

**CONSENT LETTER AND CERTIFICATE CONFIRMING HOLDING A VALID PEER REVIEW
CERTIFICATE**

To,

**The Board of Directors,
AMBA AUTO SALES AND SERVICES LIMITED**
Sy.No. 442/2A, 443/2B, 7, Hongasandra,
Bangalore, Karnataka, India, 560068

AND

Capital Square Advisors Private Limited
208, 2nd Floor, AARPEE Centre,
MIDC Road No.11, CTS70,
Andheri - East, Mumbai – 400093

(Capital Square Advisors Private Limited referred to as the “Book Running Lead Manager”).

Re: Proposed initial public offering of equity shares of face value of Rs. 10/- each (the “Equity Shares” and such offering, the “Offer”) of AMBA AUTO SALES AND SERVICES LIMITED (the “Company”)

Dear Sir/ Madam,

We, **M/s S P D R & ASSOCIATES LLP (FRN: S200043)**, are the statutory auditors of the Company, appointed in accordance with section 139 of the Companies Act, 2013, as amended. We hereby consent to references to us as the “Statutory Auditors” of the Company in the draft red herring prospectus of the Company to be submitted/filed with the SME Platform of NSE (“NSE Emerge”) where the Equity Shares of the Company are proposed to be listed (the “Stock Exchanges”), and the red herring prospectus and the prospectus of the Company which the Company intends to file with the Registrar of Companies, Bangalore (the “RoC”) and thereafter file with the SEBI and the Stock Exchanges, as well as other materials or documents that may be required to be prepared, filed or submitted by the Company in connection to the Offer (“Offer Documents”) in relation to the Offer, (i) the restated financial statements of the Company for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 which was audited in accordance with the Generally Accepted Accounting Principles (“GAAP”) and in compliance with applicable accounting standards as notified under the Companies (Accounting Standards) Rules, 2006, read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and restated in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”) (the “Restated Financial Statements”) and the examination report dated September 11, 2025 thereon; and (ii) Statement of Special Tax Benefits dated 24th September, 2025 which appears in such Draft Red Herring Prospectus and our report thereon (“Special Tax Benefits Statement”). We also consent to be named as an “expert” in terms of Section 2(38) and Section 26 and any other applicable provisions of the Companies Act, 2013, as amended, in the Offering Documents in relation to the certificates delivered by us in connection with the Offer.

We also consent to the references to us as the “Statutory Auditors” or “Auditors” of the Company under the headings “Definitions and Abbreviations”, “General Information” and other sections in the Offer Documents. The following information in relation to us may be disclosed in the Offer Documents:

Name: M/s S P D R & ASSOCIATES LLP, Chartered Accountants

Address: No. 223,12-2, 2nd Floor, Maha Ganapati Tower, 12th Cross Road, Wilson Garden, Bengaluru, Karnataka – 560 027

Tel.: +9193417 72166

Peer review certificate number: 019512

Peer review certificate valid up to: 31st January 2028

Firm Registration Number: S200043**Email:** sunil@caspdr.com**Contact Person:** CA Sunil Kumar

We further confirm that pursuant to a peer review process conducted by Institute of Chartered Accountants of India ("ICAI"), we hold a valid certificate issued by the peer review board of the ICAI and are eligible to certify the financial information as per the requirements of the ICDR Regulations. The next due date of review is 1st February 2028.

Annexed herewith is a copy of our peer review certificate dated 4th February 2025.

We confirm that the information above is true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.

This certificate is issued for the sole purpose of the Offer and this certificate or any extracts or annexures thereof, can be used, in full or part, for inclusion in the Offer Documents in connection with the Offer, and for the submission of this certificate as may be necessary, to any regulatory / statutory authority, stock exchanges, any other authority as may be required and/or for the records to be maintained by the BRLM in connection with the Offer and in accordance with applicable law, and for the purpose of any defense the BRLM may wish to advance in any claim or proceeding in connection with the contents of the Offer Documents.

This certificate may be relied on by the BRLM, their affiliates and legal counsel in relation to the Offer.

We also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date.

We undertake to update you in writing of any changes in the abovementioned position until the date the Equity Shares issued pursuant to the Offer commence trading on the stock exchanges. In the absence of any communication from us till the Equity Shares commence trading on the stock exchanges, you may assume that there is no change in respect of the matters covered in this certificate.

Yours faithfully,

For and on behalf of S P D R & ASSOCIATES LLP**Chartered Accountants****FRN: S200043**
Authorized signatory**CA Sunil Kumar**

Partner

Membership No.: 095398

UDIN: 25095398BMLAKG7348

Place: Bangalore

Date: 24th September, 2025**Encl.:****Peer review certificate dated 4th February 2025****CC: Legal Counsel to the Offer****Singhania & Co. LLP**

502, Baani Address One, Sector 56,

Gurugram, Hararyana



The Institute of Chartered Accountants of India

(Setup by an Act of Parliament)

Peer Review Board

Peer Review Certificate No.: 019512

This is to certify that the Peer Review of

M/s SPDR & Associates LLP

No. 223/12-2, 2nd Floor, Maha Ganapati Tower,

10th Main, 12th Cross Road, Wilson Garden,

Bengaluru-560027

FRN.: S200043

has been carried out for the period

2021-2024

pursuant to the *Peer Review Guidelines 2022*, issued by the Council of the Institute of Chartered Accountants of India.

This Certificate is effective from: 29-01-2025

The Certificate shall remain valid till: 31-01-2028

Issued at New Delhi on 04-02-2025



CA. Prasanna Kumar D

Chairman
Peer Review Board



CA. (Dr.) Raj Chawla

Vice-Chairman
Peer Review Board



CA. Mohit Baijal

Secretary
Peer Review Board

Note : The Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the 'Peer Review Guidelines 2022'.

