



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF JSW INFRASTRUCTURE LIMITED HELD ON WEDNESDAY, SEPTEMBER 13, 2023 AT JSW CENTRE, BANDRA KURLA COMPLEX, BANDRA (EAST), MUMBAI-400051.

APPROVAL AND ADOPTION OF RED HERRING PROSPECTUS

“RESOLVED THAT in furtherance of the resolution of the Board dated May 5, 2023 approving the filing of the draft red herring prospectus, the approvals dated June 14, 2023 and June 15, 2023 received from the BSE Limited and National Stock Exchange of India Limited, respectively (the “Stock Exchanges”), the resolution of the IPO Committee dated September 05, 2023 approving the filing of the updated draft red herring prospectus and the Securities and Exchange Board of India (“SEBI”) letter SEBI/HO/CFD/RAC-DIL2/P/OW/2023/37269/1 dated September 08, 2023 noting changes made to the draft red herring prospectus, the red herring prospectus of the Company, a copy of which is placed before this meeting (“RHP”) and the information contained therein as per the requirements of Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and other applicable law, be and is hereby approved and taken on record in connection with the proposed initial public offering of equity shares of face value of ₹ 2 each of the Company for filing with the Registrar of Companies, Maharashtra at Mumbai (“Registrar of Companies”), the Stock Exchanges, SEBI and such other authorities or persons as may be required under applicable laws.

RESOLVED FURTHER THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the SEBI ICDR Regulations and other applicable laws, approvals (if any) by authorities as may be necessary, Mr. Arun Maheshwari, Jt. Managing Director & Chief Executive Officer, Mr. Lalit Singhvi, Whole-time Director & Chief Financial Officer and Ms. Gazal Qureshi, Company Secretary & Compliance Officer be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and approval be and is hereby granted for filing the RHP and any other related documents with the SEBI, the Registrar of Companies, the BSE Limited and the National Stock Exchange of India Limited and with any other regulatory authority as may be necessary with respect to the initial public offering and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT each of the directors of the Company and the chief financial officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.

RESOLVED FURTHER THAT Mr. Arun Maheshwari, Jt. Managing Director & Chief Executive Officer, Mr. Lalit Singhvi, Whole-time Director & Chief Financial Officer and Ms. Gazal Qureshi, Company Secretary & Compliance Officer of the Company be and is hereby severally authorized to sign and submit relevant e-forms/forms (and make all other requisite filings) and cause necessary registrations/notings to be made



JSW INFRASTRUCTURE LTD.

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CIN: U45200MH2006PLC161268
Website: www.jsw.in
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on behalf of the Company to the ROC/other competent authorities and take all actions as may be required for filing red hearing prospectus.

RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by any Director or the Company Secretary, be forwarded to concerned authorities for necessary actions.”

CERTIFIED TRUE COPY

For **JSW Infrastructure Limited**

Gazal Qureshi (M no. A16843)

Company Secretary

Address: 2/94, Kadri Building, 1st Floor,
S V Road, Irla, Mumbai 400 056.

