

CERTIFIED TRUE COPY OF THE EXTRACTS OF THE SPECIAL RESOLUTION PASSED IN THE EXTRA-ORDINARY GENERAL MEETING OF MEMBERS OF OM GALAXY LIMITED ("COMPANY") (FORMERLY KNOWN AS OM GALAXY PRECISION MOULDS PRIVATE LIMITED & OM GALAXY PRIVATE LIMITED) HELD ON WEDNESDAY 26TH AUGUST, 2026 AT 11:30 A.M AT THE REGISTERED OFFICE OF THE COMPANY AT AT 4/5/6 BLUE CHIP NO 5, INDUSTRIAL ESTATE , SATIVALI ROAD , VILLAGE VALIV, VASAI, THANE, MAHARASHTRA, INDIA, 401208.

SME INITIAL PUBLIC OFFERING OF EQUITY SHARES OF THE COMPANY:

SPECIAL RESOLUTION

"RESOLVED THAT in supersession to the earlier resolution approved by the Board of the Directors of the company in the Board Meeting dated 10th February, 2026 and Members of the Company at the General Meeting dated 16th February, 2026 and pursuant to the provisions of Section 23(1)(a), 62(1)(c) and 29 and all other applicable provisions, if any, of the Companies Act, 2013, and the rules and regulations made thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force) (hereinafter referred to as the "**Act**"), and in accordance with and subject to the provisions of the Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), and the rules framed thereunder, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI LODR Regulations**"), and any other applicable rules, regulations, press notes, guidelines, clarifications, circulars and notifications issued by the Securities and Exchange Board of India (the "**SEBI**"), the Reserve Bank of India (the "**RBI**"), and any other applicable laws, rules and regulations, in India or outside India (including any amendment thereto or re-enactment thereof, for the time being in force) (collectively, the "**Applicable Laws**"), listing agreement to be entered into with the SME Platform of the BSE Limited ("**BSE SME**") where the Company's equity shares are proposed to be listed ("**Stock Exchange**") and in accordance with the provisions of Memorandum of Association and Articles of Association of the Company and subject to the approval of relevant government, statutory and/or regulatory authorities, as required, including the Department for Promotion of Industry and Internal Trade ("**DPIIT**"), Registrar of Companies, Maharashtra at Mumbai II ("**RoC**"), SEBI, RBI, the DPIIT, Ministry of Commerce and Industry, GOI, the Stock Exchanges, and all other appropriate statutory authorities and departments (collectively the "**Regulatory Authorities**") and to the extent necessary, such other approvals, consents, permissions, sanctions and the like, as may be necessary, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions, sanctions and the like, and which may be agreed to by the board of directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to include the IPO committee ("**IPO Committee**") or any other duly constituted committee of the Board, consent of the members of the Company be and is hereby accorded for an initial public offering of Equity Shares by way of fresh issue of Equity Shares by the Company ("**Issue**") and the Board be and is hereby authorised to create, issue and allot upto 11667200 Equity Shares by way of Issue on such terms and conditions, including any issue and allotment of Equity Shares to the stabilizing agent pursuant to a green shoe option and/or any other person pursuant to any Pre-IPO Placement in terms of the SEBI ICDR Regulations at a price to be determined, by the Company, in consultation with the book running lead manager so appointed ("**BRLM**") by the book building process in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable Laws, at such premium or discount or at par per Equity Share as permitted under Applicable Laws and as may be fixed and determined by the Company, in consultation with the BRLM in accordance with the SEBI ICDR Regulations to such person or persons who may or may not be the shareholders of the Company as the Board may decide, including anchor investors, if any, one or more of the members of the Company, eligible employees (whether through any reservation of a certain number of Equity Shares for any category or categories of persons as permitted under Applicable Laws, or otherwise), Hindu Undivided Families, foreign portfolio investors, venture capital funds, alternative investment funds, foreign venture capital investors, multilateral and bilateral financial institutions, non- resident Indians, state industrial development corporations, insurance companies, provident funds, pension funds, the National Investment Fund, insurance funds set up by army, navy, or air force of the Union of India, insurance funds set up and managed by

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the Department of Posts, India, trusts/societies registered under the Societies Registration Act, 1860, development financial institutions, systemically important non-banking financial companies, Indian mutual funds, members of group companies, Indian public, bodies corporate, companies (private or public) or other entities (whether incorporated or not), authorities, and to such other persons including high net worth individuals, individual bidders or other entities in one or more combinations thereof and/or any other category of investors as may be permitted to invest under Applicable Laws by way of initial public offering including General Public their friends, relatives and associates, foreign/ resident investors, financial institutions, venture capital funds, public financial institutions, banks, multilateral and bilateral development financial institutions, insurance whether they be holders of equity shares of the Company or not, and/or through issue of issue documents / Allotment regulations of SEBI, through the Book Built Method, in one or more tranches and in the manner, and on the terms and conditions, as the Board may in its absolute sole discretion, decide including the price at which the equity shares are to be issued, at par or at premium and for cash and the decision to determine the category or categories of investors to whom the offer, issue and allotment/transfer shall be made to the exclusion of all other categories of investors on such terms and conditions as may be finalized by the Board and that the Board may finalize all matters incidental thereto as it may in its absolute discretion think fit.

