

# EUREKA INDUSTRIES LIMITED

**CIN: L91110GJ1992PLC018524**

**REG. OFFICE:** A-505, Titanium City Centre, Near Sachin Tower, 100 Feet Ring Road, Anand Nagar, Satellite, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015

**Date:** 20<sup>th</sup> April, 2026

**To,**

**The Listing Department,**

Bombay Stock Exchange Limited

Phiroz Jeejeebhoy Tower,

Dalal Street, Mumbai-400023

BSE Script Code **521137**, ISIN: **INE958A01011**

**Sub: Notice of the Extra Ordinary General Meeting of EUREKA INDUSTRIES LIMITED:**

**Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Notice along with Explanatory Statement of the Extra Ordinary General Meeting of the Company to be held on Monday, May 18, 2026, at 12.30 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The Notice along with Explanatory Statement of the Extra Ordinary General Meeting of the Company is available on the website of the Company at [www.eurekaindLtd.com](http://www.eurekaindLtd.com).

We request you to take the above information on record.

Thanking You,

Yours faithfully

**For, EUREKA INDUSTRIES LIMITED**

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**CHAITANYA JAYANTILAL PANDYA**

**MANAGING DIRECTOR AND CFO**

**DIN: 10109798**

**Encl. as above**

**E-MAIL ID:** [eurekaindLtd@gmail.com](mailto:eurekaindLtd@gmail.com)

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**NOTICE** is hereby given that the 1<sup>st</sup> Extra Ordinary General Meeting of the Members of **EUREKA INDUSTRIES LIMITED of the financial year 2026-27** will be held on Monday, **18<sup>th</sup> May, 2026** at 12:30 PM through Video Conferencing/ Other Audio Visuals Means ("VC/OAVM") in compliance with provisions of the Companies Act, 2013 ("the Act") and Rules framed thereunder and the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("the SEBI Listing Regulations") to transact the businesses as set forth in the Notice of the EGM ("Notice"):

## **SPECIAL BUSINESS**

### **1. TO CONSIDER AND APPROVE PRE-PACKAGED INSOLVENCY RESOLUTION PLAN:**

To consider, and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 54A of the Insolvency and Bankruptcy Code, 2016 (IBC) and other applicable provisions of the IBC read with the Insolvency and Bankruptcy (Pre-packaged Insolvency Resolution Process) Rules, 2021, and subject to the approval of the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, *the consent of the members of the Company be and is hereby accorded for initiating the Pre-packaged Insolvency Resolution Process (PPIRP).*

**RESOLVED FURTHER THAT** the Base Resolution Plan ("BRP"), as submitted by the management of the Company in its capacity as the Resolution Applicant, providing for the revival and resolution of the Company, including restructuring of liabilities, settlement of claims, and reorganization of capital (as applicable), be and is hereby approved in principle for submission to the Committee of Creditors ("CoC") and thereafter to the Adjudicating Authority in accordance with the provisions of the IBC.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to:

- a) Appoint Mr. Bimal Ashok Desai (Registration No. IBBI/IPA-001/IP-P00748/2017-2018/11281) as the Resolution Professional (RP) to monitor the process and verify claims while the management continues as 'Debtor-in-Possession'.
- b) Finalize and file the necessary application in Form 1 before the NCLT, Ahmedabad Bench, as specified in the PPIRP Regulations.
- c) Obtain the prior approval of unrelated financial creditors representing not less than 66% in value of the total financial debt as a mandatory prerequisite for initiation.
- e) Implement the proposed settlement of all admitted and verified claims for Unsecured Financial Creditors, Operational Creditors, Employees, and Statutory Dues in the manner and priority prescribed in the Plan.
- f) Carry out the reorganization of equity share capital, including the mandatory capital reduction for existing public shareholders and the allotment of new shares

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to the shareholders in the manner and prescribed in the Plan on the determined Share Exchange Ratio.

- g) Apply for all necessary reliefs, concessions, and waivers from the Central Government, State Government, and other regulatory bodies to ensure the successful revival of the Company.
- h) Do all such acts, deeds, and things as may be necessary, proper, or expedient to give effect to this resolution and to ensure the Company survives as a 'going concern'.

