchilage Nilan Frank Perera
<i>PF related documentation</i>	1. Monthly Contribution from associates transferred to this account and available fund transferred to HSBC/SCB for investment in BSP. 2. Transfer of fund by way of physical documents by way cheque or fund transfer instruction 3. Payment of loan to associates or final settlement 4. Physical duly signed prescribed form and other required documents need to be submitted for investment in BSP. 5. Encashment of Matured BSPs'	OR SINGLY by any ONE 1. Mr. Kutubuddin Ahmed 2. Mr. Tanvir Ahmed

2. the authority granted above includes exercising of all those powers which are related and connected to the purpose including signing of all relevant documents, even if not specified or listed above.
3. the authorized executives shall exercise above mentioned powers with due care and after following the process and/or guidelines, if any defined internally.
4. the above authority doesn't include any banking transaction like signing of cheque, order, instruction to bank and/or online bank account operations. The Board shall approve/pass separate resolution from time

[Chairman]

to time to delegate and/or revise the existing authority(ies) to conduct any of the abovementioned banking transactions.

5. all the Directors are SEVERALLY authorized to take all necessary actions including to issue any specific Power of Attorney or Letter of Authority, if any, required by any Government Authority/Department, to give effect to above decision of the Board; and
6. any one of the Directors can issue certified true copy of this resolution.

3. TO OPEN NEW BANK ACCOUNT WITH THE CITY BANK LIMITED

RESOLVED THAT

1. approval of the Board be and is hereby granted to open new bank account with **The City Bank Limited** (**'the Bank'**) in favor of the Company; **Cosmopolitan Industries (Pvt.) Limited** with immediate effect and accordingly the List of Authorized Signatories is in TABLE A;
2. The said accounts to be operated by the Directors and/or executives (**'Authorized Signatories'**) in accordance with the Rules defined in Table A below:

TABLE A

Particulars	Limit	Category and Name of Authorized Signatories	Rules for signing
For any payment transaction including payment by cheque, online or any other mode	No Limit	A) RANJAN TIKAM MAHTANI SUNIL DAULATRAM DARYANANI DINESH GOPE VIRWANI	Any One Singly
	Up to USD 250,000 or equivalent amount in BDT	B) WAI SHUN JUSTIN WONG	Singly
	Up to USD 0.5 Million or equivalent amount in BDT	C) WAI SHUN JUSTIN WONG JITENDRA KUMAR SINGHAL	Any Two Jointly

[Chairman]

		PARICHA PIYUSHKUMAR SHAH	
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Note:

- i. For the purpose of deciding limit for each category of signatories in Table A above, the word '**Up to**' should be interpreted as '**Any value less than or equal to but not more than a stated value**'.
 - ii. In Category C, Paricha Piyushkumar Shah is authorized to sign documents for payments relating to trading i.e. payment against sourcing of raw materials, accessories and trims. This condition needs to be complied internally.
3. The Bank be instructed to accept and credit to the Account all moneys deposited with or collect and credit into the Account all cheques that are deposited and notes, bills, other negotiable instruments, orders or receipts in the name of the Company that are endorsed /signed / issued by the Authorized Signatories on behalf of the Company in accordance with the rules defined in Table A above.
 4. The Bank be instructed to honour all cheques, promissory notes, and other instruments drawn by and all bills accepted on behalf of the Company per instrument/bill, so long as the Account being in credit balance or within the overdraft limit, where overdraft facility is provided by the Bank in respect of the Account, and are endorsed/signed/issued by the Authorized Signatories in such manner as mentioned in Table A above on behalf of the Company and such signature(s) shall be sufficient authority to bind the Company in all transactions between the Company and the Bank including those specifically referred to herein.
 5. The Company do also operate the Account through the mode of Phone Banking, Internet Banking, Email Banking, fax mode, mobile banking, as may be offered by the Bank for operation of the Account from time to time and the Authorized Signatories are authorized to operate the Account as mentioned in clause 2 above.
 6. The Company do authorize the Authorized Signatories to open one or more current account(s), fixed deposit accounts in future, based on their assessment of the business requirement of the Company, as may be necessary.

