

PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partners

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No. U74999HR2003PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT the Restated Consolidated Financial Information as at and for the nine-month period ended December 31, 2024 and as at and for the financial years ended March 31, 2024, March 31, 2023 and March 31, 2022, prepared in accordance with Section 26 of the Companies Act, 2013, the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and the Guidance Note on the Reports in the Companies Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India, as amended and restated in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **"SEBI ICDR Regulations"**, and such restated consolidated financial information, including the notes and schedules thereto (the **"Restated Consolidated Financial Information"**), as recommended by the Audit Committee, placed before the Board for inclusion in the updated Draft Red Herring Prospectus (**"UDRHP"**) proposed to be filed with the Securities and Exchange Board of India (**"SEBI"**), and the Red Herring Prospectus (**"RHP"**) and Prospectus (**"Prospectus"**, and together with the UDRHP and RHP, the **"Offer Documents"**) proposed to be filed with the Registrar of Companies, Delhi and Haryana at New Delhi (**"RoC"**), and thereafter with the SEBI and other relevant authorities including BSE Limited (**"BSE"**) and National Stock Exchange of India Limited (**"NSE"**) (the **"Stock Exchanges"**), in respect of the proposed Initial Public Offering of the Company (the **"Offer"**) is hereby adopted and reflect a true and fair view of the Company's current financial position."

RESOLVED FURTHER THAT the Restated Consolidated Financial Information be signed by Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole Time Director, Mr. Subodh Kumar, Chief Financial Officer and Anish Kumar, Company Secretary and Compliance Officer of the Company for authentication thereof in accordance with Section 134 of the Companies Act, 2013.

RESOLVED FURTHER THAT the duly signed and authenticated copy of the Restated Consolidated Financial Information be submitted to the statutory auditors of the Company for their examination reports thereon.

RESOLVED FURTHER THAT the examination report proposed to be issued by the statutory auditors of the Company, *i.e.*, Singhi & Co., Chartered Accountants, in relation to the Restated Consolidated Financial Information, prepared for inclusion in the UDRHP proposed to be filed with the SEBI, and the RHP and the Prospectus proposed to be filed with the RoC, and thereafter with the SEBI and other relevant authorities (including the Stock Exchanges), in respect of the Offer, which was presented at the meeting, is hereby taken on record.

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director and/or Mr. Subodh Kumar, the Chief Financial Officer of the Company, be and are hereby severally



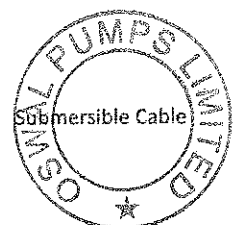
Manufacturer & Exporter of :

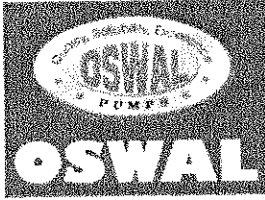
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors





PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
Total Partnership

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266591

CIN No: U34309HR2007PLC124234

URL: www.oswalpumps.com

Email: info@oswalpumps.com

authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.

Certified True Copy

For Oswal Pumps Limited

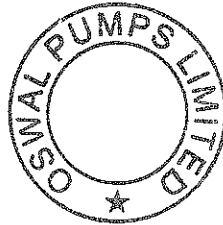
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

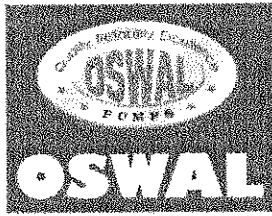
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74999HR2003PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, each as amended, the amended Code of Conduct to Regulate, Monitor and Report Trading by Insiders of the Company, as placed before the Board be and is hereby adopted.

RESOLVED FURTHER THAT any one of the Directors and the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary and to take all actions as may be deemed expedient in this regard."

Certified True Copy

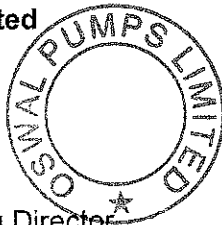
For **Oswal Pumps Limited**

Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

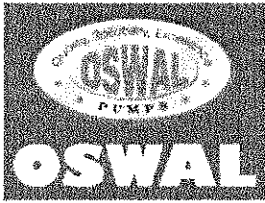
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



Solar | Domestic | Agriculture | Industrial
True Product

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India
Ph. No. : +91 9896256691

CIN No: U74999HR1000101C124254

URL : www.oswalpumps.com

Email : info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, each as amended, the draft Dividend Distribution Policy, as placed before the Board be and is hereby adopted.

