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PAN No. AABCR8419A
FSSAI No. : 12221999000106



RUKMANI DEVI GARG AGRO IMPEX LTD.

DEAL IN : MUSTARD, SOYABEAN, DHANIA, WHEAT & ALL OTHER AGRI COMMODITIES

Manufacturer : Sharbati, Tajmahal & Happy Family Brand Sortax Clean Premium Quality Wheat

Ref. No.

Date..22 Sept '2025

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE AUDIT COMMITTEE OF RUKMANI DEVI GARG AGRO IMPEX LIMITED HELD ON SEPTEMBER 22, 2025 AT 4.15 P.M. AT THE REGISTERED OFFICE OF SITUATED AT PLOT NO. 7, BHAMASHAH MANDI ANANTPURA KOTA, RAJASTHAN - 324005

APPROVAL OF KEY PERFORMANCE INDICATORS:

The Chairperson of the Audit Committee informed the other members of the Committee that the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") require the Committee to approve the key performance indicators ("KPIs") relating to the Company proposed to be disclosed in the Issue Documents (as defined below). Further, the SEBI ICDR Regulations also require the Committee to confirm that the verified and audited details of all the KPIs relating to the Company that have been disclosed to earlier investors in the three years prior to filing the RHP (as defined below), are disclosed under the section titled "Basis for Issue Price" of the Issue Documents.

The Chairperson placed before the other members of the Committee, the list and description of key performance indicators pertaining to the Company, as identified by the members of management of the Company, duly initialled by the Chairperson for identification purposes (the "Identified KPIs"), proposed to be disclosed in the red herring prospectus proposed to be filed by the Company with BSE, the red herring prospectus ("RHP") and prospectus ("Prospectus") and collectively with the RHP and Prospectus, the "Issue Documents") proposed to be filed by the Company with the Registrar of Companies, Jaipur at Rajasthan.

The Audit Committee further reviewed the KPIs that have been consistently used by the management historically to analyse, track or monitor the operational and/or financial performance of the used in tracking the Company's performance which have been consequently identified as relevant and material KPIs of the business of the Company. Further, as per the requirements of SEBI ICDR Amendment, the management has consulted with the Statutory Auditor holding a valid peer review certificate, regarding identification, verification and disclosure of such relevant and material KPIs related to the business of the Company which may have a bearing for arriving at the basis for issue price.

The managing director of the Company, Mr. Vishal Garg and the chief financial officer of the Company, Mr. Lakshya Gupta, were invited to be present at the meeting of the Committee to address any queries raised or clarifications sought by the members of the Committee in relation to the Identified KPIs, including with respect to key performance indicators shared by the Company with investors during the three years preceding the RHP. The members of the Committee were informed by the managing director of the Company, Vishal Garg that the Company had not disclosed any additional key performance indicators in relation to the Company with its investors during the last three years preceding the RHP.

The following table highlights our KPIs that have a bearing on arriving at the basis for Issue Price and disclosed to our investors during the three years preceding to the date of the RHP, as of the dates and for the period indicated:

Regd. Office: P-7, Seth Bhamasha Krishi Mandi, Anantpura, Kota 324 005 (Raj)

Mobile : 94141 87322, 98877 33111, Email: rukmanidevigarg@gmail.com

Key Performance Indicators of our Company based on the Restated Consolidated Financial Statements.
(₹ in lakhs)

Particulars*	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Revenue from Operations (₹ in Lakhs) ⁽¹⁾	32,699.50	24,437.53	24,805.19
Growth in Revenue from Operations (%) ⁽²⁾	33.81%	(1.48%)	N.A.
EBITDA (₹ in Lakhs) ⁽³⁾	1,263.91	817.24	308.01
EBITDA Margin (%) ⁽⁴⁾	3.87%	3.34%	1.24%
Restated Profit After Tax (₹ in Lakhs)	757.07	501.72	47.39
PAT Margin (%) ⁽⁵⁾	2.32%	2.05%	0.19%
Net Worth (₹ in Lakhs) ⁽⁶⁾	3,242.73	2,485.65	1,983.93
Capital Employed (₹ in Lakhs) ⁽⁷⁾	8,164.10	5,170.07	4,496.70
ROE (%) ⁽⁸⁾	23.35%	20.18%	2.39%
ROCE (%) ⁽⁹⁾	15.61%	16.60%	7.11%
Net Debt / EBITDA Ratio ⁽¹⁰⁾	3.88	3.27	6.36
Debt Equity ratio ⁽¹¹⁾	1.52	1.08	1.27