[Chairman]

7. *The Bank be instructed to cancel the authority of any one or more of the Authorized Signatories other than Category A Signatories, if any one of the Category A Signatories issues written instructions to the Bank in this regard.*
8. *Copies of the foregoing Resolutions certified to be true copies by any of the Directors, Category A Signatories or Company Secretary of the Company be furnished to the Bank and it be requested to act thereon.*

4. CORPORATE GUARANTEE TO THE CITY BANK LIMITED

The Group Chairman proposed the Board that Corporate Guarantee(s) shall be issued by Cosmopolitan Industries (Pvt.) Limited in favour of The City Bank Limited, Head Office, 136, Gulshan Avenue, Gulshan-2, Dhaka-1212 (the Bank'), covering various credit facilities taken/ will be taken from time to time extended, upon the terms and conditions stipulated in the relevant Facility Offer Letter and/ or Loan Agreement of the said Bank by our allied Company Epic Garments Manufacturing Co. Ltd.

After discussion, all the Directors agreed with the proposals of the Chairman and unanimously adopted the following resolution:

RESOLVED THAT

1. *Cosmopolitan Industries (Pvt.) Limited would stand as guarantor in favor of The City Bank Limited, Head Office, 136, Gulshan Avenue, Gulshan-2, Dhaka-1212 against various credit facilities extended/ to be extended from time to time to its allied concern Epic Garments Manufacturing Co. Ltd. and the liability of Epic Garments Manufacturing Co. Ltd. will be treated as liability of Cosmopolitan Industries (Pvt.) Limited and is jointly and severally liable and responsible for the loan facility allowed to Epic Garments Manufacturing Co. Ltd.*
2. *Mr. Ranjan Tikam Mahtani, Group Chairman, and/or Mr. Dinesh Gope Virwani, Vice-Chairman of the Company be hereby authorized severally to sign and execute all necessary security and other documents as may be required by The City Bank Limited for facilities, including documents in connection with renewal or enhancement of credit facilities and to do all acts, deeds and things as may be necessary in connection thereto.*

5. TO CONSIDER PROPOSAL TO AVAIL DIFFERENT CREDIT FACILITIES FROM THE CITY BANK LIMITED

The Chairman informed the Board that arrangements have been made with The City Bank Limited, Head Office, 136, Gulshan Avenue, Gulshan-2,

[Chairman]

Dhaka-1212 ('the Bank'), to sanction bank facilities. The Chairman informed that City Bank sanctioned bank facilities of USD 43.00 million (Fresh Project Finance under BMRE USD 17.00 million and Fresh Working Capital Limit USD 26 million) to Epic Garments Manufacturing Co. Ltd. on such terms and conditions prescribed in the sanction letter Ref: CBL/HO/CAD/CORP/2022/47 dated January 31, 2022 out of the approved working facility of USD 26.00 million, Cosmopolitan Industries Pvt. Ltd. will co-utilize working capital facility to the extent of Tk. 120 Million (equivalent to USD 14 million). The Chairman placed the facility offer letter before the Board.

After detailed discussions, the Board of Directors decided to accept the credit facilities from M/s. City Bank Limited, Bangladesh and passed the following resolutions:

RESOLVED THAT

- 1. Mr. Ranjan Tikam Mahtani, Group Chairman and Mr. Dinesh Gope Virwani, Vice-Chairman be and are hereby severally authorized to accept the credit facilities of USD 14.00 million as co-utilization of working capital facility of Epic Garments Manufacturing Co. Ltd. for the business of the Company on the terms and conditions as stipulated in sanction letter Ref: CBL/HO/CAD/CORP/2022/47 dated January 31, 2022.*
- 2. Mr. Ranjan Tikam Mahtani, Group Chairman and Mr. Dinesh Gope Virwani, Vice-Chairman of the Company be and are hereby severally authorized to convey acceptance of the credit facilities by M/s. City Bank Limited sanction letter Ref: CBL/HO/CAD/CORP/2022/47 dated January 31, 2022 and to execute all the required security documents in this regard and to do all acts, deeds and things as may be necessary in connection thereto.*
- 3. Mr. Ranjan Tikam Mahtani, Group Chairman and Mr. Dinesh Gope Virwani, Vice-Chairman of the Company be and are hereby severally authorized to sign the documents for and on behalf of the Company that be required for the above-mentioned purposes.*
- 4. the Company may request Epic Garments Manufacturing Co. Ltd. to provide corporate guarantee in favour of The City Bank Limited, Head Office- 136, Gulshan Avenue, Gulshan-2, Dhaka-1212, covering various credit facilities taken/ will be taken from time to time extended, upon term the terms and conditions stipulated in the relevant sanction letter(s) and/ or Loan Agreement from the said bank.*

