

ELIN ELECTRONICS LIMITED

ELIN HOUSE, 4771, BHARAT RAM ROAD, 23 DARYA GANJ, NEW DELHI-110 002

Website : www.elinindia.com Tel. : 91-11-43000400 Fax : 91-11-23289340



COPY OF RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF ELIN ELECTRONICS LIMITED IN THEIR MEETING HELD ON 12th DECEMBER, 2022 AT THE CORPORATE OFFICE OF THE COMPANY AT 4771, BHARAT RAM ROAD, 23, DARYA GANJ, NEW DELHI - 110002.

"RESOLVED THAT in furtherance of the resolution of the Board dated December 7, 2022 approving filing of the updated DRHP, the in-principle approval received from BSE Limited dated December 14, 2021 and National Stock Exchange of India Limited dated December 28, 2021, subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, and 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, as amended, ("**SEBI ICDR Regulations**"), the Securities Contracts (Regulation) Act, 1956, as amended the Securities Contracts (Regulations) Rules, 1957, as amended and any other regulations issued by the SEBI, the red herring prospectus dated December 12, 2022, (the "**RHP**"), in respect of the initial public offer of equity shares of face value of ₹5 each ("**Equity Shares**") of the Company comprising of a Fresh Issue and an offer for sale of up to such Equity Shares by the Selling Shareholder(s) (as defined in the Red Herring Prospectus) (the "**Offer**"), at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the book running lead managers to the Offer ("**BRLMs**"), within the price band to be decided by the Company in consultation with the BRLMs, as placed before the Board and containing the requisite information as prescribed by applicable laws and regulations, be and is hereby taken on record and approved for filing with the RoC, the SEBI, the Stock Exchanges and such other authorities or persons as may be required."

"RESOLVED FURTHER THAT the preliminary international wrap dated December 12, 2022 of the Company which is placed before the Board in respect of the Offer of Equity Shares of the Company ("**Preliminary International Wrap**"), be and is hereby approved."

"RESOLVED FURTHER THAT the Board of Directors of the Company and/or Shri Raj Karan Chhajer, Chief financial Officer of the Company 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 to file the same with the RoC, SEBI, the Stock Exchanges 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 each of the directors of the Company, Sh. Mangi Lall Sethia (DIN: 00081367), Chairman and Whole- Time Director, Sh. Kamal Sethia, (DIN: 00081116), Managing Director, Sh. Sanjeev Sethia (DIN: 00354700), Whole- Time Director, Sh. Sumit Sethia (DIN: 00831799), Whole- Time Director, Sh. Kamal Singh



Factories:-

C-142-143-144-144/1-144/2 Industrial Area, Site No.1, Bulandshahar Road, Ghaziabad - 201009 (U.P.)

L-84, Verna Industrial Area, Electronic City, Verna, Goa - 403722.

Village: Beli Khol, Post: Manpura - 174101, Teh: Nalagarh, District: Solan (Himachal Pradesh)

Regd. Office: 143, Cotton Street, Kolkata - 700007 • Telefax : 91-33-22685738

CIN : U29304WB1982PLC034725

GSTIN: 09AAACE6449G1ZJ

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Baid (DIN: 07149567), Independent Director, Smt. Shilpa Baid (DIN: 08538622), Independent Director, Sh. Shanti Lal Sarnot (DIN: 01899198), Independent Director, Sh. Ashis Chandra Guha (DIN: 09352987), Independent Director and Shri Raj Karan Chhajer, the chief financial officer of the Company, be and are hereby severally authorized to sign the RHP for and on behalf of the Company."

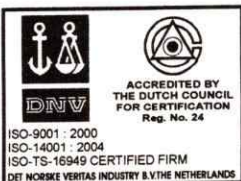
"RESOLVED FURTHER THAT Sh. Kamal Sethia, (DIN: 00081116), Managing Director and Sh. Sanjeev Sethia (DIN: 00354700), *Whole- Time Director*, be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal advisors and the BRLMs appointed in this respect."

"RESOLVED FURTHER THAT, all monies received out of the Offer (as defined in the Red Herring Prospectus) shall be transferred to a separate bank account maintained with the scheduled bank as per the provisions of the Companies Act, 2013."

"RESOLVED FURTHER THAT a copy of the above resolutions, certified by any director or the company secretary of the Company, be forwarded to the concerned authorities for necessary action."

FOR ELIN ELECTRONICS LTD.

(KAMAL SETHIA)
MANAGING DIRECTOR
DIN.NO. 00081116



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