



Rathi Group

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF SAMPARK INDIA LOGISTICS LIMITED HELD ON SATURDAY, SEPTEMBER 27, 2025 AT 11.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 48, BHULE RAM COLONY, BLOCK B, GALI NO. 7, RANGPURI EXTENSION, PALAM AIRPORT, SOUTH WEST DELHI, NEW DELHI - 110037, INDIA

APPROVAL OF DRAFT RED HERRING PROSPECTUS

“RESOLVED THAT in furtherance to the resolution passed by the Board of Directors of the Company on September 03, 2025 and pursuant to the special resolution passed by the members of the Company at Extra-Ordinary General Meeting held on September 05, 2025 and subject to the applicable law including the Companies Act, 2013 and the rules made thereunder, the Securities Contracts (Regulation) Act, 1956, as amended from time to time (“SCRA”), and the rules framed thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (“SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI LODR Regulations”) and the listing agreements to be entered into by the Company with the stock exchanges, where the equity shares of company are proposed to be listed (“Listing Agreements”) and subject to such other applicable laws, the Draft Red Herring Prospectus (“DRHP”) in connection with the Company’s proposed issuance of fresh 33,36,000 Equity Shares of face value of Rs. 10/- each through an initial public offer (hereinafter referred to as the “Issue”), at such price and on such terms and conditions as may be determined in accordance with the book building process prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended and as agreed to by the Company in consultation with the Book Running Lead Manager (“BRLM”) and containing the requisite information as prescribed by applicable laws and regulations, a copy of whereof placed before the meeting, be and is hereby approved and adopted for filing the same with the SME Platform of BSE Limited (“BSE SME”) for its in-principle approval and/or any other regulatory authority or such other persons, as may be deemed necessary.

RESOLVED FURTHER THAT the Board hereby takes on record the resolution dated September 25, 2025 passed by the Audit Committee approving the key performance indicators (“KPIs”) pertaining to the Company, to be disclosed in the DRHP and other Offer related documents to be filed with BSE SME.

RESOLVED FURTHER THAT the Draft Red Herring Prospectus be signed by all the Directors of the Company, Chief Financial Officer and Company Secretary of the Company before being delivered to the BSE Limited (“BSE”/“Stock Exchange”) and such other authorities or persons as may be required and to issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the afore going resolutions.

RESOLVED FURTHER THAT the Board along with the Key Managerial Personnel of the Company shall include a declaration in the DRHP confirming that:

- a. All relevant provisions of the Companies Act and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case

For SAMPARK INDIA LOGISTICS LIMITED

SAMPARK INDIA
LOGISTICS LIMITED

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Director

Regd. Office : Plot No. 48, Bhule Ram Colony, Block B, Gali No. 7, Rangpuri Extension, New Delhi - 110037

CIN No. : U63090DL2012PLC245542



may be, have been complied with and no statement made in the draft red herring prospectus is contrary to the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be;

b. All statements in the Draft Red Herring Prospectus are true and correct.

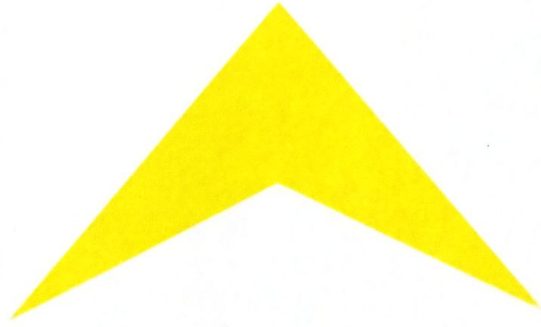
RESOLVED FURTHER THAT Mr. Sanjay Kumar Rathi, Managing Director (DIN: 01484666) and Ms. Ritika Bachhawat, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised on behalf of the Company to undertake, approve and adopt any further or subsequent changes, alterations, additions, omissions, variations, amendments or corrections to the DRHP as may be suggested by the BRLM, Stock Exchange or such other authorities or persons etc. while approving the Draft Red Herring Prospectus, as may they think necessary, prior to its filing with the RoC and Stock Exchanges and such other authorities or persons as may be required, and the making of such alterations, additions, omissions, variations, amendments or corrections will be deemed to have been approved by the Board of Directors of the Company.