## **2. TO REGULARISE MR. CHAITANYA JAYANTILAL PANDYA (DIN: 10109798) AS AN EXECUTIVE DIRECTOR OF THE COMPANY:**

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder along with SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force), Mr. Chaitanya Jayantilal Pandya (DIN: 10109798) who was appointed as an Additional Executive Director of the Company with effect from 21<sup>st</sup> March, 2026 by the Board of Directors as recommended by the Nomination and Remuneration Committee and who holds the office upto the date of ensuing General Meeting of the Company, be and is hereby appointed as the Director (Executive) of the Company.

**RESOLVED FURTHER THAT** any Director of the Company and company secretary authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

## **3. APPOINTMENT OF MR. CHAITANYA JAYANTILAL PANDYA (DIN: 10109798) AS MANAGING DIRECTOR OF THE COMPANY:**

To Consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203, Schedule V, other applicable provisions of the Companies Act, 2013, and Rules made thereunder Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and pursuant to the Articles of Association of the Company, the extent Rules / Regulations / Guidelines / Notifications and Circulars prescribed by any relevant

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authorities, the consent of the Members of the Company be and is hereby accorded for appointment of Mr. Chaitanya Jayantilal Pandya (DIN: 10109798) as the Managing Director (MD) of the Company for a period of 5 (five) Years with effect from 13<sup>th</sup> April, 2026 at the such remuneration as per the Company policy and board discretion for the appointed period upto maximum aggregate amount of Rs. 50,000 (Rupees Fifty Thousand only) per month for the period of his tenure.

**RESOLVED FURTHER THAT** Mr. Chaitanya Jayantilal Pandya (DIN: 10109798) Managing Director (MD) be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging, and such other expenses incurred by / for him in connection with meeting business requirements of the Company and in line with the Company policy.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or any Committee thereof as authorised in this regard be and is hereby authorised to alter, amend, ratify and vary the terms and conditions of the remuneration structure as may be agreed as deem fit within the overall remuneration.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Chaitanya Jayantilal Pandya (DIN: 10109798) Managing Director (MD) is subject to the condition that:

- a. the total remuneration payable in any financial year by way of salary, perquisites, commission and other allowances shall not exceed the overall limit of five percent (5%) of the net profits of the Company as applicable to each of the Managing Director / Whole time Directors of the Company and / or ten percent (10%) of the net profits of the Company for all Managing Director / Whole-time Directors in accordance with the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V and rules made thereunder including any statutory amendments, modifications or re-enactment thereof, as may be made thereto and for the time being in force; or
- b. if the Remuneration exceeds the limits as prescribed in the provisions of Section 197, 198 of the Companies Act, 2013, the remuneration payable shall be within the maximum permissible limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, in case of no profits / inadequate profits and term of the appointment as regards remuneration would stand revised in such case and will not exceed three years from the date of such insufficiency.

**RESOLVED FURTHER THAT** any Director of the Company and company secretary authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be

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necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

#### **4. REGULARIZATION OF ADDITIONAL NON-EXECUTIVE INDEPENDENT DIRECTOR MS. AVANI ASHWINKUMAR SHAH (DIN: 09608898), AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider, and if thought fit, to pass the following resolution as a **Special Resolution:**

**“RESOLVED THAT** in accordance with, the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Avani Ashwinkumar Shah (DIN: 09608898), who was appointed as an Additional Independent Director of the Company with effect from 21<sup>st</sup> March, 2026, pursuant to Section 161 of the Act and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the Listing Regulations, approval of the Members be and hereby accorded to regularize Ms. Avani Ashwinkumar Shah (DIN: 09608898), as Non-Executive Independent Director of the Company for the period of 5 years.

**RESOLVED FURTHER THAT** Ms. Avani Ashwinkumar Shah (DIN: 09608898), Non-executive Independent Director of the Company, who has submitted a declaration that she meets the criteria for Independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for five consecutive years with effect from 21<sup>st</sup> March , 2026.