RESOLVED FURTHER THAT any one of the Directors and the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary and to take all actions as may be deemed expedient in this regard."

Certified True Copy

For Oswal Pumps Limited

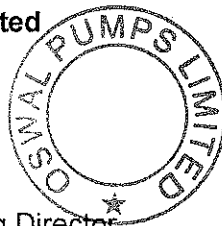
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

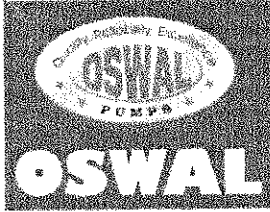
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74999HR2010PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT pursuant to provisions of the SEBI ICDR Regulations, a Committee of Independent Directors be and is hereby constituted, which shall comprise all the independent Directors of the Company (as defined under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended) from time to time.

RESOLVED FURTHER THAT Mr. Sandeep Garg, Independent Director be and is hereby appointed as the Chairperson of the Committee of Independent Directors.

RESOLVED FURTHER THAT, the quorum shall be either two independent directors of the Company or 50% of the independent directors of the Company, whichever is greater.

RESOLVED FURTHER THAT the terms of reference of the Committee of Independent Directors shall include the following:

- (a) To review or carry out all necessary activities, without requiring any further approval of the shareholders or the board of directors of the Company, relating to the draft price band advertisement (the **"Price Band Advertisement"**) to be issued by the Company in relation to the Offer and issue a recommendation for inclusion in the Price Band Advertisement, that the price band is justified based on quantitative factors/key performance indicators disclosed in the "Basis for Offer Price" section of the Offer Documents *vis-à-vis* the weighted average cost of acquisition of primary issuance/secondary transaction(s) disclosed in the "Basis for Offer Price" section of the Offer Documents; and
- (b) To perform such other duties and functions as may be specifically required to be performed by a committee of independent directors of the Company under applicable law, including the Companies Act, 2013 and the regulations, circulars, directives and notifications of the Securities and Exchange Board of India.

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director, of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions



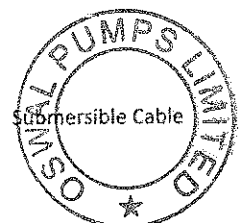
Manufacturer & Exporter of :

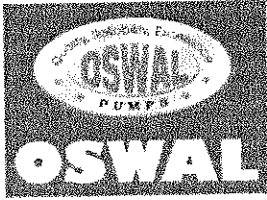
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors





PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partners

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896256691

CIN No: U73900HR1994PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

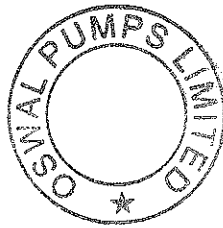
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

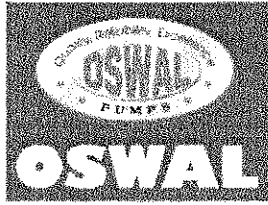
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



Solar | Domestic | Agriculture | Industrial
True Partner

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74700HR2004PLC124234

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT the draft of the amendment to the Offer Agreement to be executed among the Company, the Promoter Selling Shareholder and the book running lead managers as circulated among and placed before the Board be and is hereby approved.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Vivek Gupta, Chairman & Managing Director, Mr. Amulya Gupta, Whole Time Director and Mr. Shivam Gupta, Whole Time Director, of the Company, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

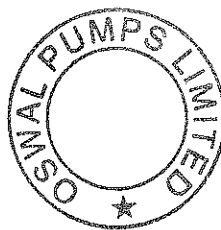
RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For Oswal Pumps Limited