RESOLVED FURTHER THAT the Board either by itself or through Committee constituted thereof, be and is hereby authorised, on behalf of the Company at its sole discretion, to make available for allocation a portion of the issue to any category(ies) of persons permitted under Applicable Law, including without limitation to the eligible employees (the “**Reservation**”) or to provide a discount to the issue price to individual bidders, eligible employees or such other eligible categories of investors (the “**Discount**”), and to take any and all actions in connection with any Reservation or Discount as the Board may think fit or proper in its absolute discretion, including, without limitation, to seek any consent or approval required or necessary, to give directions or instructions and do all such acts, deeds, matters and things as the Board may, from time to time, in its absolute discretion, think necessary, appropriate, or desirable, and to settle any question, difficulty, or doubt that may arise with regard to or in relation to the foregoing resolution.

RESOLVED FURTHER THAT, the Board and/or any Committee of the Board, be and is hereby authorized to make addition or vary any of the above said clauses, in consultation with the Book Running Lead Manager or such other authorities as may be required, and without prejudice to the generality of the aforesaid, deciding the exact Issue structure, and on the exact component of fresh issue of shares in the Issue.

RESOLVED FURTHER THAT: -

- a) All the monies received out of the issue of shares to the public shall be transferred to separate bank account referred to in Sub-section (3) of Section 40 of the Companies Act, 2013;
- b) Details of all monies utilized out of the Issue referred to in sub-item (a) above shall be disclosed and continued to be disclosed until the time any part of the Issue remains unutilised under an appropriate separate head in the balance sheet of the Company indicating the purpose for which such monies had been utilized; and
- c) Details of all unutilized monies out of the issue of shares, if any, referred to in sub-item (a) above shall be disclosed under an appropriate separate head in the balance sheet of the Company indicating the form in which such unutilized monies have been invested;

RESOLVED FURTHER THAT such of these equity shares to be issued as are not subscribed may be disposed of by the Board in favour of underwriter(s) to the Issue;

RESOLVED FURTHER THAT, the Board and/or any Committee of the Board, be and is hereby authorized to take such action, give such directions, as may be necessary or desirable to give effect to this resolution and to do all such acts, matters, deeds and things, including but not limited to the allotment of equity shares against the valid applications received in the SME Initial Public Offering, as are in the best interests of the Company;

RESOLVED FURTHER THAT, the Board and/or any Committee of the Board, be and is hereby authorized to execute and sign the documents including consent letter, power of attorney, certificates etc., as may be required in connection with the above;

RESOLVED FURTHER THAT, the Board including any Committee be and is hereby authorized to appoint the Book Running lead manager to the above Issue, Underwriter to the above Issue, Market Maker to the above Issue, Registrar to the Issue, Legal Advisors(s), Sponsor Bank(s), and other capital market intermediaries as required.

RESOLVED FURTHER THAT

- a) The Company shall furnish to the stock exchange, a statement indicating material deviations, if any, in the use of proceeds of the Initial Public Offering from the objects stated in the Draft Red Herring Prospectus / Red Herring Prospectus / Prospectus in accordance with SEBI LODR Regulations; and
- b) The information mentioned in sub-clause (a) shall be furnished to the stock exchange along with the interim or annual financial results submitted in accordance with SEBI LODR Regulations and shall be published in the newspapers, if required simultaneously with the interim or annual financial results, after placing it before the Audit Committee, in terms of SEBI LODR Regulations;

RESOLVED FURTHER THAT the Equity Shares so allotted under the Issue (including any reservation or green shoe option) shall be subject to the memorandum of association and the articles of association of the Company and shall rank *pari passu* in all respects with the existing Equity Shares of the Company including rights in respect of dividend from the date of such allotment.

