

Rakesh Sarin
A-184, The Pinnacle, DLF Phase-5, Opposite DLF Golf Course, Galleria DLF- IV
Gurgoan, Haryana- 122009

Date: December 29, 2025

To,

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

Dear Sir(s)/Ma'am(s),

Sub: Proposed initial public offering of equity shares of face value of ₹10 each (the "Equity Shares") by Neelite ZKW Lightings Limited (the "Company") each aggregating up to ₹ 6000.00 million and such offering (the "Offer")

I Rakesh Sarin (DIN : 02082150) hereby give my consent to my name being included as an Independent Director of the Company in the draft red herring prospectus ("DRHP") to be filed by the Company with the Securities and Exchange Board of India, (the "SEBI"), and any relevant stock exchange(s) where the Equity Shares of the Company are proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus which the Company intends to file with Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), the SEBI and any relevant Stock Exchanges as well as other documents in relation to the Offer including among others, publicity material, research reports, presentations and media releases (collectively, the "Offer Documents"). I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law.

The following details with respect to me may be disclosed in the Offer Documents and any other documents in relation to the Offer:

Name: Rakesh Sarin
Designation: Independent Director
Current Term: For a term of 5 years with effect from December 9, 2025
Period of directorship: Since December 9, 2025
Address: A-184, The Pinnacle, DLF Phase-5, Opposite DLF Golf Course, Galleria DLF- IV
Gurgoan, Haryana- 122009
Occupation: Professional
Date of Birth: July 24, 1955
DIN: 02082150

I confirm that I will immediately inform the Company and the book running lead managers ("BRLMs"), appointed as such for the purpose of the Offer, of any changes to the information stated in this letter in writing till the date when the Equity Shares receive final listing and trading approval from the Stock Exchanges and commence trading on the Stock Exchanges. In the absence of any such communication, the information stated in this letter should be taken as updated information until the date of commencement of listing and trading of the Equity Shares issued pursuant to the Offer on the Stock Exchanges.

I further confirm that the above information in this certificate is true, correct, adequate and not misleading in any material respect [in relation to the Offer].

This consent letter is for information and for inclusion (in part or full) in the Offer Documents, and may be relied upon by the Company, BRLMs and the legal counsel in relation to the Offer. I hereby authorise



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you to deliver, submit and/or disclose the contents of this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities or judicial authorities as may be required and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs in connection with the Offer.

I agree to keep the information regarding the Offer strictly confidential.

I also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/Offer Closing Date.

We hereby consent to this letter to be delivered to SEBI, Stock Exchange, RoC and/or 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 defense in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation in relation to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DRHP of the Company.

Sincerely,



Director

Name: Rakesh Sarin

Designation: Independent Director

CC:

Book Running Lead Managers

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 400 051
Maharashtra, India

Legal Counsel to the Company

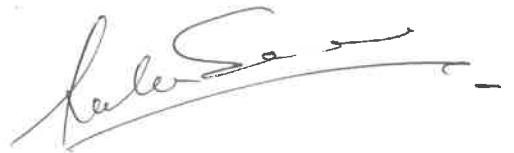
Dentons Link Legal
5, Link Road, Block M,
Jangpura Extension
New Delhi -110014, India

Legal Counsel to the BRLMs

CMS IndusLaw

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2nd Floor, Block D, The MIRA,
Mathura Road, Ishwar Nagar,
New Delhi 110 065,
Delhi, India

A handwritten signature in black ink, appearing to read "Rakesh Sarin".