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

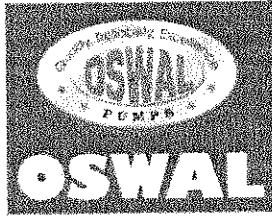
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74699HR2009PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT the draft of the amendment to the registrar agreement to be executed among the Company, the Promoter Selling Shareholder and MUFG Intime India Private Limited (formerly Link Intime India Private Limited) (the "Registrar") as circulated among and placed before the Board be and is hereby approved and the Board authorizes the Directors and/ or Key Managerial Personnel (KMPs), severally, to make relevant changes or amendments to finalize the amendment agreement to the registrar agreement.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions Mr. Vivek Gupta, Chairman & Managing Director, Mr. Amulya Gupta, Whole Time Director and Mr. Shivam Gupta, Whole Time Director, of the Company, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

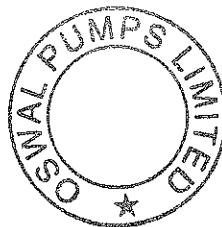
RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For Oswal Pumps Limited

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

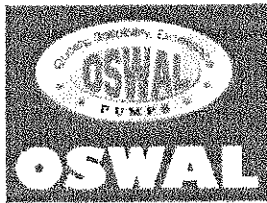
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



Solar | Domestic | Agriculture | Industrial
True Partners!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74903HR1001PLC134254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT the draft of the amendment to the service provider agreement to be executed among the Company, and Concept Communication Limited (the **"Service Provider"**) as circulated among and placed before the Board be and is hereby approved and the Board authorizes the Directors and/ or Key Managerial Personnel (KMPs), severally, to make relevant changes or amendments to finalize the amendment agreement to the service provider agreement.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Vivek Gupta, Chairman & Managing Director, Mr. Amulya Gupta, Whole Time Director and Mr. Shivam Gupta, Whole Time Director, of the Company, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/ or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/ or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done-prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

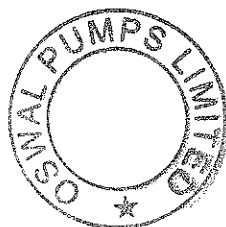
RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

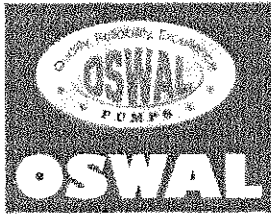
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Forward

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74229-HR2001PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT, the Board hereby takes on record the proposed business strategies as placed before the Board.

RESOLVED FURTHER THAT, duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

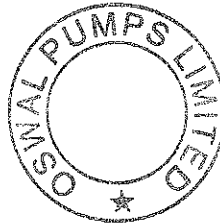
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

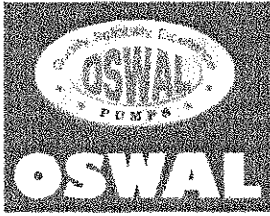
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



OSWAL
PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No. U74535HR2003PLC124254

URL : www.oswalpumps.com

Email : info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws, the Board hereby appoints the National Stock Exchange of India Limited, as the designated stock exchange for the Offer.

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director, of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

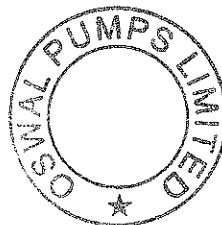
RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

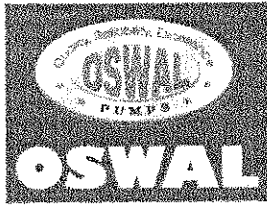
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partners

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91-9896786691

CIN No: U74309HR1997PLC124254

URL : www.oswalpumps.com

Email : info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws, the Board hereby appoints JM Financial Services Limited and Nuvama Wealth Management Limited, as the syndicate members for the Offer, subject to execution of the Syndicate Agreement and in accordance with the terms and conditions therein.

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director, of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

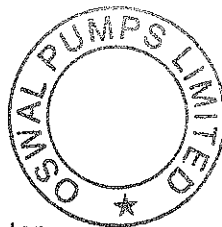
RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

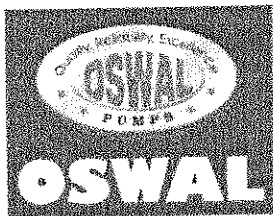
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



Solar | Domestic | Agriculture | Industrial
True Partner

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India
Ph. No. : +91 9896266691

CIN No: U74399HR2003PLC121254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws, the Board hereby appoints MUFG Intime India Private Limited (*formerly Link Intime India Private Limited*) as the share escrow agent in connection with the offer for sale by the Promoter Selling Shareholder in the Offer, subject to execution of the Share Escrow Agreement and in accordance with the terms and conditions therein.

