



**CERTIFICATE CONFIRMING HOLDING A VALID PEER REVIEW CERTIFICATE**

**Date:** December 28, 2025

To,

**The Board of Directors**  
**Neolite ZKW Lightings Limited**  
N-13, 2<sup>nd</sup> 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, 6th 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”) comprising a fresh issue and an offer for sale by certain existing shareholders of the Company (the “Offer”)**

We, **MRM & Company**, independent chartered accountants 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 have been requested by the Company to confirm that we hold a valid peer review certificate issued by the peer review board of the Institute of Chartered Accountant of India (the “ICAI”) and are eligible to certify the financial information as per the requirements of the SEBI ICDR Regulations, as amended. The Offer is being made pursuant to Section 26 of Part I of Chapter III of the Companies Act, 2013, along with the rules issued thereunder each as amended (the “Companies Act”) and the SEBI ICDR Regulations.

We confirm that we have subjected ourselves to the peer review process conducted by the Institute of Chartered Accountants of India (the "ICAI") and hold valid a peer review certificate having No. 022029 dated 4<sup>th</sup> September 2025 issued by the Peer Review Board of the ICAI, effective from September 01, 2025 which is valid until 31st August 2028. A copy of the peer review certificate is annexed herewith as **Annexure A**. We are eligible to certify the financial information as per the requirements of the SEBI ICDR Regulations, as amended.

The details mentioned herein, and the peer review certificate annexed herewith is highly confidential in nature and should not be disclosed to any person except in the manner mentioned below, or as may have been consented to in prior, by us in writing.

We further consent for the inclusion of the following details in relation to us in the Offer Documents and any other document to be issued in relation to the issue.

We further consent to be named as "Independent Chartered Accountant" and an "expert" as defined under Section 2(38) read with Section 26 of the Companies Act, 2013, in relation to the above-mentioned reports included in the Offer Documents.

We confirm that the information in this certificate is true and correct 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.

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 certificate; or (ii) we become aware of any changes to the above information. In the absence of any such communication from us, it is to be assumed that there is no change to the above information.

This certificate 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 certificate 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 certificate 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 certificate 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.



**MRM & CO**  
Chartered Accountant

For and on behalf of  
M/s MRM & Company  
Chartered Accountants  
Firm Registration Number: 022724N

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**Name:** CA Ratik Jain  
**Designation:** Partner

**Membership No.:** 441340  
**UDIN:** 25441340TSCODP5608  
**Place:** Jaipur

**Cc:**

**Legal Counsel to the Company**

**Dentons Link Legal**  
5, Link Road, Block M,  
Jangpura Extension  
New Delhi -110014,  
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

ANNEXURE A



**The Institute of Chartered Accountants of India**

(Setup by an Act of Parliament)

**Peer Review Board**

Peer Review Certificate No.: 022029

This is to certify that the Peer Review of

*M/s M R M & Company*

*A11, Mahaveer Udayan Marg,*

*Bajaj Nagar,*

*Jaipur-302015*

*FRN.: 022724N*

**has been carried out for the period**

2022-2025

pursuant to the *Peer Review Guidelines 2022*, issued by the Council  
of the Institute of Chartered Accountants of India.

**This Certificate is effective from: 01-09-2025**

**The Certificate shall remain valid till: 31-08-2028**

Issued at New Delhi on 04-09-2025

*P. H. Khandelwal*

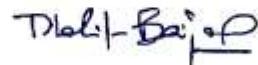
CA. Purushottam Lal  
Khandelwal

Chairman  
Peer Review Board



CA. Gyan Chandra Misra

Vice-Chairman  
Peer Review Board



CA. Mohit Baijal

Secretary  
Peer Review Board

**Note :** The Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the 'Peer Review Guidelines 2022'.