



# POEL POCL ENTERPRISES LIMITED

ANNEXURE - 15A

**CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF POCL ENTERPRISES LIMITED HELD ON MARCH 16, 2026 AT WILLINGDON CRESENT, 1ST FLOOR, NO.6/2, PYCROFTS GARDEN ROAD, NUNGAMBAKKAM, CHENNAI - 600006.**

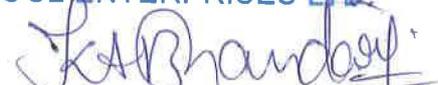
**APPROVAL OF DRAFT SCHEME OF AMALGAMATION OF PLANETFIRST GREEN PRIVATE LIMITED WITH AND INTO POCL ENTERPRISES LIMITED AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS**

"UNANIMOUSLY RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 ("the Companies Act") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable rules made thereunder ("the Rules") (including any statutory amendments, modifications or re-enactments thereof for the time being in force), Section 2(1B) read with other applicable provisions of the Income Tax Act, 1961 (as amended) ("IT Act"), and in accordance with SEBI Master Circular bearing no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular"), as amended from time to time, the Regulations issued by the Securities and Exchange Board of India, *inter alia*, including applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("the SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("the SEBI Takeover Regulations"), and subject to any other laws, rules, regulations, bye-laws, guidelines, notifications, circulars and clarifications issued from time to time by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI") and/or any other competent authorities including BSE Limited ("the Stock Exchange") (hereinafter collectively referred to as "Applicable Regulatory Authorities") and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the requisite approvals and permissions of the shareholders and creditors of the Company (unless dispensed with by the Hon'ble National Company Law Tribunal) ("NCLT"), and subject to such approvals, consents, observations, no objections, and permissions from the Stock Exchange, SEBI and subject to the approvals/sanctions of the Hon'ble National Company Law Tribunal ("NCLT") and other competent Courts, judicial or quasi-judicial authorities or any other statutory/regulatory/Government bodies/ tribunals or institutions, as may be necessary and applicable (hereinafter collectively referred to as the "Concerned Authorities") and subject to such conditions, modifications, guidelines or directions, as may be prescribed, directed, imposed or advised by any one of them, while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Company, and taking into consideration the recommendation of the Audit Committee and the Independent Directors of the Company, the Scheme of Amalgamation ("the Scheme") along with all the relevant documents related to the Scheme involving amalgamation of Planetfirst

For POCL ENTERPRISES LTD.

  
Authorised Signatory

For POCL ENTERPRISES LTD.

  
Authorised Signatory

Willingdon Crescent, 1st Floor, No. 6/2, Pycrofts Garden Road, Nungambakkam, Chennai - 600 006.

Phone : +91 -44 4914 5454, E-mail : info@poel.in Website : www.poel.in

CIN : L52599TN1988PLC015731

AN ISO CERTIFIED COMPANY



# POEL POCL ENTERPRISES LIMITED

Green Private Limited (CIN: U24203TN2022PTC185571) hereinafter also known as **"Transferor Company"** with and into POCL Enterprises Limited (CIN: L52599TN1988PLC015731) hereinafter also known as **"Transferee Company"** and their respective shareholders and creditors, with Appointed date as April 1, 2026 or such other date, as may be agreed upon in writing by the Board of Directors of the Transferor Company and the Transferee Company or as may be ordered/approved by the Hon'ble NCLT under the provisions of the Companies Act (**"Appointed Date"**) as placed before the Board and duly initialled for the sake of identification, **be and is hereby adopted, approved and taken on record** and that upon the Scheme becoming effective, the following shall take effect:

- a. Amalgamation of the Transferor Company with and into the Transferee Company in accordance with Section 2(1B) and other provisions of the IT Act, Sections 230 to 232 of the Companies Act and other applicable laws.
- b. With effect from the Appointed Date and upon the Scheme becoming effective, the entire Undertaking (as defined in the Scheme) of the Transferor Company shall stand transferred to and vested in and/or be deemed to have been and stand transferred to and vested in the Company to become the Undertaking of the Transferee Company, in the manner provided for in the Scheme, in accordance with the provisions of Sections 230 to 232 of the Companies Act, the IT Act and other applicable laws.
- c. Issue of equity shares as consideration to the equity and preference shareholders of the Transferor Company (other than Transferee Company itself) as per the valuation report, without any further act, instrument or deed, in accordance with provisions of the Scheme.
- d. The entire paid-up share capital of the Transferor Company, including investment in the shares (both equity and preference) of the Transferor Company as appearing in the books of accounts of the Transferee Company, shall stand cancelled in its entirety, which shall be effected as part of and in the manner stipulated in the Scheme and not in accordance with Section 66 of the Companies Act.
- e. No shares shall be issued or allotted by the Transferee Company in respect of the shares held (including beneficial rights held in shares) by the Transferee Company itself in the Transferor Company and all such shares shall stand cancelled and extinguished without any further application or deed.
- f. Payment of cash consideration for fractional entitlement to the eligible shareholders of the Transferor Company (other than the Transferee Company), in accordance with the Scheme.
- g. The authorized share capital of the Transferor Company shall stand merged with the Transferee Company and consequential increase in the authorized share capital of the Transferee Company as provided in the Scheme.
- h. The Transferor Company shall stand dissolved without being wound up.

For POCL ENTERPRISES LTD.



Authorised Signatory

For POCL ENTERPRISES LTD.



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**UNANIMOUSLY RESOLVED FURTHER THAT** BSE Limited be and is hereby designated as the “**Designated Stock Exchange**” for coordinating with SEBI for obtaining approval for the proposed Scheme in accordance with the SEBI Listing Regulations read with the SEBI Circular.