**RESOLVED FURTHER THAT** any Director of the Company and company secretary authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

**By Order of the Board of Directors**

**SD/**

**Priyal Patel**  
**Company Secretary and Compliance Officer**  
**Mem. No. A61163**  
**Date: 13.04.2026**  
**Place: Ahmedabad**

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## Notes:

1. Pursuant to Ministry of Corporate Affair ('MCA') General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 19/2021 dated December 21, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 05, 2022, General Circular 03/2022, General Circular No 10/2022 dated 28.12.2022 and General Circular No 11/2022 dated 28.12.2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024, Circular No. 03/2025 dated September 22, 2025 and other applicable circulars, if any, has allowed the Companies to conduct the AGM/ EGM or passing of Ordinary/ Special Resolution through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till further orders. In accordance with the said circulars, the 1st EGM of the financial year 2025-26 of the Company will be conducted through VC / OAVM on Wednesday, March 11, 2026. The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
2. NSDL will be providing facility for voting through remote e-voting, for participation in the EGM through VC/OAVM facility and e-voting during the EGM. The procedure for participating in the meeting through VC / OAVM is explained in Notes below and is also available on the website of the company at [www.eurekaindLtd.com](http://www.eurekaindLtd.com).
3. As the EGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this EGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. In case of joint holders attending the EGM, only such joint holder, who is higher in the order of names, will be entitled to vote.
6. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. The Company has appointed Mr. Alpesh Paliwal, Practicing Company Secretary, (Membership No.: A32500, COP: 12119), Proprietor of M/s Paliwal & Co. Practicing

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Company Secretaries as the Scrutinizer to scrutinize the remote e-voting and e-voting process in a fair and transparent manner.

8. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business in Item no. 1 to 4 of the Notice and as required under Secretarial Standard - 2 on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, are annexed hereto.
9. The Company has appointed M/s. Accurate Securities & Registry Private Limited as the Registrar and Share Transfer Agent for the purpose of providing services in connection with this EGM.
10. Members are requested to contact the Registrar and Share Transfer Agent, M/s. Accurate Securities & Registry Private Limited for all matters connected with Company's shares at:

Accurate Securities & Registry Private Limited  
B1105-1108, K P Epitome, Nr. Makarba Lake,  
Nr. Siddhi Vinayak Towers, Makarba,  
Ahmedabad - 380051  
+91-79-48000319  
[info@accuratesecurities.com](mailto:info@accuratesecurities.com)

11. As per the provisions of Section 72 of the Act read with the rules made thereunder and in terms of SEBI circulars, facility for nomination is available to Individuals holding shares in the Company. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members may download the Nomination Form from the <https://www.bigshareonline.com/>. Members holding shares in demat mode should file their nomination with their Depository Participant for availing this facility.
12. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to register/update the contact details by submitting the requisite Form ISR-1 along with the supporting documents. Form ISR-1 can be obtained by clicking on the link [https://www.bigshareonline.com/resources-sebi\\_circular.aspx#parentHorizontalTab3|ChildVerticalTab\\_31](https://www.bigshareonline.com/resources-sebi_circular.aspx#parentHorizontalTab3|ChildVerticalTab_31) Form ISR-1 duly filled and signed along with the supporting documents can be submitted to M/s. Bigshare Services Private Limited.
13. Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participants with whom they maintain their demat accounts.

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14. The Notice of EGM, is available on the website of the Company at [www.eurekaindLtd.com](http://www.eurekaindLtd.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

**The remote e-voting period begins on Friday, May 15, 2026 from 9:00 A.M. (IST) and will end on Sunday, May 17, 2026 till 5:00 P.M. (IST).** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. Monday, May 11, 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, May 11, 2026.

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

- A) **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode** In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to

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NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

- Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsd.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be

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	<p>redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> <b>App Store</b>     <b>Google Play</b></p> <p>    </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"><li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li><li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li><li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from</li></ol>

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	<p>a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at [abovementioned website](#).

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**E-MAIL ID:** [eurekaindLtd@gmail.com](mailto:eurekaindLtd@gmail.com)

**CONTACT NO:** +917348095355

**WEBSITE:** [www.eurekaindLtd.com](http://www.eurekaindLtd.com)

# EUREKA INDUSTRIES LIMITED

CIN: L91110GJ1992PLC018524

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## **How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter

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- the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

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2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

## **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [welcome2pcs@gmail.com](mailto:welcome2pcs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com)

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**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [eurekaindLtd@gmail.com](mailto:eurekaindLtd@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [eurekaindLtd@gmail.com](mailto:eurekaindLtd@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [eurekaindLtd@gmail.com](mailto:eurekaindLtd@gmail.com). The same will be replied by the company suitably.

