COOL CAPS INDUSTRIES

COOL CAPS INDUSTRIES LIMITED

Regd. Office : 23, Sarat Bose Road, 1st Floor, Suite - 1C, Kolkata - 700 020, W.B., India
Ph. : 033 4070 3238, E-mail : accounts@coolcapsindustries.in / cs@coolcapsindustries.in
CIN : L27101WB2015PLC208523

CERTIFIED COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF COOL CAPS INDUSTRIES LIMITED HELD ON TUESDAY, THE 16TH DAY OF SEPTEMBER, 2025 AT 08:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 23, SARAT BOSE ROAD, ANNAPURNA APARTMENT, FLAT- 1C, 1ST FLOOR, KOLKATA- 700020, WB, IN.

To Consider and approve raising of Funds by way of equity shares through Right Issue:

"**RESOLVED THAT** pursuant to the provisions of Section 62(1)(a), Section 179(3)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Memorandum and Articles of Association of the Company and other applicable laws, rules, regulations, guidelines, notifications, circulars and subject to such approvals, consents, permissions and sanctions of the Securities and Exchange Board of India ("SEBI"), Stock Exchanges where the equity shares of the Company are listed, Reserve Bank of India, if required, and all other concerned statutory/regulatory authorities, and such conditions and modifications as may be prescribed while granting such approvals, consents, permissions and sanctions, and subject to such terms and conditions as may be determined by the Board of Directors of the Company (the "Board"), the consent of the Board be and is hereby accorded to create, issue, offer and allot up to **3,99,95,000 (Three Crore Ninety-Nine Lakh Ninety-Five Thousand) partly paid-up equity shares of face value ₹2/- each** ("Rights Equity Shares"), for cash, at an issue price of **₹70/- (Rupees Seventy only) per Rights Equity Share** (including a premium of ₹68/- per Rights Equity Share), aggregating up to **₹2,79,96,50,000/- (Rupees Two Hundred Seventy-Nine Crore Ninety-Six Lakh Fifty Thousand only)**, by way of a rights issue to the eligible equity shareholders of the Company, on the terms and conditions mentioned hereunder and as may be decided by the Board."

RESOLVED FURTHER THAT the terms of the Rights Issue be and are hereby approved as under:

1. **Instrument:** Partly paid-up equity shares of the Company of face value ₹2/- each (₹0.50/- paid-up on application per Rights Equity Share).
2. **Issue Size & Shares:** Up to 3,99,95,000 Rights Equity Shares aggregating to ₹2,79,96,50,000/-. Considering application money of ₹17.50/- per Rights Equity Share, the Rights Issue amount on partly paid-up shares will be ₹69,99,12,500/- (assuming full subscription).
3. **Rights Issue Price:** ₹70/- per Rights Equity Share (including premium of ₹68/-), payable as under:

Amount payable per Rights Equity Share	Face Value (₹)	Premium (₹)	Total (₹)
On Application	0.50	17.00	17.50
One or more subsequent call(s)*	1.50	51.00	52.50
Total	**2.00**	**68.00**	**70.00**

4. **Record Date:** Tuesday, September 23, 2025, for determining eligible shareholders entitled to receive the Rights Entitlement.
5. **Issue Schedule:**

Cool Caps Industries Kolkata

- Rights Issue Opening Date: Tuesday, September 30, 2025
- Last date for On-market Renunciation: Thursday, October 16, 2025
- Last date for Off-market Renunciation: Thursday, October 23, 2025
- Rights Issue Closing Date: Friday, October 24, 2025 (with liberty to the Board to extend, provided the Issue Period does not exceed 30 days from the Issue Opening Date, inclusive of the opening date).

6. **Outstanding Equity Shares:**
   - Prior to Rights Issue: 11,56,00,000 equity shares of face value ₹2/- each.
   - Post Rights Issue (assuming full subscription): 15,55,95,000 equity shares of face value ₹2/- each.
7. **Rights Entitlement Ratio:** 1 (One) Rights Equity Share for every 1 (One) partly paid-up equity share held by the eligible equity shareholders as on the Record Date.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters, filings and things as may be necessary or incidental to give effect to this resolution, including filing necessary forms with the Registrar of Companies, intimations to stock exchanges, appointment of intermediaries, execution of offer documents, issue of advertisements/notices and such other matters as may be required for the successful completion of the Rights Issue."

//Certified True Copy//

For Cool Caps Industries Limited

For COOL CAPS INDUSTRIES LTD.

Rajeev Goenka

Chairman-Cum-Managing Director
DIN : 00181693

Rajeev Goenka
Chairman & Managing Director
DIN:00181693