



Canarys Automations Limited

(formerly known as Canarys Automations Private Limited)

Regd. Off.: # 566 & 567, 2nd Floor, 30th Main, Attimabbe Road, Banagirinagara, Banashankari 3rd Stage, Bengaluru-560085, Karnataka. INDIA.

CIN: U31101KA1991PLC012096

Phone: +91-80-2679 9915;

e-mail: fin@ecanarys.com; web: www.ecanarys.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF IPO COMMITTEE OF CANARYS AUTOMATIONS LIMITED (COMPANY) AT THEIR MEETING HELD ON THURSDAY, 21st SEPTEMBER, 2023 AT 05.00 P.M AT THE REGISTERED OFFICE SITUATED AT NO. 566 & 567, 2ND FLOOR, 30TH MAIN, ATTIMABBE ROAD BANAGIRINAGARA, BANASHANKARI 3RD STAGE, BENGALURU KARNATAKA- 560085

APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS ("RHP") IN RELATION TO INITIAL PUBLIC OFFERING BY THE COMPANY:

"**RESOLVED THAT** pursuant to Regulation 246 and Regulation 247 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and in furtherance of the resolution passed by Board of Directors on August 21, 2023 approving the Draft Red Herring Prospectus (the "DRHP") and the receipt of in-principle approval dated September 15, 2023 from the National Stock Exchange of India Limited (the "NSE") for the listing the Equity Shares of the Company on NSE Emerge ('SME Platform of the NSE'), the Red Herring Prospectus (the "RHP"), in respect of the Initial Public Offering ("IPO") of Equity Shares of face value of Rs. 2/- each of the Company (the "Equity Shares") consisting of fresh issue of 1,51,72,000 equity shares of the Company at such price as may be determined in accordance with the Book Building Process under SEBI ICDR Regulations, as amended, and as agreed to by the Company in consultation with the Book Running Lead Manager to the Offer (the "BRLM"), as provided to, and tabled before the IPO Committee, containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved and adopted for filing with the NSE, and the Securities and Exchange Board of India ("SEBI") and Registrar of Companies, Bengaluru, Karnataka and such other authorities or persons as may be required."

"**RESOLVED FURTHER THAT** the RHP 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 authorised to sign the declaration page of the RHP for and on behalf of the Company."

"**RESOLVED FURTHER THAT** a copy of the above resolution, certified by any member of the committee, be forwarded to the concerned authorities for necessary action."

"**RESOLVED FURTHER THAT** the members of the Committee are authorised severally and jointly to execute all such deeds, documents, agreements, forms, instruments and writings, engagement letter, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions,



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and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal counsel to the Company and the BRLM appointed in respect."

Certified True Copy

For **Canarys Automations Limited**

Raghu Chandrashekhariah

Chairperson of the Committee

DIN: 01065269