

CERTIFIED TRUE COPY OF RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY AT THEIR MEETING HELD ON 10TH JULY, 2024 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY.

APPROVE AND ADOPT VARIOUS POLICIES

The Chairman informed the Board that in light of the listing of the equity shares of the Company pursuant to the Issue, the Company would be required to adopt certain policies/ codes of conduct in compliance with the requirements prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI LODR Regulations**”) and the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended (“**Insider Trading Regulations**”). The proposed drafts of the following policies were tabled before the Board:

1. Determination of Materiality of Events / Information Policy
2. Preservation of Documents & Archival of Records Policy
3. Code of Internal Procedures Conduct for Prevention of Insider Trading Policy
4. Procedures for Inquiry in Case of Leak of Unpublished Price Sensitive Information Policy
5. Vigil Mechanism & Whistle Blower Policy
6. Nomination and Remuneration Policy
7. Related Party Transactions Policy
8. Code of Conduct for Board of Directors and Senior Managerial Personnel
9. Code of Conduct for Independent Directors
10. Risk Management Policy

The Board after due discussion on the various policies, passed the following resolution unanimously: -

RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (as amended or re-enacted from time to time) and rules thereunder and the SEBI LODR Regulations and the Insider Trading Regulations, each of the following policies and codes, as laid before the meeting and initialed by the Chairman for the purpose of identification, be and are hereby approved and adopted: -

1. Determination of Materiality of Events / Information Policy
2. Preservation of Documents & Archival of Records Policy
3. Code of Internal Procedures Conduct for Prevention of Insider Trading Policy
4. Procedures for Inquiry in Case of Leak of Unpublished Price Sensitive Information Policy

REGD. OFFICE : D-402 The Imperial Heights, 150 Ft. Ring Road, Rajkot-360005 (Gujarat) India

☎ +91-281-258 0011 ✉ info@gujaratpeanut.com 🌐 www.gujaratpeanut.com

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5. Vigil Mechanism & Whistle Blower Policy
6. Nomination and Remuneration Policy
7. Related Party Transactions Policy
8. Code of Conduct for Board of Directors and Senior Managerial Personnel
9. Code of Conduct for Independent Directors
10. Risk Management Policy

RESOLVED FURTHER THAT, the Board is hereby authorized to approve and adopt any other policy, guideline, code or such other document as may be required to ensure compliance under the SEBI LODR Regulations, Insider Trading Regulations or such other regulations, guidelines, circulars, notifications as may be prescribed by the Securities and Exchange Board of India or any other regulatory authority in relation to the Issue and subsequent listing of the equity share capital of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company, be and are hereby authorized on behalf of the Company to implement and action such policies/ codes of conduct on behalf of the Company and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient, including, without limitation, to settle any questions, difficulties or doubts that may arise in relation to the adoption of such policies/code of conduct.

RESOLVED FURTHER THAT Mr. Jeetkumar B. Raychura, Company Secretary and Compliance Officer be and is hereby authorized to upload the relevant policies on the website of the Company and to communicate the same among the Directors and employees of the Company in accordance with the SEBI LODR Regulations.

For, Gujarat Peanut and Agri Products Limited

GUJARAT PEANUT AND AGRICULTURE PRODUCTS LIMITED



DIRECTOR

Sagar Arunkumar Chag
Director
(DIN: 02192020)