**UNANIMOUSLY RESOLVED FURTHER THAT** the valuation report dated March 16, 2026 issued by Mr. N V Subbarao Kesavarapu, independent Registered Valuer having IBBI Registration Number IBBI/RV/02/2019/12292 and holding Certificate of Practice issued by ICAI Registered Valuer Organisation (“**the Valuer**”), be and is hereby approved, taken on record and the following share exchange ratio be and is hereby approved and adopted for issuance of shares of the Transferee Company to the shareholders of the Transferor Company:

**For equity shareholders of the Transferor Company:**

*“For every 100 (One Hundred only) equity shares having a face value of Rs. 10/- each held by the shareholder in the Transferor Company namely Planetfirst Green Private Limited, 13 (Thirteen only) fully paid-up equity shares having a face value of Rs. 2/- each will be issued/allotted in the Transferee Company namely POCL Enterprises Limited.”*

**For preference shareholders of the Transferor Company:**

In respect of ISIN: INE21DU04011

*“For every 100 (One Hundred only) 0.5% non-cumulative non-convertible redeemable preference shares having a face value of Rs. 10/- each held by the shareholder in the Transferor Company namely Planetfirst Green Private Limited, 5 (Five only) fully paid-up equity shares having a face value of Rs. 2/- each will be issued/allotted in the Transferee Company namely POCL Enterprises Limited.”*

In respect of ISIN: INE21DU04029

*“For every 100 (One Hundred only) 0.5% non-cumulative non-convertible redeemable preference shares having a face value of Rs. 10/- each held by the shareholder in the Transferor Company namely Planetfirst Green Private Limited, 5 (Five only) fully paid-up equity shares having a face value of Rs. 2/- each will be issued/allotted in the Transferee Company namely POCL Enterprises Limited.”*

**UNANIMOUSLY RESOLVED FURTHER THAT** the Fairness Opinion dated March 16, 2026 issued by Synfinx Capital Private Limited (represented by Mr. Hari Surya), a Category I Merchant Banker registered with SEBI and holding Registration Number INM000013192 (“Fairness Opinion”), providing the fairness opinion on the share exchange ratio recommended in the Valuation Report, as placed before the Board, be and is hereby approved, noted and taken on record for the purpose of the Scheme.

For POCL ENTERPRISES LTD.

*Devakar Bansal*  
Authorised Signatory

For POCL ENTERPRISES LTD.

*J. Bhandari*  
Authorised Signatory

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**UNANIMOUSLY RESOLVED FURTHER THAT** in accordance with SEBI Circular read with the SEBI ICDR Regulations, the Pricing Certificate dated March 16, 2026 issued by M/s. KSM Associates (having Firm Registration No. P2006TN058500), Practicing Company Secretaries, and as placed before the Board, be and is hereby approved, noted and taken on record for the purpose of the Scheme.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Certificate dated March 16, 2026 issued by the Statutory Auditors of the Company i.e., M/s. CNGSN & Associates LLP, Chartered Accountants, in terms of Para (A)(5) of the Part I of the SEBI Circular and proviso to Section 232(3) of the Companies Act, 2013, certifying that the Accounting Treatment outlined in the Scheme is in Compliance with the Applicable Indian Accounting Standards specified by the Central government under Section 133 of the Companies Act and the rules made thereunder and other Generally Accepted Accounting Principles, be and is hereby accepted and taken on record.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Undertaking given by the Company dated March 16, 2026 confirming the approval of the Scheme by majority of public shareholders as prescribed under Paragraph (A)(10)(b) of Part I of the SEBI Circular is not applicable to the Company along with certificate issued by M/s. CNGSN & Associates, Chartered Accountants and the Statutory Auditors of the Company, certifying the said undertaking, as placed before the Board be and is hereby noted, approved and taken on record.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Net-Worth Certificate dated March 16, 2026, issued by the Statutory Auditors of the Company i.e., M/s. CNGSN & Associates, Chartered Accountants, as placed before the Board, be and is hereby approved, adopted and taken on record.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Audit Committee Report dated March 16, 2026 as per Para (A)(2)(c) of Part I of the SEBI Circular, recommending the draft Scheme and also taking into consideration the need for amalgamation, the rationale of the Scheme, the synergies of the businesses of the Companies, the Impact of the Scheme on the shareholders and the Cost Benefit analysis of the Scheme, as placed before the Board, be and is hereby accepted and taken on record.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Independent Directors' Report dated March 16, 2026 as per Para (A)(2)(i) of Part I of SEBI Circular, recommending the draft Scheme and also taking into consideration, *inter alia*, that the draft scheme, as placed before them and now placed before the Board, is not detrimental to the shareholders of the Company and the same be and is hereby accepted and taken on record.

**UNANIMOUSLY RESOLVED FURTHER THAT** a draft report under Section 232(2)(c) of the Companies Act as placed before the Board and duly initialled by the Company Secretary for the purposes of identification, explaining the effect of the proposed Scheme on each class of shareholders, promoter and non-promoter shareholders, Key Managerial Personnel, creditors and employees, etc., be and is hereby adopted and taken on record and the same shall be signed by Mr. Sunil Kumar Bansal, Managing Director of the Company.

For POCL ENTERPRISES LTD.

  
Authorised Signatory

For POCL ENTERPRISES LTD.

  
Authorised Signatory

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**UNANIMOUSLY RESOLVED FURTHER THAT** the disclosure to be submitted to the stock exchange in connection with the proposed Scheme, for and on behalf of the Company, under Regulation 30 of the SEBI Listing Regulations, a copy of which is tabled before the Board and duly initialled by the Company Secretary for the purpose of identification, be and is hereby approved.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Board does take note and opine that the draft Scheme will be advantageous and beneficial to the Company, its shareholders and other stakeholders and the terms thereof are fair and reasonable.

**UNANIMOUSLY RESOLVED FURTHER THAT** any of the Directors of the Board, and Mr. Aashish Kumar K Jain, Company Secretary and Finance Head of the Company, be and are hereby authorized, jointly and/or severally, to convey on behalf of the Company, the consent, support and no-objection to any application for seeking dispensation of the meeting(s) of equity or any class of shareholders and/or creditors or any class of creditors of the Transferor Company and/or Transferee Company, for approving the Scheme, as may be jointly filed by the Transferor Company and the Transferee Company in connection with the Scheme proposed to be filed before the Hon'ble NCLT and/or any person or other Concerned Authority(ies), as relevant.

