



Flair Writing Industries Limited

(An ISO 9001:2015; ISO 14001 : 2015 & SA 8000 : 2014 Certified Company)

CIN NO.: U51100MH2016PLC284727

Flair House, Plot No. 63 BC, Kandivali Co-op. Ind. Estate Ltd.,
Charkop, Kandivali (W), Mumbai 400 067, INDIA

+91 22 2868 3876 / 06, 4203 0405, 2967 6004/5/6

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF FLAIR WRITING INDUSTRIES LIMITED HELD ON 16th NOVEMBER 2023 AT THE REGISTERED OFFICE OF THE COMPANY AT 63 B/C, GOVERNMENT INDUSTRIAL ESTATE, CHARKOP, KANDIVALI WEST, MUMBAI- 400067.

APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFERING OF THE COMPANY

“RESOLVED THAT, in furtherance of the resolutions of the Board dated July 10, 2023, the IPO Committee dated July 14, 2023, approving the filing of the DRHP, its addendum dated September 13, 2023, resolutions of the Board dated October 25, 2023 and November 10, 2023, approving the filing of the UDRHP, the in-principle approvals, each dated September 22, 2023, received from the BSE Limited and the National Stock Exchange of India Limited, respectively, a copy of the red herring prospectus (“RHP”) duly modified and updated pursuant to the observations received from the SEBI and updated in relation to business, operations, financial information, management and other developments, subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules notified thereunder, as amended, and 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, the Securities Contracts (Regulation) Act, 1956 (and applicable rules notified thereunder) and any other regulations issued by the Securities and Exchange Board of India (“SEBI”) and the enabling provisions of the memorandum of association and the articles of association of the Company, the red herring prospectus (the “RHP”), in respect of the proposed initial public offering of equity shares of face value of ₹5 each (“Equity Shares”) of the Company comprising a fresh issue of such number of Equity Shares by the Company aggregating up to ₹2,920.00 million (the “Fresh Issue”) and an offer for sale of such number of Equity Shares aggregating up to ₹3,010.00 million by the Selling Shareholders (as defined in the RHP) (the “Offer”), as placed before the Board and containing the requisite information as prescribed by applicable laws and regulations, be and is hereby taken on record and approved for filing with the Registrar of Companies, Maharashtra at Mumbai (“RoC”) (pursuant to Section 32 of the Companies Act, 2013 and the rules made thereunder, each as amended), the SEBI, the BSE Limited and the National Stock Exchange of India Limited (together, the “Stock Exchanges”) and such other authorities or persons as may be required.



MUMBAI

Unit I, Trinity Ind. Park, Survey No.14,15,16,
National Highway 8, Naigaon (E),
Palghar 401 208, Maharashtra, India

DAMAN

Unit II, Survey No. 709/12 & 18,
Somnath Road, Dabhel,
Daman 396 210, India

DAMAN

Unit III, Survey No. 377/1,
Plot No.19 & 21, Zari Causeway Road,
Kachigam, Daman 396 210. India

DAMAN

Unit IV, Survey No. 370/2 A,
Vapi Road, Kachigam,
Daman 396 210. India

DEHRADUN

Khasra No. 1049/2, 1050/1,
Twin Industrial Estate, Central Hope Town,
Selaqui, Dehradun 248 011, Uttarakhand, India

VALSAD

Survey No.253, Village Shankar Talao,
National Highway 8,
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RESOLVED FURTHER THAT members of the IPO Committee of the Board, comprising Mr. Vimalchand Jugraj Rathod, Managing Director, Mr. Mohit Khubilal Rathod, Whole-time Director and Mr. Sumit Rathod, Whole-time Director, be and are hereby severally authorized to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalize the RHP and to submit it with the RoC, the SEBI, the 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 and the chief financial officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.

RESOLVED FURTHER THAT, for the purpose of giving effect to the above resolutions, each of the directors of the Board and/or Key Managerial Personnel (KMPs), severally, on behalf of the Board, be and are hereby authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal advisors and the BRLMs appointed in this respect.

RESOLVED FURTHER THAT the allotment letters shall be offered or application money shall be refunded or unblocked from the ASBA Accounts (as applicable) within four days from the date of closure of the Offer or such other time as may be specified by the SEBI failing which interest shall be due to be paid to the applicants in the event of any delay in such allotment and/or refund or unblocking as per applicable laws.

RESOLVED FURTHER THAT all monies received out of the Offer shall be transferred to a separate bank account maintained with a scheduled bank as per the provisions of Companies Act, 2013, as amended.



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RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

For Flair Writing Industries Limited

Vimalchand Jugraj Rathod
Managing Director
DIN- 00123007



Place- Mumbai

Date- 16th November, 2023

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