



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE 92<sup>ND</sup> MEETING OF THE AUDIT COMMITTEE OF FEDBANK FINANCIAL SERVICES LIMITED HELD ON MONDAY, 06<sup>TH</sup> NOVEMBER, 2023, AT 12: 30 P.M. AT REGISTERED AND CORPORATE OFFICE THROUGH VIDEO CONFERENCING.**

**APPROVAL FOR DISCLOSING THE KEY PERFORMANCE INDICATORS (THE "KPIs") IDENTIFIED IN ACCORDANCE WITH THE REQUIREMENTS OF THE SEBI ICDR AMENDMENT, IN THE DRAFT RED HERRING PROSPECTUS, THE RED HERRING PROSPECTUS, THE PROSPECTUS AND OTHER DOCUMENTS OR MATERIAL ISSUED IN RELATION TO THE OFFER, INCLUDING ANY AMENDMENTS, ADDENDA OR CORRIGENDA ISSUED THERETO IN RELATION TO THE OFFER (COLLECTIVELY, THE "OFFER DOCUMENTS")**

**"RESOLVED THAT** approval of the Committee be and is hereby accorded to disclose the Key Performance Indicators (the "KPIs") as set out in Annexure 2, identified in accordance with the requirements of the SEBI ICDR Regulations, in the updated draft red herring prospectus, the red herring prospectus, the prospectus and other documents or material issued in relation to the Offer, including any amendments, addenda or corrigenda issued thereto in relation to the Offer (collectively, the "Offer Documents") which have been duly verified by the Audit Committee."

**RESOLVED FURTHER THAT** Mr. Anil Kothuri, M.D. & CEO and Mr. C.V. Ganesh, CFO of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as deemed necessary, proper or desirable, and to settle to give effect to the above resolution or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interests of the Company."

**RESOLVED FURTHER THAT** a copy of the above resolution duly certified to be true by any one Director of the Company or Company Secretary be issued to the concerned to give effect to the foregoing."

**Certified True Copy  
For Fedbank Financial Services Limited**

**S. Rajaraman  
Company Secretary**