[Chairman]

5. Mr. Himanshu Gupta and/ or Mr. Pintu Kumar Saw, Authorized Officials be and is hereby authorized to represent the Company and do all act and things and execute and deliver all other documents as may be necessary or expedient to register the charge and to execute the above Resolutions."

6. REVISION IN AUTHORIZED SIGNATORIES TO OPERATE BANK ACCOUNTS MAINTAINED WITH THE CITY BANK LIMITED

RESOLVED THAT

1. in supersession of all resolutions passed earlier, approval of the Board be and is hereby granted to amend List of Authorized Signatories to operate all bank accounts of the Company; **Cosmopolitan Industries (Pvt.) Limited** maintained with **The City Bank Limited ('the Bank')** with immediate effect and accordingly the revised / updated List of Authorized Signatories is in TABLE A;
2. The said accounts to be operated by the Directors and/or executives (**Authorized Signatories**) in accordance with the Rules defined in Table A below:

TABLE A

Particulars	Limit	Category and Name of Authorized Signatories	Rules for signing
For any payment transaction including payment by cheque, online or any other mode	No Limit	A) RANJAN TIKAM MAHTANI SUNIL DAULATRAM DARYANANI DINESH GOPE VIRWANI	Any One Singly
	Up to USD 250,000 or equivalent amount in BDT	B) WAI SHUN JUSTIN WONG	Singly
	Up to USD 0.5Million or equivalent amount in BDT	C) WAI SHUN JUSTIN WONG JITENDRA KUMAR SINGHAL	Any Two Jointly

[Chairman]

Note:

- i. For the purpose of deciding limit for each category of signatories in Table A above, the word '**Up to**' should be interpreted as '**Any value less than or equal to but not more than a stated value**'.
3. The Bank be instructed to accept and credit to the Account all moneys deposited with or collect and credit into the Account all cheques that are deposited and notes, bills, other negotiable instruments, orders or receipts in the name of the Company that are endorsed /signed / issued by the Authorized Signatories on behalf of the Company in accordance with the rules defined in Table A above.
4. The Bank be instructed to honour all cheques, promissory notes, and other instruments drawn by and all bills accepted on behalf of the Company per instrument/bill, so long as the Account being in credit balance or within the overdraft limit, where overdraft facility is provided by the Bank in respect of the Account, and are endorsed/signed/issued by the Authorized Signatories in such manner as mentioned in Table A above on behalf of the Company and such signature(s) shall be sufficient authority to bind the Company in all transactions between the Company and the Bank including those specifically referred to herein.
5. The Company do also operate the Account through the mode of Phone Banking, Internet Banking, Email Banking, fax mode, mobile banking, as may be offered by the Bank for operation of the Account from time to time and the Authorized Signatories are authorized to operate the Account as mentioned in clause 2 above.
6. The Company do authorize the Authorized Signatories to open one or more current account(s), fixed deposit accounts in future, based on their assessment of the business requirement of the Company, as may be necessary.
7. The Bank be instructed to cancel the authority of any one or more of the Authorized Signatories other than Category A Signatories, if any one of the Category A Signatories issues written instructions to the Bank in this regard.
8. Copies of the foregoing Resolutions certified to be true copies by any of the Directors, Category A Signatories or Company Secretary of the Company be furnished to the Bank and it be requested to act thereon.