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director, of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For Oswal Pumps Limited

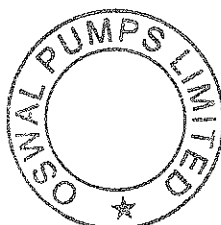
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

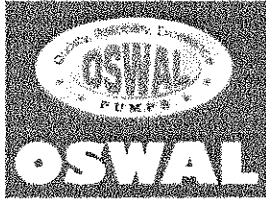
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



OSWAL
PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
Trive (Partners)

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266891

CIN No: U74999HR1997PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws, the Board hereby appoints HDFC Bank Limited, as the Sponsor Bank and Escrow Collection Bank/ Refund Bank subject to execution of a cash escrow and sponsor bank agreement and in accordance with the terms and conditions therein.

RESOLVED FURTHER THAT Vivek Gupta, Chairman and Managing Director, Amulya Gupta, Whole-time Director and Shivam Gupta, Whole-time Director, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

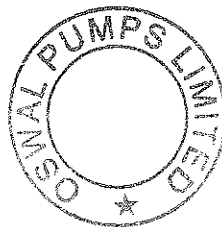
RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

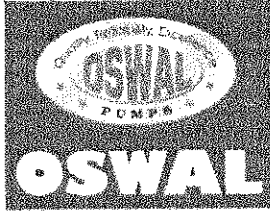
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Purpose!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74999HR2003PLC124254

URL : www.oswalpumps.com

Email : info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws, the Board hereby appoints Axis Bank Limited, as the Sponsor Bank/ Public Offer Account Bank subject to execution of a cash escrow and sponsor bank agreement and in accordance with the terms and conditions therein.

RESOLVED FURTHER THAT Vivek Gupta, Chairman and Managing Director, Amulya Gupta, Whole-time Director and Shivam Gupta, Whole-time Director, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

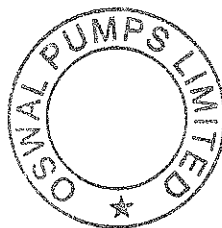
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

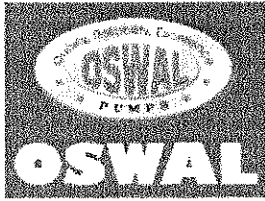
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



OSWAL
PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partners

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896256631

CIN No: U74999HR2007PLC174204

URL : www.oswalpumps.com

Email : info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

“RESOLVED THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules notified 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, as amended (the “SEBI ICDR Regulations”), the Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulations) Rules, 1957 and any other regulations issued by SEBI and the enabling provisions of the memorandum of association and the articles of association of the Company, the DRHP, in respect of the proposed Initial Public Offering of equity shares of face value of ₹1 each of the Company (“Equity Shares”) consisting of a fresh issue of such number of Equity Shares aggregating up to ₹8,900 million (the “Fresh Issue”) and an offer for sale of up to 81,00,000 Equity Shares by Mr. Vivek Gupta (such offering, the “Offer”), at a 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 appointed in connection with the Offer, containing the requisite information as prescribed by applicable laws and regulations, has been modified and updated pursuant to the observations of the SEBI and the stock exchanges and to, inter-alia, highlight the factual / business / legal updates, the updated financial statements, and certain other operational data points, since September 17, 2024, being the date of the DRHP. Accordingly, the UDRHP, be and is hereby taken on record and approved for filing with SEBI and such other authorities or persons as may be required.”

RESOLVED FURTHER THAT the IPO Committee, subject to applicable provisions of law, is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the UDRHP as may be considered appropriate or necessary, consequent to which the UDRHP can be filed with SEBI and such other authorities as may be required, as it, in its sole and absolute discretion deems fit, and the making of such alterations, additions, omissions, variations, deletions, amendments or corrections will be deemed to have been approved by the Board.

