



Baid Finserv Limited


Regd. Office: "Baid House", IInd Floor, 1-Tara Nagar, Ajmer Road, Jaipur-302006 Ph: 9214018855
E-mail: baidfinance@baidgroup.in Website: www.baidfinserv.com CIN: L65910RJ1991PLC006391

CERTIFIED TRUE COPY OF RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF BAID FINSERV LIMITED HELD ON MONDAY, SEPTEMBER 08, 2025 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT "BAID HOUSE", IIND FLOOR , 1, TARA NAGAR, AJMER ROAD, JAIPUR-302006 (RAJASTHAN) AT 11:00 A.M.

CONSIDERED AND APPROVED THE ISSUANCE OF FULLY PAID-UP EQUITY SHARES BY WAY OF RIGHTS ISSUE TO THE ELIGIBLE EXISTING SHAREHOLDERS OF THE COMPANY AND FIX QUANTUM OF THE ISSUE

"RESOLVED THAT pursuant to the provisions of Section 62, Section 23(1)(c) and other applicable provisions of the Companies Act, 2013 ("Companies Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and the Companies (Share Capital and Debentures) Rules, 2014 ("Rules") and other applicable rules made thereunder, and in accordance with the provisions of the Memorandum of Association and the Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (hereinafter referred to as "SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, as amended, (hereinafter referred to as "SCRR") the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter referred to as "SEBI LODR Regulations"), read with any other rules, regulations made thereunder and any other provisions of applicable law (including any amendments, statutory modifications(s) made thereto or re-enactment thereof for the time being in force) or other applicable notifications, circulars, guidelines, orders issued or any directions or clarifications given thereunder, and subject to other approvals, permissions, Securities and Exchange Board of India (hereinafter referred to as "SEBI"), BSE Limited and NSE Ltd., the stock exchanges where the equity shares of the Company are listed (hereinafter referred to as "Stock Exchanges"), Central Depository Services (India) Limited, National Securities Depository Limited ("Depositories"), the Reserve Bank of India, the Ministry of Corporate Affairs, the Government of India and any other concerned statutory or regulatory authorities, if and to the extent necessary, and such other approvals, permissions and sanctions as may be necessary and/subject to such conditions and modifications as may be prescribed or imposed in granting of such approvals, permissions and sanctions by any of the aforesaid authorities, the consent of the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include any empowered or authorised committees thereof constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorised by the Board or its committees for such purpose) be and is hereby accorded to offer, issue and allot equity shares of the face value of Rs. 2/- each of the Company (hereinafter referred to as "Equity Shares") by way of rights issue to the existing shareholders of the Company on a record date (hereinafter referred to as "Shareholders"), to be decided at a later date at such price, at a premium or discount to the market price, considering the prevailing market conditions and such other considerations that the Board may, in its absolute discretion, decide, such that the aggregate value (including premium) **not exceeding Rs. 35,00,00,000/- (Rupees Thirty Five Crores Only)** (hereinafter referred to as "Rights Issue") as may be determined by the Board and on such other terms and conditions as may be mentioned in the Draft Letter of Offer, Letter of Offer, and / or Application Forms to be issued by the Company in respect of the Rights Issue (collectively referred to as "Issue Documents"), to list the Equity Shares allotted pursuant to the Rights Issue, on the Stock Exchanges and on such other terms and conditions as may be mentioned in the Issue Documents, including granting of

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Director/ Auth. Signatory

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rights to the eligible Shareholders of the Company, to whom the offer is made to renounce the Equity Shares being offered in the Rights Issue, in favour of any other person(s), rights to the persons to whom the Equity Shares are being issued to apply for additional Equity Shares, and to decide, at its discretion, the proportion in which such additional Equity Shares shall be allotted and in the event of under-subscription from the Shareholders, to decide and allot the Equity Shares offered through the Rights Issue to such persons as the Board may deem fit.

RESOLVED FURTHER THAT all Equity Shares so offered, issued and allotted by way of the Rights Issue shall be subject to the provisions of the Memorandum of Association and the Articles of Association of the Company.

RESOLVED FURTHER THAT the Equity Shares, shall rank pari passu in all respects including dividend with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Equity Shares to be allotted pursuant to the Rights Issue shall be listed on BSE Limited and NSE Ltd. and that Mr. Panna Lal Baid, Chairman and Managing Director, Mr. Aman Baid, Whole Time Director, Mr. Aditya Baid, Chief Financial Officer and Mrs. Surbhi Rawat, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized to sign necessary application forms and other documents / papers and take such action as may be required in this regard.

RESOLVED FURTHER THAT every Shareholder who is eligible to apply in the Rights Issue shall have a right to renounce their rights entitlement being offered, in favour of any other person(s) and every Shareholder, including renounee(s) shall be entitled to apply for additional Equity Shares and the allotment of the additional Equity Shares shall be made in the proportion to be decided by the Board in consultation with Stock Exchanges.

RESOLVED FURTHER THAT treatment of fractional entitlements will be finalized and disclosed in the offering documents."

FOR BAID FINSERV LIMITED
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Director/ Auth. Signatory

PANNA LAL BAID
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00009897

For BAID FINSERV LIMITED


Director/ Auth. Signatory

AMAN BAID
WHOLE-TIME DIRECTOR
DIN: 03100575