

VALENCIA INDIA LIMITED

(Formerly Known as Valencia India Private Limited)

CIN: U91990GJ2017PLC096165

REGD. OFFICE: UNIT NO. 927 GALA EMPIRE, OPP. DOORDARSHAN TOWER, DRIVE IN ROAD,
THALTEJ, AHMEDABAD-380054 GUJARAT INDIA

GSTIN: 24AAFV8064K1ZX

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE AUDIT COMMITTEE OF VALENCIA INDIA LIMITED HELD ON FRIDAY, DECEMBER 20, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT UNIT NO. 927, GALA EMPIRE, OPP. DOORDARSHAN TOWER, DRIVE IN ROAD, THALTEJ ROAD, AHMEDABAD, GUJARAT, INDIA, 380054 AT 11:00 A.M.

APPROVAL OF DRAFT RED HERRING PROSPECTUS:

"RESOLVED THAT the Draft Red Herring Prospectus in respect of the proposed Initial Public Issue of Upto 40,00,000 Equity Shares and an offer for sale of 9,00,000 Equity Shares of face value of `10 each for cash at price of `[●]/- per share (the "Issue price"), including a share premium of `[●] /- per equity share each, which was duly initialed by the Chairman for identification purpose and produced at the meeting, having attached thereto the copies of the material contracts and documents referred to in the said Draft Red Herring Prospectus in respect of proposed public issue be and is hereby approved and adopted as the Draft Red Herring Prospectus of the Company for the aforesaid Public Issue and that the same be filed with the concerned Stock Exchange i.e SME Platform of BSE Limited ("BSE SME") where the Company's shares are proposed to be listed.

"RESOLVED FURTHER THAT the Board of Directors of Company hereby declare that they have made all reasonable inquiries, accepts responsibility for and confirms that the Draft Red Herring prospectus contains all information with regard to the Company and the Offer, which is material in the context of the Offer; that the information contained in the Draft Red Herring prospectus is true and correct in all material respect and is not misleading in any material respect that the options and intensions expressed herein are honestly held and that there are no other facts the omission of which makes this document as a whole or any of such information or the expression of any such opinions or intensions misleading in any material respect."

"RESOLVED FURTHER THAT Mr. Keyur Patel, Mr. Dhavalkumar Chokshi, Mr. Prakash Mahida, Mr. Bhuvnesh Kumar, Mr. Amita Pragada, Directors and Mr. Dhavalkumar Chokshi CFO of the company, hereby authorize Mr. Keyur Patel, Managing Director of the company to effect and/or carry out such alterations, additions, omissions, variations, amendments or corrections in the Draft Red Herring Prospectus to be issued by the Company as may be necessary or required by the Securities and Exchange Board of India, the concerned Stock Exchange, other concerned authorities and the Registrar of Companies, Gujarat, under the provisions of the Companies Act, 2013, while sanctioning the approval to the Draft Red Herring Prospectus and to file necessary documents with the concerned authorities in this respect."

"RESOLVED FURTHER THAT copy of the foregoing Resolution certified to be true copy be furnished to the concerned authority(ies) and they be requested to act thereon."

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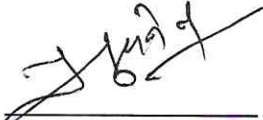
For, VALENCIA INDIA LIMITED



KEYUR JITENDRA PATEL

Managing Director

DIN: 00252431



BHUVNESH KUMAR

Non-executive Independent Director

DIN: 10581722



AMITA PRAGADA

Non-executive Independent Director

DIN: 09578592



PRAKASH MAHIDA

Independent Director

DIN: 08165045



DHAVALKUMAR CHOKSHI

Independent Director & CFO

DIN: 01697664