



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 THURSDAY, 18TH DECEMBER 2025 AT 02:30 P.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 OF REMUNERATION PAYABLE TO THE MANAGING DIRECTOR PURSUANT TO CONVERSION OF THE COMPANY INTO A PUBLIC COMPANY

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, 178, 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, the consent of the Board be and is hereby accorded to approve and ratify the remuneration payable to Mr. Rajesh Jain, Managing Director of the Company, pursuant to and consequent upon the conversion of the Company from a private limited company into a public limited company, as placed before the meeting and initialled by the Chairman for identification.

RESOLVED FURTHER THAT the Board hereby notes and confirms that the aforesaid remuneration also constitutes a related party transaction, and accordingly, the approval granted herein is in compliance with Section 188 of the Companies Act, 2013 read with the applicable rules, and is in the ordinary course of business and on an arm's length basis, to the extent applicable.

RESOLVED FURTHER THAT the remuneration so approved is in conformity with the limits prescribed under the Companies Act, 2013 and shall be subject to such further approvals, including shareholders' approval, if required, under applicable law.

RESOLVED FURTHER THAT Mr. Rajesh Jain, Managing Director, being interested, did not participate in the discussion and did not vote on the said resolution.

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
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RESOLVED FURTHER THAT Mr. Arun Jain, Chief Financial Officer / Mr. Brajesh Kumar Tiwary, Company Secretary, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution, including making necessary disclosures, filings with the Registrar of Companies, and issuing certified copies of this resolution as and when required.”

For Neolite ZKW Lightings Limited

RAJESH  Digitally signed by

RAJESH JAIN

JAIN  Date: 2025.12.26

17:13:08 +05'30'

Rajesh Jain

Chairman & Managing Director

DIN: 01481291

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