[Chairman]

7. TO CONSIDER AND APPROVE AUTHORIZED SIGNATORIES FOR COMMERCIAL DOCUMENTATION WITH THE CITY BANK LIMITED

RESOLVED THAT

1. *the Board of Directors, the following officials of the Company be authorized to sign various commercial documents with The City Bank Limited, Dhaka on behalf of the Company:*

Description of the assignments	Signing Authority
A) Export: 1. Covering Letter, 2. Bill of Exchange for Export, 3. Invoice, 4. Packing List, 5. Export bill schedule, 6. Export certification and other export related documents	JOINTLY by any TWO of following authorized signatories: 1. Sujitkumar Vitthalrao Zine (Authorized Signatory) 2. Rustam Ali (Authorized Signatory) 3. Md. Shariful Islam (Authorized Signatory) 4. Himanshu Gupta (Authorized Signatory) 5. Pintu Kumar Saw (Authorized Signatory) 6. Palihawadana Arachchilage Nilan Frank Perera (Authorized Signatory)
B) Import: 1. L/C Opening Application, 2. L/Cs Amendment Application, 3. Acceptance, 4. Back-to-Back Payments, 5. Import document(s) release, 6. Document Endorsement application, 7. Loan creation Application, 8. Utilization of loan, 9. Indemnity. 10. Shipping guarantee, 11. Guarantee issuance, 12. Certificate request and other import related documents	

2. *Mr. P K Shaw and/or Mr. Himanshu Gupta, Authorized Officials be and is hereby authorized to file necessary documents with the bank to execute the above resolution and to take all necessary steps in regard to above matter.*
3. *the above changes will be effective from date of submission of the extracts of Minutes of Meeting of the Board of Directors to the Bank.*

[Chairman]

8. REVISION IN AUTHORIZED SIGNATORIES TO OPERATE BANK ACCOUNTS MAINTAINED WITH THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED

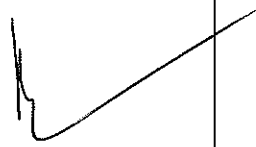
RESOLVED THAT

1. in supersession of all resolutions passed earlier, approval of the Board be and is hereby granted to amend List of Authorized Signatories to operate all bank accounts of the Company; **Cosmopolitan Industries (Pvt.) Limited** maintained with **The Hongkong and Shanghai Banking Corporation Limited** (**the Bank**) with immediate effect and accordingly the revised / updated List of Authorized Signatories is in TABLE A;
2. The said accounts to be operated by the Directors and/or executives (**Authorized Signatories**) in accordance with the Rules defined in Table A below;

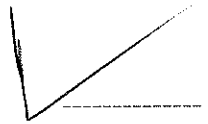
TABLE A

Particulars	Limit	Category and Name of Authorized Signatories	Rules for signing
For any payment transaction including payment by cheque, online or any other mode	No Limit	A) RANJAN TIKAM MAHTANI SUNIL DAULATRAM DARYANANI DINESH GOPE VIRWANI	Any One Singly
	Up to USD 250,000 or equivalent amount in BDT	B) WAI SHUN JUSTIN WONG	Singly
	Up to USD 0.5 Million or equivalent amount in BDT	C) WAI SHUN JUSTIN WONG JITENDRA KUMAR SINGHAL	Any Two Jointly

Note:


[Chairman]

- i. *For the purpose of deciding limit for each category of signatories in Table A above, the word 'Up to' should be interpreted as 'Any value less than or equal to but not more than a stated value'.*
3. *The Bank be instructed to accept and credit to the Account all moneys deposited with or collect and credit into the Account all cheques that are deposited and notes, bills, other negotiable instruments, orders or receipts in the name of the Company that are endorsed /signed / issued by the Authorized Signatories on behalf of the Company in accordance with the rules defined in Table A above.*
4. *The Bank be instructed to honour all cheques, promissory notes, and other instruments drawn by and all bills accepted on behalf of the Company per instrument/bill, so long as the Account being in credit balance or within the overdraft limit, where overdraft facility is provided by the Bank in respect of the Account, and are endorsed/signed/issued by the Authorized Signatories in such manner as mentioned in Table A above on behalf of the Company and such signature(s) shall be sufficient authority to bind the Company in all transactions between the Company and the Bank including those specifically referred to herein.*
5. *The Company do also operate the Account through the mode of Phone Banking, Internet Banking, Email Banking, fax mode, mobile banking, as may be offered by the Bank for operation of the Account from time to time and the Authorized Signatories are authorized to operate the Account as mentioned in clause 2 above.*
6. *The Company do authorize the Authorized Signatories to open one or more current account(s), fixed deposit accounts in future, based on their assessment of the business requirement of the Company, as may be necessary.*
7. *The Bank be instructed to cancel the authority of any one or more of the Authorized Signatories other than Category A Signatories, if any one of the Category A Signatories issues written instructions to the Bank in this regard.*
8. *Copies of the foregoing Resolutions certified to be true copies by any of the Directors, Category A Signatories or Company Secretary of the Company be furnished to the Bank and it be requested to act thereon.*


