CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED BY THE BOARD OF DIRECTORS ("BOARD") OF ADANI ENTERPRISES LIMITED ("COMPANY") IN THE MEETING HELD ON TUESDAY, NOVEMBER 4, 2025 AT THE REGISTERED OFFICE OF THE COMPANY.

APPROVAL OF DRAFT OF LETTER OF OFFER FOR FILING WITH STOCK EXCHANGES

"**RESOLVED THAT,** the Draft Letter of Offer relating to the proposed Issue to be submitted to the Stock Exchanges for their in-principle listing approval in accordance with the provisions of the Companies Act, 2013, the SEBI ICDR Regulations and other applicable regulations, circulars, and guidelines issued by SEBI or the Reserve Bank of India, other applicable laws, regulations, policies or guidelines including the guidelines and clarifications issued by the Government of India (such laws, "**Applicable Laws**"), be and is hereby approved by the Board and adopted for filing with the Stock Exchanges."

"**RESOLVED FURTHER THAT**, the Rights Issue Committee of the Board, be and is hereby authorized to make the necessary changes, updates, alterations, revisions, modifications or amendments in the Draft Letter of Offer, Application Form, and other documents, information, disclosures, confirmations, statements, certificates, including financial statements and auditors' report thereon, etc, as may be required to be included / mentioned, in compliance with all applicable provisions of SEBI ICDR Regulations, to be filed with SEBI, Stock Exchanges where the partly paid-up rights equity shares are listed or any other authorities, and to inter alia negotiate, authorize, approve and pay commission, fees, remuneration, expenses and/or any other charges to the applicable agencies / intermediaries / persons and to give them such directions or instructions as it may deem fit from time to time."

"**RESOLVED FURTHER THAT,** the draft of the application to obtain a separate International Securities Identification Number ("**ISIN**") in relation to rights entitlements ("**REs**") for the proposed Issue, to be submitted to the depositories, stock exchanges, and any other authority as may be required as placed before the Board, be and is hereby approved."

"**RESOLVED FURTHER THAT**, to give effect to the above resolution, any Director of the Company or Mr. Jugeshinder Singh, Chief Financial Officer, Mr. Jatin Jalundhwala, Company Secretary & Joint President (Legal), Mr. Puneet Bansal, Group Head (Secretarial), Mr. Anupam Misra, Group Head (Corporate Finance), Mr. Manan Vakharia, Associate General Manager (Finance & Accounts), Mr. Rahul Choudhary, Vice President (Corporate Finance), Mr. Nishant Joshi, Dy. Manager (Secretarial), Ms. Mira Soni, Dy. Manager (Secretarial) and Ms. Kuntal Chandya, Associate Manager (Secretarial) of the Company be and are hereby jointly and severally authorized to take all steps and do all such acts, deeds, matters and things and to *inter alia* negotiate, finalise, sign, execute and deliver all such documents, instruments as deemed necessary in this regard, including filing the Draft Letter of Offer with the SEBI, Stock Exchanges and any other authorities as may be required, sending rights entitlement letters, filing the

Adani Enterprises Limited
"Adani Corporate House",
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application for an ISIN for the REs, making all other necessary filings and intimations to the Stock Exchanges and any other authorities as may be required and issuing the Draft Letter of Offer along with the application form to the eligible equity shareholders of the Company."

"**RESOLVED FURTHER THAT,** the Company Secretary and Compliance Officer or any Director of the Company is authorised to certify the true copy of the aforesaid resolution and forward the same to such persons and/or the concerned authorities for necessary actions, if required."

Certified True Copy
For **Adani Enterprises Limited**

Jatin Jalundhwala
Company Secretary & Joint President (Legal)
Membership No. F3064

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