

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF FUJIYAMA POWER SYSTEMS LIMITED (FORMERLY FUJIYAMA POWER SYSTEMS PRIVATE LIMITED) ("THE COMPANY") HELD ON FRIDAY, 07<sup>TH</sup> DAY OF NOVEMBER, 2025 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 53A/6, NEAR NDPL GRID OFFICE, NEAR SAT GURU RAM SINGH METRO STATION, INDUSTRIAL AREA, NEW DELHI - 110015**

**APPROVAL OF THE RED HERRING PROSPECTUS**

**RESOLVED THAT** in furtherance of the resolution passed by the Board approving the updated draft red herring prospectus on October 13, 2025, the red herring prospectus dated November 07, 2025 of the Company ("RHP") which is placed at the meeting and containing the requisite information as prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the in-principle approvals, each dated April 17, 2025, from the Stock Exchanges, the interim observation letter dated April 25, 2025 from the Securities and Exchange Board of India (the "SEBI") and the final observation letter bearing reference no. SEBI/HO/CFD/RAC-DIL2/P/OW/2025/18877/1 dated July 14, 2025 from SEBI, the Companies Act, 2013 read with the rules made thereunder, each as amended, or any statutory modification(s) or re-enactment(s) thereof, 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 Regulations"), the Securities Contracts (Regulation) Act, 1956, as amended the Securities Contracts (Regulations) Rules, 1957, as amended and any other directives, circulars or regulations issued by SEBI and other applicable laws and regulations, be and is hereby approved for filing with the regulatory authorities and is taken on record.

**RESOLVED FURTHER THAT** the preliminary international wrap dated November 07, 2025 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** any amendment, supplement, corrigenda or notice to investors issued by the Company in relation to the RHP that may be filed with the RoC, SEBI, the Stock Exchanges or any other regulatory authority, be and is hereby approved in accordance with applicable law.

**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** any Member of the Board and/ or the Chief Financial Officer and Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised do all such acts, deeds, matters and things and execute all engagement letters, memoranda of understanding, agreements and such other documents as they may, in their sole and absolute discretion, deem necessary to implement the above resolution in relation to the Preliminary International Wrap, the RHP and the Offer, including but not limited to initialing and/or signing any subsequent alterations, additions, variations, corrections, changes, updates, deletions, amendments, etc. to the RHP and/or the Preliminary International Wrap as may be required, and to file the RHP with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi, Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited (collectively the "Stock Exchanges") and other regulatory bodies as may be required, along with submission of material contracts and documents for inspection listed in the RHP, as may be directed by the said authority in accordance with relevant provisions under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013 and such other applicable laws.

**FUJIYAMA POWER SYSTEMS LTD.**

(Formerly known as Fujiyama Power Systems Pvt. Ltd.)  
53A/6, Near NDPL Grid Office, Near Metro Station, Industrial Area,  
Sat Guru Ram Singh Marg, Delhi - 110015, India

CIN No - U31909DL2017PLC326513,

GST No - 07AADCF2634F1ZY

Ph : +91 9968309514, 9968309517, E-mail: sales@utlups.com

**RESOLVED FURTHER THAT** a copy of the above resolutions, certified to be true by any of the Directors of the Company or the Company Secretary and Compliance Officer of the Company, be forwarded to the authorities concerned for necessary actions.”

**CERTIFIED TRUE COPY**

**FOR Fujiyama Power Systems Limited**  
(formerly Fujiyama Power Systems Pvt. Ltd.)

*Mayuri*



**Mayuri Gupta**  
**Company Secretary & Compliance Officer**  
**M. No.: A75210**  
**Add: 53A/6, Near NDPL Grid Office,**  
**Near Sat Guru Ram Singh Metro Station,**  
**Industrial Area, New Delhi – 110015**

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