Orkla INDIA

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF "ORKLA INDIA LIMITED" (FORMERLY KNOWN AS "ORKLA INDIA PRIVATE LIMITED" AND "MTR FOODS PRIVATE LIMITED") ON TUESDAY, JUNE 10, 2025, AT THE REGISTERED OFFICE OF THE COMPANY AT NO.1, 2ND & 3RD FLOOR, 100 FEET INNER RING ROAD, EJIPURA, ASHWINI LAYOUT, VIVEKNAGAR, BENGALURU - 560047, KARNATAKA, INDIA AND THROUGH VIDEO CONFERENCING ('VC') MODE.

TO TAKE NOTE OF THE CONSENTS PROVIDED BY THE SELLING SHAREHOLDERS FOR THEIR PARTICIPATION IN THE OFFER FOR SALE AND DETERMINATION OF THE OFFER SIZE

"**RESOLVED THAT,** the Board hereby takes note of the intention and consent of the following shareholders of the Company to offer such number of Equity Shares held by them, as mentioned in their respective consent letters, as part of the Offer for Sale at such price as may be determined through the book building process in consultation with the book running lead managers appointed in relation to the Offer, under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended ("SEBI ICDR Regulations"), and in accordance with applicable laws:

Name of Selling Shareholder	Number of Equity Shares of face value of ₹ 1 each offered in the Offer for Sale	Date of board resolution authorising participation in the Offer for Sale	Date of consent letter
Orkla Asia Pacific Pte. Ltd.	Up to 20,560,768 Equity Shares bearing face value of ₹1 each	May 14, 2025	June 10, 2025
Navas Meeran	Up to 1,141,118 Equity Shares bearing face value of ₹1 each	Not Applicable	June 10, 2025
Feroz Meeran	Up to 1,141,118 Equity Shares bearing face value of ₹1 each	Not Applicable	June 10, 2025

RESOLVED FURTHER THAT any of the Directors, or the Chief Financial Officer, or the Company Secretary and Compliance Officer, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Karnataka at Bengaluru, and execute and sign all relevant documents including but not limited to consent letters, powers of attorney and certificates as may be required in order to give effect to these resolutions, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may

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from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company is authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

//CERTIFIED TRUE COPY//

For **ORKLA INDIA LIMITED**
(Formerly known as "Orkla India Private Limited" and "MTR Foods Private Limited")

Kaushik Seshadri
Company Secretary and Compliance Officer
Membership No.: A41800

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Date: June 10, 2025
Place: Bengaluru