

SUNSHINE PICTURES LIMITED

(Formerly Known as Sunshine Pictures Private Limited)

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF SUNSHINE PICTURES LIMITED ("THE COMPANY") HELD ON TUESDAY, DECEMBER 31, 2024 AT 12:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT A -102, 1ST FLOOR, BHARAT ARK, AZAD NAGAR, VEERA DESAI ROAD, ANDHERI (W), MUMBAI CITY, MUMBAI, MAHARASHTRA, INDIA, 400053.

ITEM: APPROVAL AND ADOPTION OF THE DRAFT RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFER BY THE COMPANY:

The Chairperson informed the Board that pursuant to the resolutions passed by the Board and the shareholders of the Company at their respective meetings held on December 23, 2024 and December 25, 2024, the Company was authorised to undertake an initial public offer of its equity shares which includes, without limitation, a fresh issue of Equity Shares by the Company and an offer for sale of Equity Shares by certain existing shareholders of the Company. The Chairperson placed before the Board the draft red herring prospectus of the Company for approval. The Board approved the same and passed the following resolution:

"RESOLVED THAT in furtherance to the resolution passed by the Board on December 23, 2024 and the resolution passed by the shareholders of the Company on December 25, 2024, subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, each as amended, 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 ("SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, and other regulations issued by the Securities and Exchange Board of India ("SEBI"), the draft red herring prospectus dated Tuesday December 31, 2024 ("DRHP"), in respect of the initial public offer consisting of a fresh issue of upto 50,00,000 Equity Shares ("Fresh Issue") and by way of an offer of sale of up to 33,75,000 Equity Shares by Mr. Vipul Amrutlal Shah and Mrs. Shefali Vipul Shah, ("Selling Shareholders") ("Offer"), at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as determined by the Company in consultation with the BRLMs to the Offer, as provided to the Board of Directors, containing the requisite information as prescribed by applicable laws and regulations, the DRHP as provided to and placed before the Board of Directors be and is hereby approved and adopted for filing with SEBI, the BSE Limited, the National Stock Exchange of India Limited ("Stock Exchanges") and such other authorities or persons as may be required, subject to it being duly signed by the directors of the Company, chief financial officer and company secretary and compliance officer of the Company and the Selling Shareholders (or their duly authorized representatives).

RESOLVED FURTHER THAT any member of the Board and/or the Company Secretary and Compliance Officer and the Chief Financial Officer of the Company, be and are hereby severally authorised to finalise the DRHP and submit the same with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required, settle any questions or clarifications that may arise and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT the Directors of the Company and the Chief Financial Officer of the Company, be and are hereby authorized to sign the declaration pages of the said DRHP for and on behalf of the Company and file the same with SEBI for their observations and with the Stock Exchanges for obtaining their in-principle approval and for listing purposes and such other authorities or persons as may be required, and undertake such other necessary steps to implement the above resolutions.

RESOLVED FURTHER THAT, the IPO Committee is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI including the number of shares and/or the amount proposed to be raised.

Regd. Office : A/102, Bharat Ark, 1st Floor, Azad Nagar, Veera Desai Road, Andheri (West), Mumbai - 400 053.
Tel. : 022-69035100 E-mail : admin@sunshinepictures.in Website : www.sunshinepictures.in

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RESOLVED FURTHER THAT, certified copies of this resolution be provided to those concerned under the hands of a Director or Company Secretary of the Company wherever required."

//Certified True Copy//

FOR, SUNSHINE PICTURES LIMITED
(Formerly SUNSHINE PICTURES PRIVATE LIMITED)


VIPUL AMRUTLAL SHAH
MANAGING DIRECTOR & CHAIRMAN
DIN: 00675495


ARJUMAN VIPUL SHAH
WHOLE-TIME DIRECTOR
DIN: 10738097



Date: 31st December, 2024
Place: Mumbai

SUNSHINE
PICTURES

CIN : U55100MH2007PLC172341

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