

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF TRUALT BIOENERGY LIMITED (THE "COMPANY") HELD ON FRIDAY, SEPTEMBER 19, 2025 AT UNIT NO. N-1501, 15TH FLOOR, WORLD TRADE CENTRE, BRIGADE GATEWAY CAMPUS, NO. 26/1, DR. RAJKUMAR ROAD, MALLESWARAM WEST, BENGALURU - 560055, KARNATAKA, INDIA THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM)**

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**APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE OFFER**

**"RESOLVED THAT**, the draft of the red herring prospectus dated September 19, 2025 of the Company ("RHP") in respect of the initial public offer of such number of equity shares of the Company ("Equity Shares"), consisting of a fresh issue of such number of shares aggregating up to ₹ 75,000 lakhs and an offer for sale of up to 18,00,000 Equity Shares by Dhraksayani Sangamesh Nirani and Sangamesh Rudrappa Nirani, (the "Promoter Group Selling Shareholders")(the "Offer"), at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and as agreed to by the Company and the Promoter Group Selling Shareholders in consultation with the book running lead managers to the Offer, within the price band to be decided by the Company in consultation with book running lead managers to the Offer, as placed before the Board and containing the requisite information as prescribed by the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), in-principle approvals each dated November 5, 2024 received from BSE Limited and National Stock Exchange of India Limited, and the letter dated November 27, 2024 from the Securities and Exchange Board of India, from the Securities and Exchange Board of India ("SEBI"), the Companies Act, 2013 read with the rules made thereunder, each as amended, or any statutory modification(s) or re-enactment(s) thereof and other applicable laws and regulations, be and is hereby approved for filing with the Registrar of Companies, Karnataka at Bangalore (the "RoC") (pursuant to Section 32 of the Companies Act, 2013 and the rules made thereunder, each as amended), and to be submitted to the SEBI, the BSE Limited and the National Stock Exchange of India Limited (collectively the "Stock Exchanges") and such other authorities or persons as may be required and is taken on record."

**"RESOLVED FURTHER THAT** Mr. Vijaykumar Murugesh Nirani, Managing Director or Mr. Anand Kishore, Chief Financial Officer or Mr. Deepak Kumar Gulati, Company Secretary and Compliance Officer, be and are hereby severally authorized 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 RHP and the Offer, including but not limited to initialing and / or signing any corrections, changes, updates, deletions, amendments, etc. to the RHP, and to file the RHP with the RoC, and to be submitted to SEBI, 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 SEBI ICDR Regulations, Companies Act, 2013 and such other applicable laws."

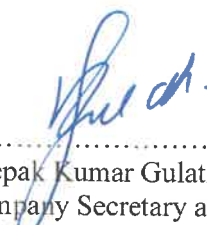


**"RESOLVED FURTHER THAT** a copy of the foregoing resolution, certified to be true by any of the Directors of the Company or the Company Secretary of the Company and Compliance Officer, be forwarded to the authorities concerned for necessary action."

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**//Certified True Copy//**

**For TRUALT BIOENERGY LIMITED**



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Deepak Kumar Gulati  
Company Secretary and Compliance Officer  
M. No.: 27948

*Place: Bangalore*

*Date: 19-09-2025*