



Date: 06th August 2026

To,
The Manager (Listing Department)
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Sub: Confirmation regarding applicability of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, with respect to the proposed Preferential Issue of Fully Convertible Warrants between Affordable Robotic & Automation Limited ("the Company") and Mr. Milind Manohar Padole, Promoter and Managing Director of the Company.

Dear Sir/ Madam,

I, Meenu Maheshwari, Company Secretaries, being the Secretarial Auditor of the Company appointed under Section 204 of the Companies Act, 2013, have examined the registers, records, minutes, resolutions and other documents maintained by the Company, and the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations, 2015"), in relation to the transaction between the Company and Mr. Milind Manohar Padole, Promoter of the Company ("Related Party Transaction"), being issue of up to 10,93,750 Fully Convertible Warrants proposed to be allotted to him on a preferential basis, and hereby confirm as under:

Based on such examination, we confirm that:

- a. Mr. Milind Padole, being a promoter and related party of the Company, is a proposed allottee in the said preferential issue.
- b. the proposed preferential issue is an issuance of the Company's own securities to its member, undertaken under Chapter V of the SEBI (ICDR) Regulations, 2018, and is not a contract or arrangement of the nature specified in sub-section (1) of Section 188 of the Companies Act, 2013; Section 188 of the Companies Act, 2013 is therefore not attracted to the proposed preferential issue;
- c. the proposed preferential issue on account of conversion of loan to the related party is exempt from provisions of "related party transaction" under Regulation 2(zc) for the purposes of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



MEENU MAHESHWARI AND ASSOCIATES

Based on the above, we confirm that the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013 are not applicable to the proposed preferential issue and allotment of warrants to the said related party, for the reasons stated above.

This confirmation is issued for onward submission to BSE Limited.

Place : Ahmedabad
Date : 6th August , 2026

FOR MEENU MAHESHWARI & ASSOCIATES

MEENU MAHESHWARI (PROPRIETOR)
MEMBERSHIP NO.: 7087
C.P.NO.: 8953
UDIN: F007087H001031286
Dated: 6th August, 2026

MEENU MAHESHWARI AND ASSOCIATES /

