

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS OF SAGILITY INDIA LIMITED (FORMERLY SAGILITY INDIA PRIVATE LIMITED; EARLIER BERKMEER INDIA PRIVATE LIMITED) AT THE 54TH BOARD MEETING HELD ON TUESDAY, 29 OCTOBER 2024 THROUGH VIDEO CONFERENCE (“VC”)

Approval and Adoption of the Red Herring Prospectus

“RESOLVED THAT the red herring prospectus dated October 29, 2024 (“RHP”) in respect of the initial public offer of up to **702,199,262** Equity Shares of face value of ₹ 10 each for cash at a price of ₹ [●] per Equity Share aggregating up to ₹ [●] million (the “Offer”), as placed before the Board of the Company and containing the requisite information as prescribed by the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Companies Act, 2013 read with the rules thereunder, or any statutory modification(s) or re-enactment(s) thereof, and other applicable laws and regulations, is hereby approved and taken on the records.

“RESOLVED THAT the preliminary international wrap dated October 29, 2024 which is placed before the Board in respect of the Offer, be and is hereby approved.”

RESOLVED FURTHER THAT the Group Chief Financial Officer and the Company Secretary and Compliance Officer be and are hereby severally authorised to file the RHP with the Registrar of Companies (pursuant to Section 32 of the Companies Act, 2013 and the rules made thereunder, each as amended), the stock exchanges, SEBI and such other authorities or persons as may be required under applicable laws.

“RESOLVED FURTHER THAT, any amendment, supplement, corrigenda or notice to investors issued by the Company in relation to the RHP that may be filed with the RoC, SEBI, the Stock Exchanges or any other regulatory authority, be and is hereby approved in accordance with applicable law.”

RESOLVED FURTHER THAT Mr. Sarvabhoman Doraiswamy Srinivasan, Group Chief Financial Officer be and is hereby authorized to approve and adopt any corrections, alterations, updates, revisions, modifications, amendments or any other actions for withdrawal or filing of the RHP with relevant authorities or persons as may be required, 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 changes, correction, updates, alterations, revisions, modifications, deletions or amendments 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 book running lead managers ICICI Securities Limited, IIFL Securities Limited, Jefferies India Private Limited and J. P. Morgan India Private Limited. (collectively, the “BRLMs”), appointed in this respect and to do all such acts, deeds, matters and things and execute all engagement letters, memoranda of understanding, agreements and such other documents as they may, in their absolute discretion, deem necessary or desirable for the purpose of filing the RHP with the RoC, the stock exchanges, SEBI and such other authorities or persons as may be required under applicable laws.

RESOLVED FURTHER THAT each of the Directors and the Chief Financial Officer of the Company be and are hereby authorised to sign the RHP for and on behalf of the Company and to file the same with RoC, the stock exchanges, SEBI and such other authorities as required under applicable laws.

RESOLVED FURTHER THAT the allotment letters shall be offered or application money shall be refunded within four days from the date of closure of the Offer or such lesser time as may be specified

Sagility India Limited

(Formerly Sagility India Private Limited; earlier Berkmeer India Private Limited)

Registered Office - No. 23 & 24, AMR Tech Park, Building 2A, First Floor Hongasandara Village, Off Hosur Road, Bommanahalli, Bengaluru – 560068, Karnataka, India

Corporate Identity Number: U72900KA2021PLC150054

Tel. No.: 080-71251500, Website: www.SagilityHealth.com

by SEBI failing which the application money shall be refunded or unblocked from the ASBA Accounts (as applicable) to the applicants forthwith and 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.

RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by the Company Secretary and Compliance Officer of the Company, be forwarded to the concerned authorities for necessary action.

Certified to be true
For SAGILITY INDIA LIMITED
(formerly Sagility India Private Limited; earlier Berkmeer India Private Limited)

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary & Compliance Officer
ACS – 16008
Sagility India Limited
No. 23 & 24, AMR Tech Park, Building 2A,
First Floor, Hongasandara
Village, Off Hosur Road, Bommanahalli,
Bengaluru – 560068 India