

NOTICE OF 44TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Forty-Fourth** Annual General Meeting of the Members of Ambassador Intra Holdings Limited ("the company") will be held on **Friday, 11th September, 2026 at 12:30 P.M. at Rio Restaurant and Banquet, 1st Floor, Devansh, 75, Brahmkshtriya Society, Gujarat College Rd, Ellisbridge, Ahmedabad - 380006, Gujarat, India** to transact the following business.

ORDINARY BUSINESS:

1. Adoption of the Financial Statements:

To receive, consider and adopt the audited Standalone Financial Statements of the Company for the Financial Year ended on 31st March, 2026 together with the reports of the Board of Directors ("the Board") and the Statutory Auditors thereon.

To consider and if thought fit to pass with or without modifications, the following resolution as an *Ordinary Resolution*:

"RESOLVED THAT the audited Balance Sheet for the Financial Year ended on 31st March, 2026, Statement of Profit and Loss, Cash Flow Statement and Notes thereon for the Financial Year ended on 31st March, 2026 together with Auditor's Report and Board's Report thereon, as circulated to the members, be and are hereby received, considered and adopted."

2. Appointment of Mr. Dilipbhai Baldevbhai Patel (DIN: 10593381), Whole-time director, liable to retire by rotation and being eligible, offer himself for re-appointment:

To appoint a director in place of **Mr. Dilipbhai Baldevbhai Patel (DIN: 10593381)**, who retires by rotation and being eligible, seeks re-appointment.

Explanation: Based on the terms of appointment, executive directors and the non-executive and non-independent directors are subject to retire by rotation. **Mr. Dilipbhai Baldevbhai Patel (DIN: 10593381)**, Whole-time director, whose directorships is liable to retire at the ensuing AGM, has offered himself for re-appointment. The Board has recommended his re-appointment as director.

To consider and if thought fit, to pass the following resolution as an ordinary resolution

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to re-appoint **Mr. Dilipbhai Baldevbhai Patel (DIN: 10593381)** as a Whole-time Director, who is liable to retire by rotation and being eligible offers himself for reappointment be and hereby re-appointed as a Director."

3. Appointment of Statutory Auditor:

To consider and, if thought fit, to pass with or without modification(s) following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon recommendation of the Audit Committee, **M/s. Shivam Soni & Co., Chartered Accountants, (FRN: 152477W)**, be and is hereby appointed as the Statutory Auditor of the Company from the conclusion of this Forty - fourth Annual General Meeting until the conclusion of the Forty-Ninth Annual General Meeting at such remuneration as may be approved by the Audit Committee/Board of Directors of the Company from time to time."

"RESOLVED FURTHER THAT the approval of the Members be and is hereby accorded for rendering such other services, certificates, or reports as the Statutory Auditor may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Board."

4. Regularization of Mr. Anupsing Thakur (DIN: 11848227), Additional Director (Non - Executive), as an Non - Executive Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and the Articles of Association of the Company, **Mr. Anupsing Thakur (DIN: 11848227)**, who was appointed by the Board of Directors as an Additional Non - Executive Director of the Company with effect from **28th July, 2026** and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby regularized and appointed as an Non - Executive Director of the Company, liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

SPECIAL BUSINESS

1. Issue of Warrants, convertible into Equity shares to person(s) and/or entity(ies) belonging to "Public Category" on a preferential basis:

"RESOLVED THAT, pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (**the "Act"**), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory amendment(s), modification(s), or re-enactment(s) thereof for the time being in force), and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**"SEBI ICDR Regulations"**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI LODR Regulations"**), as amended from time to time, and the listing agreement(s) entered into by the Company with Stock Exchange(s) i.e., BSE Limited (**"BSE"**), where the Equity Shares of the Company having a face value of ₹10/- (Rupees Ten only) each (**"Equity Shares"**) are listed, and subject to all other applicable rules, regulations, guidelines, circulars, notifications and clarifications issued by the Ministry of Corporate Affairs (**"MCA"**), the Securities and Exchange Board of India (**"SEBI"**), and/or any other competent regulatory authority from time to time (collectively referred to as **"Applicable Regulatory Authorities"**), and in accordance with the enabling provisions of the Memorandum of Association (**"MOA"**) and Articles of Association (**"AOA"**) of the Company, and subject to such approvals, consents, permissions, and sanctions as may be necessary or required from time to time from the Applicable Regulatory Authorities and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions, and sanctions, which may be agreed to by the Board of Directors of the Company (the **"Board"**, which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board to exercise its powers, including the powers conferred by this resolution), the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, in one or more tranches, **up to 18,00,000 (Eighteen Lakh Only) Convertible Warrants ("Warrants")** of face value of Rs. 10.00/- (Rupees Ten only) each, for cash, entitling the Proposed Allottee(s)/Warrant holders (**"Proposed Allottees"**) to exercise option to convert and get allotted, in one or more tranches, one Equity Share of Rs. 10.00/- each fully paid-up against each Warrant, within a period of 18 (Eighteen) months from the date of allotment of Warrants, **at a price of Rs. 21.50/- (Rupees Twenty-one Rupees fifty paise only) each {including a premium of Rs. 11.50/- each} ("Warrant Issue Price")**, aggregating to not more than **Rs. 3,87,00,000/- (Rupees Three Crore Eighty Seven Lakh Only)**, which price is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (**"Floor Price"**) and as per the valuation report of **Mr. Bhavin R. Patel**, Registered Valuer Registration No. IBBI/RV/05/2019/11668."

“RESOLVED FURTHER THAT, the Warrants shall be offered and issued on a preferential basis (**“Preferential Issue”**) to the Proposed Allottees, who belong to the **“Public”** category, for consideration in cash, on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations, the Act, and other applicable laws.”

Sr. No.	Name of the Proposed Allottee	Category (Promoter/ Promoter Group/Public)	No. of warrants to be allotted
1.	Garima Venture Finance Limited	Public	5,60,000
2.	Dharamveer Rajeshkumar Singh	Public	65,000
3.	Prabeersingh Chetansingh Thakur	Public	65,000
4.	Ashish Patel	Public	4,00,000
5.	Arpit Singh	Public	1,00,000
6.	Saroj Dinesh Singh Kshatriya	Public	1,00,000
7.	Rajveer Dinesh Singh	Public	1,00,000
8.	Kavya Chetansingh Thakur	Public	60,000
9.	Parshva Alloys Private Limited	Public	1,75,000
10.	Evolvion Advisory Private Limited	Public	1,75,000
	Total		18,00,000

“RESOLVED FURTHER THAT, in terms of the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, the Relevant Date for determining the issue price for the Preferential Issue of the Convertible Warrants shall be Friday, 07th August, 2026, being 30 days prior to the date of the Annual General Meeting (**“AGM”**) Schedule to be held on Friday, 11th September, 2026 which the special resolution is proposed to be passed.”