## **OTHER INSTRUCTIONS:**

1. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the EGM to express their views. They can request for speaker registration to the company mentioning their name demat account number/folio number, email id, mobile number at [eurekaindLtd@gmail.com](mailto:eurekaindLtd@gmail.com).
2. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [eurekaindLtd@gmail.com](mailto:eurekaindLtd@gmail.com). The same will be replied by the company suitably.
3. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
4. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.

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5. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
6. Facility for joining EGM through VC/ OAVM shall open at least 15 minutes before the scheduled time for the commencement of the Meeting and shall be allowed till 15 minutes from the commencement of the meeting.
7. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
8. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
9. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the EGM. E-voting during the EGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
10. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the EGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the EGM shall be treated as invalid.
11. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

**By Order of the Board of Directors**

**SD/-**

**Priyal Patel**

**Company Secretary and Compliance Officer**

**Mem. No. A61163**

**Place: Ahmedabad**

**Date: 13.04.2026**

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## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

### **ITEM NO. 1**

The Company is presently experiencing financial stress and liquidity constraints, which have affected its ability to service its financial obligations in a timely manner. After due consideration of the prevailing circumstances and with a view to safeguarding the interests of all stakeholders and ensuring continuity of operations, the Board of Directors of the Company, at its meeting held on April 13, 2026, considered and approved the proposal to initiate the Pre-packaged Insolvency Resolution Process ("PPIRP") in accordance with the provisions of Section 54A of the Insolvency and Bankruptcy Code, 2016 ("IBC"), read with the rules and regulations made thereunder.

The PPIRP is a debtor-in-possession model introduced under the IBC, which enables an eligible corporate debtor to restructure its affairs and resolve financial stress in a time-bound manner, while allowing the existing management to continue day-to-day operations under the supervision of a Resolution Professional and the Committee of Creditors.

In terms of Section 54A of the IBC, initiation of the PPIRP is subject to compliance with statutory pre-conditions, including:

- a) obtaining approval of unrelated financial creditors representing not less than sixty-six percent (66%) in value of the total financial debt of the Company; and
- b) obtaining approval of the members of the Company by way of a special resolution, as required under the provisions of the IBC.

The Company qualifies and is duly registered as a Micro, Small and Medium Enterprise (MSME) under the Micro, Small and Medium Enterprises Development Act, 2006, and continues to hold such status as on the date hereof. Accordingly, the Company is an eligible corporate debtor for initiation of the Pre-packaged Insolvency Resolution Process under Section 54A of the Insolvency and Bankruptcy Code, 2016.

In this regard, the management of the Company, in its capacity as the Resolution Applicant, has prepared a Base Resolution Plan, which, inter alia, provides for the revival of the Company through restructuring of liabilities, settlement of claims of unsecured financial creditors, operational creditors, employees and statutory authorities, and such

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reorganization of the share capital of the Company as may be approved by the Committee of Creditors and the Hon'ble National Company Law Tribunal, Ahmedabad Bench.

The resolution placed before the members seeks approval for:

- a) initiation of the Pre-packaged Insolvency Resolution Process under the IBC;
- b) approval in principle of the Base Resolution Plan for submission to the Committee of Creditors and thereafter to the Adjudicating Authority;
- c) appointment of a Resolution Professional to conduct and monitor the PPIRP; and
- d) authorisation to the Board of Directors to finalise, file, modify, and implement all applications, documents, acts, deeds, and matters as may be required to give effect to the PPIRP and the approved Resolution Plan, with a view to reviving the Company as a going concern.

The Board is of the considered opinion that initiation of the PPIRP and implementation of the Resolution Plan, upon approval by the appropriate authorities, would be in the best interests of the Company, its members, creditors, employees, and other stakeholders, and would enable value preservation and long-term sustainability of the Company.

The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 1 of the Notice above by way of Special resolution.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives are concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

## **ITEM NO. 2:**

Mr. Chaitanya Jayantilal Pandya (DIN: 10109798) has been appointed by the Board as an Additional Director (Executive) w.e.f. 21<sup>st</sup> March, 2026 to hold the office till the Annual General Meeting, subject to the approval of shareholders. Hence, he is required to be regularized at this Meeting. Mr. Chaitanya Jayantilal Pandya satisfies all the applicable conditions of the Act & he is not disqualified from being appointed as director in terms of Section 164 of the Act. He is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

The appointee shall devote his time and attention to the business activities of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company.