[Chairman]


9. TO CONSIDER AND APPROVE AUTHORIZED SIGNATORIES FOR COMMERCIAL DOCUMENTATION WITH THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED

RESOLVED THAT

1. *in supersession of all resolutions passed earlier, approval of the Board of Directors, the following officials of the Company be authorized to sign various commercial documents with The Hongkong and Shanghai Banking Corporation Limited, Dhaka on behalf of the Company:*

Description of the assignments	Signing Authority
A) Export: 1. Covering Letter, 2. Bill of Exchange for Export, 3. Invoice, 4. Packing List, 5. Export bill schedule, 6. Export certification and other export related documents	JOINTLY by any TWO of following authorized signatories: 1. Sujitkumar Vitthalrao Zine (Authorized Signatory) 2. Rustam Ali (Authorized Signatory) 3. Md. Shariful Islam (Authorized Signatory) 4. Himanshu Gupta (Authorized Signatory) 5. Pintu Kumar Saw (Authorized Signatory) 6. Palihawadana Arachchilage Nilan Frank Perera (Authorized Signatory)
B) Import: 1. L/C Opening Application, 2. L/Cs Amendment Application, 3. Acceptance, 4. Back-to-Back Payments, 5. Import document(s) release, 6. Document Endorsement application, 7. Loan creation Application, 8. Utilization of loan, 9. Indemnity. 10. Shipping guarantee, 11. Guarantee issuance, 12. Certificate request and other import related documents	

2. *Mr. P K Shaw and/or Mr. Himanshu Gupta, Authorized Officials be and is hereby authorized to file necessary documents with the bank to execute the above resolution and to take all necessary steps in regard to above matter.*


[Chairman]

3. the above changes will be effective from date of submission of the extracts of Minutes of Meeting of the Board of Directors to the Bank.

10. REVISION IN AUTHORIZED SIGNATORIES TO OPERATE BANK ACCOUNTS MAINTAINED WITH STANDARD CHARTERED BANK

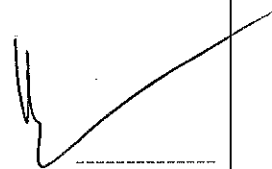
RESOLVED THAT

1. in supersession of all resolutions passed earlier, approval of the Board be and is hereby granted to amend List of Authorized Signatories to operate all bank accounts of the Company; **Cosmopolitan Industries (Pvt.) Limited** maintained with **Standard Chartered Bank (the Bank)** with immediate effect and accordingly the revised / updated List of Authorized Signatories is in TABLE A;
2. The said accounts to be operated by the Directors and/or executives (**Authorized Signatories**) in accordance with the Rules defined in Table A below:

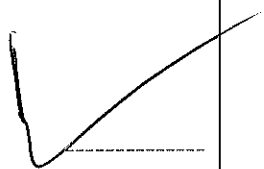
TABLE A

Particulars	Limit	Category and Name of Authorized Signatories	Rules for signing
For any payment transaction including payment by cheque, online or any other mode	No Limit	A) RANJAN TIKAM MAHTANI SUNIL DAULATRAM DARYANANI DINESH GOPE VIRWANI	Any One Singly
	Up to USD 250,000 or equivalent amount in BDT	B) WAI SHUN JUSTIN WONG	Singly
	Up to USD 0.5 Million or equivalent amount in BDT	C) WAI SHUN JUSTIN WONG JITENDRA KUMAR SINGHAL	Any Two Jointly

Note:


[Chairman]