“RESOLVED FURTHER THAT, The minimum price of the Equity Shares arising upon conversion of the Warrants shall not be less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations. The Equity Shares of the Company have been Infrequently traded as on the Relevant Date and, since the proposed allotment exceeds five percent (5%) of the post-issue fully diluted share capital of the Company, a valuation report dated Friday, 07th August, 2026 has been obtained from Mr. Bhavin R. Patel, Ahmedabad, Registration No. IBBI/RV/05/2019/11668, a Registered Valuer, and the issue price been determined after taking into account the said valuation report.”

(The valuation report is available for inspection at the Registered Office of the Company during business hours on any working day and the same can also access at Company’s website i.e <https://ambassadorintra.in/>)

“RESOLVED FURTHER THAT, without prejudice to the generality of the above resolution, the issue of Warrants to the Proposed Allottees and the Equity Shares resulting from the exercise of the entitlement of the said warrants, shall be subject to the following

terms and conditions apart from others as prescribed under applicable laws:

Amount payable on Allotment of Warrants shall be 25.00% of the issue price per warrant and the balance amount i.e. 75.00% of issue price per warrant, shall be paid at the time of allotment of the Equity shares pursuant to exercise of option to convert the Warrants into Equity Shares;

The said Warrant(s) shall be issued and allotted in dematerialized form only and within a maximum period of fifteen (15) days from the date of passing of the Special Resolution by the Members, provided that where such allotment is subject to receipt of any approval or permission from regulatory authorities, the allotment of warrants shall be completed within fifteen (15) days from the date of receipt of the last of such approvals/permissions, or within such extended period as may be permitted under the SEBI (ICDR) Regulations, as amended from time to time;

The Equity Shares allotted on conversion of the Warrants shall rank pari-passu in all respects (including voting powers and the right to receive dividend), with the existing equity shares of the Company from the date of allotment thereof and shall be subject to the provisions of the Memorandum of Association ("MOA") and Articles of Association ("AOA") of the Company;

The tenure of warrants shall not exceed 18 (Eighteen) months from the date of allotment of the warrants;

The proposed allottees of warrants shall be entitled to exercise option to convert warrants, in one or more tranches for allotment of one Equity Share of face value of Rs. 10.00/- (Rupees Ten Only) for every warrant, within a period of 18 (Eighteen) months from the date of allotment of such warrants and upon exercise of the option by proposed allottees, the Company shall issue and allot appropriate number of Equity Shares and perform all such actions as are required including to credit the same to the designated securities demat account of the Proposed Allottees;

In case, the Warrant holder does not apply for the conversion of the outstanding Warrants into Equity Shares of the Company within 18 (Eighteen) months from the date of allotment of the said Warrants, then the amount paid on each of the said **outstanding** Warrants shall be forfeited and all the rights attached to the said Warrants shall lapse automatically;

The said warrants by itself, until exercise of conversion option into Equity Shares allotted, does not give any rights to the warrant holder with respect to that of the Shareholders of the Company;

The Warrants shall be exercised in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the SEBI (LODR) Regulations and the Securities Contracts (Regulation) Rules, 1957;

The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be including any modifications thereof from time to time;

Upon exercise of the option by the allottee to convert the Warrants into Equity shares within a period of 18 (Eighteen) months, the Equity shares, pursuant to exercise of warrants, shall be allotted within a period of 15 days from the date of such exercise by the allottee in compliance with provisions of Regulation 162(2) of SEBI (ICDR) Regulations;

The Warrants and the Equity Shares allotted pursuant to exercise of such Warrants shall be subject to a lock-in for such period as specified under applicable provisions of the SEBI (ICDR) Regulations and allotted equity shares shall be listed on the stock exchange where the equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals.

Further, the aforesaid warrants shall not be sold, transferred, hypothecated or encumbered in any manner by the Proposed Allottees during the period of lock-in, except to the extent and in the manner permitted under Chapter V of SEBI ICDR Regulations;

The pre-preferential allotment shareholding, if any, of the Proposed Allottee(s) in the Company shall also be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations;

However, in addition to the lock-in period prescribed under ICDR Regulations, the said Equity Shares issued and allotted pursuant to the conversion of warrants shall along with any further issuance of shares such as Bonus Shares, which may arise in future, shall be locked in for a further period as may be mutually agreed upon by the Company and the Proposed Allottee.

The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the relevant Stock Exchange in accordance with the SEBI (LODR) Regulations and all other applicable laws, rules and regulations;

The total number of Convertible Warrants and Equity Shares offered, issued, and allotted shall not exceed the number of shares approved by the members.

Without prejudice to the above, the issue of the Equity Shares pursuant to conversion of warrants, shall be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof."

“RESOLVED FURTHER THAT, the Board be and is hereby authorized to issue and allot such Equity Shares as may be required to be issued and allotted upon conversion of the said Warrants and that Equity Shares shall be subject to the provisions of the Articles of Association (“AOA”) of the Company and shall rank pari-passu in all respects, including entitlement for dividend, with the existing Equity Shares of the Company.

“RESOLVED FURTHER THAT, the Board be and is hereby authorized to decide and approve other terms and conditions of the issue of the Convertible Warrants and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, subject however to the compliance with the applicable guidelines, notifications, rules and regulations.”

“RESOLVED FURTHER THAT, subject to the receipt of such approvals as may be required under applicable law, consent of the Members of the Company be and is hereby accorded to record the name and details of the Proposed Allottees in Form PAS-5, and issue a private placement offer cum application letter in Form PAS-4, to the Proposed Allottees in accordance with the provisions of the Act, after passing of this resolution with a stipulation that the allotment would be made only upon receipt of In-principle approval from BSE Limited (“BSE”), within the timelines prescribed under the applicable laws.”

“RESOLVED FURTHER THAT, the Company hereby takes note of the certificate received from the Practicing Company Secretary certifying that the Preferential Issue of the Convertible Warrants is being made in compliance with the SEBI (ICDR) Regulations.”

“RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution, any Director, Committee of the Board, or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things as may be deemed necessary, desirable, or expedient, including without limitation: issuing clarifications, resolving questions of doubt, effecting any modifications or changes to the foregoing (including modifications to the terms of the issue), entering into contracts, arrangements, agreements, documents (including the appointment of agencies, intermediaries, and advisors for the issue), filing requisite documents with the Registrar of Companies, Depositories, Stock Exchange, and other regulatory authorities, and to take such steps as may be incidental, consequential, or ancillary in this connection. The decision of the Board in this regard shall be final and conclusive.”