**UNANIMOUSLY RESOLVED FURTHER THAT** the draft Scheme, as placed before the Board of Directors of the Company, be and is hereby approved and Mr. Sunil Kumar Bansal, Managing Director, Mr. Devakar Bansal, Managing Director, Mr. Amber Bansal, Whole-time Director & CFO, Mr. Harsh Bansal, Whole-time Director, Mr. Aashish Kumar K Jain, Company Secretary and Finance Head ("the Authorized Signatories") be and are hereby severally authorized to finalize the Scheme which includes any additions, modifications, alteration, amendments or ratifications in the Scheme and/or in any other documents related thereto, at any stage, as may be expedient or necessary in this regard and to undertake all such other acts, deeds, things and matters, as may be considered necessary, incidental or ancillary thereto.

**UNANIMOUSLY RESOLVED FURTHER THAT** any of the aforesaid authorised signatories, be and are hereby jointly and/or severally authorized, for and on behalf of the Company, to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient in relation thereto, including execution of any documents on behalf of the Company and to take all other steps which may be incidental, consequential, relevant or ancillary in this regard and to take all steps necessary in connection with the said Scheme including but not limited to:

1. Finalize and settle the draft Scheme including carrying out any modification(s) or amendment(s) or change(s) thereof;
2. Sign, file, submit or present the draft Scheme and related applications, declarations, undertakings and other required documents, responses in connection with the proposed Scheme with the Stock Exchange, SEBI or such other regulatory or

For POCL ENTERPRISES LTD.

*Devakar Bansal*

Authorised Signatory

For POCL ENTERPRISES LTD.

*John Brindley*

Authorised Signatory

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statutory or government authorities, as may be required, in terms of the applicable laws for obtaining approval of the Scheme;

3. Sign, file, submit or present the Scheme and related applications, petitions, supplementary applications/ petitions, summons, deeds, documents, forms, instruments, rejoinders, replies and to swear affidavits or execute bonds for the proposed Scheme, appear (in person or through a representative) before the Hon'ble NCLT, or at the offices of the relevant Registrar of Companies, Regional Director, Official Liquidator, Income Tax Authorities, Ministry of Corporate Affairs, or before any other authority or person in connection with the proposed Scheme and to do any other act, deed or thing which may be ancillary or incidental to the proposed amalgamation or which may otherwise be required for giving effect to any of the provisions contained in the Scheme;
4. Make, prepare, review, amend, execute, swear, declare and register all declarations, affidavits, applications, filings, letters, undertakings, papers and writings as may be required, necessary or expedient under the provisions of various applicable acts, rules, regulations or notifications of the central and/ or state government(s) and/ or any other authorities, including but not limited to Hon'ble NCLT, Reserve Bank of India, SEBI, Stock Exchange, local authorities, Registrar of Companies, Sub-Registrar of Assurances, Customs Authorities, Excise Authorities, Income Tax Authorities, GST Authorities, Sales Tax authorities, Value Added Tax & Entry Tax Authorities; Employees' State Insurance & Provident Fund Authorities, telephone authorities, electricity authorities, postal authorities, and all other applicable authorities, agencies, etc., and to represent the Company in all correspondences, matters and proceedings before them of any nature whatsoever in relation to the above;
5. To make or carry out any alterations or modifications or additions or rectifications or necessary corrections in the Scheme, if any, as may be expedient or necessary or suggested or satisfying the conditions and requirements directed by the Hon'ble NCLT or the Hon'ble NCLAT and/ or any other statutory, applicable regulatory authorities, concerned authorities, as may be required, and to sign and furnish necessary documents in this regard, provided that prior approval of the Board of Directors of the Company shall be obtained for making any material changes in the Scheme;
6. Sign, modify and file applications before the Hon'ble NCLT at relevant bench or any other appropriate authority under the applicable provisions of the Companies Act, as may be applicable, for seeking directions as to convening/ dispensing with the meetings of the shareholders/creditors (secured or unsecured) of the Company and other usual directions with respect to the Scheme, and where necessary, to take steps to convene and hold such meetings or to dispense with such meetings, as per the directions of the Hon'ble NCLT and/ or any other statutory/ regulatory/ concerned authorities and to sign and file undertakings and other documents as may be required in this regard;

For POCL ENTERPRISES LTD.

*Devakar Bansal*  
Authorised Signatory

For POCL ENTERPRISES LTD.

*Sanjay Handa*  
Authorised Signatory

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# POEL POCL ENTERPRISES LIMITED

7. Accepting service of notices or other processes which may from time to time be issued in connection with the matters included under this resolution;
8. Finalize and issue the notices for convening/dispensing with the meetings of the shareholders and/ or creditors (secured or unsecured) of the Company and the draft explanatory statement(s) thereto in accordance with the provisions of the Companies Act, read with the rules made thereunder and provisions of the SEBI Listing Regulations and in terms of directions of the Hon'ble NCLT and assent to such alterations, conditions and modifications, if any, in the notices and explanatory statement(s), as may be prescribed or directed by the Hon'ble NCLT/Hon'ble NCLAT or any authority(ies) or effect any other modifications or amendments, as they may consider necessary or desirable to give effect to the Scheme;
9. Prepare, sign, modify, and file petitions, pleadings, documents, affidavits, applications, vakalatnama, undertakings, reports, appeals, statements, memos, and any other documents relating to the Scheme to the Hon'ble NCLT or any other concerned authorities under the applicable provisions of the Companies Act including engaging/ ratifying the appointment/ removing any counsels, advocates, Solicitors, Company Secretaries, Chartered Accountants and other Professionals/ legal experts/ intermediaries and to determine the scope of their work and terms and conditions including remuneration thereof and to undertake all such other acts, deeds, things and matters, as may be necessary or required under or pursuant to the applicable provisions of the Act including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force and in connection with the sanction of the Scheme by the Hon'ble NCLT or any other Concerned Authorities;
10. Take all steps for obtaining approvals and/or consents of the shareholders and/ or creditors, banks, financial institutions, lenders and other authorities or entities or agencies as may be required and for that purpose, to initiate all necessary actions and to take other consequential steps as may be required from time to time in that behalf;
11. To appoint any third-party intermediaries including without limiting to valuers, accountants, advisors, merchant bankers, consultants, and other experts in connection with the transaction set out in the Scheme and to determine the scope of their work and terms and conditions including remuneration thereof;
12. To interact, co-ordinate and represent before the Registrar of Companies, Chennai, Regional Directors, & Official Liquidator, Ministry of Corporate Affairs, banks, institutions, investors, lenders; Government Authorities, local authorities, income tax authorities and/or any other statutory, regulatory, Concerned Authorities, wherever required for the Scheme and to undertake all such other acts, deeds, things and matters, as may be at their discretion deem necessary or desirable for such purpose and with powers of the Company, to settle any queries, difficulties or doubts that may arise in this regard and as they may in their absolute discretion, deem fit and proper for the purpose of giving effect to this resolution;

