

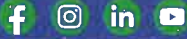
# GSP CROP SCIENCE LIMITED

(Earlier known as GSP Crop Science Private Limited)

Regd. & Corp. Office : 404, Lalita Complex, Rasala Road, Mithakhali Six Road, Navrangpura, Ahmedabad-380009, Gujarat, India.

+91-79-61915111, 61915151, 26449936 info@gspcrop.in

www.gspcrop.in | CIN: U24120GJ1985PLC007641



## CERTIFIED TRUE COPY OF RESOLUTION PASSED BY BOARD OF DIRECTORS OF THE COMPANY FOR THE FINANCIAL YEAR 2024-2025 HELD ON FRIDAY, DECEMBER 20, 2024, AT 2.30 P.M.

### TO APPROVE THE DRAFT RED HERRING PROSPECTUS (THE "DRHP") OF THE COMPANY

"RESOLVED THAT, in furtherance of the resolution passed by the board of directors of the Company (the "Board") on December 6, 2024 and the resolution passed by the shareholders of the Company on December 7, 2024 and subject to applicable laws, the draft of the draft red herring prospectus (the "DRHP"), in respect of the initial public offering of equity shares of face value of ₹ 10/- each of the Company (the "Equity Shares") consisting of fresh issue of such number of equity shares of the Company as aggregates up to ₹ 2,800 million/ up to [●] Equity Shares and an offer for sale of up to 60,00,000 Equity Shares by (i) Vilasben Vrajmohan Shah (ii) Bhavesh Vrajmohan Shah (iii) Kappa Trust (the "Selling Shareholders") (the "Offer"), at such price as may be determined in accordance with the book building process 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 book running lead managers to the Offer (the "BRLMs"), 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 Directors, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative), be and is hereby approved for filing with Securities and Exchange Board of India ("SEBI"), BSE Limited, National Stock Exchange of India Limited (which together with BSE Limited shall collectively be referred to as the "Stock Exchanges") and such other authorities or persons as may be required."

"RESOLVED FURTHER THAT the DRHP is hereby recommended for signing by each of the Directors of the Company, the Chief Financial Officer of the Company and the Selling Shareholders (or their duly authorized representative) and each such person be and is hereby authorized to sign the declaration page of the DRHP for and on behalf of the Company and file the same with the SEBI for their observations and with the Stock Exchanges for listing purposes."

**GROW**  
BEYOND

**Unit-1** : Plot No.47, 100 to 103, 103/A, G.V.M.M., Odhav, Survey No. 71/1, Plot No. 11 to 22, Nikol, Ahmedabad-382415, Gujarat, India | Phone : +91 - 79 - 61915333, 61915353

**Unit-2** : 551, Phase II, G.I.D.C. Kathwada, Opp. O/s. Odhav Octroi Naka, Ahmedabad - 382430  
Phone : +91 - 79 - 61915252, 61915222, 22900451

**Unit-3** : Plot: 1 - 2, GIDC, Opp. State Bank of India, Nandesari - 391340, Dist - Vadodara, Gujarat.  
Phone : +91 - 265 - 6820444 / 21 / 22, 6352968306

**Unit-5** : Plot : 15 - 16, GIDC, Opp. Fire Station, Nandesari - 391340, Dist - Vadodara, Gujarat.  
Phone : +91 - 265 - 6820444 / 21 / 22, 6352968306



Certificate Number 5774  
ISO 9001  
ISO 14001

Certificate Number 5984  
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**“RESOLVED FURTHER THAT** Mr. Bhavesh Vrajmohan Shah (DIN: 00094669), Chairman and Managing Director of the Company, Mr. Tirth Shah (DIN: 07598253), Whole-time Director of the Company, Mr. Shail Jayesh Shah (DIN: 07543594), Whole Time Director of the Company, Mr. Mehul Premkantbhai Pandya (DIN: 09618063), Whole Time Director of the Company and / or Mr. Kamlesh Dhirubhai Patel (FCS - 8018), Company Secretary and Compliance Officer of the Company and is hereby severally authorised to make corrections or modifications, if any, and to finalise the DRHP for purposes of filing with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and 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,** the IPO Committee, as constituted on December 6, 2024 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 including to determining the number of shares and/or the amount proposed to be raised.”

**“RESOLVED FURTHER THAT** any one of Mr. Bhavesh Vrajmohan Shah (DIN: 00094669), Chairman and Managing Director of the Company, Mr. Tirth Shah (DIN: 07598253), Whole-time Director of the Company, Mr. Shail Jayesh Shah (DIN: 07543594), Whole Time Director of the Company, Mr. Mehul Premkantbhai Pandya (DIN: 09618063), Whole Time Director of the Company and / or Mr. Kamlesh Dhirubhai Patel (FCS - 8018), Company Secretary and Compliance Officer of the Company is authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to concerned authorities for necessary action.”

Certified True Copy  
For GSP Crop Science Limited

**Kamlesh D Patel**  
Company Secretary & Compliance Officer  
M. No. FCS 8018



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