



CORPORATE ACTION INFORMATION FORM
(For Debt instruments - Allotment)

Ref. No. : Origo/Debt/2022/001

Date: 16th May, 2022

To,
Vice President
National Securities Depository Limited
Trade World, A Wing
Kamala Mills Compound, Lower Parel
Mumbai – 400013.

We wish to execute corporate action to **credit** the following securities to the accounts in NSDL.
The details of the securities allotted are given below:

Corporate Action Description (Public Issue, Private Placement, etc.)	Private Placement
ISIN	INE0A2407035
Security Description	Debenture
Listing Status (✓ applicable)	<input checked="" type="checkbox"/> Listed / Proposed to be listed at BSE <input type="checkbox"/> Listed / Proposed to be listed at NSE <input type="checkbox"/> Unlisted
Type of Issuance (Fresh Issuance, Reissuance, etc.)	Fresh Issuance
Allotment Date	13/05/2022
Face Value per security	1000000
Issue Price per security	1000000
Paid-up Price per security	1000000
Issue Size (in Rs. Crs.)	22
Distinctive Numbers (From – To)	266 – 485
Whether this issue is placed through Electronic Book Provider (EBP) Mechanism	No
If through EBP, name of Electronic Book Provider	N.A.
Funds Settlement (Tick any one as applicable)	<input type="checkbox"/> Through Clearing corporation <input checked="" type="checkbox"/> Through Issuer's Escrow Bank
If through Clearing Corporation, name of clearing corporation	N.A.

Origo Commodities India Private Limited

Corporate Office: Plot No 37, 1st Floor, Sec-18, Institutional Area, Gurgaon 122002, Haryana

Registered Office: FK-06, First Floor, Somdatt chamber-1, 5, Bhikaji Cama Place, New Delhi 110066

CIN: U51103DL2011PTC213352: Visit us at: www.origoindia.com: E-mail: info@origoindia.com



Allotment Details	No. of records	No. of Securities (Quantity)
Electronic Form – NSDL	01	220
Electronic Form – CDSL	-	-
Physical Form	-	-
Total Allotted	01	220

I, Gaurav Gupta, Company Secretary of Origo Commodities India Private Limited declare that:

the Issuer has obtained all the necessary approvals for the aforesaid issue of securities and is in compliance with all the applicable rules and regulations. The allotment is in terms of Board Resolution dated 13th May, 2022 (*copy enclosed*)

Signature :

Notes:

1. Enclose a copy of the Board Resolution for allotment of the above securities.
2. Enclose duly filled and signed copy of Annexure A in case of reissuance in existing ISIN.
3. Ensure that the above details reach NSDL atleast two days before execution of corporate action.
4. The form should be signed by the Company Secretary or Compliance Officer or Managing Director.
5. After submitting the Corporate Action Information Form and payment of fees to NSDL, you may advise your R & T Agent / Registry Division to execute the corporate action.

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CIN: U51103DL2011PTC213352: Visit us at: www.origoindia.com: E-mail: info@origoindia.com

Stamp Duty Payment Challan

Challan Receipt No. : NSDL/2023/102524

Payment Date & Time : May 16, 2022, 10:51:47 AM

Payment Particulars

Mode of Payment	Amount (in ₹)	Amount (in words)
Credit-Card	11000	Rupees Eleven Thousands Only

Details of Stamp Duty payer

Issuer	Issuer Name	Mobile No.	Email Id
0A24	ORIGO COMMODITIES INDIA PRIVATE LIMITED	8826663275	gaurav.gupta@origoindia.com

responsAbility India Business Advisors Pvt Ltd.
Office No. 13-14, 1st Floor, Bldg. No. 1-A, IRAISA CHS Ltd.
Near Kanakia Police Station,
Beverly Park, Mira Road (E), Thane
Mumbai 401107
Tel. +91 22 3076 6600 www.responsAbility.com

Origo Commodities India Pvt Ltd
11th Floor, Kapil Towers,
Financial District, Gachibowli,
Hyderabad – 500 032

Mumbai, 20 January 2022

Indicative Term Sheet

Dear Mr. Sunoor Kaul,

We are pleased to make available to Origo Commodities India Pvt. Ltd, the following indicative non-binding term sheet with details as follows:

Issuer:	Origo Commodities India Pvt. Ltd ("Origo")
Debenture Holder:	One or more funds advised by responsAbility Investments AG ("responsAbility") with support in the region from its sub-advisor, responsAbility India Business Advisors Pvt Ltd ("responsAbility India") and via an affiliate vehicle.
Amount:	INR 22,00,00,000 (Equivalent of USD 3mn)
Type:	Non-Convertible Debenture ('NCD')
Disbursement:	March/April 2022
Tenure:	36 months
Upfront Fees:	0.50%, net of withholding tax (INR fixed)
Coupon rate:	Coupon rate will be 11.35% p.a., net of withholding tax (INR fixed), and payable quarterly

The debenture trust deed will include language to protect the Lender against increase in the withholding tax rate beyond 5% plus applicable surcharges.

