Price Waterhouse Chartered Accountants LLP

To,
The Board of Directors
M/s. Astra Microwave Products Limited
Astra Towers, Survey No.12 (P), Kothaguda Post,
Kondapur, Hitech City,
Hyderabad, Telangana, India – 500084.

Auditor's Certificate

1) This certificate is issued in accordance with the terms of our agreement dated June 10, 2026.

2) The accompanying undertaking stating the reasons for non-applicability of the requirements stated in paragraph A.10(b) of Part I of the 'Master Circular on (i) Scheme of Arrangement by Listed Entities and (ii) Relaxation under Sub-rule (7) of rule 19 of the Securities Contracts (Regulation) Rules, 1957' issued by the Securities and Exchange Board of India ("SEBI") vide ref. no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 (hereinafter referred to as the "Master Circular") (the "Undertaking") has been prepared by the Management of Astra Microwave Products Limited (the 'Company') pursuant to the requirements of paragraph 10(c) of the Master Circular in connection with the proposed Scheme of Arrangement between the Company and Astra Space Technologies Private Limited and their respective shareholders and creditors (hereinafter referred to as the "Proposed Scheme") and has been approved by the Board of Directors of the Company in its meeting held on June 10, 2026. We have initialled the Undertaking for identification purpose only.

Management's Responsibility for the Undertaking

3) The preparation of the Undertaking is the responsibility of the Management of the Company including the creation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Undertaking and applying an appropriate basis of preparation.

4) The Management is also responsible for ensuring that the Company complies with the requirements of the Master Circular and the Companies Act, 2013 in relation to the Proposed Scheme and for providing all the information to the National Stock Exchange of India Limited (NSE) and BSE Limited (the "Stock Exchanges") as required therein.

Auditor's Responsibility

5) Pursuant to the Circular, it is our responsibility to examine the Proposed Scheme, the Undertaking and the books and records of the Company, and certify whether the requirements stated in Paragraph A.10(b) of Part I of the Master Circular as set out in the Undertaking, are applicable to the Proposed Scheme.

6) We conducted our examination in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

7) We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Price Waterhouse Chartered Accountants LLP, Unit - 2B, 8th Floor, Octave Block, Block E1, Parcel - 4, Salarpuria Sattva Knowledge City, Raidurg, Hyderabad, Telangana - 500081
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Conclusion

8) Based on our examination as above, and the information and explanations furnished to us, we certify that, to the best of our knowledge, the requirements stated in Paragraph A.10(b) of Part I of the Master Circular as set out in the Undertaking are not applicable to the Proposed Scheme.

Restriction on Use

8) Our obligations in respect of the Deliverable are separate from, and are not amended, increased, or otherwise affected by any other role we have or may have had as auditor of the Company or otherwise. Nothing in the Deliverable, nor anything said or done in the course of or in connection with the Services that are the subject of the Deliverable, will extend any duty of care we have or may have had in our capacity as auditor of the Company.

9) Our Deliverable will be prepared pursuant to the requirements of the Master Circular solely to enable the Company to make its application to the Securities and Exchange Board of India ('SEBI'), National Stock Exchange of India Limited (NSE) and BSE Limited (together referred to as 'Stock Exchanges') and National Company Law Tribunal ('NCLT'). This shall not be used by any person or for any other purpose. Price Waterhouse Chartered Accountants LLP does not accept or assume any liability or any duty of care for any other purpose or to any person other than the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Srikanth Pola
Partner
Membership Number:220916
UDIN: 26220916LKIHNF7114

Place: Hyderabad
Date: June 10, 2026

Undertaking in relation to non-applicability of requirements prescribed in Paragraph (A)(10)(b) read with the conditions prescribed in Paragraph (A)(10)(a) of Part I of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 as amended from time to time ("SEBI Master Circular") pertaining to obtaining approval of the majority of public shareholders.

This is in connection with the Scheme of Arrangement between Astra Microwave Products Limited ("the Company" or "Demerged Company") and Astra Space Technologies Private Limited ("Resulting Company") and their respective shareholders and creditors (the "Scheme") in terms of the provisions of Section 230 to 232 and other relevant provisions of the Companies Act, 2013 (the "Act") and pursuant to the SEBI Master Circular, wherein SEBI has mandated all listed companies to ensure that the Scheme submitted with the National Company Law Tribunal for sanction, shall be acted upon in certain cases as mentioned in Paragraph (A)10(b) of Part I of SEBI Master Circular if the votes cast by public shareholders in favour of the Scheme are more than the votes cast by the public shareholders against the Scheme. The Company hereby undertakes that the requirement of Paragraph (A)10(b) of Part I of SEBI Master Circular pertaining to obtaining approval of the majority of public shareholders is not applicable to the Scheme for the following reasons:

1. **Paragraph (A)10(b) (i) of Part I of SEBI Master Circular**

"Where additional shares have been allotted to Promoter / Promoter Group, Related Parties of Promoter/ Promoter Group, Associates of Promoter /Promoter Group, Subsidiary/(s) of Promoter / Promoter Group of the listed entity."

