



Extract of the Resolution passed at the 165th meeting of Board of Directors of the Company SOFTSOL INDIA LIMITED (CIN: L72200TG1990PLC011771) held on Thursday, 30th September 2021 at the Registered office of the Company at Plot No. 4, Software Units Layout, Madhapur, Hyderabad- 500 081 at 11.00 A.M.

Item No. 04: To consider and approve giving of Loan up to USD 5.00 Million to the Wholly Owned Subsidiary Company SOFTSOL RESOURCES INC, USA for the purpose of business expansion in compliance with Section 185, 186 of Companies Act, 2013 read with applicable FEMA Regulations and SEBI LODR Regulations.

Board considered the proposal to give a Loan up to USD 5.00 Million (Five Million USD) to the Wholly Owned Subsidiary Company SOFTSOL RESOURCES INC, USA for the purpose of business expansion and Board also considered the repayment terms, interest rate and other connected issues. After detailed discussion Board Passed following resolutions:

"RESOLVED that pursuant to Section 185, 186 and other applicable provisions of the Companies Act, 2013 and the Rules framed there under (including any statutory modification or re-enactment thereof, for the time being in force), applicable provisions of Foreign Exchange Management Act, 1999 read with applicable Regulations, guidelines, Rules etc of RBI, applicable provision of SEBI (LODR) Regulations, 2015 and reference to the recommendation of the Audit Committee of the Company, the approval of the Board of Directors is hereby accorded to give a Loan up to USD 5.00 Million (Five Million USD) to the Wholly Owned Subsidiary Company SOFTSOL RESOURCES INC, USA for the purpose of business expansion and Board hereby declare that this proposed investment of loan together with the Company's existing investments in SOFTSOL RESOURCES INC, USA, the Wholly Owned Subsidiary Company and other investments in all other bodies corporates are within the limits prescribed under Section 185, 186 of the Companies Act, 2013 and Foreign Exchange Management Act, 1999."

"RESOLVED further that a loan agreement shall be entered between the Company and Wholly Owned Subsidiary Company with all important terms of loan and Mr. Bhaskara Rao Madala (DIN: 00474589), Whole time Director is hereby authorised to executed the agreement on behalf of the Company and the terms and conditions of the above approved loan to SOFTSOL RESOURCES INC, USA, the Wholly Owned Subsidiary Company are as given below:

Done

S. No	Particulars	Details
1	Loan amount	Up to USD 5.00 Million (Five Million USD)
2	Currency of Loan	USD
3	Interest Rate	Average Monthly SOFR (Secured Overnight Financing Rate) PLUS 1%
4	Tenure of Loan	10 Years
5	Repayment of Loan	The principal amount is due for repayment at the end of 10 years from the date of disbursement.
6	Interest Payment	Payment of Monthly interest. Monthly interest payment will be due to pay on or before 7th of every subsequent month. Whereas the interest accrued up to November 30, 2021 shall be paid as the first interest payment by 7th December 2021. Afterwards monthly interest payment will be due to pay on or before 7th of subsequent month.
7	Pre-Payment	SOFTSOL RESOURCES INC, USA allowed to Pre-Pay the Loan at any Point of time without any charges
8	Quarterly Reporting by WOS	SOFTSOL RESOURCES INC, USA has to submit quarterly reports to the Company with the details utilization of funds during the quarter.

"RESOLVED further that for the purpose of giving effect to the above, Mr. Bhaskara Rao Madala (DIN: 00474589), Whole time Director be and is hereby authorized to do all necessary activities in this regard on behalf of the Board and execute all documents, agreements, applications, forms and others as may be required by any regulator, authorised dealer and any authority or person."

**** Certified True Copy****
For SoftSol India Limited



Bhaskara Rao Madala (DIN: 00474589)
Whole-time Director