

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF CLEAN MAX ENVIRO ENERGY SOLUTIONS LIMITED (FORMERLY KNOWN AS CLEAN MAX ENVIRO ENERGY SOLUTIONS PRIVATE LIMITED) ("THE COMPANY") HELD ON MONDAY, 16 FEBRUARY 2026.**

**To approve and re-adopt Red Herring Prospectus ('RHP') in relation to the Initial Public Offering ('IPO') by the Company**

**"RESOLVED THAT** in furtherance to the resolution passed by the Board of Directors on 13 February 2026 approving the Red Herring Prospectus ('RHP') and on 09 February 2026 approving the Updated Draft Red Herring Prospectus II ("UDRHP II"), the in-principle approvals dated 10 October 2025 received from the Stock Exchanges, the final SEBI observation letter bearing reference no. SEBI/HO/CFD/RAC/DIL1/P/OW/2025/27735/1 dated 30 October 2025 received from the Securities and Exchange Board of India ("SEBI") along with the letter dated 12 February 2026 noting the changes specified, subject to and in accordance with the provisions of applicable laws, including the Companies Act, 2013, and the rules and regulations made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**"), other regulations issued by the SEBI, and the enabling provisions of the Memorandum of Association ("MOA") and the Articles of Association ("AOA") of the Company, the Red Herring Prospectus dated 16 February 2026 (the "**RHP**"), in respect of the initial public offer of equity shares of face value of ₹1 each (the "**Equity Shares**", and such offer, the "**Offer**") by the Company, 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 approved for filing with the Registrar of Companies, Maharashtra at Mumbai (the ROC), (pursuant to Section 32 of the Companies Act, 2013 and the rules made thereunder, each as amended), and thereafter with the SEBI, the BSE Limited, and the National Stock Exchange of India Limited (together with the BSE Limited, the "Stock Exchanges") and such other authorities or persons as may be required under the applicable laws.

**RESOLVED FURTHER THAT** subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the SEBI ICDR Regulations and other applicable laws, approvals (if any) by authorities as may be necessary, Mr. Kuldeep Jain - Managing Director, Mr. Nikunj Gopal Ghodawat - Chief Financial Officer, Mr. Sushant Nagre - Chief Finance Controller, Mr. Ullash Chandra Parida - Company Secretary and Compliance Officer, Ms. Laavanyaa Sankara Narayanan - Head of Equities, Ms. Archana Mehta - Senior Legal Counsel and Ms. Khyati Shukla - AGM Accounts & Tax, 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/or the Preliminary International Wrap, if any, and to finalise the RHP and the Preliminary International Wrap and to submit 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** Mr. Kuldeep Jain - Managing Director, Mr. Nikunj Gopal Ghodawat - Chief Financial Officer, Mr. Sushant Nagre - Chief Finance Controller, Mr. Ullash Chandra Parida - Company Secretary and Compliance Officer, Ms. Laavanyaa Sankara Narayanan - Head of Equities, Ms. Archana Mehta - Senior Legal Counsel and Ms. Khyati Shukla - AGM Accounts & Tax be and are hereby severally authorized to sign the RHP for and on behalf of the Company.

**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, the SEBI, the Stock Exchanges or any other regulatory authority, be and is hereby approved in accordance with the applicable laws.

**RESOLVED FURTHER THAT** the IPO Committee, as constituted, be and is hereby authorised to make any further or subsequent alterations, additions, omissions, variations, deletions, amendments, notice to investors or corrections to the RHP, if any, and to finalise the RHP.

**RESOLVED FURTHER THAT** the allotment letters shall be offered or application money shall be refunded or unblocked from the Application Supported by Blocked Amount ("ASBA") accounts (as applicable) within four days from the date of closure of the Offer or such other time as may be specified by the SEBI failing which interest shall be due to be paid to the applicants in the event of any delay in such allotment and/or refund or unblocking as per applicable laws.

**RESOLVED FURTHER THAT** all monies received out of the Offer shall be transferred to a separate bank account maintained with a scheduled bank as per the provisions of Companies Act, 2013, as amended, and in accordance with the manner specified in the cash escrow and sponsor bank agreement dated February 13, 2025, in relation to the Offer.

**RESOLVED FURTHER THAT** Mr. Kuldeep Jain - Managing Director, Mr. Nikunj Gopal Ghodawat - Chief Financial Officer, Mr. Sushant Nagre - Chief Finance Controller, Mr. Ullash Chandra Parida - Company Secretary and Compliance Officer, Ms. Laavanyaa Sankara Narayanan - Head of Equities, Ms. Archana Mehta - Senior Legal Counsel and Ms. Khyati Shukla -AGM Accounts & Tax of the Company 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** a copy of the above resolutions, certified by any of the Director(s) and/or Key Managerial Personnel of the Company, be forwarded to the concerned authorities for necessary action."

**Certified to be true**

**Clean Max Enviro Energy Solutions Limited**

**(formerly known as Clean Max Enviro Energy Solutions Private Limited)**



**Ullash Parida**

**Company Secretary and Compliance Officer**

**ICSI Membership No.: FCS 8689**

**Address:** Flat No. 102, 1<sup>st</sup> Floor, Shree Siddhivinayak Tower  
Mahatma Phule Road, Dombivali (West) - 421202  
Thane Maharashtra, India

**Date: 16 February 2026**

**Place: Mumbai**