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director, of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and



Manufacturer & Exporter of :

Submersible Pumps

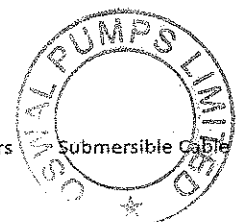
Centrifugal Pumps

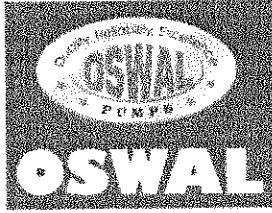
Solar Water Pumps

Electric Motors

Submersible Cable

[Signature]





PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896256691

CIN No: U71999HR2003PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

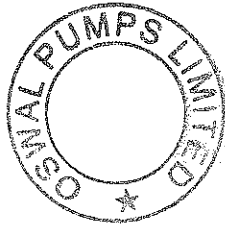
RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For Oswal Pumps Limited

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

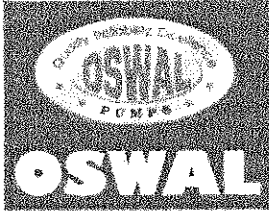
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74999HR2004PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

“RESOLVED THAT pursuant to the applicable provisions Companies Act, 2013, read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force, approval of the Board of Directors of the Company be and is hereby accorded for execution of Share Subscription Agreement for Investment in Oswal Solar Structure Private Limited.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Vivek Gupta, Chairman and Managing Director, Mr. Shivam Gupta, Whole Time Director and Mr. Amulya Gupta, Whole Time Director, of the Company, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

Certified True Copy

For Oswal Pumps Limited

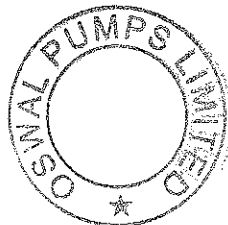
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

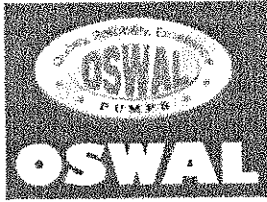
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partners!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74999HR1045PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT, in accordance with the Securities and Exchange Board of India (Issue of Capitals and Disclosure Requirements) Regulations, 2018, as amended and other applicable law, the Board be and hereby appoints ICRA Limited as the Monitoring Agency for the Offer.

RESOLVED FURTHER THAT, the draft of the Monitoring Agency Agreement to be entered into with the Monitoring Agency in connection with the Offer, as circulated with the Agenda, be and is hereby approved.

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

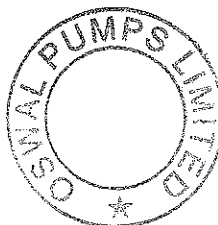
RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

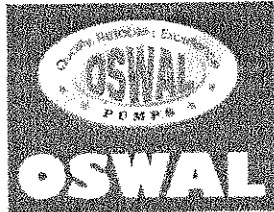
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



Solar | Domestic | Agriculture | Industrial
True Partner!

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No. U74033HR2000PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

“RESOLVED THAT the approval of the Board is hereby granted for the adoption of the following policy on materiality in respect of outstanding legal proceedings to be disclosed by the Company in the Updated Draft Red Herring Prospectus, the Red Herring Prospectus and the Prospectus to be filed in connection with the proposed Initial Public Offering of equity shares of the Company (collectively, the “Offer Documents”) involving the Company, its subsidiaries, its promoters and its directors (collectively, the “Relevant Parties”) and its key managerial personnel and its senior management (together, the “Company Personnel”), as applicable:

- all outstanding criminal proceedings involving the Relevant Parties and the Company Personnel shall be disclosed (including any notices threatening criminal action, matters which are at FIR stage even if no cognizance has been taken by any court) as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”);
- all outstanding actions by regulatory authorities and statutory authorities involving the Relevant Parties and against the Company Personnel shall be disclosed as required under the SEBI ICDR Regulations;
- any disciplinary actions including penalty imposed by the Securities and Exchange Board of India (the “SEBI”) or any stock exchanges against the promoters in the last five financial years including outstanding actions shall be disclosed as required under the SEBI ICDR Regulations;
- all outstanding claims related to direct and indirect tax matters involving the Relevant Parties shall be disclosed as required under the SEBI ICDR Regulations in a consolidated manner, giving the number of cases and total amount;
- all outstanding legal proceedings, including any legal proceedings involving the Relevant Parties, other than as set out under (a) to (d) above, shall be deemed to be material if (i) the monetary amount of claim by or against the entity or person in any such pending proceeding is individually in excess of ₹24.80 million of the Company as per the last three annual restated consolidated financial statements for the full year (the “Materiality Threshold”). For the purposes of disclosure in the Offer Documents, it is clarified that the de minimis threshold for all outstanding litigation involving the Relevant Parties, other than as set out in (a) to (d) above, shall be the Materiality Threshold; or (ii) where the decision in one case is likely to affect the decision in similar cases, even though the amount involved in an individual litigation may not exceed the Materiality Threshold; or (iii) any other outstanding legal proceedings, wherein the monetary liability is not quantifiable or does not meet the de minimis threshold provided under (i) above, shall be deemed to be material if the outcome of such litigation would have a material and adverse bearing on the business, operations, performance, prospects, financial position or reputation of the Company. For the above purposes, notices received by the Relevant Parties from third parties (excluding notices from statutory, regulatory or tax authorities or notices threatening criminal action) shall not