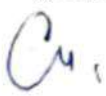
RESOLVED FURTHER THAT, for the purpose of giving effect to these resolutions, the Board of the Company be and is hereby authorized, on behalf of the Company, to decide and approve the terms and conditions of the Issue, including but not limited to reservations for employees or other permitted categories, and shall be entitled to vary, modify or alter any of the terms and conditions, including the size of the Issue, as it may consider expedient and to do all such acts, deeds, matters and things, as it may in its absolute sole discretion deem necessary, proper, desirable and to settle any question, difficulty or doubt that may arise in regard to the above offer, issue and allotment and utilization of the proceeds of the Issue, to liaise with regulatory authorities and further to do all such acts, deeds, matters and things and to negotiate and finalize all such deeds, documents and writings as may be necessary, desirable or expedient to give effect to the above resolution and to negotiate terms, appoint advisor(s), Book Running lead manager, registrar(s), syndicate member(s), underwriter(s) any other intermediary/intermediaries registered with SEBI, legal counsel or legal experts, advertising agents/agencies, consultants and to pay any fees, commission, remuneration, incur expenses and take such further steps as may be required necessary, incidental or ancillary for the allotment and listing of the aforesaid equity shares on the Stock Exchanges (SME Segment) where the Company's equity shares are proposed to be listed, as may be decided by the Board, and to make such modifications without being required to seek further consents or approval of the members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT, The Board, be and is hereby authorized to do all the necessary acts and take necessary steps that may be deemed expedient to give effect to this resolution.

//CERTIFIED TRUE COPY//

For OM GALAXY LIMITED

(formerly known as Om Galaxy Precision Moulds Private Limited and Om Galaxy Private Limited)



OPINDERSINGH BACHITTAR SINGH BADHAN
Chairman and Managing Director
DIN: 02258233

Head Office: Om Galaxy Limited

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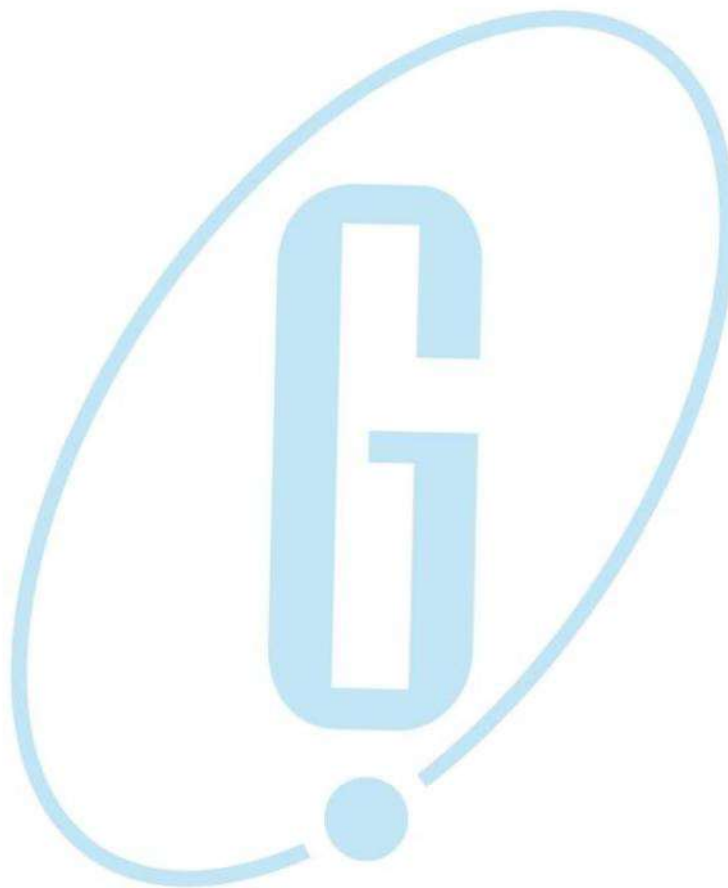
FORMERLY KNOWN AS OM GALAXY PRECISION MOULD CRAFTS PRIVATE LTD



Made For Wonderful Homes



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

Item No. 01:

The Company proposes to undertake an Initial Public Offering ("IPO") of its Equity Shares and list its Equity Shares on the SME Platform of BSE Limited ("BSE SME").

In this regard, the Board of Directors of the Company at its meeting held on 10 February 2026 had approved, subject to the approval of the members of the Company and receipt of requisite regulatory and statutory approvals, an Initial Public Offering comprising a fresh issue of up to 9600000 Equity Shares by the Company.

The members of the Company subsequently approved the proposed Issue by way of a Special Resolution passed at the Extra-Ordinary General Meeting held on 16 February 2026, whereby, inter alia, the members authorised the Company to undertake the proposed IPO by way of fresh issue of up to 9600000 Equity Shares. The Original Shareholders' Resolution specifically authorised the Board to create, issue and allot up to 9600000 Equity Shares by way of the Issue.