“RESOLVED FURTHER THAT, the Members do hereby take note that the Annual General Meeting of the Company is being convened on Friday, 11th September, 2026, for the purpose of approving, inter alia, the preferential issue of Convertible Warrants as set out in the foregoing resolutions, with the Relevant Date for the said preferential issue being Friday, 07th August, 2026, in accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018.”

“RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company be and are hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board, any Director(s), or Officer(s) of the Company, including the authority to make necessary filings with the Stock Exchange and other regulatory authorities, execution of documents, representation before governmental authorities, and appointment of Consultants, Professional Advisors, and Legal Advisors, for giving effect to the above resolution.”

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013:

Item No. 2:

In accordance with Section(s) 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR Regulations”), as amended from time to time, approval of shareholders of the Company by way of special resolution is required to issue securities i.e. warrants convertible into equity shares (“Warrants”) by way of private placement on a preferential basis to the person(s) and/ or entity(ies) belong to “Public” category.

The Board, at its meeting held on Tuesday, 11th August, 2026, has subject to the approval of the Members and such other approvals as may be required, has approved the proposed preferential issue of 18,00,000 (Eighteen Lakh Only) Convertible Warrants (“Warrants”) of Rs. 10.00/- each fully paid up in cash, entitling the Proposed Allottees/ Warrant Holders to exercise option to convert and get allotted one Equity Share of face value of Rs. 10.00/- (Rupees Ten Only) each fully paid-up against each warrant, within 18 (Eighteen) months from the date of allotment of warrants, at Rs. 21.50/- (Rupees Twenty-one Rupees fifty paise only) each {including a premium of Rs. 11.50/- each} (“Warrant Issue Price”), aggregating to not more than Rs. 3,87,00,000/- (Rupees Three Crore Eighty Seven Lakh Twenty Only), (amounts round off nearby zero) to the Proposed Allottee(s) for a consideration in cash, (as detailed in the resolution), each belonging to the Public category, by way of preferential issue on a private placement basis (“Preferential Issue”).

Pursuant to the above transaction, there would be no change in the management or control or would not result in transfer of ownership of the Company to the Proposed Allottee(s).

The allottee(s) have confirmed their eligibility in terms of Regulation 159 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”), to subscribe to the equity shares to be issued pursuant to the Preferential Issue.

Accordingly, in terms of the Act and the SEBI ICDR Regulations, consent of the Members is being sought for raising the funds by issuance of Equity Shares on a preferential basis in the manner detailed hereafter.

1. Particulars of the offer including date of passing of Board resolution:

The Board, pursuant to its resolutions dated Tuesday, 11th August, 2026, for raising of funds through a preferential issue and considering the report provided by the registered valuer Entity on the pricing of shares has approved the same.

Accordingly, the Board has approved the issue of 18,00,000 (Eighteen Lakh Only) Convertible Warrants at issue price of Rs. 21.50/- (Rupees Twenty-one Rupees fifty paise only) each {including a premium of Rs. 11.50/- each} (“Warrant Issue Price”), per warrant, for consideration in cash, on a preferential basis to person(s) and/or entity(ies) belonging to the “Public ” category. Each warrant shall be convertible into one (1) Equity Share of face value Rs. 10.00/- (Rupees Ten Only) each, fully paid-up, against each warrant within a period of 18 (Eighteen) months from the date of allotment of the warrants. The issue price has been determined in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, as amended (“SEBI (ICDR) Regulations”), and is not less than the floor price prescribed thereunder.

2. The Objects of the issue:

The Company intends to utilize the proceeds raised through the Preferential Issue (“Issue Proceeds”) towards the following objects:

- a. To meet working capital requirements of the Company (referred to below as “Working Capital requirements”);
- b. Up to 20.00% (twenty percent) of the Issue Proceeds will be utilised for general corporate purposes, which includes, inter alia, meeting ongoing general corporate exigencies and contingencies, expenses of the Company as applicable in such a manner and proportion as may be decided by the Board from time to time, and/or any other general purposes as may be permissible under applicable laws (referred to below as “General Corporate Purposes”).

(Collectively referred to below as the “Objects”)

Utilization of Issue Proceeds:

Given that the funds to be received against Warrant conversion will be in tranches and the quantum of funds required on different dates may vary, therefore, the broad range of intended use of the Issue Proceeds for the above Objects is set out herein below:

Sr. No.	Particulars	Total estimated amount to be utilised for each of the Objects	Tentative timelines for utilization of Issue Proceeds from the date of receipt of funds
1.	To meet working capital requirement of the Company	3,09,60,000	Within 12 months from receipt of funds for the warrants (as set out herein)
2.	General Corporate Purpose	77,40,000	
Total		3,87,00,000	

Given that the Preferential Issue is for convertible Warrants, the Issue Proceeds shall be received by the Company within 18 (Eighteen) months from the date of allotment of the herein).

3. Kind of securities offered and the price at which security is being offered and the total number of shares or other securities to be issued:

The Company has agreed to issue up to 18,00,000 (Eighteen Lakh Only) convertible warrants at a price of Rs. 21.50/- (Rupees Twenty-one Rupees fifty paise only) each {including a premium of Rs. 11.50/- each} ("Warrant Issue Price"), The said issue price is not less than the floor price determined in accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations

4. Basis on which the price has been arrived at:

The Equity Shares of the Company are listed and traded on the BSE Limited. The equity shares of the Company are In - frequently traded in terms of the Regulation 165 of the SEBI ICDR Regulations.

Accordingly, the computation of the price per Equity Shares has been determined as follow:

The Floor Price of Rs. 21.29/- each has been determined in accordance with the pricing formula prescribed under SEBI ICDR Regulations for Preferential Issue of Convertible warrants, being higher of the following:

Summary of Valuation Approaches

S.No	Valuation Parameter	Value per Equity Share (A) (INR)	Weight (B)	Weighted Value (INR) {A x B}
1	Asset Approach	21.29	100.00%	21.29
2	Income Approach	0.91	0.00%	-
3	Market Approach	N/A	0.00%	-
	Relative Value Per Equity Share		100.00%	21.29

Basis of Selection and Weighting

1. Asset Approach: The value derived under the Asset Approach represents the net asset value of the Company as adjusted to fair value, and has been considered as the base value for the equity shares for the purposes of this exercise.
2. Income Approach: The Company has incurred losses in FY 2026, and consequently the going-concern cash-flow-based Discounted Cash Flow ("DCF") method has not been considered appropriate for arriving at the value under the Income Approach. In its place, the Profit Earning Capacity Value Method ("PECV") has been applied, which has yielded a value that is not considered meaningful for weighting purposes given the Company's current loss-making status and the consequent limited reliability of near-term cash flow projections.
3. Market Approach: The equity shares of the Company are infrequently traded, and the available trading data is accordingly not considered to be a reliable indicator of fair value. The Market Price Method has therefore not been adopted for the purposes of this valuation.

