

SWEET DREAMS

CERTIFIED TRUE COPY OF BOARD RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF S D RETAIL LIMITED DULY CONVENED AND AT WHICH A PROPER QUORUM WAS PRESENT HELD ON 12TH DAY, SEPTEMBER 2024, AT 01.00 P.M. AND CONCLUDED AT 02.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT C-929, STRATUM AT VENUS GROUND, NR. JHANSI KI RANI STATUE, NEHRUNAGAR, AHMEDABAD- 380006, GUJARAT, INDIA

The Chairman apprised the Board that in accordance with the approval of the members received vide their resolution dated 20th June 2024 for the proposed public offer of the Company to offer equity shares to the public through the SME platform of National Stock Exchange of India Limited (NSE EMERGE). He placed before the Board a copy of Red Herring Prospectus dated 12th September 2024 for the detailed examination and approval of the Board.

After detailed review, discussions and deliberations the following resolution was passed.

"RESOLVED THAT the Red Herring Prospectus dated 12th September 2024, for the public issue of 49,60,000 Equity Shares of Rs.10/- each initialed by the Chairman for identification as required under Section 26 & 32 of the Companies Act, 2013 as placed on the table be and is hereby approved and adopted.

RESOLVED FURTHER THAT all the Directors in their respective capacities along with the Company Secretary and the Chief Financial Officer, do hereby sign the declaration page of the Red Herring Prospectus as an approval and verification of all the contents as mentioned in the Red Herring Prospectus.

RESOLVED FURTHER THAT Mr. HITESH PRAVINCHANDRA RUPARELIA, Chairman cum Managing Director of the Company or Whole-time Director or Company Secretary be and is hereby authorized to deliver the copy of the approved Red Herring Prospectus signed by all the Directors in their respective capacities along with the Company Secretary and the Chief Financial Officer to the Book Running Lead Manager of the Issue, M/s Beeline Capital Advisors Private Limited, for deposition with NSE EMERGE.

RESOLVED FURTHER THAT Mr. HITESH PRAVINCHANDRA RUPARELIA, Chairman cum Managing Director or other director(s) or Company Secretary are hereby authorized to do all such other deeds and acts that may be deemed necessary for the said filling with the NSE EMERGE"

S D RETAIL LIMITED

(Formerly known as S D Retail Private Limited)

C-929, Stratum at Venus Ground, Near Jhansi Ki Rani Statue, Nehru Nagar, Ahmedabad-380006. Gujarat, India. Contact : 7043106787 Email: care@sweetdreamsindia.com Website: www.sweetdreams.in

CIN NO : U52520GJ2004PLC056076

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**CERTIFIED TRUE COPY
For S D RETAIL LIMITED**



**HITESH PRAVINCHANDRA RUPARELIA
CHIARMAN CUM MANAGING DIRECTOR
DIN: 00490790**

**Date: - 12th September 2024
Place: - Ahmedabad**

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