Pursuant to the aforesaid approvals, the Company proceeded with the IPO process and filed its Draft Red Herring Prospectus ("DRHP") with the relevant regulatory authorities on 30 March 2026, wherein the proposed Issue was specified as comprising a fresh issue of up to 9600000 Equity Shares.

The said DRHP was subsequently approved on 29 June 2026.

Subsequent to the filing and approval of the DRHP, and pursuant to further evaluation of the Company's capital requirements, proposed Issue structure and overall funding requirements, the Company has decided to revise the proposed size of the Issue. Accordingly, the Company now proposes to undertake the IPO by way of a fresh issue of up to 11667200 Equity Shares, in lieu of the earlier approved Issue of up to 9600000 Equity Shares.

The proposed revision in the Issue size is being placed before the members for their consideration and approval so that the corporate approvals relating to the Issue are aligned with the revised Issue structure proposed to be undertaken by the Company.

The revised Issue shall continue to be undertaken in accordance with the provisions of the Companies Act, 2013, the SEBI ICDR Regulations, the SEBI LODR Regulations, the SCRA and other Applicable Laws, and shall remain subject to such further approvals, permissions, consents and requirements as may be prescribed by SEBI, BSE SME, the RoC and/or any other applicable Regulatory Authority.

The approval sought from the members is therefore specifically for modification of the Issue size from up to 9600000 Equity Shares to up to 11667200 Equity Shares and for carrying out all consequential amendments and modifications in the Issue-related documents and filings.

Except for the aforesaid revision in the Issue size and the consequential changes arising therefrom, all other terms, conditions, authorisations and approvals contained in the Special Resolution passed by the members on 16 February 2026 shall remain unchanged and continue to be in full force and effect.

The Board considers the proposed revision in the Issue size to be in the best interests of the Company and its shareholders and accordingly recommends the Special Resolution set out at Item No. 01 of the accompanying Notice for approval by the members.

Interest of Directors, Key Managerial Personnel and their relatives

None of the Directors, Key Managerial Personnel ("KMPs") of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.



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The Board recommends the Special Resolution set out at Item No. 01 for approval of the members.

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For OM GALAXY LIMITED

(formerly known as Om Galaxy Precision Moulds Private Limited and Om Galaxy Private Limited)

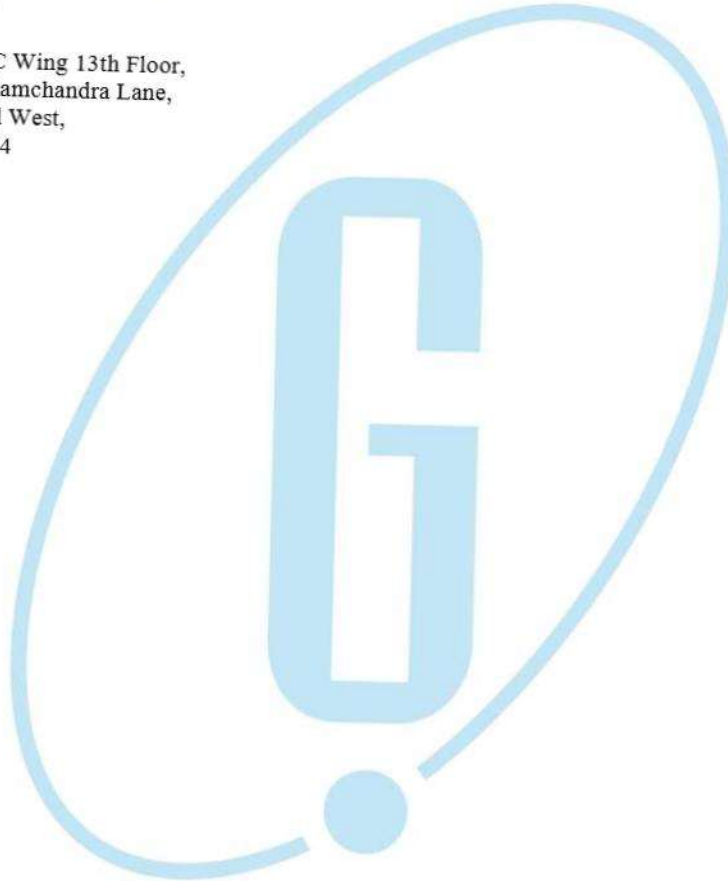


OPINDERSINGH BACHITTARSINGH BADHAN

Chairman and Managing Director

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