For POCL ENTERPRISES LTD.

*Devakal Bansal*  
Authorised Signatory

For POCL ENTERPRISES LTD.

*J. R. Chandray*  
Authorised Signatory

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13. To obtain the requisite approval to the Scheme from such other authorities and parties including the creditors or class of creditors and /or the members, either in their respective meetings or otherwise in writing and to undertake all such other incidental and ancillary acts, deeds things and matters, as may be necessary in this regard;
14. To take all procedural steps for having the Scheme sanctioned by the Hon'ble NCLT including filing necessary applications, affidavits, petitions, replies, documents etc., and signing, verifying, executing, submitting, delivering and affirming all applications, affidavits, replies, petitions, documents, letters, notices, vakalatnamas and other deeds, documents, undertakings, declarations, as may be necessary, before the Hon'ble NCLT, any court or any authorities etc., to enable implementation of the resolution to its full intent and extent;
15. To send the notice(s) of general meeting(s) of the members or class of members or creditors or class of creditors, if and so required, along with the necessary statements, documents, information and attachments, as prescribed in this regard, to the Central Government/Regional Director of concerned region, Income Tax authorities, concerned Official Liquidator or to such other authorities, as may be required, for necessary action on their part under the Act and relevant Rules in this regard and to undertake all such other acts, deeds, things and matters, as may be necessary and incidental thereto;
16. To issue, publish, advertise the notice(s) of the meeting(s) of the members or class of members or creditors (secured/unsecured), where the said meeting(s) will be directed to be convened, held and conducted in the manner, as directed by the Hon'ble NCLT and/ or any other Concerned Authorities, for the purpose of obtaining the necessary approval from the requisite majority of members or class of members or creditors, as required under the law and to undertake all such other acts, deeds, things and matters, as may be necessary and incidental thereto;
17. Sign consent affidavits and other necessary documents which may be required to be submitted with the Hon'ble NCLT in capacity of Company being the shareholders and/ or creditors of the Transferor Company;
18. In the event the meeting of shareholders and/ or creditors of Transferor Company is not dispensed by the Hon'ble NCLT and the said meeting is ordered to be convened, then to act as the representative of the Company at the meeting of the shareholders and/ or creditors of Transferor Company as ordered by Hon'ble NCLT and to do all such acts and exercise all such rights and powers including the right to vote on the resolutions at the said meeting (also the right to vote through proxy) for and on behalf of the Company as the shareholders and/ or creditors of Transferor Company;
19. To authenticate any documents, instrument, proceeding and record of the Company for the purpose of/ in relation to the Scheme and / or making the Scheme effective;

For POCL ENTERPRISES LTD.

*Devakal Bansal*

Authorised Signatory

For POCL ENTERPRISES LTD.

*J. Bhandary*

Authorised Signatory

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20. Pay/authorise payments of stamp duties, taxes, charges, fees, and such other payments as may be necessary;
21. File requisite forms with the Ministry of Corporate Affairs/ Registrar of Companies in connection with the Scheme during the process of sanction thereof and during the implementation of the Scheme;
22. Obtain order of the Hon'ble NCLT, approving the Scheme and to file the same with the concerned Registrar of Companies or such other authority(ies), as may be required so as to make the sanctioned Scheme effective;
23. To sign, modify and file appeal(s), application(s) etc., before the Hon'ble NCLT, Hon'ble NCLAT, Hon'ble High Court(s) or any other court/authority/tribunal, in respect of the proposed Scheme;
24. Withdraw or to re-file the Scheme at any stage in case the changes or modifications required in the Scheme, or the conditions imposed by any shareholders and/ or creditors, the Hon'ble NCLT and/or any other authority, which are not acceptable, and if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as they may think necessary and desirable in connection therewith and incidental thereto;
25. Delegate the powers granted to the Authorized Signatories, to such other person(s), as they may deem necessary or expedient in the interest of the Company in relation to implementation of this Resolution and to give effect to the Scheme.
26. Affix common seal/ stamp of the Company in accordance with the provisions of the Articles of Association of the Company on any documents in connection with the purpose of the above resolution as may be required, under the signatures of any one of Mr. Sunil Kumar Bansal, Mr. Devakar Bansal, Managing Directors, and shall also be countersigned by any one of Mr. Amber Bansal, Whole-time Director & CFO, Mr. Aashish Kumar K Jain, Company Secretary and Finance Head, to facilitate execution of documents / papers in connection with the Scheme;
27. To undertake all further acts, deeds, things and matters, as may be necessary, proper, desirable and expedient for the purpose of giving effect to the Scheme and for the matters connected therewith or incidental thereto.

**UNANIMOUSLY RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the authorised signatories as mentioned above, be and are hereby jointly and/or severally authorized on behalf of the Company to suo moto do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient for this purpose, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the aforementioned (including modification to the Scheme of Amalgamation), entering into contracts, arrangements,

For POCL ENTERPRISES LTD.