The rate is also subject to changes in the tax environment, interest rate environment as well as the USD/INR hedging cost, assumed at 4.5%. The coupon rates may be changed, before subscribing to the NCD, in negotiation with the institution, in case there is a change in market conditions.

Put Option Date:	At the end of 12 months and 24 months from the Deemed Date of Allotment
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- Put Option:** The Debenture holder shall hold the option to put the NCD at the Put Option Date. The decision to exercise the option shall be communicated at least 30 (thirty) business days before the Put Option Date.
- Put Option Premium:** In the event the Put Option is not exercised, an additional premium of 0.50% (net of withholding taxes) of the outstanding amounts shall be payable as Put Option Premium on Put Option Dates.
- Additional fees:** *Arranger fee: as agreed with the arranger, if there is an arranger to the issue, otherwise not applicable*
These fees do not include rating, listing, legal, trustee, stamp duty and other costs associated with the NCD issuance that shall be borne by the Issuer.
- Payment of interests:** Payable quarterly
- Repayment of Principal:** 12% at the end of the 12th month
12% at the end of the 24th month
Remaining at the end of the 36th month
- Conditions precedent:** External Legal Opinion
- Covenants:**
- Covenants on the Issuer for Debt/Equity, DSCR, etc to be decided post DD
 - Other covenants to be decided post due diligence and analysis
- Utilisation:** Facility amount to be utilised for the trade facilitation business, specifically for the profin book (details to be defined during documentation).
- Security:** The NCDs would be secured by the creation of a first ranking exclusive charge on receivables of the Issuer from the profin business with a cover of 1.0X of the principal amount on the terms and conditions as may be agreed with the Debenture Trustee and as defined in the Debenture Trust Deed and the relevant security creation documents.
- The secured receivables shall be backed by a credit insurance from an insurer acceptable to the Debenture Holder and the Debenture Holder shall be included as a nominee/beneficiary for the insurance.
- Additionally, the Issuer shall provide a bank guarantee in favour of the Debenture Trustee to the extent of 5% of the principal amount to secure the NCDs.



Listing Requirement:	The issuer of such debt securities will immediately redeem / buyback the said securities from the FIIs/sub-accounts of FIIs if the bonds issued to FIIs are not listed within 15 days of issuance and are not disposed of either by way of sale to a third party or to the issuer. The NCDs should be listed on the Bombay Stock Exchange.
No Prepayment:	An early redemption of the Debentures can only be pursuant to the applicable RBI regulations and subject to the prior written consent of the Majority Debenture Holder(s). The Majority Debenture Holder(s) at its sole discretion may permit an early redemption, under the condition that the Company shall hold the Debenture Holder(s) harmless from all costs, expenses, losses or liability incurred due to the prepayment.
Late payment fee:	In case of late repayments for which the borrower is responsible, the interest rate is increased by 200 bps for the period until eventual payment, and the borrower needs to cover any costs incurred by the lender through the late payment (e.g. non-settling of hedges).
Governing law / Jurisdiction regarding investment:	The NCDs and documentation will be governed by and construed in accordance with the laws of India and the parties submit to the exclusive jurisdiction in Mumbai
Reporting requests:	Monthly monitoring
Other provisions:	Adhere to Policy Provisions and Requirements, Microfinance Exclusion List, Sanctionable Practices and Anti-Corruption Guidelines, and implement a Social and Environmental Management System (all guidelines & information in this respect available upon request)

This indicative term sheet is addressed solely to Origo and is for information purposes only. It does not constitute any commitment by responsAbility or responsAbility India nor the Debenture Holder to enter any commercial or legal obligations whatsoever towards Origo at this stage. In addition, any of the above-mentioned financing conditions may be revised following the decision by the Investment Committee of responsAbility, acting at its absolute discretion. The interest rate indicated is subject, *inter alia*, to changes in hedging costs.

