

CERTIFIED TRUE COPY OF THE CIRCULAR RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF PROTEAN eGOV TECHNOLOGIES LIMITED (formerly NSDL e-GOVERNANCE INFRASTRUCTURE LIMITED) ON APRIL 25, 2023.

To approve filing of Addendum to Draft Red Herring Prospectus (DRHP) with SEBI

“RESOLVED THAT the addendum to the draft red herring prospectus containing (i) the restated audited consolidated financial statements for the financial years ended March 31, 2022, March 31, 2021 and March 31, 2020 and for the nine months ended December 31, 2022 and December 31, 2021 prepared in accordance with Ind AS 34, and our audited consolidated financial statements for financial year ended March 31, 2022, March 31, 2021 and March 31, 2020, prepared in accordance with Ind AS and restated in accordance with requirements of Section 26 of Part I of Chapter III of the Companies Act, the SEBI ICDR Regulations and the Guidance Note on “Reports in Company Prospectuses (Revised 2019)” issued by the ICAI; (ii) updates to the sections titled “Risk Factors”, “Our Business”, Management’s Discussion and Analysis of Financial Condition and Results of Operations”, and “Financial Information”; and (iii) certain updates to the Board of Directors, Key Managerial Personnel and Senior Management Personnel since the DRHP was filed with SEBI, for the proposed initial public offer of the Company be and is hereby approved and adopted for filing with SEBI and the relevant stock exchange, as the case may be, in accordance with the Companies Act, 2013, read with the rules framed thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws.

RESOLVED FURTHER THAT Addendum to the draft red herring prospectus dated April 25, 2023 is hereby signed by each of the Directors of the Company, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative(s)) and each such person be and are hereby authorized to sign the said Addendum to the DRHP for and on behalf of the Company and to file the same with the SEBI.

RESOLVED FURTHER THAT the IPO Committee and/or Mr. Suresh Sethi - Managing Director & CEO and/or Mr. Jayesh Sule - Whole-time Director & COO and/or Mr. Sudeep Bhatia - Chief Financial Officer (CFO) of the Company be and are hereby severally authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments as may be suggested or recommended by any regulatory authority and stock exchanges and as may be required to update the draft red herring prospectus before filing it with the concerned regulatory authorities and stock exchange.

Protean eGov Technologies Limited

(formerly NSDL e-Governance Infrastructure Limited)

1st Floor, Times Tower, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

(CIN U72900MH1995PLC095642) | T: +91 22 4090 4242 | F: +91 22 2491 5217 | www.proteantech.in

RESOLVED FURTHER THAT the Company Secretary and Compliance Officer of the Company, be and is hereby authorized to take all steps for giving effect to the aforesaid resolution.”

Certified True Copy
For Protean eGov Technologies Limited
(formerly NSDL e-Governance Infrastructure Limited)



Maulesh Kantharia
Company Secretary & Compliance Officer
FCS 9637

Date: October 6, 2023

Place: Mumbai