Further, in terms of Regulation 166A of SEBI ICDR Regulations, since the proposed preferential issue, exceeds five percent (5%) of the post-issue share capital of the Company, the price has also been determined based on the valuation report issued by a registered Valuer Entity. Accordingly, the issue price of Rs. 21.50/- (Rupees Twenty One and Fifty Paise only) has been determined in line with the prescribed formula and the said valuation report.

The issue price has been fixed at Rs. 21.50/- (Rupees Twenty One and Fifty Paise only) each, which is not less than the floor price computed in accordance with Chapter V of the SEBI (ICDR) Regulations.

The Valuation report dated Friday, 07th August, 2026, issued by the Registered Valuer, shall remain available for inspection by the Members of the Company at the Registered Office during business hours on any working day between 11:00 A.M. and 5:00 P.M. up to the date of the AGM.

5. The price or price band at/within which the allotment is proposed:

The price per warrant to be issued has been fixed at Rs. 21.50/- (Rupees Twenty One and Fifty Paise only) each, comprising a face value of Rs. 10.00/- (Rupees Ten only) each and a premium of Rs. 11.50/- (Rupees Eleven and Fifty Paise only) each.

Kindly refer to the above-mentioned point no. 4 for the basis of determination of the price.

6. Relevant Date with reference to which the price has been arrived at:

The “Relevant Date” as per Chapter V of the SEBI ICDR Regulations, for the determination of the issue price for convertible warrants to be issued, is Friday, 7th August, 2026, being 30 days prior to the date of Annual General Meeting (“AGM”).

Explanation: Where the Relevant Date falls on a weekend or a holiday, the day preceding such weekend or holiday shall be reckoned as the relevant date.

7. The pre issue and post issue shareholding pattern of the Company:

The pre issue shareholding pattern of the Company as on 30th June, 2026 and the post-issue shareholding pattern (considering full allotment of shares issued on preferential basis) is mentioned herein below:

Sr. No.	Description	Pre-Issue shareholding		*Post issue shareholding	
		No. of shares	% of shares	No. of shares	% of shares
(A)	Promoter and Promoter Group's Shareholding				
1	Indian				
(a)	Individuals/ Hindu Undivided Family	0	0	0	0
(b)	Central Government/ State Government(s)	0	0.00	0	0.00
(c)	Bodies Corporate	0	0.00	0	0.00
(d)	Financial Institutions/ Banks	0	0.00	0	0.00
(e)	Any Others (Specify)	0	0.00	0	0.00
	Sub Total(A)(1)	0	0	0	0
2	Foreign				

A	Individuals (Non - Residents Individuals/ Foreign Individuals)	0	0.00	0	0.00
B	Bodies Corporate	0	0.00	0	0.00
C	Institutions	0	0.00	0	0.00
D	Any Others (Specify)	0	0.00	0	0.00
	Sub Total(A)(2)	0	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1) +(A)(2)	0	0	0	0
(B)	Public shareholding				
1	Institutions				
(a)	Mutual Funds/ UTI	0	0.00	0	0.00
(b)	Financial Institutions/ Banks	0	0.00	0	0.00
(c)	Central Government/ State Government(s)	0	0.00	0	0.00
(d)	Venture Capital Funds	0	0.00	0	0.00
(e)	Insurance Companies	0	0.00	0	0.00
(f)	Foreign Portfolio Investors	0	0.00	0	0.00
(g)	Foreign Institutional Investors	0	0.00	0	0.00
(h)	Foreign Venture Capital Investors	0	0.00	0	0.00
(i)	Any Other - Foreign Body Corporate	0	0.00	0	0.00
	Sub-Total (B)(1)	0	0.00	0	0.00
B	Public Shareholding				
2	Non-institutions				
(a)	Bodies Corporate	6,69,110	32.00	15,79,110	40.56
(b)	Individuals				

I	Individual shareholders holding nominal share capital up to Rs. 2 Lakh	4,58,771	21.94	4,58,771	11.79
II	Individual shareholders holding nominal share capital in excess of Rs. 2 Lakh	9,37,129	44.82	1827129	46.96
(c)	Non-Resident Indians (NRIs)	0	0	0	0
(d)	Any Other (specify)				
	- Clearing Member	0	0	0	0
	- Hindu Undivided Family	25,824	1.24	25,824	0.67
	- Limited Liability Partnership	0	0	0	0
	- Firms	0	0.00	0	0
	Sub-Total (B)(2)	20,90,834	100.00	38,90,834	100.00
(B)	Total Public Shareholding (B) = (B)(1) + (B)(2)	20,90,834	100.00	38,90,834	100.00
	TOTAL (A)+(B)	20,90,834	100.00	38,90,834	100.00
(C)	Non-Promoter - Non-Public				
1	Shares held by Custodian for GDRs & ADRs	0	0.00	0	0.00
2	Employee Benefit Trust (under SEBI (SBEB) Reg., 2014)	0	0.00	0	0.00
	Sub-Total (C):	0	0.00	0	0.00
	GRAND TOTAL (A)+(B)+(C)	20,90,834	100.00	38,90,834	100.00

***The post-preferential shareholding has been calculated after considering the proposed allotment of 18,00,000 Equity Shares pursuant to the conversion of warrants under this application.**

Note:

1. The post-issue shareholding pattern in the above table has been prepared on the basis that the Proposed Allottees would have subscribed to and been allotted all the Equity shares pursuant to the conversion of warrants. In the event for any reason, the Proposed Allottees does not or are unable to subscribe to and/or are not allotted the Equity shares pursuant to the conversion of warrants, the shareholding pattern in the above table would undergo corresponding changes.
2. It is further assumed that shareholding of the Company in all other categories will remain unchanged.
3. The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of Equity shares of the Company.

8. Name and address of valuer who performed valuation:

Considering that the proposed allotment constitutes more than 5% of the post-issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, the issue price of Rs. 21.50/- (Rupees Twenty One and Fifty Paise only) per warrant, or equity shares to be issued and allotted consequent to conversion of warrants into Equity shares, to the proposed allottees has been determined on the basis of the Valuation Report dated Friday, 07th August, 2026, issued by Mr. Bhavin R. Patel, Registered Valuer, having Registered Address at 79, Nirman Park, B/h, Pramukh Prasad Society, Manjalpur, Vododra - 390011, Gujarat, India, bearing Registration No. IBBI/RV/05/2019/11668, in accordance with Regulation 166A of the ICDR Regulations ("Valuation Report").

