



KHERIA AUTOCOMP LIMITED

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS KHERIA AUTOCOMP LIMITED HELD ON TUESDAY, 30TH SEPTEMBER, 2025 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. B6, B7 & B8, TATA VENDOR PARK, REVENUE SURVEY NO.1, VILLAGE. NORTHKOT PURA, SANAND-382170, GUJARAT, INDIA.

APPROVAL OF DRAFT RED HERRING PROSPECTUS:

The Company vide its Board Resolution dated 26th July, 2025 and Shareholders' Resolution dated 30th July, 2025 had approved the listing of the Equity Shares of the Company through Initial Public Offer.

The Chairman informed the Board that as part of the initial public offering process, the Company in consultation with the BRLM has prepared the Draft Red Herring Prospectus ("DRHP") for the purposes of filing it with NSE Emerge. Accordingly, the Chairman placed the DRHP 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, and applicable provisions of the Companies Act, 1956, if any, (collectively "Companies Act") the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, and the 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 draft red herring prospectus (the "DRHP") to be filed with Emerge Platform National Stock Exchange of India Limited ("NSE EMERGE") and such other authorities or persons as may be required, in relation to the proposed Initial Public Offering of up to 46,00,000 equity shares of Rs.10/- each in accordance with the SEBI ICDR Regulations, which is placed before the Board and initialed by the Chairman for identification, be and is hereby approved and adopted for filing with statutory and regulatory authorities and accordingly, a copy of the DRHP duly signed by all the Directors named therein along with the annexures thereto be delivered to the NSE Emerge for filing thereof."

"RESOLVED FURTHER THAT Mr. Tara Chand Kheria (DIN: 00165643), Director and/or Mr. Vinay Kheria (DIN: 00165718), Managing Director of the Company be and is hereby severally authorized to file the DRHP with NSE Emerge for approval and comply with all other formalities in this regard and/or to upload the DRHP on the website of the Company, www.kheria.com.

Plot No B6, B7 & B8, Tata Vendor Park, Revenue Survey No1, Village Northkot Pura,
Taluka: Sanand, Dist: Ahmedabad (Guj) Pin - 382170 Phone : +91 9714297279

E-mail : info@kheria.com Website : www.kheria.com

CIN : U35923GJ2009PLC058554



KHERIA AUTOCOMP LIMITED

"RESOLVED FURTHER THAT Mr. Tara Chand Kheria (DIN: 00165643), Director and Mr. Vinay Kheria (DIN: 00165718), Managing Director, Mr. Manish Dalvadi, Chief Financial Officer and Mr. Nisarg Shah, Company Secretary and Compliance Officer be and are hereby severally/jointly authorized to issue a public announcement in one English national daily newspaper, one Hindi national daily newspaper and one Gujarati national daily newspaper within two days of filing of DRHP with NSE Emerge disclosing the fact of filing of the DRHP and inviting public to provide their comments, Company or the BRLM in respect of the disclosures made in DRHP."

"RESOLVED FURTHER THAT Mr. Tara Chand Kheria (DIN: 00165643), Director and Mr. Vinay Kheria (DIN: 00165718), Managing Director, Mr. Manish Dalvadi, Chief Financial Officer and Mr. Nisarg Shah, Company Secretary and Compliance Officer be and are hereby severally/jointly authorized to do all acts, matters, deeds and things as are necessary and incidental in relation to the approval and adoption of the DRHP, carrying out any further alterations to the DRHP and filing the same with NSE EMERGE and such other authorities or persons as may be required and obtaining their approval in relation to the same, issue such certificates and confirmations as may be required, and to do such other things as they may be necessary or desirable in this regard."

**Certified True Copy,
For KHERIA AUTOCOMP LIMITED**

**VINAY KHERIA
MANAGING DIRECTOR
DIN: 00165718**



Date: 30th September, 2025
Place: Sanand

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