  
Authorized Signatory

For POCL ENTERPRISES LTD.

  
Authorized Signatory



# POEL POCL ENTERPRISES LIMITED

agreements, documents (including for appointment of agencies, intermediaries and advisors for the Scheme of Amalgamation) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the foregoing authorized persons in their absolute discretion shall deem fit without being required to seek any fresh approval of the Board and to settle all questions, difficulties or doubts that may arise in regard to the Scheme of Amalgamation, and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the aforementioned and the decision of the Board shall be final and conclusive.

**UNANIMOUSLY RESOLVED FURTHER THAT** M/s. KSM Associates, Company Secretaries represented by Mr. Krishna Sharan Mishra, Practicing Company Secretary and Mrs. Deepa Venkat Ramani, Practicing Company Secretary, are jointly and/or severally appointed to represent the Company before the Securities and Exchange Board of India, Stock Exchange, Registrar of Companies, Regional Director, Official Liquidator and National Company Law Tribunal and other Concerned Authorities and are also authorized to appoint their substitute during the proceedings.

**UNANIMOUSLY RESOLVED FURTHER THAT** a certified true copy of this Resolution be furnished to anyone concerned or interested in the matter or whenever required, under the signatures of any one of the Directors and/ or Mr. Aashish Kumar K Jain, Company Secretary and Finance Head of the Company."

**//CERTIFIED TRUE COPY//  
FOR POCL ENTERPRISES LIMITED**


**DEVAKAR BANSAL  
MANAGING DIRECTOR  
(DIN: 00232565)**

ADDRESS: NO. 7, SATHYA NAGAR MAIN  
ROAD END, SARAM, PUDUCHERRY -  
605013


**AASHISH KUMAR K JAIN  
COMPANY SECRETARY & FINANCE HEAD  
(MEMBERSHIP NO. F 9954)**

ADDRESS: 32, 3RD FLOOR, NARAYANA MUDALI  
STREET, SOWCARPET, CHENNAI - 600001

**Date: March 18, 2026**

**Place: Chennai**

CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF PLANETFIRST GREEN PRIVATE LIMITED HELD ON MARCH 16, 2026 AT WILLINGDON CRESCENT, 1ST FLOOR, NO. 6/2, PYCROFTS GARDEN ROAD, NUNGAMBAKKAM, SHASTRI BHAVAN, CHENNAI, TAMIL NADU - 600006.

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APPROVAL OF DRAFT SCHEME OF AMALGAMATION OF PLANETFIRST GREEN PRIVATE LIMITED WITH AND INTO POCL ENTERPRISES LIMITED AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

"UNANIMOUSLY RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 ("the Companies Act") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable rules made thereunder ("the Rules") (including any statutory amendments, modifications or re-enactments thereof for the time being in force), Section 2(1B) read with other applicable provisions of the Income Tax Act, 1961 (as amended) ("IT Act"), and subject to any other laws, rules, regulations, bye-laws, guidelines, notifications, circulars and clarifications issued from time to time by the Ministry of Corporate Affairs ("MCA") and/or such other competent authorities, as may be applicable, (hereinafter collectively referred to as "Applicable Regulatory Authorities") and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the requisite approvals and permissions of the shareholders and creditors of the Company (unless dispensed with by the Hon'ble National Company Law Tribunal) ("NCLT"), and subject to such approvals, consents, observations, no objections, and permissions from such regulatory authorities as may be required under applicable laws, regulations and guidelines issued by such regulatory authorities, wherever applicable, and subject to the approvals/sanctions of the Hon'ble National Company Law Tribunal ("NCLT") and other competent Courts, judicial or quasi-judicial authorities or any other statutory/regulatory/Government bodies/ tribunals or institutions, as may be necessary and applicable (hereinafter collectively referred to as the "Concerned Authorities") and subject to such conditions, modifications, guidelines or directions, as may be prescribed, directed, imposed or advised by any one of them, while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Company, the Scheme of Amalgamation ("the Scheme") along with all the relevant documents related to the Scheme involving amalgamation of Planetfirst Green Private Limited (CIN: U24203TN2022PTC185571) (hereinafter also known as "Transferor Company" or "Company") with and into POCL Enterprises Limited (CIN: L52599TN1988PLC015731) (hereinafter also known as "Transferee Company") and their respective shareholders and creditors, with Appointed date as April 1, 2026 or such other date, as may be agreed upon in writing by the Board of Directors of the Transferor Company and the Transferee Company or as may be ordered/approved by the Hon'ble NCLT under the provisions of the Companies Act ("Appointed Date") as placed before the Board and duly initialled for the sake of identification, **be and is hereby adopted, approved and taken on record** and that upon the Scheme becoming effective, the following shall take effect:

- a. Amalgamation of the Transferor Company with and into the Transferee Company in accordance with Section 2(1B) and other provisions of the IT Act, Sections 230 to 232 of the Companies Act and other applicable laws.

For PLANETFIRST GREEN PRIVATE LIMITED

  
Authorised Signatory

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Nungambakkam, Chennai - 600 006.

