



**MR  
GOLD**

# **M.R.MANIVENI FOODS LIMITED**

## **FOOD PRODUCTS**

### **EXTRACTS OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF M.R. MANIVENI FOODS LIMITED HELD ON 23rd SEPTEMBER 2025 AT THE REGISTERED OFFICE OF THE COMPANY**

“**RESOLVED that** in furtherance to the Resolutions passed by the Board of Directors of the Company on July 02<sup>nd</sup> 2025 and in line with the Special Resolution passed by the Members of the Company on July 10<sup>th</sup> 2025 and subject to applicable laws, the draft of DRHP, in respect of the Initial Public Offering [IPO] of Equity Shares of face value Rs. 10/- each of the Company [Equity Shares] consisting of a fresh issue of upto 65,00,000 number of equity shares of the Company [Price Band Issue] in accordance with SEBI [Issue of Capital and Disclosure Requirements] Regulations, 2018, as amended and as agreed to by the Company in consultation with the Lead Managers as provided to and tabled before this Meeting, containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved for filing with BSE Limited [Stock Exchange - for listing at BSE SME Portal] and such other authorities or persons as may be required.

**RESOLVED FURTHER that** Mr K R Manikandan, Managing Director, Mrs Ramya Ramakrishnan, Chief Financial Officer and Mr Ramu K, Company Secretary be and are hereby severally authorised to make corrections or modifications, if any, and to finalise the DRHP for purposes of filing with the Stock Exchange and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and of all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.

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

**// CERTIFIED TRUE COPY//**

**FOR M.R. MANIVENI FOODS LIMITED,**

*K.R. Mani*





**K R MANIKANDAN**

**DIRECTOR**

**(DIN : 03065826)**

S.No.220/3A-3B, Madhavaram - Redhills High Road, (Near Vadaperumbakkam) Madhavaram, CHENNAI - 600 060.

CIN.NO:U15313TN2010PLC076382 Office No. : 9840258585  admin@mrgolddhall.com  www.mrgolddhall.com



# M.R.MANIVENI FOODS LIMITED

## FOOD PRODUCTS

**CERTIFIED TRUE COPY OF RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF M R MANIVENI FOODS LIMITED HELD ON FRIDAY, MAY 15, 2026, AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT S.NO.220/3A-3B, MADHAVARAM-REDHILLS HIGH ROAD (NEAR VADAPERUMBAKKAM), MADHAVARAM,, CHENNAI, TAMIL NADU - 600060.**

### APPROVAL AND ADOPTION OF RED HERRING PROSPECTUS:

It was noted that the Company, in response to the Draft Red Herring Prospectus dated September 23, 2025 ("DRHP") filed by the Company with the SME Platform of BSE Limited, the company has received the In-principle approval vide letter dated December 10, 2025 letter no LO\SME-IPO\MMIP\565\2025-26 from the BSE Limited.

Further, this Public Issue has been authorized by Board Resolution dated July 02, 2025, and Special Resolution dated July 10, 2025.

The Chairman informed the Board that as part of the Initial Public Offering process, the Company in consultation with the BRLM has prepared the Red Herring Prospectus ("RHP") for the purposes of filing it with the SME Platform of BSE Limited, ("BSE SME") & ROC. Accordingly, the Chairman placed the Red Herring Prospectus before the Board for their approval.

The Board approved the same and passed the following resolutions:

**"RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, as amended, Securities and Exchange Board of India (Issue of Capital Disclosure and Requirements) Regulations, 2018, as amended, ("SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulations) Rules, 1957 and any other regulations issued by the Securities and Exchange Board of India ("SEBI"), the Red Herring Prospectus (the "RHP") to be filed with **BSE Limited, ROC** and such other authorities or persons as may be required, in relation to the proposed Initial Public Offering of up to 52,00,000 Equity Shares of the Company ("Fresh Issue") at such price as may be determined in accordance with the book building process under SEBI ICDR Regulations, as amended, and as agreed to by the Company in consultation with the book running lead manager to the offer (the "BRLM") in accordance with the SEBI ICDR Regulations, which is placed before the Board and initialled by the Chairman for identification, be and is hereby approved and adopted for filing with statutory and regulatory authorities.

**RESOLVED FURTHER THAT** any of the Director, be and is hereby severally authorized to make or approve any modifications, alterations, or amendments in the Red Herring Prospectus, as may be required or deemed necessary, and that the final Red Herring Prospectus be approved by any of the Directors of the Company, for filing with the Securities and Exchange Board of India (SEBI), Registrar of Companies (RoC), Stock Exchanges, and any other regulatory authorities as may be applicable.

**RESOLVED FURTHER THAT** the Red Herring Prospectus is hereby recommended for signing by each of the Directors of the Company, the Chief Financial Officer of the Company, Company Secretary and Compliance Officer of the Company and each such person be and is hereby authorized to sign the declaration page of the Red Herring Prospectus for and on behalf of the Company.



S.No.220/3A-3B, Madhavaram - Redhills High Road, (Near Vadaperumbakkam) Madhavaram, CHENNAI 600 060.



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**RESOLVED FURTHER THAT** for the purpose of giving effect to the above matters and to settle any difficulty or doubt that may arise in this regard, Directors, Chief Financial Officer and Company Secretary, be and are hereby severally authorized to do all such act(s), deed(s), matter(s) and thing(s) and execute all such documents, instruments and writing as they may in their sole and absolute discretion deem necessary or expedient, including making all necessary filings and intimations to the Registrar of Companies, the Securities and Exchange Board of India, the National Stock Exchange of India Limited and other concerned authorities, if any.

**RESOLVED FURTHER THAT** a copy of the above resolutions, certified by any of the Directors of the Company or the Company Secretary of the company, be forwarded to the concerned authorities for necessary action”

FOOD PRODUCTS  
//Certified True Copy//

For and on behalf of  
M R MANIVENI FOODS LIMITED

*K.R. Manikandan*  
K R MANIKANDAN  
Managing Director  
DIN: 03065826



Date: May 15, 2026  
Place: Chennai