



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 19th SEPTEMBER 2025 AT THE REGISTERED OFFICE OF THE COMPANY

“**RESOLVED THAT** the Restated Financials for the period ended March 31, 2023, March 31, 2024 & March 31, 2025 drawn as required under Section 26 of Companies Act, 2013, read with Rule 4 of Companies (Prospectus and Allotment of Securities) Rules, 2014, placed before this meeting, be and are hereby approved and Mr K R Manikandan, Managing Director, Mrs M Chandra, Whole Time Director, Mrs Ramya Ramakrishnan, CFO and Mr K Ramu, Company Secretary and Compliance Officer be and are hereby authorised to sign the restated financials on behalf of the Company and the same shall be forwarded to M/s. Krishnaa & Co., Chartered Accounts for certification and their report thereon.”

RESOLVED FURTHER THAT the Restated Financial Statements as approved by the Board, duly certified by the Statutory Auditors, be annexed to and form part of the Draft Red Herring Prospectus (DRHP), Red Herring Prospectus (RHP) and Prospectus to be filed with the Securities and Exchange Board of India, Registrar of Companies, Stock Exchanges and such other authorities as may be required in connection with the proposed public issue of equity shares of the Company.

RESOLVED FURTHER THAT Mr. K R Manikandan, Managing Director and Mrs. *Ramya Ramkrishnan*, Chief Financial Officer of the Company be and are hereby severally authorized to sign, certify, file and submit the said Restated Financial Statements, along with such annexures, schedules, notes and other supporting documents, with SEBI, ROC, Stock Exchanges, Merchant Bankers and any other authority as may be required from time to time.

// CERTIFIED TRUE COPY//

FOR M.R. MANIVENI FOODS LIMITED,

K R MANIKANDAN

DIRECTOR

(DIN : 03065826)



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RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and any other applicable laws, the Board of Directors of the Company hereby approves and adopts the Key Performance Indicators (KPIs) as recommended by the management, which shall serve as measurable benchmarks to monitor and evaluate the operational and financial performance of the Company, as detailed in Annexure A to this resolution.

RESOLVED FURTHER THAT the KPIs so adopted may be reviewed periodically, and the management shall present to the Board a report on the performance of the Company against the said KPIs at such intervals as may be decided by the Board.

RESOLVED FURTHER THAT Mrs. Ramya Ramakrishnan, Chief Financial Officer of the Company be and are hereby authorized to take all necessary actions, maintain relevant records, and circulate the KPI framework within the Company to ensure its effective implementation.

RESOLVED FURTHER THAT a certified true copy of the resolution be provided to any authority or person as and when required under the signature of any Director or the Company Secretary of the Company.”

// CERTIFIED TRUE COPY //

FOR M.R. MANIVENI FOODS LIMITED,

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

Annexure A

KPI	Explanation
Revenue from Operations (₹ Lakhs)	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps assess the overall financial performance of our Company and size of our business.
EBITDA (₹Lakhs)	EBITDA provides information regarding the operational efficiency of the business.
EBITDA Margin (%)	EBITDA Margin is an indicator of the operational profitability and financial performance of our business.
Profit After Tax (₹ Lakhs)	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin (%)	PAT Margin is an indicator of the overall profitability and financial performance of our business.
EBIT	EBIT is used to assess a company's ability to generate profit from its core operations. It provides a clearer view of operational efficiency by excluding interest and tax expenses.
EBIT Margin (%)	EBIT Margin indicates how efficiently a company turns revenue into operating profit. A higher margin suggests stronger operational control and profitability before interest and taxes.
Return on Average Equity (ROAE) (%)	ROAE provides how efficiently our Company generates profits from shareholders' funds.
Return on Capital employed (ROCE) (%)	ROCE provides how efficiently our Company generates earnings from the capital employed in the business.
Net Worth	Net worth is used by the management to ascertain the total value created by the entity and provides a snapshot of current financial position of the entity.