- (1) Revenue from Operations means the Revenue from operations as appearing in the Restated Consolidated Financial Statements.
- (2) Growth in Revenue from Operations (%) is calculated as Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.
- (3) EBITDA is calculated as restated profit (loss) before tax for the period / year, plus finance costs and depreciation and amortisation expense reduced by other income.
- (4) EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.
- (5) PAT Margin (%) is calculated as Profit After Tax for the year/period divided by Revenue from Operations.
- (6) Net worth means the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, and after deducting, if any, the aggregate value of the accumulated losses.
- (7) Capital Employed is calculated as total equity plus total borrowings and deferred tax liabilities minus intangible assets.
- (8) Return on Equity (%) refers to restated profit for the year/period attributable to equity shareholders of our Company divided by Net worth.
- (9) Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed.
- (10) Net Debt-EBITDA Ratio is calculated as restated profit (loss) for the period / year plus total tax expense / (credit) plus finance costs.
- (11) Debt-Equity Ratio is calculated as Debt divided by total equity.

Explanation of KPI Metrics:

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business.
Growth in Revenue from Operations	Growth in Revenue from Operations provides information regarding the growth of our business for respective periods.
EBITDA	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.
PAT	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.
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.
RoE (%)	RoE provides how efficiently our Company generates profits from shareholders' funds.
RoCE%	ROCE provides how efficiently our Company generates earnings from the capital employed in the business.
Net Debt / EBITDA Ratio	It represents how many years it would take for our Company to pay back its debt if net debt and EBITDA are held constant.
Debt Equity ratio	This gearing ratio compares shareholders' equity to company debt to assess the company's

amount of leverage and financial stability

The Company has not undertaken material acquisition or disposition of assets / business for the periods that are covered by the KPIs and accordingly, no comparison of KPIs over time based on additions or dispositions to the business, have been provided.

The Company confirms that it shall continue to disclose all the KPIs included in the chapter on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or for such other duration as may be required under the SEBI ICDR Regulations. Further, the ongoing KPIs will continue to be certified by a member of an expert body as required under the SEBI ICDR Regulations.

Pursuant to the review of the Identified KPIs by the members of the Committee the following resolutions were unanimously passed:

"RESOLVED THAT, the identified KPIs verified and audited by the statutory auditors of the Company namely M/s. Sarupria Somani & Associates, as placed before the members of the Committee and initialed by the Chairperson for identification purposes, be and are hereby approved and may be disclosed in the Offer Documents."

"RESOLVED FURTHER THAT in accordance with the applicable provisions of the SEBI ICDR Regulations and other applicable laws, the KPIs which have been used historically by the Company to understand and analyse the business performance, which in result, help it in analysing the growth of various verticals in comparison to its peers, and other relevant and material KPIs of the business of the issuer Company that have a bearing for arriving at the basis for offer price, along with explanation for KPI metrics, are hereby approved."

"RESOLVED FURTHER THAT, pursuant to the Amendments, the KPIs, as placed before the members of the Committee and initialed by the Chairperson for identification purposes and disclosed under 'Basis for Issue Price' section of the RHP, be and are hereby approved and may be disclosed in the Issue Documents."

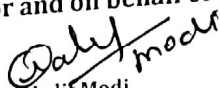
"RESOLVED FURTHER THAT, the Audit Committee confirms that there are no other financial metrics that the Company has shared with its investors and shareholders, in the three years preceding the date of filing of the RHP or are proposed to be disclosed to the earlier investors of the Company."

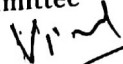
"RESOLVED FURTHER THAT any director be and are hereby severally authorized to do all such acts, things and deeds on behalf of the Company to effectively implement this resolution including issuance of any further confirmation on disclosure, in the section titled 'Basis for Issue Price' of the RHP (including any addendum or corrigendum thereto), of verified and audited details of KPIs pertaining to the Company that are disclosed to the investors at any point of time during the 3 years period prior to the date of filing of the RHP, and accordingly, the same be updated in the section titled 'Basis for Issue Price' of the RHP."

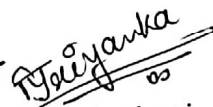
"RESOLVED FURTHER THAT any member of the Board and/or the Company Secretary and Compliance Officer and the Chief Financial Officer of the Company, be and are hereby severally authorized to do all acts, deeds, matters and things as deemed necessary, proper or desirable, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard in order to give effect to the resolution."


"RESOLVED FURTHER THAT, certified copies of this resolution be provided to those concerned under the hands of a director or Company Secretary of the Company wherever required."

CERTIFIED TRUE COPY
For and on behalf of the Committee


Lalit Modi
(Chairman)
DIN 07662769


Vishal Garg
(Member)
DIN 00840692


Priyanka Alwani
(Member)
DIN 10532675


Ayushi Agrawal
(Company Secretary)
M.No A48756

