

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE RIGHTS ISSUE COMMITTEE OF THE BOARD OF DIRECTORS OF SUNSHIELD CHEMICALS LIMITED ON WEDNESDAY, 17 SEPTEMBER 2025, AT 1501-A, UNIVERSAL MAJESTIC, P.L. LOKHANDE MARG BEHIND R.B.K INTERNATIONAL ACADEMY, CHEMBUR, MUMBAI – 400043, MAHARASHTRA, INDIA

TO CONSIDER, APPROVE AND ADOPT THE LETTER OF OFFER TO THE RIGHTS ISSUE

“RESOLVED THAT in furtherance of the resolution dated August 06, 2025 passed by the Rights Issue Committee of Sunshield Chemicals Limited (the **“Company”**) approving the fund raising through rights issue of equity shares for an amount aggregating up to ₹15,000 Lakhs (Rupees Fifteen Thousand Lakhs only) (**“Rights Issue”**) of the Company, the letter of offer, as circulated to the Committee Members, which is required to be sent to the existing shareholders of the Company whose names appear on the register of members of the Company/ beneficial owners list maintained by the depositories, as at the end of the business hours as on the record date i.e., Wednesday, September 24, 2025 and such shareholders of the Company (**“Eligible Equity Shareholders”**), eligible renouncees thereof and/ or to such other persons in accordance with the provisions of the Companies Act, 2013, as amended, and other applicable laws, (the Act including any statutory modification(s), amendment(s), clarification(s), substitution(s) and re-enactment(s) thereof at the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable regulations, circulars, and guidelines issued by the Securities and Exchange Board of India (**“SEBI”**) or other applicable laws, regulations, policies or guidelines (such laws, **“Applicable Laws”**), on the record date set out above (**“Letter of Offer”**), be and is hereby approved by the Rights Issue Committee and adopted for filing with SEBI and BSE Limited (**“BSE”**) and any other authorities, as the case may be, in accordance with Applicable Laws.

RESOLVED FURTHER THAT the Rights Issue Committee be and is hereby authorized to make the necessary amendments including insertion of record date, Rights Issue price, Rights Entitlements Ratio, etc., as approved in the said Letter of Offer, finalise and file the same along with application form, Rights entitlement letter and other related documents with SEBI and BSE and any other authorities as may be required, and dispatch the same to the Eligible Equity Shareholders of the Company and authorised to sign and execute all such documents and do all such acts, deeds, matters and things as deemed necessary to give effect to this resolution.

RESOLVED FURTHER THAT the members of the Committee of the Company Secretary of the Company, be and are hereby severally authorised to certify the true copy of the aforementioned resolutions and furnish the same to the concerned authorities and/or individual as may be required for their record and necessary action(s).”

For Sunshield Chemicals Limited



Amit Kumashi,
Company Secretary and Compliance Officer



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE RIGHTS ISSUE COMMITTEE OF THE BOARD OF DIRECTORS OF SUNSHIELD CHEMICALS LIMITED ON WEDNESDAY, 17 SEPTEMBER 2025, AT 1501-A, UNIVERSAL MAJESTIC, P.L. LOKHANDE MARG BEHIND R.B.K INTERNATIONAL ACADEMY, CHEMBUR, MUMBAI – 400043, MAHARASHTRA, INDIA.

TO CONSIDER AND APPROVE TERMS OF THE RIGHTS ISSUE

“**RESOLVED THAT** in furtherance to the resolution dated August 06, 2025 passed by the Rights Issue Committee (“**Committee**”) of Sunshield Chemicals Limited (the “**Company**”) approving fund raising through the rights issue for an amount aggregating up to ₹15,000 Lakhs (Rupees Fifteen Thousand Lakhs only) to the existing shareholders of the Company (“**Rights Issue**”) and in accordance with and in compliance with the provisions of the Section 62(1)(a) of Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with relevant SEBI Circulars including any statutory *modification(s), amendment(s), clarification(s), substitution(s) and re-enactment(s)* thereof to the extent notified and in effect, each as amended, and any other applicable law for the time being in force, the following terms and conditions of the Rights Issue be and are hereby approved and adopted by the Committee and approved for disclosure in the letter of offer, which would be sent to the existing shareholders of the Company whose names appear on the register of members of the Company/ beneficial owners list maintained by the depositories, as at the end of the business hours as on the record date i.e. Wednesday, September 24, 2025 (“**Eligible Equity Shareholders**”), and/ or to such other persons as required:

Sr. No.	Particulars	Remark
a)	Instrument	Fully paid-up Equity Shares of the Company, face value of Rs. 10 each; (the “ Equity Shares ”)
b)	Total number of Equity Shares and Issue size	14,41,776 (“ Issue Size ”)
c)	Rights Issue Price	Rs. 901 per fully paid-up equity shares [including a premium of Rs. 891 per fully paid-up equity share of face value of Rs. 10 each]. The entire Issue Price will be payable at the time of making the application in the Issue
d)	Rights Issue Size	Rs. 1,29,90,40,600
e)	Record date	Wednesday, 24 September 2025, for determining the existing equity shareholders who will be eligible to receive the Rights Entitlement. (“ Eligible Equity Shareholders ”)
f)	Rights Entitlement ratio	10:51 (Number of Rights Equity Shares that an Eligible Equity Shareholder is entitled to in proportion to the number of Equity Shares held by such Eligible Equity Shareholder on the Record Date, in this case being 10 Rights Equity Shares for every 51 Equity Shares held by an Eligible Equity Shareholder.