The Valuation Report shall be available for inspection by the Members at the Registered Office of the Company during business hours on any working day up to the date of the AGM and will also be available on the Company's website at <https://ambassadorintra.in/>

9. Amount which the Company intends to raise by way of such securities:

Rs. 3,87,00,000/- (Rupees Three Crore Eighty Seven Lakh Only)

10. Material terms of raising such securities, proposed time schedule, principal terms of assets charged as securities, issue including terms and rate of dividend on each share, etc.

Convertible Warrants and equity share to be issued and allotted consequent to conversion of warrants into Equity shares are being issued on a preferential basis for a consideration in cash at an issue price of Rs. 21.50/- (Rupees Twenty - One and Fifty Paise only) per share in accordance with Regulation 165 of SEBI ICDR Regulations to the Proposed Allottees.

The Equity shares being issued and allotted consequent to conversion of warrants into equity shares shall be pari-passu with the existing Equity shares of the Company.

The issue does not involve any creation of charge on the assets of the Company; hence, the principal terms of assets charged as securities are not applicable.

The issue shall be completed within the timelines prescribed under the applicable provisions of the SEBI (ICDR) Regulations and the Companies Act, 2013, as amended from time to time.

11. The class or classes of persons to whom the allotment is proposed to be made:

The proposed allotment, if approved, shall be made to the persons identified as the proposed allottee(s), falling under the “Public” category of the Company.

12. The intention of Promoters, Directors or Key Managerial Personnel to subscribe to the offer:

None of the other Promoters, Directors or Key Managerial Personnel (“KMP”) of the Company intend to subscribe to the Convertible Warrants proposed to be issued pursuant to the Preferential Issue.

13. The proposed time within which the allotment shall be completed:

As required under the SEBI ICDR Regulations, the Company shall complete the allotment of the convertible warrants on or before the expiry of 15 (Fifteen) days from the date of passing of the special resolution by the Members for issue and allotment of the said warrants; provided, however, that where the such allotment of warrants is pending on account of pendency of any approval or permission for such issue and allotment by any regulatory authority, the issue and allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals or permissions.

Further, upon exercise of the option by the allottee(s) to convert the warrants within a period of 18 months from the date of allotment, the equity shares arising from such conversion, shall be allotted within a period of fifteen (15) days from the date of such option, in compliance with provisions of Regulation 162(2) of ICDR Regulations.

14. The names of the Proposed Allottee and the percentage of post-preferential offer capital that may be held by them:

Sr. No.	Name of Proposed Allottee	No. of Convertible Warrants proposed to be issued	% of post-preferential*
1.	Garima Venture Finance Limited	5,60,000	14.39
2.	Dharamveer Rajeshkumar Singh	65,000	1.67
3.	Prabeersingh Chetansingh Thakur	65,000	1.67

4.	Ashish Patel	4,00,000	10.28
5.	Arpit Singh	1,00,000	2.57
6.	Saroj Dinesh Singh Kshatriya	1,00,000	2.57
7.	Rajveer Dinesh Singh	1,00,000	2.57
8.	Kavya Chetansingh Thakur	60,000	1.54
9.	Parshva Alloys Private Limited	1,75,000	4.50
10.	Evolvion Advisory Private Limited	1,75,000	4.50
Total		18,00,000	46.25

***The post-preferential shareholding has been calculated after considering the proposed allotment of 18,00,000 Equity Shares pursuant to the conversion of warrants under this application.**

15. The change in control, if any, in the Company that would occur consequent to the preferential offer:

There shall be no change in the management or control of the Company pursuant to the proposed issue and allotment of convertible warrants and the equity shares issued upon their conversion.

16. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the Financial Year 2025-26, no preferential allotment of securities has been made by the Company to any person.

17. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not Applicable

18. Lock-in Period:

The proposed allotment of the Equity Shares to be issued and allotted pursuant to conversion of warrants, shall be subject to a lock-in as per the requirements in accordance with the SEBI ICDR Regulations.

However, in addition to the lock-in period prescribed under ICDR Regulations, the said Equity shares pursuant to the issued and allotted conversion of warrants, shall along with any further issuance of shares such as Bonus Shares, which may arise in future, shall be locked in for a further period as may be mutually agreed upon by the Company and the Proposed Allottees.

In case of convertible securities or warrants which are not listed on stock exchanges, the

entire pre-preferential allotment shareholding of the allottees, shall be locked-in as per the requirements of ICDR Regulations i.e. from the relevant date upto a period of 90 trading days from the date of allotment of such securities.

19. Listing:

The Company shall make an application to the Stock Exchange on which its existing Equity Shares are listed, for listing and trading approval of the Equity Shares proposed to be issued and allotted pursuant to the conversion of aforementioned warrants.

The Equity shares to be issued and allotted pursuant to conversion of warrants, once allotted, shall rank pari passu with the then existing equity shares of the Company in all respects including rights in respect of dividend, voting, and all other entitlements as may be applicable.

20. The name of the Proposed Allottee, the identities of the persons who are the ultimate beneficial owners of the shares and / or who ultimately control the Proposed Allottee:

S. No.	Proposed Allottee subscribing to the Shares	Natural persons who are the ultimate beneficial owners	Post issue shareholding
1.	Garima Venture Finance Limited	Dinesh Singh Umashankar Kshatriya	5,60,000
		RajeshKumar Umashankar Singh	
		Rajveer Dinesh Singh	
2.	Parshva Alloys Private Limited	Kinnariben Vivekkumar Sha	1,75,000
		Rutu Naman Shah	
3.	Evolvion Advisory Private Limited	Krimee Akshay Morakhiya	1,75,000
		Janki Rohitbhai Sabapara	

21. The percentage of post preferential issue capital that may be held by the allottee and change in control, if any, in the issuer consequent to the preferential issue:

The percentage of post preferential issue capital that may be held by the Proposed Allottees and change in control, if any in the Company consequent to the preferential issue is as below:

Sr. No.	Proposed Allottee subscribing to the Shares	Category	Natural persons who are the ultimate beneficial owners	Pre-Issue shareholding		No. of Shares to be allotted	*Post issue shareholding	
				No. of Shares	% of Share-holding		No. of Shares	% of Share-holding
1.	Garima Venture Finance Limited	Public	Dinesh Singh Umashankar Kshatriya RajeshKumar Umashankar Singh Rajveer Dinesh Singh	8	0.0038	5,60,000	5,60,008	14.39
2.	Dharamveer Rajeshkumar Singh	Public	N.A.	0	0.00	65,000	65,000	1.67
3.	Prabeersingh Chetansingh Thakur	Public	N.A.	0	0.00	65,000	65,000	1.67
4.	Ashish Patel	Public	N.A.	0	0.00	4,00,000	4,00,000	10.28
5.	Arpit Singh	Public	N.A.	0	0.00	1,00,000	1,00,000	2.57
6.	Saroj Dinesh Singh Kshatriya	Public	N.A.	0	0.00	1,00,000	1,00,000	2.57
7.	Rajveer Dinesh Singh	Public	N.A.	20	0.009	1,00,000	1,00,020	2.57
8.	Kavya Chetansingh Thakur	Public	N.A.	0	0.00	60,000	60,000	1.54
9.	Parshva Alloys Private Limited	Public	Kinnariben Vivekkumar Sha Rutu Naman Shah	0	0.00	1,75,000	1,75,000	4.50
10.	Evolvion Advisory Private	Public	Krimee Akshay Morakhiya	0	0.00	1,75,000	1,75,000	4.50

