

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF TRANSRAIL LIGHTING LIMITED AT THEIR BOARD MEETING HELD ON FRIDAY, 8TH MARCH, 2024 AT 12:00 NOON THROUGH VIDEO CONFERENCING.

TO APPROVE THE DRAFT RED HERRING PROSPECTUS (DRHP)

RESOLVED THAT subject to and in accordance with the provisions of applicable laws, including the Companies Act, 2013, and the rules and regulations made thereunder (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 Offer, tabled at the meeting containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Directors and the Chief Financial Officer, be and is hereby approved for filing with the SEBI, the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as the “**Stock Exchanges**”) and the SEBI and such other authorities or persons as may be required.”

RESOLVED FURTHER THAT the DRHP is hereby recommended for signing by each of the directors of the Company and the Chief Financial Officer and each such person be and is hereby authorized to sign the declaration page of the DRHP for and on behalf of the Company.”

RESOLVED FURTHER THAT the Mr. Digambar Bagde - Executive Chairman, Mr. Randeep Narang - Managing Director & Chief Executive Officer, Mr. Ajit Pratap Singh - Chief Financial Officer, Mr. Rajesh Neelakantan – Chief Operating Officer (Civil Business) and Ms. Gandhali Upadhye - Company Secretary & Compliance Officer, Mr. Puneet Damnani – GM Business of the Company, be and are hereby severally authorised to make corrections or alterations, if any, and to finalise and date 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, publishing advertisements and allied activities and do all acts, deeds, matters and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT, the IPO Committee be and is 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.”

For TRANSRAIL LIGHTING LIMITED

A handwritten signature in blue ink that reads "Gandhali Upadhye".

**GANDHALI UPADHYE
COMPANY SECRETARY & COMPLIANCE OFFICER**

TRANSRAIL LIGHTING LIMITED

Corporate & Registered Office :

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