

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 1ST (01/2026) MEETING OF THE IPO COMMITTEE OF MEMBERS OF BONFIGLIOLI TRANSMISSIONS LIMITED HELD ON TUESDAY, OCTOBER 06, 2026, AT 05:00 P.M., AT REGISTERED OFFICE AT PLOT NO. AC7-AC11, SIDCO INDUSTRIAL ESTATE, THIRUMUDIVAKKAM, KANCHEEPURAM – 600 132, TAMIL NADU, INDIA.

ITEM NO. 3: TO TAKE NOTE OF THE REVISED CONSENT PROVIDED BY THE PROMOTER SELLING SHAREHOLDER IN RELATION TO THE OFFER FOR SALE

It was apprised the IPO committee that the Board of Directors in their meeting held on February 3, 2026, had taken note of the intention and consent letter of Bonfiglioli S.p.A. for its participation in the Offer of up to 46,998,959 Equity Shares of face value of ₹ 10 each.

It was further apprised that Bonfiglioli S.p.A. has issued an updated consent letter dated October 6, 2026, indicating a revision in the quantum of the shares proposed to be offered as part of the Offer for Sale, and accordingly, the IPO Committee shall take note of such revised consent letter of Bonfiglioli S.p.A.'s participation in the Offer for Sale of up to 43,239,042 Equity Shares of face value of ₹ 10 each.

Copy of revised consent letter received from Bonfiglioli S.p.A. was placed before the IPO Committee.

The IPO Committee approved the same by passing the following resolution unanimously:

"RESOLVED THAT in relation to the initial public offer of equity shares of face value of ₹10 each (the **"Equity Shares"**) which comprises an offer for sale of Equity Shares by Bonfiglioli S.p.A. (**"Promoter Selling Shareholder"**) (the **"Offer"**) and in furtherance to the resolution passed by the Board in its meeting dated February 3, 2026, the IPO Committee hereby takes on record the revised consent letter received from Bonfiglioli S.p.A. to include the below mentioned Equity Shares held by them in the Offer and to authorise the Company, in terms of Section 28(3) of the Companies Act, 2013 to take all actions in respect of offer for sale for and on its behalf:

Name of the Selling Shareholder	Date of corporate approval/authorisation	Date of consent letter	Revised number of offered shares
Bonfiglioli S.p.A.	October 31, 2025	October 6, 2026	Up to 43,239,042 Equity Shares

"RESOLVED FURTHER THAT the members of the IPO Committee be and are hereby jointly or severally authorized to take all steps for giving effect to the aforesaid resolutions, including making the necessary application, filing necessary forms, and do all such acts, deeds, matters and things as may be required to be done or deemed necessary to implement such resolutions and to settle any question or difficulty or doubt that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company."



"RESOLVED FURTHER THAT any of the Directors and/or Company Secretary and Compliance Officer of the Company is authorised to certify the true copy of the aforesaid resolutions which may be forwarded to any concerned authorities for necessary action."

//CERTIFIED TRUE COPY//

For Bonfiglioli Transmissions Limited



Sunil Kumar
Company Secretary & Compliance Officer
M. No. 58368

Address: Arun Excello apartments, Niranjana, 117,
FF Village, Mevalurkuppam, Sriperumbudur,
Kanchipuram, Tamil Nadu, India 602105.

Date: 06.10.2026

Place: Thirumudivakkam, Tamil Nadu.