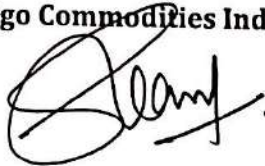


Please email a scanned, signed copy of this letter to neha.baid@responsAbility.com for us to proceed with this transaction. As always, we remain at your disposal for any question you may have.

Sincerely yours,

Date: 20 January 2022

For **Origo Commodities India Pvt Ltd**



(SUNDAR KAUL)

For **responsAbility India:**

Ms. Suhasini Singh
Head of Agri Financing – Asia Pacific
20.01.2022

Ms. Neha Baid
Senior Investment Officer
20.01.2022

FORM NO. PAS-3

[Pursuant to section 39(4) and 42 (9) of the Companies Act, 2013 and rule 12 and 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014]



Return of Allotment

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

1.(a) *Corporate Identity Number (CIN) of company

U51103DL2011PTC213352

Pre-fill

(b) Global Location Number (GLN) of Company

2.(a) Name of the company

ORIGO COMMODITIES INDIA PRIVATE LIMITED

(b) Address of the Registered office of the company

FK-06, SOMDATT CHAMBER - I,
5, BHIKAJI CAMA PLACE,
NEW DELHI
South Delhi
Delhi
110066

(c) *Email Id of the company

cs@origoindia.com

3. Securities allotted payable in cash

*Number of allotments

1

1 (i) *Date of allotment

13/05/2022

(DD/MM/YYYY)

(ii)(a) Date of passing shareholders' resolution

(DD/MM/YYYY)

(b) SRN of Form No. MGT-14

Particulars	<input type="checkbox"/> Preference shares	<input type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input checked="" type="checkbox"/> Debentures
Brief particulars of terms and conditions				Details mentioned in enclosed list of
Number of securities allotted				220
Nominal amount per security (in Rs.)				1000000.00
Total nominal amount (in Rs.)				220,000,000
Amount paid per security on application (excluding premium) (in Rs.)				1000000.00
Total amount paid on application (excluding premium) (in Rs.)				220,000,000
Amount due and payable on allotment per security (excluding premium) (in Rs.)				0.00
Total Amount payable on allotment (excluding premium) (in Rs.)				0.00
Premium amount per security due and payable (if any) (in Rs.)				0.00
Total premium amount due and payable (if any) (in Rs.)				0.00
Premium amount paid per security (if any)				0.00
Total premium amount paid (if any) (in Rs.)				0.00
Amount of discount per security (if any) (in Rs.)				0.00
Total discount amount (if any) (in Rs.)				0.00
Amount to be paid on calls per security (if any) (excluding premium) (in Rs.)				0.00
Total amount to be paid on calls (if any) (excluding premium) (in Rs.)				0.00

4. Securities allotted for consideration other than cash

* Number of allotments

(i)* Date of allotment

(DD/MM/YYYY)

(ii)(a) Date of passing shareholders' resolution

(DD/MM/YYYY)

(b) SRN of Form No. MGT-14

Particulars	<input type="checkbox"/> Preference shares	<input type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input type="checkbox"/> Debentures
Number of securities allotted				
Nominal amount per security (in Rs.)				
Total nominal amount (in Rs.)				
Amount to be treated as paid up on each security (in Rs.)				
Premium amount per security (if any) (in Rs.)				
Total premium amount (if any) (in Rs.)				
Amount of discount per security (if any) (in Rs.)				
Total discount amount (if any) (in Rs.)				

(iv)* Details of consideration

Consideration for which such securities have been allotted	Description of the consideration	Value (amount in Rs.)
(a) Property and assets acquired		
(b) Goodwill		
(c) Services (give nature of services)		
(d) Conversion of Debentures		
(e) Conversion of Loans		
(f) Other items (to be specified)		

(v)* Whether an agreement or contract is executed in writing for allotting securities for consideration other than cash
(if yes, attach a copy of such agreement or contract). ☐ Yes ☐ No

(vi) Whether valuation report of the Valuated person has been obtained.