- i. *For the purpose of deciding limit for each category of signatories in Table A above, the word 'Up to' should be interpreted as 'Any value less than or equal to but not more than a stated value'.*
3. *The Bank be instructed to accept and credit to the Account all moneys deposited with or collect and credit into the Account all cheques that are deposited and notes, bills, other negotiable instruments, orders or receipts in the name of the Company that are endorsed /signed / issued by the Authorized Signatories on behalf of the Company in accordance with the rules defined in Table A above.*
4. *The Bank be instructed to honour all cheques, promissory notes, and other instruments drawn by and all bills accepted on behalf of the Company per instrument/bill, so long as the Account being in credit balance or within the overdraft limit, where overdraft facility is provided by the Bank in respect of the Account, and are endorsed/signed/issued by the Authorized Signatories in such manner as mentioned in Table A above on behalf of the Company and such signature(s) shall be sufficient authority to bind the Company in all transactions between the Company and the Bank including those specifically referred to herein.*
5. *The Company do also operate the Account through the mode of Phone Banking, Internet Banking, Email Banking, fax mode, mobile banking, as may be offered by the Bank for operation of the Account from time to time and the Authorized Signatories are authorized to operate the Account as mentioned in clause 2 above.*
6. *The Company do authorize the Authorized Signatories to open one or more current account(s), fixed deposit accounts in future, based on their assessment of the business requirement of the Company, as may be necessary.*
7. *The Bank be instructed to cancel the authority of any one or more of the Authorized Signatories other than Category A Signatories, if any one of the Category A Signatories issues written instructions to the Bank in this regard.*
8. *Copies of the foregoing Resolutions certified to be true copies by any of the Directors, Category A Signatories or Company Secretary of the Company be furnished to the Bank and it be requested to act thereon.*


[Chairman]

11. TO CONSIDER AND APPROVE AUTHORIZED SIGNATORIES FOR COMMERCIAL DOCUMENTATION WITH STANDARD CHARTERED BANK

RESOLVED THAT

1. *in supersession of all resolutions passed earlier, approval of the Board of Directors, the following officials of the Company be authorized to sign various commercial documents with Standard Chartered Bank, Dhaka on behalf of the Company:*

Description of the assignments	Signing Authority
A) Export: 1. Covering Letter, 2. Bill of Exchange for Export, 3. Invoice, 4. Packing List, 5. Export bill schedule, 6. Export certification and other export related documents	JOINTLY by any TWO of following authorized signatories: 1. Sujitkumar Vitthalrao Zine (Authorized Signatory) 2. Rustam Ali (Authorized Signatory) 3. Md. Shariful Islam (Authorized Signatory) 4. Himanshu Gupta (Authorized Signatory) 5. Pintu Kumar Saw (Authorized Signatory) 6. Palihawadana Arachchilage Nilan Frank Perera (Authorized Signatory)
B) Import: 1. L/C Opening Application, 2. L/Cs Amendment Application, 3. Acceptance, 4. Back-to-Back Payments, 5. Import document(s) release, 6. Document Endorsement application, 7. Loan creation Application, 8. Utilization of loan, 9. Indemnity. 10. Shipping guarantee, 11. Guarantee issuance, 12. Certificate request and other import related documents	

2. *Mr. P K Shaw and/or Mr. Himanshu Gupta, Authorized Officials be and is hereby authorized to file necessary documents with the bank to execute the above resolution and to take all necessary steps in regard to above matter.*
3. *the above changes will be effective from date of submission of the extracts of Minutes of Meeting of the Board of Directors to the Bank.*

[Chairman]

12. REVISION IN AUTHORIZED SIGNATORIES TO OPERATE BANK ACCOUNTS MAINTAINED WITH EASTERN BANK LIMITED

RESOLVED THAT

1. in supersession of all resolutions passed earlier, approval of the Board be and is hereby granted to amend List of Authorized Signatories to operate all bank accounts of the Company; **Cosmopolitan Industries (Pvt.) Limited** maintained with **Eastern Bank Limited ('the Bank')** with immediate effect and accordingly the revised / updated List of Authorized Signatories is in TABLE A;
2. The said accounts to be operated by the Directors and/or executives (**'Authorized Signatories'**) in accordance with the Rules defined in Table A below:

