SS Retail Limited

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 RESOUTION PASSED AT (08/FY 2026-27) MEETING OF THE BOARD OF DIRECTORS OF SS RETAIL LIMITED (FORMERLY KNOWN AS SS RETAIL PRIVATE LIMITED AND SS COMMUNICATION & SERVICES PRIVATE LIMITED) HELD ON TUESDAY, 08TH DAY OF SEPTEMBER, 2026 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 399, E, BASANT BAHAR COMPLEX, SHOP 6-7, KOLHAPUR - 416003 AT 9.15 P.M.

ADOPTION OF THE RED HERRING PROSPECTUS

"**RESOLVED THAT** in furtherance of the resolutions passed by the Board of Directors at their meeting held on December 27, 2025 approving the filing of the draft red herring prospectus with the Securities and Exchange Board of India (**SEBI**), the in-principle approvals received from BSE Limited and the National Stock Exchange of India Limited (together, the **Stock Exchanges**) both dated April 24, 2026, the SEBI observations letter bearing reference number the (i) interim observations from SEBI through its letter bearing reference number queries raised by SEBI through emails / letters dated February 16, 2026, March 17, 2026 and April 24, 2026, and the queries raised during our discussions on April 9, 2026, April 16, 2026, April 27, 2026 and May 08, 2026 (collectively '**SEBI Interim Observations**') and our responses thereof through our letters dated February 20, 2026, March 27, 2026 , April 13, 2026, April 20, 2026, April 24, 2026, April 29, 2026 and email dated May 08, 2026, respectively (collectively, '**Responses**') and (ii) the final observations from SEBI through its letter bearing reference number HO/49/11/11(138)2026-CFD-RAC-DIL4 dated May 13, 2026, submitting *inter alia* copy of the updated draft of the Red Herring Prospectus (**UDRHP**) for the Offer along with the Company's *in-seriatim* responses to the Final Observations Letter, the red herring prospectus of the Company (**RHP**), a copy of which is placed before this meeting and the information contained therein as per the requirements of Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable law, be and is hereby approved in connection with the proposed initial public offering of equity shares of the Company (**Offer**).

RESOLVED FURTHER THAT the bid/Offer opening date (except for anchor investors) shall be Wednesday, September 16, 2026 and the bid/Offer closing date (except for anchor investors) shall be Friday, September 18, 2026.

RESOLVED FURTHER THAT the anchor investor bidding date for the anchor investors shall be one working day prior to the bid/Offer opening date, i.e. Tuesday, September 15, 2026 and approve the participation of anchor investors in the Offer.

RESOLVED FURTHER THAT the preliminary international wrap dated September 8, 2026 of the Company which is placed before the Board in respect of the Offer (**Preliminary International Wrap**), be and is hereby approved.

RESOLVED FURTHER THAT the IPO Committee of the Board, as constituted, be and is hereby authorized to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP prior to its filing with the Registrar of Companies, Maharashtra at Pune (**RoC**) and the SEBI and such other authorities or persons as may be required, as it, in its absolute discretion deems fit, in consultation with the book running lead manager to the Offer and the making of such alterations, additions, omissions, variations, amendments or corrections will be deemed to have been approved by the Board of Directors.

RESOLVED FURTHER THAT, the RHP is hereby recommended for signing by each Director of the Company and Sagar Patil, Chief Financial Officer, and each such person be and is hereby authorized to sign the declaration page of the RHP for and on behalf of the Company.

RESOLVED FURTHER THAT subject to the provisions of the Companies Act, 2013, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws, approvals (if any) by authorities as may be necessary, approval be and is hereby granted for filing the RHP and any other related documents with the SEBI, RoC, the Stock Exchanges and with any other regulatory authority as may be necessary with respect to the Offer.

RESOLVED FURTHER THAT, Mr. Siddharth Gunvant Shah, Chairman & Managing Director, Mr. Harshal Kishor Parekh, Whole Time Director, be and are hereby authorized to file the RHP with the RoC and submit to SEBI and the Stock Exchanges and any other regulatory authority as may be necessary.

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, Mr. Siddharth Gunvant Shah, Chairman & Managing Director, Mr. Harshal Kishor Parekh, Whole Time Director, 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 SEBI, the RoC, the Stock Exchanges and other concerned authorities, if any.

RESOLVED FURTHER THAT a copy of the above resolutions, certified by any director or the company secretary of the Company, be forwarded to the all concerned authorities, agencies or parties for necessary action from time-to-time."

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
SS RETAIL LIMITED

____

SIDDHARTH GUNVANT SHAH
MANAGING DIRECTOR
DIN: 07530121
Address: 126 Pallavi, Near Tower Garden, Ruikar Colony, Karvir, Kolhapur 416005.

Date : 08.09.2026
Place: Kolhapur