☐ Yes ☐ No

5. Bonus shares issued

(a) Date of allotment	<input type="text"/>	(DD/MM/YYYY)
(b) Number of bonus shares	<input type="text"/>	
(c) Nominal amount per share (in Rs.)	<input type="text"/>	
(d) Amount to be treated as paid up per share (in Rs.)	<input type="text"/>	
(e) * Date of passing shareholders' resolution	<input type="text"/>	(DD/MM/YYYY)
(f) * SRN of Form No MGT-14	<input type="text"/>	

6. In respect of private placement

(a) Category to whom allotment is made:

- ☐ Existing shareholders
☐ Employee
☐ Directors
☐ Qualified Institutional Buyers
☒ Others

(b) Declaration that in respect of preferential allotment or private placement the company has:

- ☒ allotted securities to less than two hundred persons in aggregate in a financial year excluding exempted categories;
☒ offered such securities through private placement offer letter and no prospectus or any other public advertisement has been issued for the same;
☒ completed allotment in respect of earlier private placement offers;
☒ received money payable on subscription of such securities through cheque or demand draft or other banking channels but not in cash;
☒ made such offers only to the persons whose names were recorded by the company prior to such invitation and such persons have received such offer by name;
☒ Maintained a complete record of such offers and acceptances in Form No. PAS-5.

7. * Capital structure of the company after taking into consideration the above allotment(s) of shares:

Particulars	Authorized capital of the company	Issued capital of the company	Subscribed capital	Paid up capital
Number of equity shares	56,120,000	54,488,994	54,488,994	54,488,994
Nominal amount per equity share	10	10	10	10
Total amount of equity shares	561,200,000.00	544,889,940.00	544,889,940.00	544,889,940.00
Number of preference shares	4,880,000	4,843,706	4,843,706	4,843,706
Nominal value per preference share	10	10	10	0.01
Total amount of preference shares	48,800,000.00	48,437,060.00	48,437,060.00	48,437.06
Unclassified shares				
Total amount of unclassified shares (in Rs.)				
Total	610,000,000.00	593,327,000.00	593,327,000.00	544,938,377.06

8. * Debt Structure of the company after taking into consideration the above allotment(s) of debentures/ other security:

Particulars	Total number of securities	Nominal value per unit of security	Total amount
Debentures	485	1000000 & 1000000 & 750	435,000,000
Secured loans			1,648,424,758
Others, specify	200	500000	99,488,303

9. * Whether complete list of allottees has been enclosed as an attachment.

☒ Yes ☐ No

In case No, then submit the details of all the allottees in a CD separately.

Attachments

List of attachments

1. * List of allottees. Attach separate list for each allotment (refer instruction kit for format). If not attached, then it shall be submitted separately in a CD.

Attach

2. * Copy of Board or shareholders' resolution.

Attach

List of Allottee.pdf
Allotment Resolution.pdf
Form PAS 5.pdf

6. Complete record of private placement offers and acceptances in Form PAS-5.

Attach

Remove attachment

7. Optional attachment(s), if any.

Attach

Declaration

I am authorized by the Board of Directors of the Company vide resolution no * CR dated * 13/05/2022 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that:

1. All the required attachments have been completely, correctly and legibly attached to this form.
2. The list of allottees is correct and complete as per records of the company.
3. Where the securities are issued other than cash, the contract as well as list of allottees and any other contract of sale, or a contract for services or other consideration in respect of which that allotment is made is attached herewith. If not, then an attachment has been attached by the company mentioning all the particulars of the contract in writing.

*** To be digitally signed by**

* Designation Director



* Director identification number of the director; OR
DIN or PAN of the manager or CEO or CFO; or
Membership number of the Company Secretary

02572510

Certificate by practicing professional

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that:

- i. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- ii. All the required attachments have been completely and legibly attached to this form.

*** To be digitally signed by**



- * ☐ Chartered accountant (in whole-time practice) or ☐ Cost accountant (in whole-time practice) or
☒ Company secretary (in whole-time practice)

* Whether associate or fellow ☒ Associate ☐ Fellow

* Membership number

32743

* Certificate of practice number

17545

Note: Attention is drawn to provisions of Section 448 of the Companies Act, 2013 which provide for punishment for false statement and certification.

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : F01016575

Service Request Date : 16/05/2022

Payment made into : ICICI Bank

Received From :

Name : ORIGO INDIA

Address : Plot No. 37, First Floor,
Sector 18, Institutional Area,
Gurugram, Haryana
IN - 122002

Entity on whose behalf money is paid

CIN: U51103DL2011PTC213352

Name : ORIGO COMMODITIES INDIA PRIVATE LIMITED

Address : FK-06, SOMDATT CHAMBER - I,
5, BHIKAJI CAMA PLACE,
NEW DELHI, Delhi
India - 110066

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee For Form PAS-3	Normal	600.00
Total		600.00

Mode of Payment: Credit Card- ICICI Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)



