

CERTIFICATE ON OUTSTANDING DUES TO CREDITORS AND MSMEs

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”)

We, M/s SPDR & Associates LLP, Chartered Accountants, the present Statutory Auditors of the Company have performed the procedures stated below with respect to amount outstanding to creditors of the Company as on 31st December 2025.

We have performed the following procedures:

- (i) Obtained the schedule of creditors along with outstanding balances, prepared by management of the Company, as on 31st December 2025 bifurcated into two categories (i) outstanding dues of small-scale undertakings (as per the Micro, Small and Medium Enterprises Development Act, 2006) (“**Small Scale Creditors**”), and (ii) outstanding dues of creditors other than Small Scale Creditors (“**Other Creditors**”). The creditors were further divided into “material creditors” and “other than material creditors” based on the materiality policy of the Company.
- (ii) Compared the amount outstanding as per the schedule obtained in (i) above with the restated financial statements for period ended 31st December 2025 to confirm the accuracy and completeness of such amounts to the extent applicable along with ledger accounts of creditors, minutes of the meetings of the Board of Directors of the Company, minutes of Annual General Meetings and Extra-Ordinary General Meetings of the Company, minutes of the Meetings of various Committees of the Board of Directors and Bank Statements of the Company for the period ended 31st December 2025.
- (iii) Verified the categories ‘Small Scale Creditors’ and ‘Other Creditors’ from confirmations received from the creditors.

Based on the above procedures, information and explanations provided by the management of the Company, we confirm:

- (i) As of 31st December 2025, the Company does not owe any amount to any creditor other than as described in **Annexure A**, the summary of which has been provided in **Annexure C**.
- (ii) As of 31st December 2025, the Company does not owe any amount to any micro, small and medium enterprises or other creditors, other than as described in **Annexure B**, the summary of which has been provided in **Annexure C**.
- (iii) As of 31st December 2025, the Company does not owe any amount to any material creditor, other than as described in **Annexure A**, the summary of which has been provided in **Annexure C**. For the purposes of this disclosure, “material creditors” are identified in accordance with the materiality policy adopted by the board of directors of the Company by way of their resolution dated September 03, 2025, wherein a creditor of the Company shall be considered to be material for the purpose of disclosure in the Offer Documents if amounts due to such creditor exceed 10 Lakhs.

We have conducted our examination in accordance with the “Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)” (“**Guidance Note**”) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India. We have also complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial information, and Other Assurance and Related Services Engagements.

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 red herring prospectus, prospectus and any other material used 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.

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

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

We undertake to update you in writing of any changes in the aforesaid matters, until the date the Equity Shares issued pursuant to the Offer are listed and permitted to 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.

This Certificate is issued at the request solely for the purpose of inclusion in connection with the offer document and should not be used for any other purpose. Our responsibility is restricted to the matters expressly stated herein, and we accept no liability or responsibility whatsoever to any other person or for any other purpose.

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: 26095398FNUCKN6148
Place: Bangalore
Date: 10th April, 2026



Encl: As above

CC:

Legal Counsel to the Offer

Singhania & Co. LLP
502, Bani Address One, Sector 56,
Gurugram, Harayana

Annexure A

Amounts Due to Creditors as of 31st December 2025

Sundry Creditors –

Sr. No.	Particulars	Balance as on 31.12.2025
1	Bajaj Auto Limited	5,23,15,529.68
2	Maruthi Motors	21,30,840.00
3	Sarjapur Amba Bajaj (Iblur Branch)	21,10,525.88
4	Amazon Seller Services Pvt Ltd	17,24,963.38
5	Bangalore Autometers	17,10,846.36
6	M/s One 97 Communication Ltd	17,10,082.30
7	Popular Motors Corporation	16,79,370.18
8	Isha Agarwal	12,92,100.00
9	Khivraj Motors Vehicle	11,67,494.76
10	Commercial Motors	9,43,629.41
11	Raghavendra Motors Pvt Ltd.	8,37,955.74
14	Other Creditors	1,24,53,419.30
Grand Total		8,00,76,756.99

Annexure A

Amounts Due to Material Creditors as on 31st December 2025

Sr. No.	Particulars	Balance as on 31.12.2025
1	Bajaj Auto Limited	5,23,15,529.68
2	Maruthi Motors	21,30,840.00
3	Sarjapur Amba Bajaj (Iblur Branch)	21,10,525.88
4	Amazon Seller Services Pvt Ltd	17,24,963.38
5	Bangalore Autometers	17,10,846.36
6	M/s One 97 Communication Ltd	17,10,082.30
7	Popular Motors Corporation	16,79,370.18
8	Isha Agarwal	12,92,100.00
9	Khivraj Motors Vehicle	11,67,494.76
10	Commercial Motors	9,43,629.41
11	Raghavendra Motors Pvt Ltd.	8,37,955.74
Grand Total		6,76,23,337.69

Note: As per policy material creditors are 5% of total trade payables, for better corporate governance the above table contains 1% material creditors.

Annexure B

Amounts Due to Micro, Small and Medium Enterprises, as of 31.12.2025

Nil

Annexure C

Summary of Amounts Due to Micro, Small and Medium Enterprises

As of 31.12.2025, the Company owed a total sum of Nil to a total number of micro, small and medium enterprises.

Summary of Amounts Due to Other Creditors

As of 31.12.2025, the Company owed a total sum of Rs. 1,24,53,419.30 to a total number of 56 creditors.

Summary of Amounts Due to Material Creditors

As of 31.12.2025, the Company owed a total sum of Rs. 6,76,23,337.69 to a total number of 11 material creditors.