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Mr. Chaitanya Jayantilal Pandya is having a varied experience in finance field. He has proven expertise in financial planning & Analysis, formulation, recommendation and implementation of administrative polices and procedures to improve internal control system. Mr. Chaitanya Jayantilal Pandya holds Graduation indegree in commerce.

Remuneration shall be paid applicable sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013, (the Act), Applicable rules Read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of Mr. Chaitanya Jayantilal Pandya requires approval of the Members.

In terms of Section 160 of the Companies Act, 2013, the Company has received notice in writing from a Mr. Chaitanya Jayantilal Pandya, proposing his candidature for appointment. Both the Nomination and Remuneration Committee and the Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his/her induction on the Board would be of immense benefit to the Company and it is desirable to avail his/her services as a Director to strengthen the management of the Company.

The details required under the provisions of Secretarial Standard-2 on General Meetings read with Listing Regulations are provided as Annexure A of this Notice.

The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 2 of the Notice above by way of ordinary resolution.

Except Mr. Chaitanya Jayantilal Pandya none of the Directors and Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested in the said resolution.

### **ITEM NO. 3:**

As per Section 203 of the Companies Act, 2013, every listed company and every other public company having a paid-up capital of Rs. 10 Crore, or more is required to have Whole Time Key Managerial Personnel including Managing Director. Considering the expansion plan company requires appointment of key managerial personnel.

As per Section 197 and Schedule V of the Companies Act, 2013, the terms and conditions of such appointment and remuneration payable shall have to be approved by the Board of Directors at a meeting which shall be subject to approval by the Shareholders at the ensuing General Meeting of the Company.

Mr. Chaitanya Jayantilal Pandya (DIN: 10109798) is not disqualified from being appointed as a Managing Director under Section 164 of the Companies Act, 2013, and possesses the relevant expertise and experience and has demonstrated his professional capability in diverse facets of management.

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The Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditors. The Company has not issued any non-convertible debentures

The Company would greatly benefit from the rich and varied experience of Mr. Chaitanya Jayantilal Pandya (DIN: 10109798). There is no adverse information against him available in the public domain.

As Managing Director of the Company he is responsible for the complete operations of the Company. He is entrusted with to perform such duties and exercise such powers as have been or may from time to time be entrusted or conferred upon him by the Board. Taking into account his previous experience, educational background, knowledge about the industry and the nature and size of operations of the Company, he is a fit and proper person as the Managing Director of the Company.

Mr. Chaitanya Jayantilal Pandya is having a varied experience in finance field. He has proven expertise in financial planning & Analysis, formulation, recommendation and implementation of administrative polices and procedures to improve internal control system. Mr. Chaitanya Jayantilal Pandya holds Graduation indegree in commerce.

The details required under the provisions of Secretarial Standard-2 on General Meetings read with Listing Regulations are provided as Annexure A of this Notice.

Accordingly the Board has proposed to appoint Mr. Chaitanya J. Pandya as a MD of the Company for a period of 5 (Five) Years with effect from 13<sup>th</sup> April, 2026 in terms of the applicable provisions of the Companies Act, 2013, on such terms and conditions and remuneration upto maximum of Rs.50,000/- (Rupees Fifty Thousand Only) per month which shall include Basic pay, HRA, Perquisites, Other / Special allowances, Employer PF contributions and other contributions and allowances as per the Company Policy.

As the Company is listed company, for paying remuneration in excess of limit prescribed to cover the situation of insufficiency of the profit based on the proposed remuneration it is required to obtain advance approval under Section II of Part II of Schedule V to the Companies Act, 2013, to grant the remuneration to managerial personnel without seeking any further consent of the members in case of insufficiency of the profit based on criteria covered thereunder.