	Limited		Janki Rohitbhai Sabapara					
	Total			28	0.0128	18,00,000	18,00,028	46.25

* The post-preferential shareholding has been calculated after giving effect to the proposed allotment of 18,00,000 Equity Shares pursuant to conversion of warrants under the present application, resulting in a total post-issue paid-up equity share capital 38,90,834 of Equity Shares.

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of convertible warrants and the equity shares issued upon their conversion.

22. The current and proposed status of the allottee post the preferential issues namely, non-promoter:

The Current and proposed status of the Proposed Allottees post the preferential issue is as follows:

Sr. No.	Name of Proposed Allottee	No. of shares	% of post preferential*	Current Status	Proposed Status
1.	Garima Venture Finance Limited	5,60,000	14.39	Public	Public
2.	Dharamveer Rajeshkumar Singh	65,000	1.67	Public	Public
3.	Prabeersingh Chetansingh Thakur	65,000	1.67	Public	Public
4.	Ashish Patel	4,00,000	10.28	Public	Public
5.	Arpit Singh	1,00,000	2.57	Public	Public
6.	Saroj Dinesh Singh Kshatriya	1,00,000	2.57	Public	Public
7.	Rajveer Dinesh Singh	1,00,000	2.57	Public	Public
8.	Kavya Chetansingh Thakur	60,000	1.54	Public	Public
9.	Parshva Alloys Private Limited	1,75,000	4.50	Public	Public
10.	Evolvion Advisory Private Limited	1,75,000	4.50	Public	Public
Total		18,00,000	46.25		

***The post-preferential shareholding has been calculated after considering the proposed allotment of 18,00,000 Equity Shares pursuant to the conversion of warrants under this application.**

23. Practicing Company Secretary's Certificate:

A certificate issued by CS Jinang Dineshkumar Shah, Practicing Company Secretary, confirming that the proposed issue of Convertible Warrants is in compliance with the provisions of the SEBI ICDR Regulations, will be available for inspection by the Members at the Annual General Meeting. The certificate is also accessible on the Company's website at <https://ambassadorintra.in/>.

24. Undertaking:

- a. Neither the Company nor any of its Directors and have been declared as wilful defaulter or a fraudulent borrower as defined under the SEBI ICDR Regulations. Accordingly, the disclosures required under the Regulation 163(1)(i) of the SEBI ICDR Regulations are not applicable;
- b. Neither the Company nor any of its Directors and is a fugitive economic offender as defined under the SEBI ICDR Regulations;
- c. The Company is in compliance with the conditions for continuous listing and is eligible to make the present preferential issue under Chapter V of the SEBI ICDR Regulations;
- d. The Proposed Allottees have confirmed that they have not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date;
- e. The Company shall re-compute the price of the securities to be allotted under the preferential allotment, if so required, in terms of the provisions of SEBI ICDR Regulations, including Regulation 166 thereof. In the event of the amount payable on account of such re-computation is not paid within the prescribed time, the securities so allotted shall continue to remain under lock - in until such amount is paid;
- f. The allotment of warrants does not require making of a public offer as it is below the prescribed threshold limit for making of a public offer in terms of the SEBI (ICDR) Regulations;
- g. Due to above preferential allotment of the warrants, no change in management control is contemplated. The aforesaid allottee(s) shall be required to comply with the relevant provisions of the SEBI (ICDR) Regulations;

- h. The Company has complied with the requirement of listing obligation i.e., maintaining a minimum of 25% of the paid-up capital in the hands of the public.

Since the Company's Equity Shares have been listed on a recognized Stock Exchange for more than 90 trading days prior to the Relevant Date, the Company is not required to re-compute the price or submit the undertaking specified under the applicable provisions of the SEBI ICDR Regulations.

The approval of the Members is sought to enable the Board to issue and allot the warrants ("Convertible warrants") on a preferential basis, to the extent and in the manner set out in the accompanying resolution and explanatory statement.

Except for the Proposed Allottees, none of the Directors, Key Managerial Personnel of the Company, or their relatives, are in any way concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company, if any.

The Board accordingly recommends passing of the Special Resolution set out in Item No.1 of this Notice, for approval of the Members.

**For and on behalf of the Board of Directors,
AMBASSADOR INTRA HOLDINGS LIMITED**

Sd/-

**Rajesh Singh Thakur
Managing Director
(DIN: 10593346)**

Registered Office

401, Aishvarya 02, Prakashnagar
C.H.S.L, Uttamnagar, Maninagar,
Ahmedabad - 380008, Gujarat, India.

Place: Ahmedabad

Date: 11.08.2026

Contact No. +91 9227015383

Email: ambassadorintra1982@gmail.com

Website: <https://ambassadorintra.in/>

NOTES:

- 1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- 2) Proxy Forms, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

- 3) Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.

- 4) Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.-

For shares held in electronic form: to their Depository Participants (DPs)

For shares held in physical form: to the Company/Registrar and Transfer Agent ("RTA") at M/s. Cameo Corporate Services Limited, Subramanian Building, #1 Club House Road, Chennai – 600002, Tamil Nadu, India in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/ MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021.

- 5) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at <https://ambassadorintra.in> and on

the website of the Company's RTA at <https://cameoindia.com/>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

- 6) SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or the RTA, for assistance in this regard.
- 7) The facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website at <https://ambassadorintra.in/> and on the website of the Company's RTA at <https://cameoindia.com/>. Members are requested to submit the said details to their Depository Participant in case the shares are held by them in dematerialized form and to the Company/ the RTA in case the shares are held in physical form.
- 8) Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. In furtherance of the Green Initiative, physical copy of the Notice of the AGM along with the Annual Report is being sent by the permitted modes to those Members whose e-mail addresses are not registered. Members may note that the Notice and Annual Report will also be available on the Company's website at <https://ambassadorintra.in/>, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com
- 9) Members desiring any information on Accounts are requested to write to the Company at least one week before the meeting so as to enable the management to keep the information ready. Replies will be provided at the meeting.
- 10) As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to bring their copies of Annual Report and the attendance slip at the Annual General Meeting.
- 11) Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio No. in the attendance slip for attending the meeting.

