



MARC LOIRE®

## Marc Loire Fashions Limited

(Formerly Known As Marc Loire Fashions Private Limited)

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF MARC LOIRE FASHIONS LIMITED AT THEIR BOARD MEETING HELD ON SATURDAY, THE 21<sup>ST</sup> DAY OF JUNE 2025 AT 1:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 426/1, FIRST FLOOR, RANI KHERA ROAD, VILLAGE MUNDAKA, WEST DELHI, DELHI, INDIA, 110041.**

### APPROVAL OF FINAL PROSPECTUS

**“RESOLVED THAT** pursuant to resolution passed by the Board of Directors of the company at their meeting held on October 16, 2024 and the special resolution passed by the shareholder of the company at their Extra Ordinary General Meeting held on November 11, 2024 for approval of Initial Public Offer of the Company

**RESOLVED FURTHER THAT** the Company had filed the Draft Prospectus on December 07, 2024 at the SME Platform of BSE Limited (“BSE SME”) and upon receipt of the “in principle approval” from BSE Limited (“BSE”) on **March 11, 2025**, the Final Prospectus dated **June 21, 2025**, offering 21,00,000 Equity Shares of face value of Rs.10/- each of our Company for cash at a price of Rs. 100/- per Equity Share aggregating to Rs. 2,100.00 Lakhs be placed in the meeting for approval and the same be submitted to the BSE (“**Stock Exchange**”) for its approval and Registrar of Companies, Delhi (“**ROC**”) and the Securities and Exchange Board of India (“**SEBI**”) for their reference as and when required.

**RESOLVED FURTHER THAT** the Final Prospectus be signed by all the Directors, the Chief Financial Officer and Company Secretary before being delivered to the ROC, Stock Exchange and SEBI.

### **RESOLVED FURTHER THAT:**

- a. All relevant provisions of the Companies Act 2013 (the “Companies Act”) and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Final prospectus is contrary to the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, as amended, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder by any other Authority, as the case may be.
- b. All statements in the Final prospectus are true and correct.
- c. All material events occurred between the draft prospectus dated December 07, 2024 and final prospectus dated June 21, 2025 have been incorporated wherever applicable.

**RESOLVED FURTHER THAT** any of the existing Directors of the Company be and are hereby authorised to make such alterations, modifications or changes as may be suggested by the Lead Manager, Stock Exchange, ROC, etc while approving the Final Prospectus.”

### **Certified True Copy**

For **MARC LOIRE FASHIONS LIMITED**

  
Arvind Kamboj  
Managing Director  
DIN: 09624208

