

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 171<sup>st</sup> MEETING OF THE BOARD OF DIRECTORS OF SAI LIFE SCIENCES LIMITED HELD AT SHORTER NOTICE ON MONDAY, THE 29<sup>TH</sup> JULY, 2024 AT 6.30 PM AT THE CORPORATE OFFICE OF THE COMPANY AT #L4-01 & 02, SLN TERMINUS, SURVEY #133, GACHIBOWLI MIYAPUR ROAD, GACHIBOWLI, HYDERABAD – 500032, TELANGANA THROUGH VIDEO CONFERENCE.

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**APPROVAL AND ADOPTION OF THE UPDATED DRAFT RED HERRING PROSPECTUS IN RELATION TO THE OFFER**

**“RESOLVED THAT**, in furtherance of the resolution passed by the board of directors of the Company (the “Board”) on 6 May, 2024 and 4 July, 2024 and subject to applicable laws, the draft of the updated draft red herring prospectus (the “DRHP”), in respect of the initial public offering of equity shares of face value of ₹ 1 each of the Company (the “Equity Shares”) which comprises of a fresh issue of Equity Shares (the “Fresh Issue”) and an offer for sale of Equity Shares by certain existing shareholders (“Selling Shareholders”) (“Offer for Sale” and together with the Fresh Issue, the “Offer”) at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with the book running lead managers to the Offer (“BRLMs”), as provided to, and tabled before the Board containing the requisite information as prescribed under applicable laws and regulations, be and is hereby approved for filing with Securities and Exchange Board of India (“SEBI”), BSE Limited, National Stock Exchange of India Limited (which together with BSE Limited shall collectively be referred to as the “Stock Exchanges”) and such other authorities or persons as may be required.

**RESOLVED FURTHER THAT** [any director, Chief Financial Officer and/or Company Secretary] or the IPO Committee of the Company be and are hereby severally authorised to make corrections or modifications, if any, and to finalise the DRHP for purposes of filing with SEBI, the Stock Exchanges, registrar of companies and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.

  


**Sai Life Sciences Limited** (CIN: U24110TG1999PLC030970)

**Corporate office**

# L4-01 & 02, SLN Terminus, Survey  
#133, Gachibowli Miyapur Road,  
Gachibowli, Hyderabad – 500032,  
Telangana, India.

**Registered office**

Plot No. DS-7, IKP Knowledge Park, Turkapally  
(V), Shameerpet Mandal, Medchal-Malkajgiri  
(Dist), Hyderabad -500078, Telangana, India.

**Contact us**

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**RESOLVED FURTHER THAT**, the Directors of the Company and the Chief Financial Officer, be and hereby authorized to sign the declaration page of the said Draft Red Herring Prospectus on behalf of the Company and file the same with the SEBI for their observations and with the relevant stock exchanges for obtaining their in-principle approval and for listing purposes and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the afore going resolutions.

**RESOLVED FURTHER THAT**, the IPO Committee is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI including to determining the number of shares and/or the amount proposed to be raised.

**RESOLVED FURTHER THAT** any director, Chief Financial Officer and/or Company Secretary of the Company be and are hereby authorised to certify the true copy of the aforesaid resolutions.

**RESOLVED THAT**, in furtherance of the resolution passed by the Board on 04 July, 2024 and shareholders resolution passed on 04 July, 2024 authorizing the proposed initial public offering and on 10 July, 2024 approving the draft of the draft red herring prospectus (“DRHP”) and subject to and in accordance with all applicable law including the Companies Act, 2013, and draft rules there under and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and other regulations issued by Securities and Exchange Board of India (“SEBI”) in connection with the proposed initial public offering of its equity shares of face value of ₹ 1 each (the “Equity Shares”), consisting of a fresh issue of such number of Equity Shares up to an aggregate amount of ₹ 8,000.0 million and an offer for sale of up to 61,573,120 Equity Shares by Sai Quest Syn Private Limited , TPG Asia VII SF Pte Ltd, HBM Private Equity India, Bharathi Srivari, Anita Rudraraju Nandyala, Raju Penmasta, Dr. Dirk Walter Sartor, Jagdish Viswanath Dore, Rajagopal Srirama Tatta, K Pandu Ranga Raju, Alluri Srinivasa Raju, Bhupathi Raju Atchuta, Ramakrishna Raju, Srinivasa Rao Karra and Venkata Narasimha Sastry Renduchintala (the “Selling Shareholders”) (the “Offer”) at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company and the Selling Shareholders in consultation with the book running lead manager(s) to the Offer, containing the requisite information as prescribed by applicable laws and regulations, and subject to the DRHP being duly signed by the Directors of the Company, the Chief Financial Officer and the Selling Shareholders (or their duly authorised representative), the DRHP as provided to and placed before the members of the IPO Committee be and is hereby approved for filing with the Securities and Exchange Board of India and the stock exchanges where the Equity Shares are proposed to be listed and any other regulatory authority or persons as may be required or necessary.

*P. Venkatesh*



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**RESOLVED FURTHER THAT** any member of the IPO Committee and/or the Company Secretary, Compliance Officer and Legal Head and/or the Chief Financial Officer of the Company be and are hereby severally authorised to do all such deeds and acts as necessary to give effect to such resolution.

**RESOLVED FURTHER THAT**, certified copies of this resolution be provided to those concerned under the hands of a Director or Company Secretary wherever required.”

**//CERTIFIED TRUE COPY//**  
**For Sai Life Sciences Limited**



**Runa Karan**  
**Company Secretary**  
**Mem No:A13721**

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