- 12) Members are requested to contact the Company's RTA, for reply to their queries/redressal of complaints, if any, at M/s. Cameo Corporate Services Limited, Subramanian Building, #1 Club House Road, Chennai - 600002, Tamil Nadu, India or e-mail at gomathi@cameoindia.com
- 13) The SEBI vide its Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated 7th September, 2020, has fixed 31st March, 2021 as the Cut-off date for re-lodgement of Transfer Deeds and any request received after 31st March, 2021 cannot be accepted unless the securities are held in dematerialized form.
- 14) The Registers under the Companies Act, 2013 will be available for inspection at the Registered Office of the Company during business hours between 11:00 A.M to 1:00 P.M. on all working days except on holidays. The said Registers will also be available for inspection by the members at the AGM.
- 15) The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 5th September, 2026 to Friday, 11th September, 2026 (both days inclusive) for the purpose of the Annual General Meeting
- 16) Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its RTA or the concerned Depository Participant, as the case may be, immediately of:-
- The change in the residential status on return to India for permanent settlement.
 - The particulars of the NRE account with a Bank in India, if not furnished earlier
1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
 2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://ambassadorintra.in/> The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the

AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

3. **Scrutinizer For E-Voting:** CS Jinang Dineshkumar Shah, Proprietor of Jinang Shah and Associates, Practicing Company Secretary, Ahmedabad has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 08th September, 2026 at 9:00 A.M. and ends on Thursday, 10th September, 2026 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 05th September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, 05th September, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

- A) **Login method for e-Voting for Individual shareholders holding securities in demat mode:**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of
shareholders

Login Method

Individual
Shareholders
holding
securities in

1. For OTP based login you can click on <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter

**demat mode
with NSDL.**

the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “**Login**” which is available under ‘**Shareholder/Member**’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



App Store



Google Play



**Individual
Shareholders
holding
securities in
demat mode
with CDSL**

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my Easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-

Individual Shareholders (holding securities in demat mode) login through their depository participants

Voting option where the e voting is in progress and also able to directly access the system of all e-Voting Service Providers.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial

password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](http://www.evoting.nsdl.com)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](http://www.evoting.nsdl.com)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jinang@csjinangshah.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Pallavi Mahtre, Assistant Manager at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to jinang@csjinangshah.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to jinang@csjinangshah.com If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS

- (i) The e-voting period commences on **08th September, 2026 at 9.00 A.M.** and ends on **10th September, 2026 at 5.00 P.M.** During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on cut-off date of 05th September, 2026 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (ii) The voting rights of shareholders shall be in proportion to their shares of the Paid-up Equity Share Capital of the Company.
- (iii) The shareholder who voted prior to the 44th Annual General Meeting via e-voting would not be entitled to vote at the meeting venue.
- (iv) The Board of Directors has appointed **Mr. Jinang Dinesh Kumar Shah, Proprietor of M/s. Jinang Shah & Associates, Practicing Company Secretary, Ahmedabad**, having COP NO. 14215 as the Scrutinizer to scrutinize the e-voting process as well as voting during the AGM in a fair and transparent manner for the 44th Annual General Meeting of the Company.
- (v) The Scrutinizer shall, immediately after the conclusion of the voting at the AGM, unblock the votes in the presence of at least two (2) witnesses not in the employment of the

Company and make, not later than 48 hours of conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast (votes cast during the AGM and votes cast prior to the AGM) in favour or against, if any, to the Chairman of the Company, who shall counter sign the same.

(vi) The Results shall be declared on the date of the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://ambassadorintra.in> and on the website of NSDL <https://www.evoting.nsdl.com/> within two days of the passing of the resolutions at the AGM of the Company and communicate to the Stock Exchange(s), where the shares of the Company are listed.

(vii) All grievances connected with the facility for voting by electronic means may be addressed to Ms. Amrita Lalwani at ambassadorintra1982@gmail.com.

VOTING AT ANNUAL GENERAL MEETING

The members attending the meeting, who have not already cast their vote by remote e-voting, can exercise their voting rights at the 44th Annual General Meeting of the Company. Facility for voting through ballot paper shall also be made available at the AGM

CONTACT DETAILS:

1. Company	Ambassador Intra Holdings Limited
2. Registrar and Share Transfer Agent	Cameo Corporate Services Limited Address: Subramanian Building, #1 Club House Road, Chennai – 600002, Tamil Nadu, India Email: gomathi@cameoindia.com Contact: 044 – 40020728
3. E-voting Agency	NSDL E-mail: evoting@nsdl.com Contact: 022 - 4886 7000 and 022 - 2499 7000
4. Scrutinizer	Mr. Jinang Dinesh Kumar Shah, Proprietor of M/s. Jinang Shah & Associates, Practicing Company Secretary 44, Sanidhya Complex, Opp. Sanyas Ashram, Nr. Devnandan Mall, Ashram Road, Ahmedabad – 380009, Gujarat, India Contact: 9427422902 Email: jinang@csjinangshah.com

**For and on behalf of the Board of Directors,
AMBASSADOR INTRA HOLDINGS LIMITED**

Sd/-

Rajesh Singh Thakur

Managing Director

(DIN: 10593346)

Place: Ahmedabad

Date: 11.08.2026

**ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR
APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER**

Regulation 36 of the SEBI LODR Regulations and applicable Secretarial Standards

1. DILIPBHAI BALDEVBHAI PATEL

Name of the Director	DILIPBHAI BALDEVBHAI PATEL
Directors Identification Number (DIN)	10593381
Date of Birth	20-07-1960
Age	66 years
Qualification	Bachelor in Commerce
Areas of experience	Marketing experience of 30 years
List of Directorship held in other Companies	Nil
Designation (at which appointment was made)	Whole - Time Director
Original Date of Appointment	25.04.2024
Listed entities from which the person has resigned in the past three years	Nil
Names of listed entities in which the person also holds the Directorship	Nil
Chairman/ Member of Committees of other Companies	Nil
Chairman/ Member of Committees of the Company	Stakeholder's Relationship Committee - Member
Relationship between Directors inter se	Not related to any directors
Remuneration last drawn (FY 2025-26)	Nil
No. of shares held in the Company	Nil

Remuneration proposed to be paid	Nil
Terms and conditions for appointment	Liable to retire by rotation, original terms of appointment would follow i.e. For a period of Five (05) years with effect from 25 th April, 2024.
No. of Board Meetings attended during Financial Year 2025-26	05 out of 05 meetings were attended during the FY 2025-2026

