



# 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 FRIDAY, 16TH FEBRUARY 2024 AT 5:10 P.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.**

**APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFERING BY THE COMPANY:**

The members of the Board were informed that in response to the draft red herring prospectus dated June 14, 2023 (“**DRHP**”) filed by the Company with the Securities and Exchange Board of India (“**SEBI**”) on June 15, 2023, has received the final observation letter SEBI/HO/CFD/RAC/DIL2/P/OW/2023/43818/1 dated October 30, 2023 from the SEBI, which contained its observations and requests for inclusion of further details in the red herring prospectus to be filed by the Company with the Registrar of Companies, Bangalore (“**RoC**”), the BSE Limited and the National Stock Exchange of India Limited (together with BSE Limited, the “**Stock Exchanges**”). The updated draft of the red herring prospectus to be filed with the RoC, after incorporating the necessary updates and changes and after providing such additional information/ clarifications in the document as advised by SEBI, was filed with the SEBI and thereafter on February 6, 2024 SEBI noted the changes and provided their approval on and respectively to the said changes/updation made in the offer document.

Accordingly, the Red Herring Prospectus of the Company was placed before the Board for their approval. The board of directors, after consideration of the above passed the following resolutions unanimously:

**“RESOLVED THAT** subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, if any, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), the Red Herring Prospectus dated 16-02-



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

Factory : D. No. 14-161 to 164, Sasithlu 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

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



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2024 (“**RHP**”), in respect of an initial public offering of equity shares of face value of ₹ 1 each of the Company (the “**Equity Shares**”), comprising a issue of upto 80,000,000 Equity Shares by the Company aggregating up to ₹ [●] lakhs (“**Issue**”) in accordance with the Companies Act (defined below), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”) and other applicable law, at such price as may be determined through the book building process under the SEBI ICDR Regulations and agreed to by the Company, in consultation with the BRLM (the “**Issue Price**”).”

“**RESOLVED FURTHER THAT** Mr. Kalandan Mohammed Haris (DIN: 03020471) Managing Director & CEO and/or Mr. Kalandan Mohammed Althaf (DIN: 03051103) Whole-Time Director & CFO and/or Mr. Kalandan Mohammad Arif (DIN: 03020564) Whole-Time Director & COO of the Company be and are hereby severally authorised to, in consultation with the legal advisors and the BRLM, make any further or subsequent alterations, additions, omissions, variations, amendments, modifications or corrections to the RHP, if any, and to finalise the RHP or any other actions for withdrawal or filing of the RHP and to submit the same with the RoC, SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.”

“**RESOLVED FURTHER THAT** each of the directors of the Company and the Chief Financial Officer of the Company be and are hereby authorized to sign the declaration page of the RHP for and on behalf of the Company.”

“**RESOLVED FURTHER THAT** Mr. Kalandan Mohammed Haris (DIN: 03020471) Managing Director & CEO and/or Mr. Kalandan Mohammed Althaf (DIN: 03051103) Whole-Time Director & CFO and/or Mr. Kalandan Mohammad Arif (DIN: 03020564) Whole-Time Director & COO of the Company be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions,



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difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal advisors and the BRLM appointed in this respect.”

“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**

**M J NAGAR, DHARWAD, KARNATAKA – 580006**



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