

**CERTIFIED TRUE COPY OF EXTRACT OF RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF KHERIA AUTOCOMP LIMITED HELD ON 09<sup>TH</sup> SEPTEMBER, 2026 AT 11:00 A.M. AT 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.**

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**TO APPROVE AND ADOPT THE RED HERRING PROSPECTUS:**

**"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 SME Platform of National Stock Exchange of India Limited and such other authorities or persons as may be required, in relation to the proposed Initial Public Offering through fresh Issue of up to 46,00,000 (Forty Six Lakh) Equity Shares of Rs.10/- each at a price including premium, if any, as may be determined, by the Board in consultation with Book Running Lead Manager (BRLM), in pursuance of the Book Building mechanism in accordance with the SEBI ICDR Regulations, which is placed before the Board and initiated 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 RHP duly signed by all the Directors named therein along with the annexures thereto be delivered to the SME Platform of National Stock Exchange of India Limited (Stock Exchange) for filing thereof."

**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,** Mr. Tara Chand Kheira, Director; Mr. Vinay Kheria, Managing Director; Mr. Manish Amrutlal Dalwadi, Chief Financial Officer and Mr. Nisarg Dineshkumar 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, where our Registered Office is located, within two working days of filing of RHP with SME Platform of National Stock Exchange of India Limited for inviting public comments in respect of disclosures made in the RHP.

**RESOLVED FURTHER THAT**, Mr. Tara Chand Kheira, Director; Mr. Vinay Kheria, Managing Director; Mr. Manish Amrutlal Dalwadi, Chief Financial Officer and Mr. Nisarg Dineshkumar 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 RHP, carrying out any further alterations to the RHP and filing the same with SME Platform of National Stock Exchange of India Limited (Stock Exchange) 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: 09<sup>th</sup> September, 2026  
Place: Sanand