

## **CERTIFICATE FROM INDEPENDENT DIRECTOR**

To,  
The Board of Directors,  
M/s HERITAGE FOODS LIMITED.  
(CIN: L15209TG1992PLC014332).  
Hyderabad, Telangana, India

Dear Sir,

I Undertake to comply with the conditions laid down in the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Section 149 and Schedule IV of the Companies Act, 2013 in relation to conditions of Independence and in particular:

I declare that up to the date of this certificate, I did not have any material pecuniary relationship or transactions with the company, its promoter, its directors, senior management or its holding company, its subsidiary and associates as named in the annexure thereto which may affect my independence as director on the Board of the Company.

I further declare that I will not enter into any such relationship/transactions. However, if and when I intend to enter into such relationships/transactions, whether material or non-material I shall keep prior approval of the Board. I agree that I shall cease to be an independent director from the date of entering into relationship/transaction.

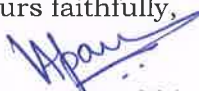
I declare that I am not related to promoters or persons occupying management positions at the board level or at one level below the board and also have not been an executive of the Company in immediately preceding two financial years.

I was not a partner or an executive or was also not partner or an executive during the preceding three years, of any of the following:

- i. The statutory audit firm or the internal audit firm that is associated with the company, and
- ii. The legal firm(s) and consulting firm (s) that have a material association with the company.

I have not been a material supplier, service provider or customer or a lessor or lessee of the company, which may affect my independence, and was not a substantial shareholder of the company i.e. owning two percent or more of the block of voting shares.

Yours faithfully,

  
**Aparna Surabhi**  
(DIN: 01641633)  
Non-Executive Independent Director

**Date:** 10-01-2024

**Pace:** Hyderabad