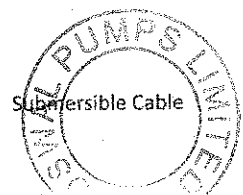
Manufacturer & Exporter of :

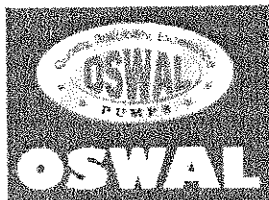
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors





PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
Treated Water

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74999HR1003PLC124234

URL : www.oswalpumps.com

Email : info@oswalpumps.com

be evaluated for materiality until the Relevant Parties are impleaded as defendants in proceedings before any judicial or arbitral forum."

RESOLVED FURTHER THAT on the basis of certifications provided by the group companies, the Board has determined that there are no pending legal proceedings involving the group companies which have a material impact on the Company.

RESOLVED FURTHER THAT the above policy on materiality shall be without prejudice to disclosure requirements, which: (i) may be prescribed by the SEBI and/or such other applicable authority in respect of listed companies; and (ii) may arise from any investor or other complaints, and it being clarified that the above policy on materiality is solely for preparing disclosure in accordance with the requirements prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, with respect to the Offer Documents and should not be applied towards any other purpose.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Vivek Gupta, Chairman & Managing Director, Mr. Amulya Gupta, Whole Time Director and Mr. Shivam Gupta, Whole Time Director of the Company, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be."

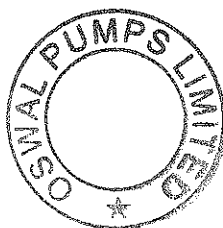
RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy

For **Oswal Pumps Limited**

Vivek Gupta
DIN: 00172835

Chairman and Managing Director
Corr. Add. Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

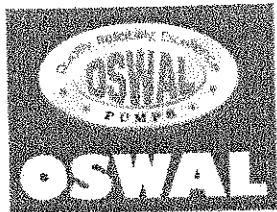
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutall Road,
P. O. Kutall Distt - Karnal, Haryana - 132037, India

Ph. No.: +91 9896266691

CIN No. U74099-HR2003PLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT for the purpose of disclosure in the Updated Draft Red Herring Prospectus proposed to be filed with the Securities and Exchange Board of India ("SEBI"), and the Red Herring Prospectus and the Prospectus proposed to be filed with the Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"), and thereafter with the SEBI, BSE Limited and National Stock Exchange of India Limited (together, the "**Stock Exchanges**") in connection with the proposed Initial Public Offering and pursuant to the materiality policy approved by the Board on September 12, 2024, the following is identified as the group company of the Company:

- 1) Padam Cotton Yarns Limited; and
- 2) Walso Solar Solution Private Limited

RESOLVED FURTHER THAT for the purpose of disclosures in the Offer Documents, as prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Board has determined that, other than as identified above, there are no companies which are considered material by the Board to be identified as group companies.

RESOLVED FURTHER THAT, on the basis of certification provided by the group company, the Board has taken on record that there is no pending litigation involving the group company which has a material impact on the Company for the purpose of disclosure in the Offer Documents in relation to the Offer."

RESOLVED FURTHER THAT Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole-time Director and Mr. Shivam Gupta, Whole-time Director, of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required, and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.



Manufacturer & Exporter of:

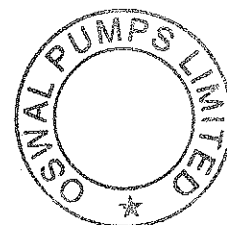
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable





Solar | Domestic | Agriculture | Industrial
"True Partner"

Oswal Pumps Ltd.

