



Reference Id: JSA/25-26/AC/117

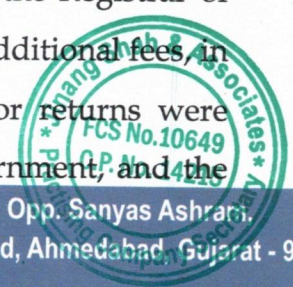
Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **AMBASSADOR INTRA HOLDINGS LIMITED (CIN: L17119GJ1982PLC009258)** having (hereinafter referred as "**the Company**") as required to be maintained under the Companies Act, 2013 as may be applicable, and the rules made thereunder (hereinafter collectively referred as "**the Act**") for the financial year ended on **31st March, 2025** (hereinafter referred as "**the year**" or "**financial year**"). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

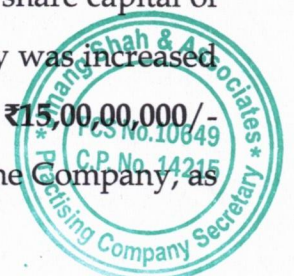
- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has generally and regularly complied with the provisions of the Act. We further certify during the financial year as per the provisions of the Act:
 1. The Company is a Public Limited Company.
 2. The Company has maintained the registers/records and made entries therein within the time prescribed there for.
 3. The Company has filed the required forms and returns with the Registrar of Companies (RoC) within the time prescribed /by payment of additional fees, in case of delay. As reported by the management, no forms or returns were required to be filed with the Regional Director, Central Government, and the Tribunal, Court or other authorities.



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4. The Company has called/ convened/ held meetings of the Board of Directors and the meetings of the members of the Company within due dates as stated in the Annual Return in respect of which notices were given and the proceedings have been properly recorded in the Minute book/ registers maintained for the purpose and the same have been signed. During the year, the Company has not passed any resolutions though Postal Ballot or circulation;
5. The Company has not given any advance or loans, to its Directors and/or persons or firms or Companies referred in Section 185 of the Act.
6. The Company has duly closed its register of members as per the prescribed regulations, ensuring that all necessary notifications and disclosures have been made in accordance with the law.
7. Appointments/ Re-appointment / filling up casual vacancy of Auditor as per Provisions of Section 139 of the Companies Act, 2013 :
M/s. M A A R K & ASSOCIATES, Chartered Accountants (Firm Registration No. 145153W) is appointed as an statutory Auditor of the Company and they shall hold the office from for a one term of Five Consecutive Years beginning from the Financial year 2023-2024 till the conclusion of Financial year 2027-2028 at such remuneration as may be agreed upon between the Auditor and the Board of Directors of the Company.
8. The Company was not required to obtain approval for entering into contract/agreements with its related parties as specified in Section 188 of the Act;
9.
 - a) During the year under review, there was an alteration in the share capital of the Company. The Authorized Share Capital of the Company was increased from ₹3,50,00,000/- (Rupees Three Crore Fifty Lakh only) to ₹15,00,00,000/- (Rupees Fifteen Crore only). The Paid-up Share Capital of the Company, as



Appointments:

- **Mr. Rajesh Singh Thakur** (DIN: 10593346) was appointed as Managing Director with effect from **25th April, 2024**.
- **Mr. Dilipbhai Baldevbhai Patel** (DIN: 10593381) was appointed as Whole-Time Director and also designated as Chief Financial Officer (CFO) (PAN: AJBPP4026F) with effect from **25th April, 2024**.
- **Ms. Amrita Lalwani** (PAN: APVPC6433P) was appointed as Company Secretary with effect from **30th May, 2024**.
- **Mr. Durgesh Pandey** (DIN: 10458934) was appointed as Non-Executive Director with effect from **14th August, 2024**.
- **Ms. Avani Ashwinkumar Shah** (DIN: 09608898) was appointed as Independent Non-Executive Director with effect from **14th August, 2024**.
- **Ms. Juhi Sawajani** (DIN: 09811893) was appointed as Independent Non-Executive Director with effect from **14th August, 2024**

B) The Company has given remuneration to Directors during the financial year under review :

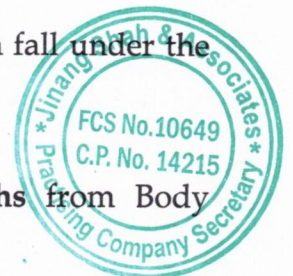
- **Mr. Rajesh Singh Thakur** - Managing Director: ₹0.36 Lakhs
- **Mr. Dilipbhai Baldevbhai Patel**- Whole-Time Director: ₹0.36 Lakhs

C) Pursuant to provisions of Section 184 (1) of the Act, the Directors had given disclosure of their interest in form MBP-1 and the said disclosures were noted at the duly convened Board Meeting.

14. The Company was not required to obtain any approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or other authorities under the various provisions of the Act.

15. The Company has not accepted or renewed any Deposits which fall under the provisions of Chapter V of the Act.

16. The Company has taken unsecured loan of **Rs. 125.53 lakhs** from Body Corporate during the year under review.



on the date of this Report, stands at ₹20,90,8340/- (Rupees Two crore, ninety lakh, eighty-three thousand, and forty only)

- b) Since the Company has not issued any Preference Shares or Debentures, the question of their redemption or conversion does not arise, and
- c) The Company has not bought back any security.
10. There were no transactions necessitating the Company to keep in abeyance the Rights to Dividend, Rights Shares and Bonus Shares pending registration of transfer of Shares.
11. The Company has neither declared any dividend nor is any amount lying unpaid / unclaimed to be transferred to the Investor Education and Protection Fund during the year under review.
12. The Audited Balance Sheet, Profit & Loss Account & Cash Flow Statement of the Company and Report of the Directors for the financial year 2024-2025 was signed as per the applicable provisions of the Act.
- 13.

A) The Constitution of the Board of Directors was in accordance with the provisions of the Act. During the financial year under review Following changes were occurred in the Composition of Directors and KMP of the Company:

Resignation:

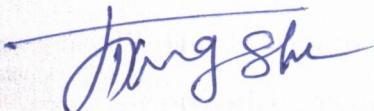
- **Mr. Siddharth Ajmera** tendered his resignation and the same was accepted by the Board with effect from **02nd July, 2024**.
- **Mr. Atmaram Ramchandra Didwania** tendered his resignation and the same was accepted by the Board with effect from **08th July, 2024**.
- **Mr. Azhar Ali** tendered his resignation and the same was accepted by the Board with effect from **14th August, 2024**.



17. The Company has not given any loans/ made investments/ guarantees or provided securities to other bodies corporate or persons falling during the period under review under the provisions of the Section 186 of the Act are in accordance with the Act ;

18. During the year under review, the Company has altered the capital clause of its Memorandum of Association due to an increase in the authorised share capital. There were no alterations made to the Articles of Association.

**For Jinang Shah & Associates
Practising Company Secretaries**


JINANG SHAH *shah*

Proprietor

Membership No. 10649

CP No. 14215

UDIN: F010649G001283547



Date: 19.09.2025

Place: Ahmedabad

For Jinang Shah & Associates

Practising Company Secretaries

JINANG SHAH

Proprietor

Membership No. 10649

CP No. 14215

UDIN: F010649G001283547

Date: 19.09.2025

Place: Ahmedabad