



Future of Lighting Technology

NEOLITE ZKW LIGHTINGS LIMITED

(Formerly: Neolite ZKW Lightings Private Limited)

CIN: U74899DL1992PLC050702

CERTIFIED TRUE COPY OF RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF NEOLITE ZKW LIGHTINGS LIMITED IN ITS MEETING HELD ON MONDAY, 29TH DECEMBER 2025 AT 09:30 A.M. (IST) THROUGH VIDEO CONFERENCING (VC) AT THE DEEMED VENUE OF THE MEETING, THE REGISTERED OFFICE OF THE COMPANY AT N-13, 2ND FLOOR, SOUTH EXTENSION PART-I, SOUTH DELHI, NEW DELHI – 110049, INDIA

APPROVAL AND ADOPTION OF THE 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 December 23, 2025 and the resolution passed by the shareholders of the Company on December 23, 2025 and subject to and in accordance with the provisions of applicable laws, including the Companies Act, 2013, and the rules and regulations made thereunder, as amended (including any statutory modifications or re-enactment thereof, for the time being in force), if any, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), and other regulations issued by the Securities and Exchange Board of India (“**SEBI**”), the draft red herring prospectus (the “**DRHP**”), in respect of the initial public offering of equity shares of face value of ₹ 10 each of the Company (the “**Equity Shares**”) consisting of fresh issue of up to [●] Equity Shares of face value of ₹10 each, aggregating up to ₹ 4,000.00 million and an offer for sale of up to [●] Equity Shares of face value of ₹10 each, aggregating up to ₹ 2,000.00 million comprising of Equity Shares aggregating up to ₹ 1,140.00 million by Mr. Rajesh Jain, Equity Shares aggregating up to ₹ 400.00 million M/s Neokraft Global Private Limited and Equity Shares aggregating up to ₹ 460.00 million by M/s ZKW Group GmbH (the “**Selling Shareholders**”) (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 (“**SEBI ICDR Regulations**”), and as agreed to by the Company in consultation with the book running lead managers to the Offer (the “**BRLMs**”), as provided to, and tabled before the Board, containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Directors, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative), be and is hereby approved for filing with the 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.”

REGISTERED OFFICE:

N-13, 2nd Floor, South Extension Part-I,
New Delhi – 110049, INDIA
Tel: 011-45028224
Fax: +91-1276-350002
Email: info@neolitezkw.com
Website: www.neolitezkw.com

CORPORATE OFFICE:

Plot No. 36, Sec-4B, HSIIDC Industrial
Estate,
Bahadurgarh – 124507, Haryana, INDIA
Tel: +91-1276-350001
Fax: +91-1276-350002



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“RESOLVED FURTHER THAT the DRHP is hereby recommended for signing by each of the Directors of the Company, the Chief Financial Officer of the Company and the Selling Shareholders (or their duly authorized representative) and each such person be and is hereby authorized to sign the declaration page of the DRHP for and on behalf of the Company and file the same with the SEBI for their observations and with the Stock Exchanges for listing purposes.”

“RESOLVED FURTHER THAT Mr. Rajesh Jain, Chairman and Managing Director, Mr. Arun Kumar Jain Chief Financial Officer and Mr. Brajesh Kumar Tiwary, Company Secretary and Compliance officer 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 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.”

“RESOLVED FURTHER THAT, the IPO Committee, as constituted on December 23, 2025 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 of the Directors, Chief Financial Officer and/or the Company Secretary and Compliance Officer of the Company is severally authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to concerned authorities for necessary action.”

Certified True Copy

For Neolite ZKW Lightings Limited

**RAJESH
JAIN**

Digitally signed by
RAJESH JAIN
Date: 2025.12.29
10:03:37 +05'30'

Rajesh Jain

Chairman and Managing Director

DIN: 01481291

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