



TRANS INDIA HOUSE IMPEX LIMITED

(Formerly known as IO System Limited)

CIN: L74110UP1987PLC008764

Registered Office: B-1101, Titanium Square, B/H. Sarveshwar Tower, OPP. B.M.W. Show Room,
Thaltej, Ahmedabad – 380 054, Gujarat, INDIA

Email: compliance@tihil.co.in; Tel +91-79-46008108 Website: www.tihil.co.in

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF TRANS INDIA HOUSE IMPEX LIMITED (“THE COMPANY”) AT THEIR 10/2023-24 MEETING HELD AT REGISTERED OFFICE OF THE COMPANY SITUATED AT B-1101, TITANIUM SQUARE, B/H. SARVESHWAR TOWER, OPP. B. M. W. SHOW ROOM, THALTEJ, AHMEDABAD, GUJARAT, INDIA, 380054 ON TUESDAY, 23RD JANUARY 2024 COMMENCED AT 03:00 PM IST AND CONCLUDED AT 04:00 PM IST WHERE THE REQUISITE QUORUM WAS PRESENT.

APPROVAL FOR THE APPOINTMENT OF MR. RANJEET MADHUKARRAO PAWAR (BCIPP0134R) AS A CHIEF EXECUTIVE OFFICER (CEO) OF THE COMPANY:

“RESOLVED THAT pursuant to Section 2(18) and Section 203 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and regulations made thereunder and other applicable provisions of the Companies Act 2013 (including any statutory modification(s) or re-enactment thereof for the time being force and further pursuant to the recommendations made by the Nomination and Remuneration Committee of the Company, consent of the Board of Directors of the Company be and is hereby accorded for the appointment of Mr. Ranjeet Madhukarrao Pawar (PAN - BCIPP0134R) as a Chief Executive Officer (CEO) of the Company with immediate effect at an annual remuneration (CTC) of INR 6,45,600/- to perform the duties assign to him by the Board of Directors from time to time.

“RESOLVED FURTHER THAT Mr. Ranjeet Madhukarrao Pawar (PAN - BCIPP0134R), Chief Executive Officer (CEO) be and is hereby appointed and designated as the Whole-Time Key Managerial Personnel of the Company under the Companies Act 2013.”

“RESOLVED FURTHER THAT Mr. Ranjeet Madhukarrao Pawar (PAN - BCIPP0134R), Chief Executive Officer (CEO) shall perform the duties which may be performed by a KMP under the Act, and any other duties or responsibilities assigned to him by the Board of Directors of the Company from time to time.”

“RESOLVED FURTHER THAT pursuant to provision of section 170 of the Act (as amended or re-enacted from time to time) read with Rule no 17 & 18 of the Companies (Appointment and Qualification of Directors) Rules 2014, the appointee is directed to furnish the required information to be entered in the Register of Directors and Key Managerial Personnel and any one of the Directors of the Company be and is hereby authorized to do the necessary entries therein and also to authenticate same for and on behalf of the Board.”

“RESOLVED FURTHER THAT any One of the Directors and/or Chief Financial Officer and/or Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to confirm the appointment and terms and conditions relating thereto including remuneration of CEO, to inform the Stock Exchange and file requisite e-form/s with Registrar of Companies, Securities and Exchange Board of India, Reserve Bank of India, Banks and other regulatory authorities for the said Appointment as per the requirements under the Companies Act, 2013 and other acts and rules as applicable and also to do all such acts, deeds, things and matters as may be necessary to give effect to this resolution.”

Certified to be true,

For Trans India House Impex Limited



Mrugesh Ashwin Kumar Vyas
Company Secretary and Compliance Officer
PAN - AIXPV8495M and Membership No: ACS: 49190

Date: January 23, 2024
Place: Ahmedabad



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APPROVAL FOR APPOINTMENT OF MR. ANKITKUMAR SURENDRAKUMAR AGRAWAL (DIN: 10118085) AS AN ADDITIONAL DIRECTOR (NON-EXECUTIVE AND INDEPENDENT DIRECTOR) OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, 160 and 161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further pursuant to the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Shareholders of the Company, consent of the Board of Directors of the Company be and is hereby accorded to appoint Mr. Ankitkumar Surendrakumar Agrawal (DIN: 10118085) as an Additional Director (Non-Executive and Independent Director) of the Company for a term of 5 (Five) consecutive years commencing from 23rd January 2024 till 22nd January 2029 (both days inclusive) and who holds office upto the date of ensuing Annual General Meeting and shall not be liable to retire by rotation.

“RESOLVED FURTHER THAT pursuant to provision of section 170 of the Act (as amended or re-enacted from time to time) read with Rule no 17 & 18 of the Companies (Appointment and Qualification of Directors) Rules 2014, the appointee is directed to furnish the required information to be entered in the Register of Directors and Key Managerial Personnel and any one of the Directors of the Company be and is hereby authorized to do the necessary entries therein and also to authenticate same for and on behalf of the Board.”

“RESOLVED FURTHER THAT any One of the Directors and/or Chief Financial Officer and/or Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to confirm the appointment and terms and conditions relating thereto, to inform the Stock Exchange and file requisite e-form/s with Registrar of Companies, Securities and Exchange Board of India, Reserve Bank of India, Banks and other regulatory authorities for the said Appointment as per the requirements under the Companies Act, 2013 and other acts and rules as applicable and also to do all such acts, deeds, things and matters as may be necessary to give effect to this resolution.”