2. ANUPSING THAKUR

Name of the Director	ANUPSING THAKUR
Directors Identification Number (DIN)	11848227
Date of Birth	12-07-1997
Age	29 years
Qualification	BHMS (Homeopathy)
Areas of experience	1.5 years as a Single Point of Contact (SPOC) Claim Manager at Phoenix Assurance Private Limited
List of Directorship held in other Companies	Nil
Designation (at which appointment was made)	Additional Director (Non-Executive)
Original Date of Appointment	28.07.2026
Listed entities from which the person has resigned in the past three years	Nil
Names of listed entities in which the person also holds the Directorship	Nil
Chairman/ Member of Committees of other Companies	Nil

Chairman/ Member of Committees of the Company	Nomination and Remuneration Committee - Member
Relationship between Directors inter se	Not related to any directors
Remuneration last drawn (FY 2025-26)	Nil
No. of shares held in the Company	Nil
Remuneration proposed to be paid	Nil
Terms and conditions for appointment	Liable to retire by rotation, original terms of appointment would follow i.e. For a period of Five (05) years with effect from 28 th July, 2026.
No. of Board Meetings attended during Financial Year 2025-26	NIL



CIN: L31009GJ1982PLC009258

REGISTERED OFFICE: 401, AISHVARYA 02, PRAKASHNAGAR C.H.S.L, UTTAMNAGAR, MANINAGAR, AHMEDABAD – 380008, GUJARAT, INDIA

EMAIL: ambassadorintra1982@gmail.com

Contact No: 9227015383

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

As my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44th Annual General Meeting of the company, to be held on the Friday, 11th September, 2026 at 12:30 P.M. at Rio Restaurant And Banquet, 1st Floor, Devansh, 75, Brahmkshtriya Society, Gujarat College Rd, Ellisbridge, Ahmedabad – 380006, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below

Resolutions		Please Indicate (Assent or Dissent)
ORDINARY BUSINESS		
1	Adoption of the Financial Statements	
2.	Appointment of Mr. Dilipbhai Baldevbhai Patel (DIN: 10593381), Whole-time director, liable to retire by rotation and being eligible, offer himself for re-appointment	
3.	Appointment of Statutory Auditor	
4.	Regularization of Mr. Anupsing Thakur (DIN: 11848227), Additional Director (Non – Executive), as an Non - Executive Director of the Company	
SPECIAL BUSINESS		
1	Issue of Warrants, convertible into Equity shares to person(s) and/or entity(ies) belonging to “Public Category” on a preferential basis	

Signature of Shareholder(s)

Signature of Proxy Holder(s)

Affix
Revenue
Stamps of not
less than 1/-

1. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 44th Annual General Meeting.
2. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
3. A Proxy need not be a Member of the Company.
4. It is optional to indicate your preference. If you leave 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in any manner as he/she may deem appropriate.



CIN: L31009GJ1982PLC009258

REGISTERED OFFICE: 401, AISHVARYA 02, PRAKASHNAGAR C.H.S.L, UTTAMNAGAR, MANINAGAR, AHMEDABAD – 380008, GUJARAT, INDIA

EMAIL: ambassadorintra1982@gmail.com

Contact No: 9227015383

ATTENDANCE SLIP

This attendance slip duly filled in is to be handed over at the entrance of the meeting hall.

FOR DEMAT SHARES	FOR PHYSICAL SHARES
DP - Client ID :	Regd. Folio No. :
No. of Shares held :	No. of Shares held :

Full name of the member attending: _____

Name of Proxy: _____

(To be filled in if Proxy Form has been duly deposited with the Company.)

I hereby record my presence at the 44th Annual General Meeting of the Company being held on Friday, 11th September, 2026 at 12:30 P.M. at Rio Restaurant and Banquet, 1st Floor, Devansh, 75 Brahmkshtriya Society, Gujarat College Rd, Ellisbridge, Ahmedabad – 380006, Gujarat, India

Members / Proxy's Signature

(To be signed at the time of handing over this slip)

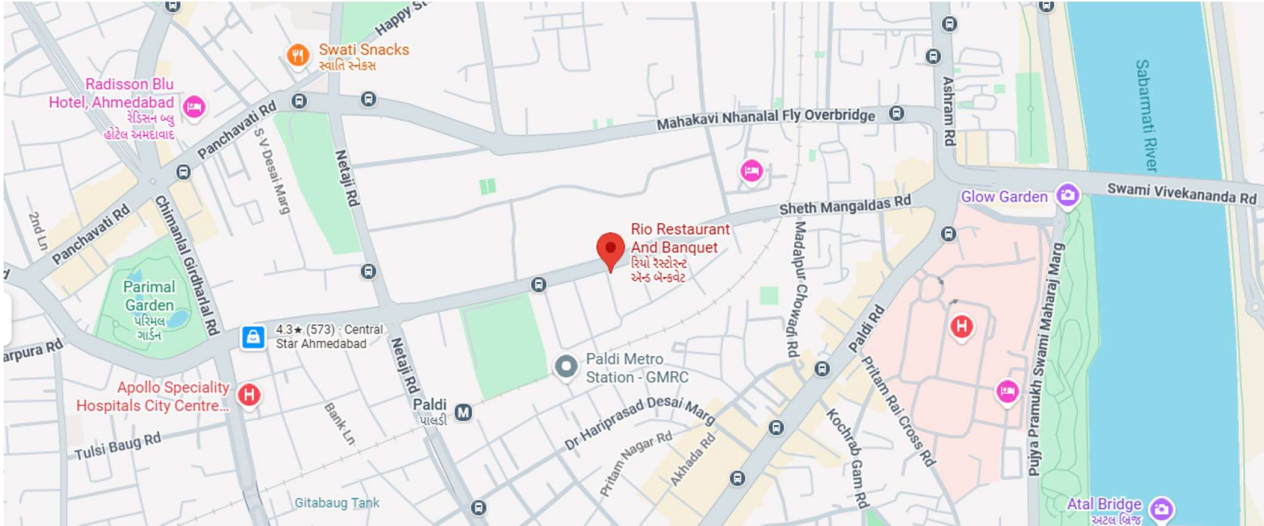


CIN: L31009GJ1982PLC009258

REGISTERED OFFICE: 401, AISHVARYA 02, PRAKASHNAGAR C.H.S.L, UTTAMNAGAR, MANINAGAR, AHMEDABAD – 380008, GUJARAT, INDIA

EMAIL: ambassadorintra1982@gmail.com

Contact No: 9227015383



Navigation Link for the AGM Venue:

Access the Web link: <https://share.google/Dbx5cggdJbf7uTeL8>

Via Google application. You will redirected to the route of the AGM Venue: 1st Floor, Devansh, 75, Brahmkshtriya Society, Gujarat College Rd, Ellisbridge, Ahmedabad – 380006, Gujarat, India