TABLE A

Particulars	Limit	Category and Name of Authorized Signatories	Rules for signing
For any payment transaction including payment by cheque, online or any other mode	No Limit	A) RANJAN TIKAM MAHTANI SUNIL DAULATRAM DARYANANI DINESH GOPE VIRWANI	Any One Singly
	Up to USD 250,000 or equivalent amount in BDT	B) WAI SHUN JUSTIN WONG	Singly
	Up to USD 0.5 Million or equivalent amount in BDT	C) WAI SHUN JUSTIN WONG JITENDRA KUMAR SINGHAL	Any Two Jointly

Note:


- ii. For the purpose of deciding limit for each category of signatories in Table A above, the word '**Up to**' should be interpreted as '**Any value less than or equal to but not more than a stated value**'.

[Chairman]

3. *The Bank be instructed to accept and credit to the Account all moneys deposited with or collect and credit into the Account all cheques that are deposited and notes, bills, other negotiable instruments, orders or receipts in the name of the Company that are endorsed /signed / issued by the Authorized Signatories on behalf of the Company in accordance with the rules defined in Table A above.*
4. *The Bank be instructed to honour all cheques, promissory notes, and other instruments drawn by and all bills accepted on behalf of the Company per instrument/bill, so long as the Account being in credit balance or within the overdraft limit, where overdraft facility is provided by the Bank in respect of the Account, and are endorsed/signed/issued by the Authorized Signatories in such manner as mentioned in Table A above on behalf of the Company and such signature(s) shall be sufficient authority to bind the Company in all transactions between the Company and the Bank including those specifically referred to herein.*
5. *The Company do also operate the Account through the mode of Phone Banking, Internet Banking, Email Banking, fax mode, mobile banking, as may be offered by the Bank for operation of the Account from time to time and the Authorized Signatories are authorized to operate the Account as mentioned in clause 2 above.*
6. *The Company do authorize the Authorized Signatories to open one or more current account(s), fixed deposit accounts in future, based on their assessment of the business requirement of the Company, as may be necessary.*
7. *The Bank be instructed to cancel the authority of any one or more of the Authorized Signatories other than Category A Signatories, if any one of the Category A Signatories issues written instructions to the Bank in this regard.*
8. *Copies of the foregoing Resolutions certified to be true copies by any of the Directors, Category A Signatories or Company Secretary of the Company be furnished to the Bank and it be requested to act thereon.*

**13.TO CONSIDER AND APPROVE AUTHORIZED SIGNATORIES FOR
COMMERCIAL DOCUMENTATION WITH EASTERN BANK LIMITED**

RESOLVED THAT


[Chairman]

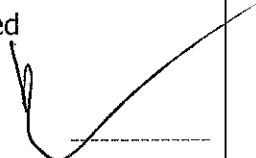
1. in supersession of all resolutions passed earlier, approval of the Board of Directors, the following officials of the Company be authorized to sign various commercial documents with Eastern Bank Limited, Dhaka on behalf of the Company:

Description of the assignments	Signing Authority
A) Export: 1. Covering Letter, 2. Bill of Exchange for Export, 3. Invoice, 4. Packing List, 5. Export bill schedule, 6. Export certification and other export related documents	JOINTLY by any TWO of following authorized signatories: 1. Sujitkumar Vitthalrao Zine (Authorized Signatory) 2. Rustam Ali (Authorized Signatory) 3. Md. Shariful Islam (Authorized Signatory) 4. Himanshu Gupta (Authorized Signatory) 5. Pintu Kumar Saw (Authorized Signatory) 6. Palihawadana Arachchilage Nilan Frank Perera (Authorized Signatory)
B) Import: 1. L/C Opening Application, 2. L/Cs Amendment Application, 3. Acceptance, 4. Back-to-Back Payments, 5. Import document(s) release, 6. Document Endorsement application, 7. Loan creation Application, 8. Utilization of loan, 9. Indemnity. 10. Shipping guarantee, 11. Guarantee issuance, 12. Certificate request and other import related documents	

2. Mr. P K Shaw and/or Mr. Himanshu Gupta, Authorized Officials be and is hereby authorized to file necessary documents with the bank to execute the above resolution and to take all necessary steps in regard to above matter.
3. the above changes will be effective from date of submission of the extracts of Minutes of Meeting of the Board of Directors to the Bank.