Certified to be true,

For Trans India House Impex Limited



Mrugesh Ashwin Kumar Vyas
Company Secretary and Compliance Officer
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Date: January 23, 2024

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APPROVAL FOR APPOINTMENT OF MR. MAYANK SURESH JOLLY (DIN: 09366175) AS A WHOLE TIME DIRECTOR OF THE COMPANY:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and re-enactment thereof for the time being in force) and the relevant provisions of the Articles of Association of the Company and all applicable guidelines as applicable from time to time and further pursuant to the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Shareholders of the Company, consent of the Board of Directors of the Company be and is hereby given to appoint and designate Mr. Mayank Suresh Jolly (DIN: 09366175) as an Executive Whole Time Director (Promoter) of the Company, liable to retire by rotation, for a period of 3 (Three) years with effect from 23rd January 2024 at a monthly remuneration of upto INR 1,00,000/- (Rupees One Lakh only) and on such terms and conditions as approved by the Nomination and Remuneration Committee and the Board of the Directors and set out in the draft of the agreement/appointment letter placed before the meeting duly initialed by the Chairman for the purpose of identification and he shall perform such duties and exercise such powers, as have been or may, from time to time, be entrusted to, or conferred on him, by the Board of Directors of the Company.”

“**RESOLVED FURTHER THAT** for the above purpose, the consent of the Shareholders of the Company be obtained in the ensuing General Meeting/Postal Ballot for the above appointment and the Board be and is hereby authorize to take such necessary steps as may be required and desirable to give effect to the aforesaid resolution.”

“**RESOLVED FURTHER THAT** Mr. Mayank Suresh Jolly (DIN: 09366175), Whole Time Director (WTD) be and is hereby appointed and designated as the Whole-Time Key Managerial Personnel of the Company under the Companies Act 2013.”

“**RESOLVED FURTHER THAT** pursuant to provision of section 170 of the Act (as amended or re-enacted from time to time) read with Rule no 17 & 18 of the Companies (Appointment and Qualification of Directors) Rules 2014, the appointee is directed to furnish the required information to be entered in the Register of Directors and Key Managerial Personnel and any one of the Directors of the Company be and is hereby authorized to do the necessary entries therein and also to authenticate same for and on behalf of the Board.”

“**RESOLVED FURTHER THAT** any One of the Directors and/or Chief Financial Officer and/or Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to confirm the appointment and terms and conditions relating thereto including remuneration of WTD, to inform the Stock Exchange and file requisite e-form/s with Registrar of Companies, Securities and Exchange Board of India, Reserve Bank of India, Banks and other regulatory authorities for the said Appointment as per the requirements under the Companies Act, 2013 and other acts and rules as applicable and also to do all such acts, deeds, things and matters as may be necessary to give effect to this resolution.”

Certified to be true,

For Trans India House Impex Limited



Mrugesh Ashwin Kumar Vyas
Company Secretary and Compliance Officer
PAN - AIXPV8495M and Membership No: ACS: 49190
Date: January 23, 2024
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APPROVAL FOR APPOINTMENT OF MR. IRFAN ABDULRAHIMBHAI QURESHI (DIN: 09494589) AS A WHOLE TIME DIRECTOR OF THE COMPANY:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and re-enactment thereof for the time being in force) and the relevant provisions of the Articles of Association of the Company and all applicable guidelines as applicable from time to time and further pursuant to the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Shareholders of the Company, consent of the Board of Directors of the Company be and is hereby given to appoint and designate Mr. Irfan Abdulrahimbhai Qureshi (DIN: 09494589) as an Executive Whole Time Director (Promoter) of the Company, liable to retire by rotation, for a period of 3 (Three) years with effect from 23rd January 2024 at a monthly remuneration of upto INR 1,00,000/- (Rupees One Lakh only) and on such terms and conditions as approved by the Nomination and Remuneration Committee and the Board of the Directors and set out in the draft of the agreement/appointment letter placed before the meeting duly initialed by the Chairman for the purpose of identification and he shall perform such duties and exercise such powers, as have been or may, from time to time, be entrusted to, or conferred on him, by the Board of Directors of the Company."

"RESOLVED FUTHER THAT for the above purpose, the consent of the Shareholders of the Company be obtained in the ensuing General Meeting/Postal Ballot for the above appointment and the Board be and is hereby authorize to take such necessary steps as may be required and desirable to give effect to the aforesaid resolution."

"RESOLVED FURTHER THAT Mr. Irfan Abdulrahimbhai Qureshi (DIN: 09494589), Whole Time Director (WTD) be and is hereby appointed and designated as the Whole-Time Key Managerial Personnel of the Company under the Companies Act 2013."

"RESOLVED FURTHER THAT pursuant to provision of section 170 of the Act (as amended or re-enacted from time to time) read with Rule no 17 & 18 of the Companies (Appointment and Qualification of Directors) Rules 2014, the appointee is directed to furnish the required information to be entered in the Register of Directors and Key Managerial Personnel and any one of the Directors of the Company be and is hereby authorized to do the necessary entries therein and also to authenticate same for and on behalf of the Board."

"RESOLVED FURTHER THAT any One of the Directors and/or Chief Financial Officer and/or Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to confirm the appointment and terms and conditions relating thereto including remuneration of WTD, to inform the Stock Exchange and file requisite e-form/s with Registrar of Companies, Securities and Exchange Board of India, Reserve Bank of India, Banks and other regulatory authorities for the said Appointment as per the requirements under the Companies Act, 2013 and other acts and rules as applicable and also to do all such acts, deeds, things and matters as may be necessary to give effect to this resolution."

Certified to be true,

For Trans India House Impex Limited



Mrugesh Ashwin Kumar Vyas

Company Secretary and Compliance Officer

PAN - AIXPV8495M and Membership No: ACS: 49190

Date: January 23, 2024

Place: Ahmedabad