

# V. SACHDEVA & ASSOCIATES

## CHARTERED ACCOUNTANTS

302, Vikram Tower, 16, Rajendra Place, New Delhi - 110 008

Ph.: 011-41538360, 25735114, 25730325 M.: 9811047718

E-mail : vsa@vsachdeva.com

### CONSENT LETTER FROM STATUTORY AUDITOR

Date: 23 December 2025

To,

**The Board of Directors**  
**Neolite ZKW Lightings Limited**  
N-13, 2nd Floor South Extension Part-I  
New Delhi 110 049  
Delhi, India

**Anand Rathi Advisors Limited**  
11th Floor, Times Tower,  
Kamala City, Senapati Bapat Marg,  
Lower Parel, Mumbai 400 013  
Maharashtra, India

**Systematix Corporate Services Limited**  
The Capital, A-Wing, No. 603-606, 6<sup>th</sup> Floor,  
Plot No. C-70, G-Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400051  
Maharashtra, India

(Anand Rathi Advisors Limited, Systematix Corporate Services Limited and with any other book running lead managers which may be appointed in relation to the Offer, collectively, the "BRLMs" and individually the "BRLM")

Dear Sir/Ma'am,

**Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of Neolite ZKW Lightings Limited (the "Company") and offer for sale by certain existing shareholders of the Company and such initial public offering, (the "Offer").**

We, V. Sachdeva & Associates, the statutory auditors of the Company, have been informed that the Company proposes to file the Draft Red Herring Prospectus with respect to the Offer (the "DRHP") with the Securities and Exchange Board of India (the "SEBI"), BSE Limited and National Stock Exchange of India Limited (collectively, the "Stock Exchanges") in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations") and subsequently proposes to file (i) Red Herring Prospectus proposed to be filed with SEBI, the Stock Exchanges and the Registrar of Companies, Delhi and Haryana at New Delhi (the "RoC" and such Red Herring Prospectus, the "RHP"); (ii) Prospectus proposed to be filed with SEBI, the Stock Exchanges and the RoC (the "Prospectus"); and (iii) any other documents or materials to be issued in relation to the Offer (collectively with the DRHP, RHP and Prospectus, the "Offer Documents").

We hereby consent to use in the Offer Documents or any other material in relation to the Offer including (i) our examination report dated December 23, 2025 on restated financial statements for the three months period ended June 30, 2025 and the fiscals 2025, 2024 and 2023 (the "Restated Financial

Information") prepared under the SEBI ICDR Regulations and the Companies Act, 2013 along with the rules issued thereunder each as amended (the "Companies Act"); and (ii) Statement of Special Tax Benefits dated December 23, 2025, which appear in the Offer Documents.

We also consent to references to us as (i) the 'Current Statutory Auditors' or the 'Statutory Auditors' of the Company; and (ii) required under Section 26(5) of the Companies Act under the headings "Definitions and Abbreviations", "General information", "Other Regulatory and Statutory Disclosures" and other sections in the Offer Documents.

The following information in relation to us may be disclosed:

**Name of the Firm:** V. Sachdeva & Associates

**Address:** 302, Vikram Tower, 16 Rajendra Place, New Delhi - 110008

**Tel.:** +91 9811047718

**Peer Review Certificate Number -** 017073

**Firm Registration Number:** 004417N

**Email:** vsa@vsachdeva.com

We further confirm that we have not been engaged or interested in the formation or promotion of management of the Company. We further confirm that we satisfy the independence criteria, under applicable law, including the SEBI ICDR Regulations, Companies Act and the relevant regulations/circulars issued by the Institute of Chartered Accountants of India (the "ICAI").

We further consent to be named as an "expert" as defined under Section 2(38) of the Companies Act, read with Section 26(5) of the Companies Act, to the extent and in our capacity as an auditor in relation to the above mentioned Restated Financial Information, our report thereon and the Statement of Tax Benefits included in the Offer Documents.

The above consents are subject to the condition that we do not accept any responsibility for any reports or matters (including information sent to BRLMs) or letters included in Offer Documents, other than those mentioned above. We shall not be liable to any investor or the BRLMs or any other third party in respect of the proposed offering. Further, the Company agrees to indemnify us and our affiliates and hold harmless from all third party (including investors and BRLMs) claims, damages, liabilities and costs arising consequent to our giving consent, except to the extent such claims, damages, liabilities and costs arise out of bad faith, willful default gross negligence or fraud by us, in which case, our liability shall be limited to the amount of fees paid to us for such services, subject to the following.

Nothing in this letter of consent shall be construed to:

- (i) limit our responsibility for or liability in respect of, the reports we have issued, covered by our consent above and are included in the Offer Documents; or
- (ii) limit our liability to any person which cannot be lawfully limited or excluded under applicable laws or regulations or guidelines issued by applicable regulatory authorities.

We confirm that the information in this letter is true and correct to the best of our knowledge and belief and there is no untrue statement or omission which would render the contents of this letter misleading in its form or context. We have conducted our examination in accordance with the applicable guidance note issued by the ICAI which requires that we comply with ethical requirements of the Code of Ethics issued by the ICAI and accordingly, we confirm that we have complied with such Code of Ethics issued by the ICAI.

Further, upon receiving any communication from Management or by any third party of any change to certificate we confirm that we will immediately inform the BRLMs and the legal counsel appointed in relation to the Offer of any changes in writing to the above information until the date on which the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer, if (i) any such

communication is received from the Company with respect to the change in the information/documents considered for issuing the said letter; or (ii) we become aware of any changes to the above information.

This letter is for information and for inclusion (in part or full) in the Offer Documents to be filed in relation to the Offer or any other Offer related material, and may be relied upon by the Company, the BRLMs and the legal counsel appointed in relation to the Offer. We hereby consent to the submission of this letter as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory authority and/or for the records to be maintained by the BRLMs for their internal purposes. We further consent to this letter being disclosed by the BRLMs, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

We also consent to the inclusion of this letter as a part of "*Material Contracts and Documents for Inspection*" and upload the same with the repository maintained by the relevant authorities in connection with this Offer, which will be available for public for inspection.

All capitalized terms used but not defined herein shall have the meaning assigned to them in the Offer Documents.

For and on behalf of V. Sachdeva & Associates  
Chartered Accountants  
Firm Registration Number: 004417N

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Name: V. Sachdev  
Designation: Proprietor  
Membership No.: 083435  
UDIN: 25083435UUUJOL2547

Place: NEW DELHI  
Date: 23 December 2025

Cc:

Legal Counsel to the Company

Dentons Link Legal  
Aiwan-e-Ghalib Complex,  
Mata Sundari Lane,  
New Delhi 110 002  
Delhi, India

Legal Counsel to the BRLMs

IndusLaw  
2<sup>nd</sup> Floor, Block D, the MIRA,  
Mathura Road, Ishwar Nagar,  
New Delhi 110 065,  
Delhi, India