



Mukka Proteins Limited

(Previously known as 'Mukka Sea Food Industries Limited / 'Mukka Sea Food Industries Private Limited)



ISO 22000
Certified Company



ISO 9001 : 2015
Certified Company

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF MUKKA PROTEINS LIMITED (PREVIOUSLY KNOWN AS MUKKA SEA FOOD INDUSTRIES LIMITED) HELD ON WEDNESDAY, 7TH JUNE 2023 AT 11:10 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT MUKKA CORPORATE HOUSE DOOR NO. 18-2-16/4, FIRST CROSS, NG ROAD, ATTAVARA, MANGALURU, DAKSHINA KANNADA - 575001.

TO APPROVE DRAFT RED HERRING PROSPECTUS FOR RAISING FRESH CAPITAL FROM THE PUBLIC:

The members of the Board were informed that the Company vide its Board Resolution dated March 8, 2023 and Shareholders' Resolution dated March 10, 2023 had approved the listing of the Equity Shares of the Company through Initial Public Offer. Accordingly, the members were informed that as part of the initial public offering process, the Company in consultation with the BRLM has prepared the Draft Red Herring Prospectus ("DRHP") for the purposes of filing it with Securities and Exchange Board of India and Stock Exchanges. The DRHP duly initialled by the Company Secretary was placed before the Board for their approval. The Board requested considered the matter and passed the following resolution:

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, and the rules made thereunder, as amended, and applicable provisions of the Companies Act, 1956, if any, (collectively "**Companies Act**") the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, and the 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 draft red herring prospectus (the "**DRHP**") to be filed with the Securities and Exchange Board of India (SEBI), BSE Limited, National Stock Exchange of India Limited and such other authorities or persons as may be required, in relation to the proposed Initial Public Offering of upto 8,00,00,000 equity shares of face value of Rs. 1 each for cash at such price including premium, if any, ("**Issue**") in accordance with the SEBI ICDR Regulations, which is placed before the Board and initialled by the Company Secretary for identification, be and is hereby approved and adopted for filing with statutory and regulatory authorities and accordingly, a copy of the DRHP duly signed by all the Directors and/or Company Secretary named therein along

Mfrs. & Exporters of Steam Dried Fish Meal, Fish Oil & Fish Soluble Paste

Factory : D. No. 14-161 to 164, Sasihithlu Road, Mukka, Mangaluru - 575021. Karnataka, India

Office : Mukka Corporate House, Door No. 18-2-16/4, First Cross, NG Road, Attavara, Mangaluru, Dakshina Kannada, Karnataka, India - 575001

☎ : (0) +91 824 2420772, 2442889, 4252889 | Fax : +91 824 2426405

E-mail : info@mukkaproteins.com - Website : www.mukkaproteins.com - CIN : U05004KA2010PLC055771

with the annexures thereto be delivered to the SEBI and Stock Exchanges for filing thereof."

"RESOLVED FURTHER THAT any of the existing Directors and/or the Company Secretary of the Company be and are hereby severally authorised to file the DRHP with SEBI and Stock Exchanges for approval and comply with all other formalities in this regard and/or to upload the DRHP on the website of the Company."

"RESOLVED FURTHER THAT any of the existing Directors and/or the Company Secretary of the Company be and are hereby severally/jointly authorized to issue a public announcement in one English national daily newspaper, one Hindi national daily newspaper and one Kannada national daily newspaper (Kannada being the regional language of Karnataka, where our Registered Office is located) within two days of filing of DRHP with SEBI disclosing the fact of filing of the DRHP with the SEBI and inviting public to provide their comments to SEBI, Company or the BRLM in respect of the disclosures made in DRHP."

"RESOLVED FURTHER THAT any of the existing Directors and/or the Company Secretary of the Company be and are hereby severally/jointly authorised to do all acts, matters, deeds and things as are necessary and incidental in relation to the approval and adoption of the DRHP, carrying out any further alterations to the DRHP and filing the same with SEBI, BSE Limited, National Stock Exchange of India Limited and such other authorities or persons as may be required and obtaining their approval in relation to the same, issue such certificates and confirmations as may be required, and to do such other things as they may be necessary or desirable in this regard."

"Certified true copy"

For **MUKKA PROTEINS LIMITED**

(PREVIOUSLY KNOWN AS MUKKA SEA FOOD INDUSTRIES LIMITED)



COMPANY SECRETARY

MEHABOBSAB MAHMADGOUS CHALYAL

MEMBERSHIP NO.: A67502

NIZAMUDDIN COLONY, 4TH CROSS, DEPOT ROAD, DHARWAD

M J NAGAR, DHARWAD, KARNATAKA – 580006



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TO APPROVE THE MODIFICATIONS TO THE DRAFT RED HERRING PROSPECTUS DATED JUNE 7, 2023:

The members of the Board were informed that the Draft Red Herring Prospectus ("DRHP") to be filed with Securities and Exchange Board of India and Stock Exchanges was subject to incorporation of certain changes and amendments, approved by the Board of Directors in their meeting held on June 7, 2023. The resolution passed for approving the DRHP authorised any of the existing Directors and/or the Company Secretary of the Company to carry out necessary alterations to the DRHP. Following the approval of the DRHP, the Management and Independent Directors of the Company have taken into account the changes suggested by the Board, suggested a few other changes and made certain consequential changes as a result thereof to the DRHP, which were communicated to the Book Running Lead Manager (BRLM) and the Legal Counsel to the Issue to incorporate in the DRHP. It was deemed necessary and in the best interest of the Company to incorporate the suggested changes into the DRHP. Accordingly, the revisions made to the DRHP were presented before the Board for its consideration and approval. The Board after deliberations passed the following resolution:

"RESOLVED THAT pursuant to the provisions of applicable laws as amended from time to time, the alterations/modifications made to the Draft Red Herring Prospectus ("DRHP") previously approved by the Board in their meeting dated June 7, 2023, be and are hereby confirmed and approved for filing with statutory and regulatory authorities and accordingly, a copy of the DRHP duly signed by all the Directors and/or Company Secretary named therein along with the annexures thereto be delivered to the SEBI and Stock Exchanges for filing thereof."

"Certified true copy"

For **MUKKA PROTEINS LIMITED**

(PREVIOUSLY KNOWN AS MUKKA SEA FOOD INDUSTRIES LIMITED)

COMPANY SECRETARY

MEHABOOSAB MAHMADGOUS CHALYAL

MEMBERSHIP NO.: A67502

NIZAMUDDIN COLONY, 4TH CROSS, DEPOT ROAD, DHARWAD

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