Unit Address : Survey No. 7101 to 7111, 7133, 7134, 7137 to 7142, 7176 to 7179, 7190 to 7195, 7183 to 7185  
Village - Tarsadi, Taluka - Mangrol, Kosamba, Surat, Gujarat - 394120

CIN NO : U24203TN2022PTC185571

email : accounts@planetfirstgreen.com Ph.: +91 44 4914 5454

- b. With effect from the Appointed Date and upon the Scheme becoming effective, the entire Undertaking (as defined in the Scheme) of the Transferor Company shall stand transferred to and vested in and/or be deemed to have been and stand transferred to and vested in the Transferee Company to become the Undertaking of the Transferee Company, in the manner provided for in the Scheme, in accordance with the provisions of Sections 230 to 232 of the Companies Act, the IT Act and other applicable laws.
- c. Issue of equity shares as consideration to the equity and preference shareholders of the Transferor Company (other than Transferee Company itself) as per the valuation report, without any further act, instrument or deed, in accordance with provisions of the Scheme.
- d. The entire paid-up share capital of the Transferor Company, including investment in the shares (both equity and preference) of the Transferor Company as appearing in the books of accounts of the Transferee Company, shall stand cancelled in its entirety, which shall be effected as part of and in the manner stipulated in the Scheme and not in accordance with Section 66 of the Companies Act.
- e. No shares shall be issued or allotted by the Transferee Company in respect of the shares held (including beneficial rights held in shares) by the Transferee Company itself in the Transferor Company and all such shares shall stand cancelled and extinguished without any further application or deed.
- f. Payment of cash consideration for fractional entitlement to the eligible shareholders of the Transferor Company (other than the Transferee Company), in accordance with the Scheme.
- g. The authorized share capital of the Transferor Company shall stand merged with the Transferee Company and consequential increase in the authorized share capital of the Transferee Company as provided in the Scheme.
- h. The Transferor Company shall stand dissolved without being wound up.

**UNANIMOUSLY RESOLVED FURTHER THAT** the valuation report dated March 16, 2026 issued by Mr. N V Subbarao Kesavarapu, independent Registered Valuer having IBBI Registration Number IBBI/RV/02/2019/12292 and holding Certificate of Practice issued by ICAI Registered Valuer Organisation ("the Valuer"), be and is hereby approved, taken on record and the following share exchange ratio be and is hereby approved and adopted for issuance of shares of the Transferee Company to the shareholders of the Transferor Company:

***For equity shareholders of the Transferor Company:***

*"For every 100 (One Hundred only) equity shares having a face value of Rs. 10/- each held by the shareholder in the Transferor Company namely Planetfirst Green Private Limited, 13 (Thirteen only) fully paid-up equity shares having a face value of Rs. 2/- each will be issued/allotted in the Transferee Company namely POCL Enterprises Limited."*

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**For preference shareholders of the Transferor Company:**

In respect of ISIN: INE21DU04011

*"For every 100 (One Hundred only) 0.5% non-cumulative non-convertible redeemable preference shares having a face value of Rs. 10/- each held by the shareholder in the Transferor Company namely Planetfirst Green Private Limited, 5 (Five only) fully paid-up equity shares having a face value of Rs. 2/- each will be issued/allotted in the Transferee Company namely POCL Enterprises Limited."*

In respect of ISIN: INE21DU04029

*"For every 100 (One Hundred only) 0.5% non-cumulative non-convertible redeemable preference shares having a face value of Rs. 10/- each held by the shareholder in the Transferor Company namely Planetfirst Green Private Limited, 5 (Five only) fully paid-up equity shares having a face value of Rs. 2/- each will be issued/allotted in the Transferee Company namely POCL Enterprises Limited."*

**UNANIMOUSLY RESOLVED FURTHER THAT** the Fairness Opinion dated March 16, 2026 issued by Synfinx Capital Private Limited (represented by Mr. Hari Surya), a Category I Merchant Banker registered with SEBI and holding Registration Number INM000013192 ("Fairness Opinion"), providing the fairness opinion on the share exchange ratio recommended in the Valuation Report, as placed before the Board, be and is hereby approved, noted and taken on record for the purpose of the Scheme.

**UNANIMOUSLY RESOLVED FURTHER THAT** in accordance with SEBI Master Circular bearing reference no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular") read with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("the SEBI ICDR Regulations"), the Pricing Certificate dated March 16, 2026 issued by M/s. KSM Associates (having Firm Registration No. P2006TN058500), Practicing Company Secretaries to the Transferee Company, and as placed before the Board, be and is hereby noted and taken on record for the purpose of the Scheme.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Certificate dated March 16, 2026 issued by the Statutory Auditors of the Transferor Company i.e., M/s. V R C & Co., Chartered Accountants, in terms of Para (A)(5) of the Part I of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular"), as amended from time to time, and proviso to Section 232(3) of the Companies Act, 2013, certifying that the Accounting Treatment outlined in the Scheme is in Compliance with the Applicable Indian Accounting Standards specified by the Central government under Section 133 of the Companies Act and the rules made thereunder and other Generally Accepted Accounting Principles, be and is hereby accepted and taken on record.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Net-Worth Certificate dated March 16, 2026, issued by the Statutory Auditors of the Company i.e., M/s. V R C & Co., Chartered Accountants, as placed before the Board, be and is hereby approved, adopted and taken on record.

**UNANIMOUSLY RESOLVED FURTHER THAT** a draft report under Section 232(2)(c) of the Companies Act as placed before the Board and duly initialled by the Company Secretary for the purposes of identification, explaining the effect of the proposed Scheme on each of the equity and preference shareholders, Key

For PLANETFIRST GREEN PRIVATE LIMITED



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Managerial Personnel, creditors and employees, etc., be and is hereby adopted and taken on record and the same shall be signed by the Chairman of the Board.

**UNANIMOUSLY RESOLVED FURTHER THAT** the Board does take note and opine that the draft Scheme will be advantageous and beneficial to the Company, its shareholders and other stakeholders and the terms thereof are fair and reasonable.

**UNANIMOUSLY RESOLVED FURTHER THAT** any of the Directors of the Board and the Company Secretary of the Company, be and are hereby authorized, jointly and/or severally, to convey on behalf of the Company, the consent, support and no-objection to any application for seeking dispensation of the meeting(s) of equity or any class of shareholders and/or creditors or any class of creditors of the Transferor Company and/or Transferee Company, for approving the Scheme, as may be jointly filed by the Transferor Company and the Transferee Company in connection with the Scheme proposed to be filed before the Hon'ble NCLT and/or any person or other Concerned Authority(ies), as relevant.