Reasons for non-applicability
In terms of the Scheme, all the shareholders of the Demerged Company will be allotted one (1) fully paid-up equity share of the Resulting Company, for each one (1) fully paid-up equity share of the Demerged Company. The Scheme does not involve allotment of additional shares to Promoter / Promoter Group, Related Parties of Promoter / Promoter Group, Associates of Promoter / Promoter Group, Subsidiary/(s) of Promoter/ Promoter Group of the Company. Accordingly, the provisions of Paragraph (A)10(b)(i) of Part 1 of SEBI Master Circular would not be applicable to the Scheme.

2. **Paragraph (A)(10)(b)(ii) of Part I of SEBI Master Circular**
"Where the Scheme of Arrangement involves the listed entity and any other entity involving Promoter/Promoter Group, Related Parties of Promoter /Promoter Group, Associates of Promoter /Promoter Group, Subsidiary/(s) of, Promoter/Promoter Group."

Reasons for non-applicability
The Scheme involves the Demerged Company and its wholly owned subsidiary, viz., the Resulting Company. The Scheme does not involve any other entity involving Promoter/ Promoter Group, Related Parties of Promoter/ Promoter Group, Associates of Promoter / Promoter Group, Subsidiary/(s) of Promoter/ Promoter Group.

3. **Paragraph (A)(10)(b)(iii) of Part I of SEBI Master Circular**
"Where the parent listed entity, has acquired, either directly or indirectly, the equity shares of the subsidiary from any of the shareholders of the subsidiary who may be Promoter/Promoter Group, Related Parties of Promoter/ Promoter Group, Associates of Promoter/Promoter Group, Subsidiary/(s) of Promoter/Promoter Group of the parent listed entity, and if that subsidiary is being merged with the parent listed under the Scheme."

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LLPIN AAC-5001
FRN 012754N/N500016
Hyderabad

Astra Microwave Products Ltd.
Hyderabad

T. Anjaneyulu

Reasons for non-applicability
This paragraph of the SEBI circular deals with the merger of a subsidiary with the parent listed entity. The present scheme provides for demerger of the Demerged Undertaking of the Demerged Company to the Resulting Company and consequent issue of equity shares by the Resulting Company to the shareholders of the Demerged Company, in same proportion of their respective shareholding in the Demerged Company. Further, the Resulting Company was incorporated as a wholly owned subsidiary of the Demerged Company and therefore, the shares of the Resulting Company were not acquired by the Demerged Company from its Promoter/Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter/Promoter Group, Subsidiary/(s) of Promoter/Promoter Group. Accordingly, the provisions of Paragraph (A)10(b)(iii) of Part I of SEBI Circular would not be applicable to the Scheme.

4. **Paragraph (A)(10)(b)(iv) of Part I of SEBI Master Circular**
"Where the scheme involving merger of an unlisted entity results in reduction in the voting share of pre-scheme public shareholders of listed entity in the transferee / resulting company by more than 5% of the total capital of the merged entity."

Reasons for non-applicability
The Scheme does not involve merger of any unlisted entity with the Company.

5. **Paragraph (A)(10)(b)(v) of Part I of SEBI Master Circular**
"Where the scheme involves transfer of whole or substantially the whole of the undertaking of the listed entity and the consideration for such transfer is not in the form of listed equity shares;
For the purpose of this clause, the expression "substantially the whole of the undertaking" in any financial year shall mean twenty per cent or more of value of the company in terms of consolidated net worth or consolidated total income during previous financial year as specified in Section 180(1)(a)(ii) of the Companies Act, 2013."

Reasons for non-applicability
As the consideration under the Scheme is in the form of equity shares of the Resulting Company, which are proposed to be listed on the stock exchanges as mentioned in the Scheme, one of the two conditions mentioned in the clause is not applicable. Accordingly, the requirement of obtaining approval of majority of public shareholders stated in Paragraph (A)(10)(b)(v) of Part I of the SEBI Master Circular is not applicable.

For Astra Microwave Products Limited

Mr. T Anjaneyulu
Company Secretary
FCS :- 5352

Date: June 10, 2026
Place: Hyderabad.

ASTRA MICROWAVE PRODUCTS LIMITED
Regd. Office: ASTRA Towers, Survey No. 12(P), Kothaguda Post
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Email : mktg@astramwp.com, website : www.astramwp.com
CIN: L29309TG1991PLC013203

CERTIFIED COPY OF RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF ASTRA MICROWAVE PRODUCTS LIMITED HELD ON WEDNESDAY, THE 10TH DAY OF JUNE, 2026 AT 11:45 A.M. THROUGH VIDEO CONFERENCING.

To approve the undertaking of the Company confirming non-applicability of the conditions specified in Paragraph (A)(10) (a) read with (A)(10)(b) of Part I of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93.

"**RESOLVED THAT** the undertaking confirming the non-applicability of the conditions specified under Paragraph (A)(10)(a) read with Paragraph (A)(10)(b) of Part I of the SEBI Master Circular dated June 20, 2023, in relation to the proposed Scheme of Arrangement, along with the certificate issued by the **Price Waterhouse Chartered Accountants LLP**, Chartered Accountants, Statutory Auditors certifying the said undertaking, as placed before the Board, be and is hereby approved and taken on record."

// Certified True Copy //

For Astra Microwave Products Limited

T. Anjaneyulu

Astra Microwave Products Ltd. Hyderabad

T. Anjaneyulu
Company Secretary & Compliance Officer
FCS: 5352