



AMBA AUTO SALES AND SERVICES LIMITED

(Formerly known as Amba Auto Sales and Services Private Limited)

Registered Address : Sy. No. 442/2A, 443/2B, 7, Hongasandra,

Bangalore, Karnataka, India, 560068

CIN: U05010KA2005PLC035690

Email: cs@ambabajaj.com Tel.: +91-9900367421 Website : www.ambaauto.com

(Authorised Dealer of Bajaj Auto Limited)

Certified True Copy of the Resolution passed at the Meeting of the Board of Directors of Amba Auto Sales and Services Limited held on Tuesday, 28th September, 2025 at the Registered Address of the Company situated at Sy. No. 442/2A, 443/2B, 7, Hongasandra, Bangalore, Karnataka, India, 560068

TO APPROVE AND ADOPT THE DRAFT RED HERRING PROSPECTUS

The Chairman informed the Board that pursuant to the resolution passed by Board and the Shareholder(s) at their respective meetings held on 1st August, 2025 and 26th August, 2025, respectively, the Company was authorised to undertake an initial public offering of its equity shares of face value of ₹ 10/- each of the Company (the "**Equity Shares**") consisting of a fresh issue of upto 52,00,000 number of equity shares of the Company which included, without limitation, fresh issue of Equity Shares of the Company ("Fresh Issue" or "Issue") and may include any reservation to [eligible employees or a discount to the Offer price to retail individual bidders, or eligible employees].

The Chairman placed before the Board the draft red herring prospectus of the Company for approval. The Board approved the same and passed the following resolutions:

"RESOLVED THAT, in furtherance of the resolutions passed by the Board and the Shareholders on 1st August, 2025 and 26th August, 2025, the Draft Red Herring Prospectus for the proposed initial public offering (the "**Offer**") of equity shares of the Company of face value of ₹ 10/- each (the "**Equity Shares**") consisting of a fresh issue of upto 52,00,000 number of equity shares of the Company, containing as required under the notified provisions of the Companies Act, 2013 as amended and the rules and regulations framed there under) (the "**Companies Act**") (including any statutory modifications or re-enactment thereof, for the time being in force), if any, each as amended, 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, each as amended, and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**"), provisions of the memorandum of association and the articles of association of the Company and other applicable law, a copy of which is placed before the Board, be and is hereby approved and adopted for filing with the Securities and Exchange Board of India (the "**SEBI**"), the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as the "**Stock Exchanges**") and the relevant stock exchanges, as the case may be, and such other governmental or supervisory



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authorities or persons as may be required, in accordance with the applicable provisions of the Companies Act, the SEBI ICDR Regulations and other applicable law, subject to it being duly signed by the directors of the Company, the Chief Financial Officer;

RESOLVED FURTHER THAT, Mr. Pradeep Kumar Lohia, Director of the Company, Mr. Rakesh Kumar Lohia, Managing Director of the Company and Mr. Vikash Kumar Lohia, Director of the Company and the Chief Financial Officer, Mrs. Mudra Kansal, Director of the Company, Mrs. Neetu Jalan, Director of the Company, Mrs. Raina Singh, Director of the Company and Mr. Chetankumar Hiralal Solanki, Company Secretary of the Company be and are hereby authorized to sign the said Draft Red Herring Prospectus on behalf of the Company and file the same with the SEBI for their observations and with the relevant stock exchanges for obtaining their in-principle approval and for listing purposes 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 afore going resolutions;

RESOLVED FURTHER THAT, Mr. Pradeep Kumar Lohia, Director of the Company, Mr. Rakesh Kumar Lohia, Managing Director of the Company and Mr. Vikash Kumar Lohia, Director of the Company and the Chief Financial Officer, Mrs. Mudra Kansal, Director of the Company, Mrs. Neetu Jalan, Director of the Company, Mrs. Raina Singh, Director of the Company and Mr. Chetankumar Hiralal Solanki, Company Secretary of the Company be and is hereby authorised to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the Draft Red Herring Prospectus in accordance with the applicable law and regulations prior to filing with the SEBI;

RESOLVED FURTHER THAT, Mr. Pradeep Kumar Lohia, Director of the Company, Mr. Rakesh Kumar Lohia, Managing Director of the Company and Mr. Vikash Kumar Lohia, Director of the Company and the Chief Financial Officer, Mrs. Mudra Kansal, Director of the Company, Mrs. Neetu Jalan, Director of the Company, Mrs. Raina Singh, Director of the Company and Mr. Chetankumar Hiralal Solanki, Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or desirable for such purpose, including, without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto;

RESOLVED FURTHER THAT, Mr. Pradeep Kumar Lohia, Director of the Company, Mr. Rakesh Kumar Lohia, Managing Director of the Company and Mr. Vikash Kumar Lohia, Director of the Company and the Chief Financial Officer, Mrs. Mudra Kansal, Director of the Company, Mrs. Neetu Jalan, Director of the Company, Mrs. Raina Singh, Director of the Company and Mr.

[Handwritten signature in blue ink, appearing to read 'Zohra' and 'Vivek']



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Chetankumar Hiralal Solanki, the Company Secretary of the Company, be and is hereby authorised to take all steps for giving effect to the aforesaid resolution;

RESOLVED FURTHER THAT a certified true copy of the aforesaid resolution under the signature of any of the Directors be submitted with the concerned regulatory authorities.”

CERTIFIED TRUE COPY
For, AMBA AUTO SALES AND SERVICES LIMITED

MANAGING DIRECTOR
RAKESH KUMAR LOHIA
DIN: 01884538

Date : 28th September, 2025
Place : Bangalore