

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF GO DIGIT GENERAL INSURANCE LIMITED HELD ON TUESDAY, 7TH NOVEMBER 2023 AT 7:41 P.M. AT ANANTA ONE (AR ONE), PRIDE HOTEL LANE, NARVEER TANAJI WADI, CITY SURVEY NO. 1579, (BHAMBURDA) SHIVAJINAGAR, PUNE – 411005, MAHARASHTRA, INDIA

Approval of the Addendum to the Draft Red Herring Prospectus for the Initial Public Offering

“RESOLVED THAT in furtherance of the resolutions passed by the Board on 14th August, 2022 and 30th March 2023, respectively, and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and other regulations issued by the Securities and Exchange Board of India (“SEBI”), and pursuant to the show cause notice from IRDAI, bearing reference number 559/F&A(NL)/IPO/GoDigit/23-24/72, dated 10th October 2023 (the “Notice”), a letter from IRDAI, bearing reference number 559/F&A(NL)/IPO/GoDigit/23-24/73, dated 10th October 2023 (the “Advisory”), by way of which IRDAI has issued certain advisories and cautioned the Company, and a letter dated 10th October 2023, bearing reference number 559/F&A(NL)/IPO/GoDigit/23-24/74, by way of which IRDAI has issued certain observations on the Draft Red Herring Prospectus dated 30th March 2023 filed by the Company (“DRHP” and such observations, “IRDAI’s Observations”), the addendum (“Addendum”) to the DRHP, in respect of the initial public offer, comprising a fresh issue of equity shares of Rs. 10 each of the Company (the “Equity Shares”) aggregating up to Rs. 12,500 million and offer for sale by the certain existing shareholders *i.e.* (“Selling Shareholders”) of 109,445,561 Equity Shares (the “Offer”), for cash either at par or premium, at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the BRLMs to the Offer, as provided to the Board of Directors, containing the requisite information as prescribed by applicable laws and regulations, subject to the Addendum being duly signed by the Directors, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative), the Addendum as provided to and placed before the Board of Directors be and is hereby approved for filing with SEBI, BSE Limited, National Stock Exchange of India Limited (“Stock Exchanges”) and such other authorities or persons as may be required.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary and Compliance Officer and the Chief Financial Officer of the Company be and are hereby severally authorised to finalise and date the Addendum and submit the same with SEBI, Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT each of the Directors of the Company, Mr. Kamesh Goyal, Chairman, Mr. Chandran Ratnaswami, Director, Mr. Rajendra Beri, Independent Director, Dr. Vandana Gupta, Independent Director, Mr. Christof Mascher, Independent Director, Ms. Jasleen Kohli, Managing Director & Chief Executive Officer, Mr. Ravi Khetan, Chief Financial Officer be and hereby authorized to sign the said Addendum for and on behalf of the Company.

RESOLVED FURTHER THAT any Member of the Board and/or the Company Secretary and Compliance Officer and the Chief Financial Officer of the Company – be and are hereby

severally authorised to finalise the Addendum and submit the same with SEBI, Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT, the IPO Committee is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in Addendum in accordance with the applicable law and regulations prior to filing with the SEBI.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary and Compliance Officer and the Chief Financial Officer of the Company be and are hereby severally authorized to issue certified true copies of these resolutions and to do all such deeds and acts as necessary to give effect to such resolution.

RESOLVED FURTHER THAT a copy of the above resolutions, certified to be true by any member of the Board or the Company Secretary and Compliance Officer, be forwarded to concerned authorities for necessary actions.”

For Go Digit General Insurance Limited



Tejas Saraf
Company Secretary