



Formerly known as: SS Retail Private Limited & SS Communication & Services Pvt. Ltd. CIN - U51599PN2016PLC164991

REGD Office : 399, 'E' Basant Bahar Road, Ratikamal Complex, Kolhapur, Maharashtra, India- 416003 Mob: +91 8600 666 111. Email - info@ssmobile.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT (FY 2025-26) MEETING OF THE BOARD OF DIRECTORS OF SS RETAIL PRIVATE LIMITED (FORMERLY KNOWN AS SS COMMUNICATION & SERVICES PRIVATE LIMITED) HELD ON SATURDAY 29TH NOVEMBER 2025 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 399, E, BASANT BAHAR ROAD, RATIKMAL COMPLEX, SHOP 6-7, KOLHAPUR - 416003 AT 11.00 AM

5. TAKING NOTICE OF OFFER FOR SALE AND TAKE ON RECORD CONSENT LETTERS FROM SELLING SHARHOLDERS

Pursuant to the resolution passed by the Board on **September 5, 2025** for approving the initial public offer of Equity Shares of the Company, the Board takes on note the intention and consent of Siddharth Gunwant Shah, Deepa Siddharth Shah, Harshal Kishor Parekh, Bhavini Harshal Parekh and Rakhi Narendra Firodia, the existing shareholders of the SS Retail Limited (**Company**), for offer for sale of Equity Shares.

In this regard, the following resolution was passed by the Board:

RESOLVED THAT subject to the consents, approvals, permissions and sanctions of the regulatory authorities, if and to the extent necessary, and subject to such conditions and modifications as may be prescribed in granting such consents, approvals, permissions and sanctions which may be agreed to by the Board under applicable provisions of the SEBI ICDR Regulations and other applicable laws, the Board takes note of the intention to create, offer, issue and allot equity shares of face value of ₹ 10 each of the Company (**Equity Shares**) up to an aggregate of ₹ 3500.00 million, which shall comprise a fresh issuance of Equity Shares by the Company (**Fresh Issue**) and an offer for sale, up to an aggregate of ₹ 2500.00 million as may be determined by Siddharth Gunwant Shah, Deepa Siddharth Shah, Harshal Kishor Parekh, Bhavini Harshal Parekh and Rakhi Narendra Firodia, the existing shareholder(s) of the Company by way of their consent letters dated **October 22, 2025**, (**Selling Shareholder(s)**) (**Offer for Sale**, and together with the Fresh Issue, the **Offer**) at a price to be determined by the book building process in terms of the SEBI ICDR Regulations, for cash at such premium or discount per Equity Share as allowed under applicable laws and as may be fixed and determined by the Company and the Selling Shareholder(s) in consultation with the book running lead managers appointed for the Offer (**BRLMs**), in terms of the Offer agreement, to such category of persons as may be permitted or in accordance with the SEBI ICDR Regulations or other applicable laws, if any, as may be prevailing at that time and in such manner as may be determined by the Board in consultation with the BRLMs and/or underwriters and/or other advisors or such persons appointed for the Offer.

“RESOLVED THAT the Board hereby takes on record that Siddharth Gunwant Shah, Deepa Siddharth Shah, Harshal Kishor Parekh, Bhavini Harshal Parekh and Rakhi Narendra Firodia,, the existing shareholders of the Company have, through their letters dated **October 22, 2025**, consented to offer up to ₹ 2500.00 million Equity Shares held by them respectively for sale through the Offer and that the Company has been authorised by the Selling Shareholder(s) in terms of Section 28(3) of the Companies Act, 2013, and the Board takes on record these consent letters.



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RESOLVED FURTHER THAT Mr. Siddharth Gunwant Shah, Chairman & Managing Directors and Mr. Harshal Kishor Parekh, Whole-time Director of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be required or deemed expedient to give effect to the above resolutions.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company is authorised to certify the true copy of the aforesaid resolutions.

**CERTIFIED TRUE COPY
SS RETAIL LIMITED**

A handwritten signature in blue ink, appearing to read 'S. Shah', is written over a horizontal line.

**SIDDHARTH GUNVANT SHAH
DIRECTOR**

DIN: 07530121

**Address: 126 Pallavi, Near Tower Garden,
Ruikar Colony, Karvir,
Kolhapur 416005.**

Date : 27/12/2025

Place: Kolhapur