KANOHAR ELECTRICALS LIMITED
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CIN : U31909UP1972PLC003635

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CERTIFIED TRUE COPY OF BOARD RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF KANOHAR ELECTRICALS LIMITED HELD AT 11.00 A.M ON FRIDAY23RD JANUARY 2026 AT THE REGISTERED OFFICE OF THE COMPANY AT RITHANI, DELHI-ROAD MEERUT-250103

APPROVAL AND ADOPTION OF THE DRAFT RED HERRING PROSPECTUS

Pursuant to the resolution adopted by the Board of Directors of the Company at its meeting held on January 16, 2026, the Company was authorized to undertake an initial public offer (the "**Offer**") of its equity shares of face value of ₹ 2 each (the "**Equity Shares**"), which comprises a fresh issue of Equity Shares by the Company and an offer for sale of Equity Shares by K Sons Family Trust, an existing shareholderof the Company. A draft of the draft red herring prospectus of the Company in connection with the Offer proposed to be filed with the Securities and Exchange Board of India has been placed before the Board for its approval.

NOW, THEREFORE, IT IS

"**RESOLVED THAT** subject to the provisions of the Securities Contracts (Regulation) Act, 1956 (and the applicable rules thereunder), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Companies Act, 2013 and the applicable rules thereunder (including, in each case, any statutory modification or re-enactment of such laws for the time being in force) and any other applicable, rules, regulations, guidelines, circulars and notifications issued by the Securities and Exchange Board of India ("**SEBI**") and the enabling provisions of the memorandum of association and the articles of association of the Company and any other applicable law, the draft of the draft red herring prospectus (the "**DRHP**") in respect of the initial public offering (the "**Offer**") of equity shares of face value of ₹2each of the Company (the "**Equity Shares**") consisting of a fresh issue of Equity Shares aggregating up to ₹3,000 million by the Company and an offer for sale of Equity Shares up to 14,590,000Equity Sharesby K Sons Family Trustas placed before the Board,be and is hereby approved for filing with the SEBI, BSE Limited and the National Stock Exchange of India Limited (together with BSE Limited, the "**Stock Exchanges**") and such other authorities or persons as may be required, subject to it being duly signed by the directors of the Company, chief financial officer and the Selling Shareholders (or their duly authorized representatives).

"**RESOLVED FURTHER THAT**Mr. Vivek Singhal, Whole-time Director and/or Mr. Abhishek Singhal, Whole-time Directorbe and are hereby severally authorized to make corrections, additions or alterations, if any, and to finalize and sign the DRHP for the purposes of filing with the SEBI, the Stock Exchanges and such other authorities or persons as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement this resolution."

"**RESOLVED FURTHER THAT** the IPO Committee is hereby authorized to undertake, approve and adopt any subsequent changes, corrections, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions, Mr. Vivek Singhal, Whole-time Director and Mr. Abhishek Singhal, Whole-time Director, severally,on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required;and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be doneprior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be."

KANOHAR ELECTRICALS LTD. MEERUT

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"**RESOLVED FURTHER THAT** duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

CERTIFIED TRUE COPY
FOR KANOHAR ELECTRICALS LIMITED

(Neha)
Company Secretary and Compliance Officer
M.No A29167
Date: 23.01.2026
Place: Meerut

KANOHAR ELECTRICALS LTD. MEERUT
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