



AMBA  BAJAJ

Authorised Dealer for Bajaj Auto Limited

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Unit of Amba Auto Sales & Services Ltd
(Formerly Known As Amba Auto Sales & Services Pvt.Ltd)
No. 442/2A, 443/2B, 7, Hongasandra,
Garve Bhavi Palya Bus Stop, Hosur Main Road,
Bangalore - 560 068.
Tel : 080 - 41100382 / 4814 3659
www: ambaauto.com
CIN No : U05010KA2005PLC035690

CERTIFIED TRUE COPY OF RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF AMBA AUTO SALES AND SERVICES LIMITED HELD ON TUESDAY, APRIL 21, 2026, AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT SY.NO. 442/2A, 443/2B, 7, HONGASANDRA, BANGALORE, KARNATAKA, INDIA, 560068.

APPROVAL AND ADOPTION OF RED HERRING PROSPECTUS:

It was noted that the Company, in response to the Draft Red Herring Prospectus dated September 29, 2025 ("DRHP") filed by the Company with the Emerge Platform of National Stock Exchange of India Limited, the company has received the In-principle approval vide letter dated February 05, 2026 letter no NSE/LIST/6209 from the National Stock Exchange of India Limited.

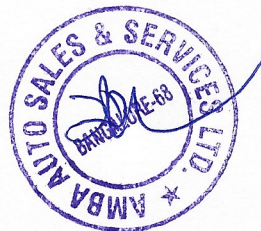
Further, this Public Issue has been authorized by Board Resolution dated August 01, 2025, and Special Resolution dated August 26, 2025.

The Chairman informed the Board that as part of the Initial Public Offering process, the Company in consultation with the BRLM has prepared the Red Herring Prospectus ("RHP") for the purposes of filing it with the Emerge Platform of National Stock Exchange of India Limited, ("NSE EMERGE"). Accordingly, the Chairman placed the Red Herring Prospectus before the Board for their approval.

The Board approved the same and passed the following resolutions:

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, as amended, Securities and Exchange Board of India (Issue of Capital Disclosure and Requirements) Regulations, 2018, as amended, ("SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulations) Rules, 1957 and any other regulations issued by the Securities and Exchange Board of India ("SEBI"), the Red Herring Prospectus (the "RHP") to be filed with National Stock Exchange of India Limited, and such other authorities or persons as may be required, in relation to the proposed Initial Public Offering of up to 48,24,000 Equity Shares of the Company ("Fresh Issue") at such price as may be determined in accordance with the book building process under SEBI ICDR Regulations, as amended, and as agreed to by the Company in consultation with the book running lead manager to the offer (the "BRLM") in accordance with the SEBI ICDR Regulations, which is placed before the Board and initialled by the Chairman for identification, be and is hereby approved and adopted for filing with statutory and regulatory authorities.

RESOLVED FURTHER THAT any of the Director, be and is hereby severally authorized to make or approve any modifications, alterations, or amendments in the Red Herring Prospectus, as may be required or deemed necessary, and that the final Red Herring Prospectus be approved by any of the Directors of the Company, for filing with the Securities and Exchange Board of India (SEBI), Registrar of Companies (RoC), Stock Exchanges, and any other regulatory authorities as may be applicable.





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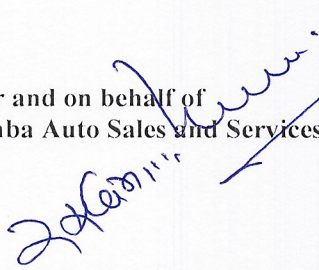
RESOLVED FURTHER THAT the Red Herring Prospectus is hereby recommended for signing by each of the Directors of the Company, the Chief Financial Officer of the Company, Company Secretary and Compliance Officer of the Company and each such person be and is hereby authorized to sign the declaration page of the Red Herring Prospectus for and on behalf of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above matters and to settle any difficulty or doubt that may arise in this regard, Directors, Chief Financial Officer and Company Secretary, be and are hereby severally authorized to do all such act(s), deed(s), matter(s) and thing(s) and execute all such documents, instruments and writing as they may in their sole and absolute discretion deem necessary or expedient, including making all necessary filings and intimations to the Registrar of Companies, the Securities and Exchange Board of India, the National Stock Exchange of India Limited and other concerned authorities, if any.

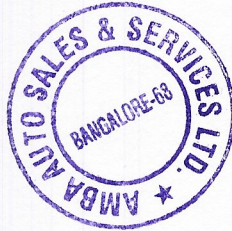
RESOLVED FURTHER THAT a copy of the above resolutions, certified by any of the Directors of the Company or the Company Secretary of the company, be forwarded to the concerned authorities for necessary action”

//Certified True Copy//

For and on behalf of
Amba Auto Sales and Services Limited



RAKESH KUMAR LOHIA
Managing Director
DIN: 01884538



Date: April 21, 2026
Place: Bangalore