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Statement under Section II of Part II of Schedule V to the Companies Act, 2013:

## I. General Information:

Sr. No.	Particulars	Details	
1	Nature of Industry	Other Agricultural Products	
2	Date of commencement of commercial production / operations	The Company was incorporated on 03 <sup>rd</sup> November, 1992 Date of commercial production is not applicable since the Company is trading sector.	
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable (the Company is an existing Company).	
4	Financial performance based on given indicators	2024-25 (In Lakh) (Standalone)	2023-24 (In Lakh) (Standalone)
	Net worth	(149.50)	(363.77)
	Profit/ (Loss) after tax	214.27	(455.60)
5	Export performance and net foreign exchange collaboration	Nil	
6	Foreign investments or collaborations, if any- Investment in Subsidiary	NA	

## II. Information about the Appointee:

Sr. No.	Particulars	Details
1	Background Details	Mr. Chaitanya J. Pandya is having a varied experience in finance field. He has proven expertise in financial planning & Analysis, formulation, recommendation and implementation of administrative policies and procedures to improve internal control system. Mr. Chaitanya J. Pandya holds Graduation degree in commerce
2	Past Remunerations	Not applicable as his appointment in the Company as MD is with effect from 13 <sup>th</sup> April, 2026

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3	Recognition or Awards	NA
4	Job Profile and Suitability	As Managing Director of the Company he is responsible for the complete operations of the Company. He is entrusted with to perform such duties and exercise such powers as have been or may from time to time be entrusted or conferred upon him by the Board. Taking into account his previous experience, educational background, knowledge about the industry and the nature and size of operations of the Company, he is a fit and proper person as the Managing Director of the Company.
5	Remuneration proposed	Remuneration not exceeding Rs. 50,000 (Rupees Fifty Thousand only) per month effective from 13 <sup>th</sup> April, 2026 for a term of 5 years which shall include Basic pay, HRA, Perquisites, Other / Special allowances, Employer PF contributions and other contributions and allowances as per the Company Policy.
6	Comparative remuneration profile with respect to industry, size of the company, profile of position and person	The remuneration proposed to be paid to Mr. Chaitanya Jayantilal Pandya is commensurate with the experience, qualification and responsibilities entrusted to him by the Board and as prevailing in the industry
7	Pecuniary relationship with the company or relationship with the managerial personnel, if any	Besides the remuneration proposed to be paid to him, Mr. Chaitanya Jayantilal Pandya does not have any other pecuniary relationship with the Company or relationship with the other managerial personnel or Directors of the Company.

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# EUREKA INDUSTRIES LIMITED

CIN: L91110GJ1992PLC018524

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### III. Other Information:

Sr. No.	Particulars	Details
1	Reasons for loss or inadequate profits	<p>For FY 24-25, the Company has made profits. Further, the Company is expected to earn profit for the current financial year, however probable reasons for any loss or inadequate profit in future could be because of the following:</p> <ul style="list-style-type: none"><li>➤ Competitive factors in the service section.</li><li>➤ High Risk Cost due to higher delinquency in the business.</li><li>➤ Covid or any other pandemic or any natural calamity.</li></ul>
2	Steps taken or proposed to be taken for improvement	<ul style="list-style-type: none"><li>➤ Expansion of existing asset size by increasing business</li><li>➤ Lean operations by reduction of costs and expenses.</li><li>➤ Automation of processes with higher usage of modern technology.</li></ul>
3	Expected increase in productivity and profits in measurable terms	<ul style="list-style-type: none"><li>➤ The Company's productivity is expected to increase with increase in customer base of the Company</li><li>➤ Increasing the human assted through which they can provide more man power services.</li></ul>

The Board recommends the Resolution for appointment of Mr. Chaitanya Jayantilal Pandya as a MD, as mentioned in the Notice for your approval as a Special Resolution.

Except Mr. Chaitanya Jayantilal Pandya, none of the other Directors and Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out in Item No. 3 in the Notice.

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## **ITEM NO. 4**

The Board of Directors, on the recommendation of Nomination and Remuneration Cosmmittee, appointed Ms. Avani Ashwinkumar Shah (DIN: 09608898), aged Adult, as an Additional Director (Independent Director) of the Company, with effect from 21<sup>st</sup> March, 2026 under Section 149, 150 and 152 of the Companies Act, 2013 and Articles of Association of the Company.

Ms. Avani Ashwinkumar Shah (DIN: 09608898), is eligible to be appointed as an Independent Director for a term upto (5) five consecutive years. The Company has received notice under Section 160 of the Companies Act, 2013 from Ms. Avani Ashwinkumar Shah (DIN: 09608898), signifying her candidature as an Independent Director of the Company.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has also received a declaration of independence from Ms. Avani Ashwinkumar Shah (DIN: 09608898). In the opinion of the Board, Ms. Avani Ashwinkumar Shah (DIN: 09608898), fulfils the conditions as set out in Section 149(6) and Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) and Regulation 25 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('Listing Regulations') for being eligible for her appointment. Ms. Avani Ashwinkumar Shah (DIN: 09608898), is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as an Independent Director.