Name of the Company: Origo Commodities India Private Limited

ISIN: INE0A2407035

Sr No	DP ID	CLIENT ID	Name of the holders (First Holder / Second Holder / Third Holder)	No of Debentures
1	IN300142	10783071	responsAbility SICAV (LUX) – Agriculture Fund	220
2	N.A	N.A	N.A	N.A
3	N.A	N.A	N.A	N.A
4	N.A	N.A	N.A	N.A
5	N.A	N.A	N.A	N.A
6	N.A	N.A	N.A	N.A

For Origo Commodities India Private Limited

Company Secretary
Name: Gaurav Gupta
M. No. A25805

Date: 16th May, 2022

Origo Commodities India Private Limited

Corporate Office: Plot No 37, 1st Floor, Sec-18, Institutional Area, Gurgaon 122002, Haryana

Registered Office: FK-06, First Floor, Somdatt chamber-1, 5, Bhikaji Cama Place, New Delhi 110066

CIN: U51103DL2011PTC213352: Visit us at: www.origoindia.com: E-mail: info@origoindia.com



List of Allottee

Table A

Name of the company	Origo Commodities India Private Limited
Date of allotment	13 th May, 2022
Type of securities allotted	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures
Nominal Amount per security	Rs. 10,00,000/- (Rupees Ten Lakhs only)
Premium/ (Discount) amount per security (in Rs.)	NIL
Total number of allottees	01(One)
Brief particulars in respect of terms and condition, voting rights etc.	Debentures shall be secured by (i) the creation of a first ranking exclusive charge on certain identified loan receivables and book debts arising from the profin business of the Company, both present and future, ("Secured Property"), with a cover of 1.0 (One) times of the principal amounts outstanding on the Debentures and the accrued coupon on the Debentures until the final settlement date; and (ii) a first ranking and exclusive charge in the form of an unconditional and irrevocable lien created / to be created by the Company over certain fixed deposits of the Company deposited/placed with a bank acceptable to the investors, collectively aggregating to INR 1,10,00,000/- (Indian Rupees One Crore and Ten Lakhs only).

Table B (List of allottees, applicable in case of allotment of securities payable in cash)

S. No.	Name & occupation of Allottee	Address of Allottee	Nationality of the Allottee	Number of Debentures allotted	Total amount paid (including premium) (in Rs.)	Total amount to be paid on calls (including premium) outstanding (in Rs.)
1	2	3	4	5	6	7
1.	responsAbility SICAV (LUX) Agriculture Fund (Investing Institution)	5, rue Jean Monnet, L-2180 Luxembourg;	Luxembourg	220 (Two Hundred Twenty)	Rs. 22,00,00,000/- (Rupees Twenty Two Crores only)	NIL

Certified True Copy

For Origo Commodities India Private Limited

GAURAV
GUPTA

Company Secretary
Name: Gaurav Gupta
M. No. A25805

Digitally signed by
GAURAV GUPTA
Date: 2022.05.13
23:23:41 +05'30'

Origo Commodities India Private Limited

Corporate Office: Plot No 37, 1st Floor, Sector - 18, Institutional Area, Gurgaon 122002, Haryana

Registered Office: FK-06, First Floor, Somdatt chamber-1, 5, Bhikaji Cama Place, New Delhi 110066

CIN: U51103DL2011PTC213352: Visit us at: www.origoindia.com: E-mail: info@origoindia.com



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS ("THE BOARD") OF ORIGO COMMODITIES INDIA PRIVATE LIMITED ("COMPANY") BY WAY OF CIRCULATION ON FRIDAY, 13TH MAY 2022

The Chairman has informed the Board that, pursuant to the resolution passed at the meeting of the Board of Directors of the Company on April 21, 2022, the Company has requested certain identified investors to subscribe to 220 (Two Hundred and Twenty) secured rated listed redeemable transferable non-convertible debentures having face value of Rs.10,00,000/- (Rupees Ten Lakhs only) each aggregating upto Rs. 22,00,00,000/- (Rupees Twenty-Two Crores only) ("**Debentures**"). The investor namely, ResponsAbility SICAV (LUX) – Agriculture Fund, have submitted an application form for subscribing to the Debentures and the Company is now desirous of allotting the said Debentures to the aforesaid investor.

