



JSW INFRASTRUCTURE LTD.

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF JSW INFRASTRUCTURE LIMITED HELD ON FRIDAY, MAY 05, 2023 AT 8TH FLOOR, ROOM NO. 4, JSW CENTRE, BANDRA KURLA COMPLEX, BANDRA (EAST), MUMBAI – 400051.

APPROVAL AND ADOPTION OF THE DRAFT RED HEARING PROSPECTUS

"RESOLVED THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("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 initial public offer of Equity Shares of face value Rs.2 each ("the Equity Shares") up to an aggregate amount of Rs.28,000 million (including share premium) ("Offer") , at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as determined by the Company in consultation with the BRLM(s) to the Offer as provided to the Board of Directors, containing the requisite information as prescribed by applicable laws and regulations, the DRHP as provided to and placed before the Board of Directors be and is hereby approved and adopted for filing with SEBI, the BSE Limited, the National Stock Exchange of India Limited ("Stock Exchanges") and such other authorities or persons as may be required, subject to it being duly signed by the directors of the Company.

RESOLVED FURTHER THAT Mr. Arun Maheshwari – Jt. Managing Director & CEO, Mr. Lalit Singhvi – Whole-time Director & CFO and Ms. Gazal Qureshi – Company Secretary & Compliance Officer, be and are hereby severally authorised to finalise and sign the said DRHP on behalf of the Company and submit the same with SEBI for their observations and with the Stock Exchanges for obtaining their in-principle approval & for listing purposes and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT the IPO Committee is hereby authorised 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 amount proposed to be raised.

RESOLVED FURTHER THAT the IPO Committee is hereby authorised to do all such acts, deeds, matters and things as may be necessary or desirable for such purpose, including, without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.

RESOLVED FURTHER THAT certified true copy of the aforesaid resolution under the signature of any one of the Directors or Company Secretary be forwarded to such authorities/person as may be required."

**CERTIFIED TRUE COPY
For JSW Infrastructure Limited**


**Gazal Qureshi (M no. A16843)
Company Secretary**

