

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE AUDIT COMMITTEE OF DHOOT TRANSMISSION LIMITED HELD ON MONDAY, AUGUST 3, 2026 AT GUT NO. 102, FAROLA III, PAITHAN ROAD, SAMBAJINAGAR (ERSTWHILE AURANGABAD) - 431 105, MAHARASHTRA, INDIA THROUGH VIDEO CONFERENCING**

**APPROVED LIST OF KEY PERFORMANCE INDICATORS AS INCLUDED IN THE RHP**

**“RESOLVED THAT**, as per the requirements of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, all (i) key performance indicators related to the business of the Company which have been used historically by the Company to understand and analyze, track and monitor the financial, business and operational performance, which help it in analyzing the growth of various verticals; (ii) and other relevant and material KPIs of the Company which may have a bearing for arriving at the basis for the pricing for the proposed initial public offering; and (iii) all the KPIs that have been disclosed to the investors at any point of time during the three years period prior to the date of filing of the RHP, along with the definitions and rationale for the KPIs as set out in **Annexure C**, as identified by the Audit Committee, and verified pursuant to the certificate attached as **Annexure E**, are hereby noted and the approval of the Audit Committee is hereby accorded to disclose such KPIs in updated draft red herring prospectus-II, red herring prospectus, and the prospectus and other documents or material issued in relation to the Offer, including any amendments, addenda or corrigenda issued thereto (collectively, the **“Offer Documents”**) **AND THAT** the Committee also takes note of the draft certificate prepared by Kirtane & Pandit LLP, Chartered Accountants, in relation to the KPIs. (**“KPI Certificate”**), as set out as **Annexure F** and confirms that the KPIs which are required to be disclosed in the **“Basis for Offer Price”** section in accordance with SEBI ICDR Amendment or other applicable laws, have been disclosed or are proposed to be disclosed, as applicable, in the Offer Documents and such information is verified by Kirtane & Pandit LLP, Chartered Accountants pursuant to the KPI certificate prepared by it;

**RESOLVED FURTHER THAT** the metrics, as set out in **Annexure C**, are the metrics that have been disclosed by the Company to its Board of Directors and Shareholders and to its investors at any point of time during the three years prior to the date of filing of the RHP, along with the reasonings and explanations for inclusion or non-inclusion of such metrics in the Offer Documents, have been duly verified by us;

**RESOLVED FURTHER THAT**, Mr. Rahul Radhavallabh Dhoot, Managing Director, Mr. Nitinkumar D. Kalani, Chief Financial Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as deemed necessary, proper or desirable, including finalizing the draft of the **“Basis for Offer Price”** section of the Offer Documents and to settle to give effect to the above resolution 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 interests of the Company;

**RESOLVED FURTHER THAT**, the Audit Committee in consultation with the management of the Company and the book running lead managers to the Offer may update and approve any further changes to the KPIs approved by this resolution, from time to time, basis, *inter alia*, regulatory feedback and changes in applicable law.

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

**For and on behalf of Dhoot Transmission Limited**



**Amey Deeliprao Jogas**  
**Company Secretary**  
**Membership No. 39922**

**Date:** August 3, 2026

**Place:** Chhatrapati Sambhajinagar

**Dhoot Transmission Limited**

(Formerly known as Dhoot Transmission Private Limited)

📍 Registered Office: Gut No. 312, Nanekarwadi, Chakan, Tq. Khed, Dist. Pune - 410501, MH, India

📍 Corporate Office: Gut No. 102, Plot No. 3, Farola, Paithan Road, Tq. Paithan, Dist. Chh. Sambhajinagar - 431105, MH, India

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