**UNANIMOUSLY RESOLVED FURTHER THAT** the draft Scheme, as placed before the Board of Directors of the Company, be and is hereby approved and any of the Directors of the Company and/ or the Company Secretary of the Company ("the Authorized Signatories") be and are hereby severally authorized to finalize the Scheme which includes any additions, modifications, alteration, amendments or ratifications in the Scheme and/or in any other documents related thereto, at any stage, as may be expedient or necessary in this regard and to undertake all such other acts, deeds, things and matters, as may be considered necessary, incidental or ancillary thereto.

**UNANIMOUSLY RESOLVED FURTHER THAT** the authorised signatories, be and are hereby jointly and/or severally authorized, for and on behalf of the Company, to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient in relation thereto, including execution of any documents on behalf of the Company and to take all other steps which may be incidental, consequential, relevant or ancillary in this regard and to take all steps necessary in connection with the said Scheme including but not limited to:

1. Finalize and settle the draft Scheme including carrying out any modification(s) or amendment(s) or change(s) thereof;
2. Sign, file, submit or present the draft Scheme and related applications, declarations, undertakings and other required documents, responses in connection with the proposed Scheme with such regulatory or statutory or government authorities, as may be required, in terms of the applicable laws for obtaining approval of the Scheme;
3. Sign, file, submit or present the Scheme and related applications, petitions, supplementary applications/ petitions, summons, deeds, documents, forms, instruments, rejoinders, replies and to swear affidavits or execute bonds for the proposed Scheme, appear (in person or through a representative) before the Hon'ble NCLT, or at the offices of the relevant Registrar of Companies, Regional Director, Official Liquidator, Income Tax Authorities, Ministry of Corporate Affairs, or before any other authority or person in connection with the proposed Scheme and to do any other act, deed or thing which may be ancillary or incidental to the proposed amalgamation or which may otherwise be required for giving effect to any of the provisions contained in the Scheme;

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4. Make, prepare, review, amend, execute, swear, declare and register all declarations, affidavits, applications, filings, letters, undertakings, papers and writings as may be required, necessary or expedient under the provisions of various applicable acts, rules, regulations or notifications of the central and/ or state governments and/ or any other authorities, including but not limited to Hon'ble NCLT, Reserve Bank of India, Securities and Exchange Board of India and Stock Exchange (if required), local authorities, Registrar of Companies, Sub-Registrar of Assurances, Customs Authorities, Excise Authorities, Income Tax Authorities, GST Authorities, Sales Tax authorities, Value Added Tax & Entry Tax Authorities, Employees' State Insurance & Provident Fund Authorities, telephone authorities, electricity authorities, postal authorities, and all other applicable authorities, agencies, etc., and to represent the Company in all correspondences, matters and proceedings before them of any nature whatsoever in relation to the above;
5. To make or carry out any alterations or modifications or additions or rectifications or necessary corrections in the Scheme, if any, as may be expedient or necessary or suggested or satisfying the conditions and requirements directed by the Hon'ble NCLT or the Hon'ble NCLAT and/ or any other statutory, applicable regulatory authorities, concerned authorities, as may be required, and to sign and furnish necessary documents in this regard, provided that prior approval of the Board of Directors of the Company shall be obtained for making any material changes in the Scheme;
6. Sign, modify and file applications before the Hon'ble NCLT at relevant bench or any other appropriate authority under the applicable provisions of the Companies Act, as may be applicable, for seeking directions as to convening/ dispensing with the meetings of the shareholders/creditors (secured or unsecured) of the Company and other usual directions with respect to the Scheme, and where necessary, to take steps to convene and hold such meetings or to dispense with such meetings, as per the directions of the Hon'ble NCLT and/or any other statutory/ regulatory/ concerned authorities and to sign and file undertakings and other documents as may be required in this regard;
7. Accepting service of notices or other processes which may from time to time be issued in connection with the matters included under this resolution;
8. Finalize and issue the notices for convening/dispensing with the meetings of the shareholders and/ or creditors (secured or unsecured) of the Company and the draft explanatory statement(s) thereto in accordance with the provisions of the Companies Act, read with the rules made thereunder and any other applicable laws and regulations and in terms of directions of the Hon'ble NCLT and assent to such alterations, conditions and modifications, if any, in the notices and explanatory statement(s), as may be prescribed or directed by the Hon'ble NCLT/Hon'ble NCLAT or any authority(ies) or effect any other modifications or amendments, as they may consider necessary or desirable to give effect to the Scheme;
9. Prepare, sign, modify, and file petitions, pleadings, documents, affidavits, applications, vakalatnama, undertakings, reports, appeals, statements, memos, and any other documents relating to the Scheme to the Hon'ble NCLT or any other concerned authorities under the applicable provisions of the Companies Act including engaging/ ratifying the appointment/ removing any counsels, advocates, Solicitors, Company Secretaries, Chartered Accountants and other Professionals/ legal experts/ intermediaries and to determine the scope of their work and terms and conditions including remuneration thereof and to undertake all such other acts, deeds,

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things and matters, as may be necessary or required under or pursuant to the applicable provisions of the Act including any statutory amendments, modifications or re-enactment(s) thereof, for the time being in force and in connection with the sanction of the Scheme by the Hon'ble NCLT or any other Concerned Authorities;

10. Take all steps for obtaining approvals and/or consents of the shareholders and/ or creditors, banks, financial institutions, lenders and other authorities or entities or agencies as may be required and for that purpose, to initiate all necessary actions and to take other consequential steps as may be required from time to time in that behalf;
11. To appoint any third-party intermediaries including without limiting to valuers, accountants, advisors, merchant bankers, consultants, and other experts in connection with the transaction set out in the Scheme and to determine the scope of their work and terms and conditions including remuneration thereof;
12. To interact, co-ordinate and represent before the Registrar of Companies, Chennai, Regional Directors, & Official Liquidator, Ministry of Corporate Affairs, banks, institutions, investors, lenders, Government Authorities, local authorities, income tax authorities and/or any other statutory, regulatory, Concerned Authorities, wherever required for the Scheme and to undertake all such other acts, deeds, things and matters, as may be at their discretion deem necessary or desirable for such purpose and with powers of the Company, to settle any queries, difficulties or doubts that may arise in this regard and as they may in their absolute discretion, deem fit and proper for the purpose of giving effect to this resolution;
13. To obtain the requisite approval to the Scheme from such other authorities and parties including the creditors or class of creditors and /or the members, either in their respective meetings or otherwise in writing and to undertake all such other incidental and ancillary acts, deeds things and matters, as may be necessary in this regard;
14. To take all procedural steps for having the Scheme sanctioned by the Hon'ble NCLT including filing necessary applications, affidavits, petitions, replies, documents etc., and signing, verifying, executing, submitting, delivering and affirming all applications, affidavits, replies, petitions, documents, letters, notices, vakalatnamas and other deeds, documents, undertakings, declarations, as may be necessary, before the Hon'ble NCLT, any court or any authorities etc., to enable implementation of the resolution to its full intent and extent;
15. To send the notice(s) of general meeting(s) of the members or class of members or creditors or class of creditors, if and so required, along with the necessary statements, documents, information and attachments, as prescribed in this regard, to the Central Government/Regional Director of concerned region, Income Tax authorities, concerned Official Liquidator or to such other authorities, as may be required, for necessary action on their part under the Act and relevant Rules in this regard and to undertake all such other acts, deeds, things and matters, as may be necessary and incidental thereto;
16. To issue, publish, advertise the notice(s) of the meeting(s) of the members or class of members or creditors (secured/unsecured), where the said meeting(s) will be directed to be convened, held and conducted in the manner; as directed by the Hon'ble NCLT and/ or any other Concerned

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- Authorities, for the purpose of obtaining the necessary approval from the requisite majority of members or class of members or creditors, as required under the law and to undertake all such other acts, deeds, things and matters, as may be necessary and incidental thereto;
17. Sign consent affidavits and other necessary documents which may be required to be submitted with the Hon'ble NCLT in capacity of Company being the creditor(s) of the Transferee Company;
  18. In the event the meeting of creditors of Transferee Company is not dispensed by the Hon'ble NCLT and the said meeting is ordered to be convened, then to act as the representative of the Company at the meeting of the creditors of Transferee Company as ordered by Hon'ble NCLT and to do all such acts and exercise all such rights and powers including the right to vote on the resolutions at the said meeting (also the right to vote through proxy) for and on behalf of the Company as the creditors of Transferee Company;
  19. To authenticate any documents, instrument, proceeding and record of the Company for the purpose of/ in relation to the Scheme and / or making the Scheme effective;
  20. Pay/authorise payments of stamp duties, taxes, charges, fees, and such other payments as may be necessary;
  21. File requisite forms with the Ministry of Corporate Affairs/ Registrar of Companies in connection with the Scheme during the process of sanction thereof and during the implementation of the Scheme;
  22. Obtain order of the Hon'ble NCLT, approving the Scheme and to file the same with the concerned Registrar of Companies or such other authority(ies), as may be required so as to make the sanctioned Scheme effective;
  23. To sign, modify and file appeal(s), application(s) etc., before the Hon'ble NCLT, Hon'ble NCLAT, Hon'ble High Court(s) or any other court/authority/tribunal, in respect of the proposed Scheme;
  24. Withdraw or to re-file the Scheme at any stage in case the changes or modifications required in the Scheme, or the conditions imposed by any shareholders and/ or creditors, the Hon'ble NCLT and/or any other authority, which are not acceptable, and if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things as they may think necessary and desirable in connection therewith and incidental thereto;
  25. Delegate the powers granted to the Authorized Signatories, to such other person(s), as they may deem necessary or expedient in the interest of the Company in relation to implementation of this Resolution and to give effect to the Scheme.
  26. Affix common seal/ stamp of the Company in accordance with the provisions of the Articles of Association of the Company on any documents in connection with the purpose of the above resolution as may be required, under the signatures of any one of the Directors of the Company and shall also be countersigned by any one of the other Director or the Company Secretary of the Company, to facilitate execution of documents / papers in connection with the Scheme;

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27. To undertake all further acts, deeds, things and matters, as may be necessary, proper, desirable and expedient for the purpose of giving effect to the Scheme and for the matters connected therewith or incidental thereto;

**UNANIMOUSLY RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the authorised signatories as mentioned above, be and are hereby jointly and/or severally authorized on behalf of the Company to suo moto do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient for this purpose, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the aforementioned (including modification to the Scheme of Amalgamation), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Scheme of Amalgamation) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the foregoing authorized persons in their absolute discretion shall deem fit without being required to seek any fresh approval of the Board and to settle all questions, difficulties or doubts that may arise in regard to the Scheme of Amalgamation, and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the aforementioned and the decision of the Board shall be final and conclusive.

**UNANIMOUSLY RESOLVED FURTHER THAT** M/s. KSM Associates, Company Secretaries represented by Mr. Krishna Sharan Mishra, Practicing Company Secretary and Mrs. Deepa Venkat Ramani, Practicing Company Secretary, are jointly and/or severally appointed to represent the Company before the Registrar of Companies, Regional Director, Official Liquidator and National Company Law Tribunal and any other regulatory or statutory or Concerned Authorities and are also authorized to appoint their substitute during the proceedings.

**UNANIMOUSLY RESOLVED FURTHER THAT** a certified true copy of this Resolution be furnished to anyone concerned or interested in the matter or whenever required, under the signatures of any one of the Directors and/or the Company Secretary of the Company."

**//CERTIFIED TRUE COPY//  
FOR PLANETFIRST GREEN PRIVATE LIMITED**



**NITHIN C**

**COMPANY SECRETARY  
MEMBERSHIP NO. A78809**



Address: Mukkai House, Old No.5, New No. 69A, 2<sup>nd</sup> Floor,  
Valluvar Salai, Arumbakkam, Chennai - 600106

Date: 18<sup>th</sup> March, 2026  
Place: Chennai

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