After the detailed discussions, the following resolutions were passed by way of circulation in this regard:

"RESOLVED THAT pursuant to the provisions of Section 42, Section 71 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder and in accordance with the resolution passed by the shareholders of the Company at the Extra-Ordinary General Meeting held on April 21, 2022, the approval of the Board of Directors be and is hereby accorded to the allotment of Debentures to the investor(s) on the following terms and conditions:

Sl. No.	Name of the Investor	Particulars of Debentures to be allotted	Amount (Rs. in Crore)	Coupon Rate	Redemption Date
1.	ResponsAbility SICAV (LUX) – Agriculture Fund	220 (Two Hundred and Twenty) secured rated listed redeemable transferable non-convertible debentures having face value of Rs.10,00,000/- (Rupees Ten Lakhs only) each	Rs. 22,00,00,000/- (Rupees Twenty Two Crores only)	11.35% (Eleven Decimal Point Three Five Percent) per annum, net of withholding taxes, payable quarterly from the Deemed Date of Allotment (being May 13, 2022)	May 13, 2025

RESOLVED FURTHER THAT the Company be and is hereby authorised to insert the names of the aforementioned allottee in the Register of Debenture Holders to be maintained by the Company as the holder of the Debentures and Mr. Mayank Dhanuka, Whole Time Director (DIN: 02572510) and Mr. Sunoor Kaul, Whole Time Director (DIN: 02572528), be and are hereby severally authorized to enter the name of the said holder in the Register of Debenture Holders by the Company.

RESOLVED FURTHER THAT the abovementioned Debentures be issued in dematerialised form to the above investors and the said Debentures be credited to the respective beneficiary account of the investor(s) and

Origo Commodities India Private Limited

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Registered Office: FK-06, First Floor, Somdatt chamber-1, 5, Bhikaji Cama Place, New Delhi 110066

CIN: U51103DL2011PTC213352: Visit us at: www.origoindia.com: E-mail: info@origoindia.com

GAURAV GUPTA Digitally signed by
GAURAV GUPTA
Date: 2022.05.13
23:22:01 +05'30'



necessary returns be filed with the National Securities Depository Limited (“**NSDL**”) and the Central Depository Services (India) Limited (“**CDSL**”).

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. Gaurav Gupta, Company Secretary (M. No A25805) (collectively “**Authorised Signatories**”), being Authorised Signatories of the Company be and are hereby severally appointed as the constituted attorneys for the purpose of discussing and finalizing the documents to be executed by the Company in connection with the Debentures issued to the aforesaid investors.

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. Gaurav Gupta, Company Secretary (M. No A25805), Authorised Signatories of the Company, be and are hereby, severally authorized to take all such steps as may be necessary in respect of the above said allotment of Debentures and to do all such acts, deeds and things including without limitation the issue and delivery of letters of allotment, issuing debenture certificate(s), paying stamp duty on the debentures, liaising with CDSL and NSDL, filing return of allotment with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary or expedient to give effect any or all of the resolutions.

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. Gaurav Gupta, Company Secretary (M. No A25805), Authorised Signatories of the Company be and are hereby severally authorized to make the necessary filings of forms and documents with the concerned authorities, *inter alia* including Registrar of Companies (ROC) in the prescribed format.

RESOLVED FURTHER THAT Mr. Mayank Dhanuka, Whole Time Director (DIN: 02572510) or Mr. Sunoor Kaul, Whole Time Director (DIN: 02572528) and Mr. Gaurav Gupta, Company Secretary (M. No A25805), be and are hereby jointly or severally authorized to affix the common seal of the Company (and sign as witness thereto) on any of the documents to be executed by the Company in relation to the allotment, including the debenture certificates to be issued, if required.

RESOLVED FURTHER THAT a certified true copy of this resolution duly certified by any one of the Directors of the Company or Mr. Gaurav Gupta, Authorised Signatory of the Company be furnished to the concerned authority (ies) and they be requested to act thereon.

RESOLVED FURTHER THAT the aforesaid resolutions shall come into force with immediate effect.”

CERTIFIED TO BE TRUE
For ORIGO COMMODITIES INDIA PRIVATE LIMITED

GAURAV
GUPTA

Digitally signed by
GAURAV GUPTA
Date: 2022.05.13
23:22:32 +05'30'

Company Secretary
Name: Gaurav Gupta
M. No. A25805

Date: May 13, 2022

Origo Commodities India Private Limited

Corporate Office: Plot No 37, 1st Floor, Sector - 18, Institutional Area, Gurgaon 122002, Haryana

Registered Office: FK-06, First Floor, Somdatt chamber-1, 5, Bhikaji Cama Place, New Delhi 110066

CIN: U51103DL2011PTC213352: Visit us at: www.origoindia.com: E-mail: info@origoindia.com