Certified True Copy

For and on behalf of
SAMPARK INDIA LOGISTICS LIMITED

For SAMPARK INDIA LOGISTICS LIMITED


Director
SANJAY KUMAR RATHI
MANAGING DIRECTOR
DIN: 01484666



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF SAMPARK INDIA LOGISTICS LIMITED HELD ON MONDAY, JUNE 22, 2026 AT 06.00 P.M AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT 17/3, MATHURA ROAD, GROUND FLOOR & SECOND FLOOR, FARIDABAD CITY, HARYANA-121002, INDIA

APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS ('RHP') IN RELATION TO THE INITIAL PUBLIC OFFERING ('IPO') OF EQUITY SHARES OF SAMPARK INDIA LOGISTICS LIMITED

RESOLVED THAT, pursuant to the provisions of Section 26 and 32, and other applicable provisions, if any, of Companies Act, 2023 read with rules made there under in accordance with all applicable law including the Companies Act, 2013, and rules thereunder, and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations") and other applicable laws, rules and regulations, guidelines and notifications, the Red Herring Prospectus of the Company dated June 22, 2026 ("RHP") and the information contained therein as per the requirements of the Companies Act, 2013 and the rules and regulations made thereunder as amended from time to time, the SEBI ICDR Regulations and other applicable laws in respect of the proposed initial public offering ("IPO") by way of fresh issuance of upto 32,40,000 equity shares of face value of Rs.10/- (Rupees Ten) each of the Company (hereinafter referred to as the "Issue"), placed before the meeting, be and is hereby approved and adopted for filling the same with the SME Platform of BSE Limited ("BSE"), Registrar of Companies Delhi I, ("ROC"), and such other authorities or regulators or persons as may be required.

RESOLVED FURTHER THAT the Red Herring Prospectus ("RHP") be signed by each of the Directors, CS and CFO of the Company for and on behalf of the Company as required under applicable laws.

RESOLVED FURTHER THAT Mr. Sanjay Kumar Rathi, Managing Director or any other Director, CS or CFO of the Company be and are hereby severally authorised on behalf of the Company to make any further or subsequent changes, alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and to submit the same with the SME Platform of BSE Limited ("BSE"), Registrar of Companies Delhi I ("ROC") and such other authorities or regulators or persons as may be required, and the making of such alterations, additions, omissions, variations, amendments or corrections will be deemed to have been approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Sanjay Kumar Rathi, Managing Director or any other Director, CS or CFO of the Company be and are hereby severally authorised on behalf of the Company, be and are hereby severally authorised on behalf of the Company to undertake necessary steps to implement the above resolution in relation to the RHP and the Issue, including but not limited to initialing and/or signing any corrections, changes, amendments etc. to the RHP as may be required, and to deliver the RHP for filing on behalf of the Company with the BSE and ROC and such other authorities or regulators or persons as may be required by law, along with submission of material contracts and documents for inspection listed in the RHP, and/or to withdraw the RHP, and/or to settle any questions, difficulties or doubts that may arise in this regard and to do all such acts, deeds,

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matters and things and execute and deliver all engagement letters, memoranda of understanding, agreements and such other documents as may be considered necessary or desirable for such purpose, including as may be directed by the said authorities in accordance with relevant provisions under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013 and other applicable laws.

RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by any of the Directors of the Company or the Company Secretary of the Company, be forwarded to the authorities concerned for necessary actions.

For and on behalf of

SAMPARK INDIA LOGISTICS LIMITED

For SAMPARK INDIA LOGISTICS LIMITED

SANJAY KUMAR RATHI Director
MANAGING DIRECTOR
DIN: 01484666

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