Ankurashi



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g)	Rights Issue Schedule	Issue Opening Date	Tuesday, September 30, 2025
		Closure of REs trading (Last date for on market renunciation of Rights Entitlement)	Thursday, October 16, 2025
		Last date for off market renunciation of Rights Entitlement	Thursday, October 23, 2025
		Issue Closing Date*	Friday, October 24, 2025
h)	Other terms of the Issue (including fractional entitlement and zero entitlement)	Included in the Letter of Offer for the Issue.	
i)	Treatment of fractional Entitlement	<p>a. The Rights Equity Shares are being offered on a rights basis to Eligible Equity Shareholders in the ratio of 10 (Ten) Equity Shares for every 51 (Fifty-One) Equity Shares held on the Record Date. For Equity Shares being offered on a rights basis under this Issue, if the shareholding of any of the Eligible Equity Shareholders is less than 51 Equity Shares or not in the multiple of 51, the fractional entitlement of such Eligible Equity Shareholders shall be ignored in the computation of the Rights Entitlement. However, the Eligible Equity Shareholders whose fractional entitlements are being ignored, will be given preferential consideration for the allotment of one additional Equity Share each if they apply for additional Equity Shares over and above their Rights Entitlement, if any.</p> <p>b. Further, the Eligible Equity Shareholders holding less than 6 Equity Shares as on Record Date shall have 'zero' entitlement in the Issue. Such Eligible Equity Shareholders are entitled to apply for additional Equity Shares and will be given preference in the allotment of one additional Equity Share if, such Eligible Equity Shareholders apply for the additional Equity Shares. However, they cannot renounce the same in favour of third parties and the application forms shall be non-negotiable.</p>	
j)	ISIN for credit of dematerialized Rights Entitlement:	INE199E20014	
k)	Other terms of Rights Issue	Included in the Letter of Offer to be filed by the Company with Securities and Exchange Board of India and BSE Limited.	

**The Board of Directors and/ or Rights Issue Committee will have the right to extend the Issue closing date, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date).*

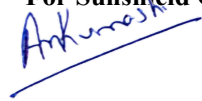
“RESOLVED FURTHER THAT consent of the Committee be and is hereby accorded to authorize the Directors and/or Key Managerial Personnel, severally, to carry all such acts, deeds and things as may be necessary to give effect to the aforementioned resolution and for all matters connected therewith and / or



incidental thereto and also settle any question, difficulty or doubt that may arise in connection with the above resolution.

RESOLVED FURTHER THAT any one of the members of the Committee, be and are hereby severally authorised to certify the true copy of the aforementioned resolutions and furnish the same to the concerned authorities and/or individual as may be required for their record and necessary action(s).

For Sunshield Chemicals Limited



Amit Kumashi,
Company Secretary and Compliance Officer



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TO CONSIDER AND APPROVE THE APPLICATION FORMS AND DISPATCH MECHANISM FOR PROPOSED THE RIGHTS ISSUE:

“RESOLVED THAT in connection with the proposed rights issue of partly paid-up equity shares of the Company, the Committee do hereby approve the format of the Application Form(s), including the Composite Application Form (CAF), if applicable, to be used by the eligible equity shareholders for applying to the rights equity shares under the rights issue.

RESOLVED FURTHER THAT the dispatch mechanism for the Application Forms be and is hereby approved, including dispatch by physical mode, registered post, speed post, courier, hand delivery and/or electronic means (e-mail), as permitted under applicable laws, to the eligible shareholders whose names appear on the Register of Members or as beneficial owners in the records of the depositories as on the Record Date.

RESOLVED FURTHER THAT the consent of the Committee be and is hereby accorded to the Company to engage and coordinate with the Registrar to the Issue, Depositories, and other intermediaries as necessary for finalizing the dispatch process and ensuring timely delivery of the Application Forms in compliance with applicable provisions of the Companies Act, 2013 and relevant rules made thereunder, the SEBI Regulations, and any other applicable laws, rules, or guidelines.

RESOLVED FURTHER THAT any of the Members of the Committee, be and are hereby authorized to finalize, approve, and sign the Application Forms and related documents, make necessary arrangements with the Registrar, and do all such acts, deeds, matters, and things as may be necessary or incidental to give effect to this resolution.

RESOLVED FURTHER THAT any of the Members of the Committee, be and are hereby severally authorised to certify the true copy of the aforementioned resolutions and furnish the same to the concerned authorities and/or individual as may be required for their record and necessary action(s).”

For Sunshield Chemicals Limited



Amit Kumashi,
Company Secretary and Compliance Officer