An ISO 9001 Certified Company



Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India
Ph. No. : +91 9896266691
CIN No: U74920HR70003PLC124254
URL: www.oswalpumps.com
Email: info@oswalpumps.com

RESOLVED FURTHER THAT duly certified true copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.
Certified True Copy

For Oswal Pumps Limited

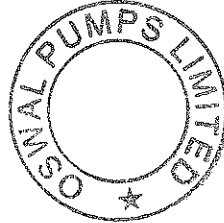
Vivek Gupta

DIN: 00172835

Chairman and Managing Director

Corr. Add. Oswal Estate, NH 1, Kutail Road,

P O Kutail, Distt. Karnal, Haryana-132037



Manufacturer & Exporter of :

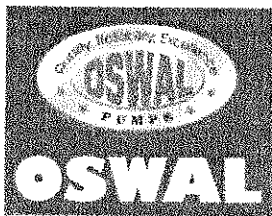
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



PUMPS & MOTORS
Solar | Domestic | Agriculture | Industrial
True Partner

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No. U74999HR2000BLC124254

URL: www.oswalpumps.com

Email: info@oswalpumps.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF OSWAL PUMPS LIMITED IN ITS MEETING HELD ON MAY 26, 2025

"RESOLVED THAT the Board hereby approves the following Interim audited Standalone and Consolidated financial results of the Company for the for the nine month ended December 31, 2024 as per the drafts circulated along with the agenda for the meeting:

- Interim Standalone and Consolidated Audited Balance Sheet as at December 31, 2024;
- Interim Standalone and Consolidated Statement of Profit & Loss for the nine months ended December 31, 2024 and Interim Standalone and Consolidated Statement of Cash flow statement for the nine months ended December 31, 2024
- Schedules, Notes and Annexure forming part of the above statements;

RESOLVED FURTHER THAT the Board hereby authorises Mr. Vivek Gupta, Chairman and Managing Director, Mr. Amulya Gupta, Whole Time Director, Mr. Subodh Kumar, Chief Financial Officer and Mr. Anish Kumar the Company Secretary and Compliance Officer of the Company, to sign the said results on its behalf.

RESOLVED FURTHER THAT the duly signed and authenticated copy of the Interim Standalone and Consolidated Financial Results of the Company for the nine months ended December 31, 2024 be submitted to the statutory auditors of the Company for their auditor's reports thereon.

RESOLVED FURTHER THAT the auditors' reports proposed to be issued by the statutory auditors of the Company, i.e., M/s Singhi & Co., Chartered Accountants, in relation to the Interim Standalone and Consolidated Financial Results for the nine months ended December 31, 2024, is hereby taken on record.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Vivek Gupta, Chairman and Managing Director, Mr. Shivam Gupta, Whole Time Director, Mr. Amulya Gupta, Whole Time Director and/or Mr. Subodh Kumar, Chief Financial Officer of the Company, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.



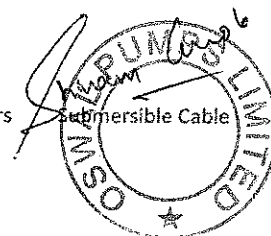
Manufacturer & Exporter of :

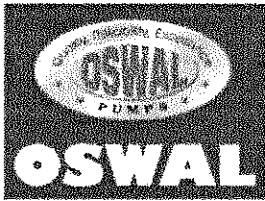
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors





Solar | Domestic | Agriculture | Industrial
True Efficiency

Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No.: +91 9896266891

CIN No: U74999HR3003PLC124254

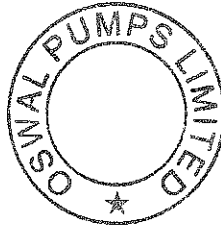
URL: www.oswalpumps.com

Email: info@oswalpumps.com

RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

Certified True Copy
For **Oswal Pumps Limited**

Shivam Gupta
Whole Time Director
DIN: 08500323
Corr. Add.: Oswal Estate, NH 1, Kutail Road,
P O Kutail, Distt. Karnal, Haryana-132037, India



Manufacturer & Exporter of :

Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable