



# DATASOFT COMPUTER SERVICES LIMITED

(Formerly known as Datasoft Computer Services Pvt. Ltd.)

Regd. Office: 2<sup>nd</sup> Floor, Plot No. 13, Parmesh Corporate Tower, Karkardooma Community Centre, Delhi-110092

CIN : U72300DL1997PLC088908, GSTIN : 07AAACD6836A1Z1, UDYAM : DL-02-0001621

Email : sales@datasoftindia.in, Website : www.datasoftindia.in, Tel : 91-11-43191600, Fax : 91-11-22371107



**CERTIFIED TRUE COPY OF THE MINUTES OF 27<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SATURDAY, 28<sup>TH</sup> SEPTEMBER, 2024 OF THE MEMBERS OF DATASOFT COMPUTER SERVICES LIMITED ("THE COMPANY") AT THE REGISTERED OFFICE OF THE COMPANY 2<sup>ND</sup> FLOOR, PLOT NO 13, PARMESH CORPORATE TOWER, COMMUNITY CENTRE , KARKARDOOMA, DELHI - 110092**

**ITEM NO 4: TO RE- CONSIDER APPROVAL OF INITIAL PUBLIC OFFERING ("IPO") OF EQUITY SHARES OF THE COMPANY.**

**"RESOLVED THAT** in addition to the resolution passed in the Board Meeting dated February 03, 2024 and Second Extra Ordinary General Meeting of the Members of the Company dated March 11, 2024, approving the Fresh Issue of equity shares for an aggregate amount not exceeding Rs. 50 crores (Rupees Fifty Crores) (the "Issue"), without affecting the acts, deeds and things done by the Company under the authority of previous resolution passed by the Company in its Board Meeting and / or General Meeting, the sanction of the Board of Directors be and is hereby accorded in pursuant to the provisions of the Companies Act, 2013 including Sections 23 and 62 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Act") and the Rules made there under, the applicable provisions, if any, of the Companies Act, 2013 (including any amendment / modifications thereto or re-enactment thereof, for the time being in force) and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and subject to and in accordance with any other applicable laws or regulation, in India or outside India, including without limitation, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") (including any amendment / modifications thereto or re-enactment thereof, for the time being in force), provisions of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, as amended, the Foreign Exchange Management Act, 1999 ("FEMA"), as amended, and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon, from time to time, by Securities and Exchange Board of India, Reserve Bank of India, the Stock Exchange(s), the Government of India, the Registrar of Companies or any other relevant authority from time to time (the "Governmental Authorities"), to the extent applicable and subject to such approvals, consents, permissions and sanctions as may be required from such Governmental Authorities and subject to such conditions and modifications as may be prescribed, stipulated or imposed by such Governmental Authorities while granting such approvals, consents, permissions and sanctions, to create, offer, issue and allot, such number of equity shares of the Company with a face value of Rs. 10/- (Rupees Ten) each ("Equity Shares"), not exceeding 20% of the Issue size, in one or more tranches, to certain investors prior to filing of the Red Herring Prospectus / Prospectus with the Registrar of Companies, Securities and Exchange Board of India and Stock Exchange ("Pre-IPO Placement"), at such price, as the Board may determine, in consultation with the Merchant Banker, underwriter, placement agents and / or other advisors, in light of the then prevailing market conditions and in accordance with the Companies Act 2013, the SEBI ICDR Regulations and other applicable laws, regulations, policies or guidelines.

**Resolved Further that** in the event of happening of Pre-IPO Placement, the size of the Issue would be reduced to the extent of Equity Shares issued under Pre-IPO Placement subject to the Issue complying with the Rule 19(2)(b) of the Securities Contracts (Regulations) Rules, 1957 and the SEBI ICDR Regulations.

**Resolved Further that** the IPO may be undertaken through fixed price or book building route as may be decided by the Board in accordance with SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** in connection with any of the foregoing resolutions, the authorised persons in terms of the resolution passed in the Board Meeting dated February 03, 2024 and such other persons as may be authorized by the Board from time to time, on behalf of the Company, be and are hereby severally authorized to execute and deliver any and all other documents, papers or instruments, issue and provide certificates and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior





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to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any Director or Company Secretary, be forwarded to concerned authorities for necessary actions.

By Order of the Board of Directors  
For DATASOFT COMPUTER SERVICES LIMITED

Date: 7th October, 2024  
Place: Delhi



*Preeti Saxena*  
Preeti Saxena  
Company Secretary & Compliance Officer  
Membership No : F3615