14. TO CONSIDER AND APPROVE AUTHORIZED SIGNATORIES FOR DOCUMENTATION WITH BANKS

Keeping in view the changes in management structure, the Board passed the following resolutions:


[Chairman]

RESOLVED THAT

1. *in supersession of all resolutions passed earlier by Board of Directors regarding authorized signatories for operation of bank accounts, consent and approval of the Board be and is hereby accorded to authorize following executives for exercising those powers and/or for the purpose as defined below table. The authorized signatories are only authorized for signing of supporting documents and not related to operation of accounts or any payment/ fund transfer related instruction.*

Documentation	Signing Authority
<i>All documents & general instructions, applications, forms, deeds, contracts, undertaking, authorization letters, etc. on behalf of the Company</i>	JOINTLY by any TWO of following authorized signatories:
<i>Application/ correspondence/ Reporting to Bangladesh Bank</i>	1. Himanshu Gupta (Authorized Signatory)
<i>Loan creation/disbursement applications or documents pertaining to any stimulus funding from Government</i>	2. Sujitkumar Vitthalrao Zine (Authorized Signatory)
<i>Forex dealing mandate and other forex related documents</i>	3. Palihawadana Arachchilage Nilan Frank Perera (Authorized Signatory)
<i>Monthly/ Quarterly reporting such as FDI Reports, ED-2 Reports, Stock Reports etc.</i>	4. Pintu Kumar Saw (Authorized Signatory)
<i>In case of TT which can be processed online, duly signed TM form and other required supporting documents need to be submitted to bank</i>	
<i>Form C, TM Forms, request for account statements and any certificate from bank</i>	

2. *Mr. P K Shaw and/or Mr. Himanshu Gupta, Authorized Officials be and is hereby authorized to file necessary documents with the bank to execute the above resolution and to take all necessary steps in regard to above matter.*
3. *the above changes will be effective from date of submission of the extracts of Minutes of Meeting of the Board of Directors to the Bank.*

15.TO CONSIDER AND APPROVE AUTHORIZED SIGNATORIES TO SIGN OTHER COMMERCIAL AND CUSTOMS RELATED DOCUMENTS

[Chairman]

Keeping in view the changes in management structure, the Board considered some changes in authorized signatories to sign all documents related to customs and passed the following resolutions:

RESOLVED THAT

1. *in supersession of all resolutions passed earlier by the Board of Directors, the following officials of the Company be and are hereby jointly authorized to sign various commercial and customs documents pertaining to Customs Bond Commissionerate, Bangladesh Investment Development Authority (BIDA), Chief Controller of Imports & Exports (CCI&E), Export Promotion Bureau (EPB) and Bangladesh Garment Manufacturers and Exporters Association (BGMEA) i.e. Utilization Declaration for importing fabrics and accessories, Indemnity Bond, Risk Bond, Duty Bond and all others routine correspondence on behalf of the Company:*

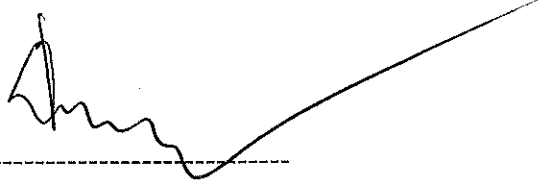
*Authorized Signatories (**JOINTLY** by any **TWO** from following officials)*

1. *Rustam Ali (Authorised Signatory)*
2. *Sujitkumar Vitthalrao Zine (Authorised Signatory)*
3. *Himanshu Gupta (Authorised Signatory)*
4. *Palihawadana Arachchilage Nilan Frank Perera (Authorised Signatory)*
5. *Md. Shariful Islam (Authorised Signatory)*

2. *the above changes will be effective from date of submission of the extracts of Minutes of Meeting of the Board of Directors."*

Vote of Thanks

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair.



Ranjan Tikam Mahtani
Group Chairman

Date: February 14, 2022


[Chairman]