Ms. Avani Ashwinkumar Shah is professional with decade of experience in Corporates, management and holding masters degree in commerce.

The Sitting fees payable to Ms. Avani Ashwinkumar Shah (DIN: 09608898), shall be governed by the Policy of the Company. The Board considers that her association would be of immense benefit to the Company. The broad terms of reference of the Independent Director, as approved by the Board, in compliance with Section 149 of the Companies Act, 2013 and Regulation 25(4) of the Listing Regulations, are as follows:

(a) evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;

(b) evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;

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(c) evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties; and

(d) other related matters

An independent director shall be held liable, only in respect of such acts of omission or commission by the listed entity which had occurred with his knowledge, attributable through processes of board of directors, and with his consent or connivance or where he had not acted diligently with respect to the provisions contained in these regulations.

Except Ms. Avani Ashwinkumar Shah (DIN: 09608898), being an appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in the Notice.

The Board of Directors based on the recommendation of the Nomination and remuneration Committee considers the appointment of Ms. Avani Ashwinkumar Shah (DIN: 09608898), as an Independent Director in the interest of the Company and recommends the Special resolution as set out in Item No.4 of the Notice for approval of Members.

**By Order of the Board of Directors**

**Place: Ahmedabad**  
**Date: 13.04.2026**

**SD/-**  
**Priyal Patel**  
**Company Secretary and Compliance Officer**  
**Mem. No. A61163**

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**ANNEXURE I:  
BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/ RE-  
APPOINTMENT/REDESIGNATION AT THE EXTRA-ORDINARY GENERAL MEETING**

{Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015}

<b>Name</b>	<b>Mr. Chaitanya Jayantilal Pandya</b>	<b>Ms. Avani Ashwinkumar Shah</b>
<b>DIN</b>	10109798	09608898
<b>Designation</b>	Managing Director and CFO of the Company	Non-Executive Independent Director
<b>Date of Birth</b>	12/08/1990	13/07/1993
<b>Date of Appointment/Redesignation</b>	13/04/2026	21/03/2026
<b>Experience/ Expertise in Specific Functional Areas/Brief Resume (Brief Profile)</b>	Mr. Chaitanya J. Pandya is having a varied experience in finance field. He has proven expertise in financial planning & Analysis, formulation, recommendation and implementation of administrative policies and procedures to improve internal control system. Mr. Chaitanya J. Pandya holds Graduation degree in commerce.	Ms. Avani A. Shah is professional with decade of experience in Corporates , management and holding masters degree in commerce.
<b>Directorship held in other companies</b>	NIL	<ol style="list-style-type: none"><li>1. Bizotic Commercial Limited</li><li>2. Sunrest Lifescience Limited</li><li>3. Bright Solar Limited</li><li>4. Ambassador Intra Holdings Limited</li><li>5. Kizi Apparels Limited</li></ol>

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<b>Membership/ Chairmanships of Committee in other Public Companies</b>	NIL	<p><b>1. <u>Bizotic Commercial Limited</u></b> Nomination and Remuneration Committee: Chairperson Stakeholder Relation Committee: Member</p> <p><b>2. <u>Sunrest Lifescience Limited</u></b> Audit Committee: Member Nomination and Remuneration Committee: Member Stakeholder Relation Committee: Member</p> <p><b>3. <u>Bright Solar Limited</u> : NA</b></p> <p><b>4. <u>Ambassador Intra Holdings Limited</u></b> Audit Committee: Chairman Nomination and Remuneration Committee: Chairman Stakeholder Relation Committee: Chairman</p> <p><b>5. <u>Kizi Apparels Limited</u></b> Audit Committee: Member Nomination and Remuneration Committee: Member Stakeholder Relation Committee: Member</p>
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<b>Listed Entities from which resigned as Director in past 3 years</b>		
<b>Skills and capabilities required for the role and manner in which he/she meets such requirements</b>	possesses the requisite core skills, capabilities and competencies as required in context of the business of the Company	possesses the requisite core skills, capabilities and competencies as required in context of the business of the Company
<b>The number of meetings of the Board attended as on FY 2025-26</b>	NIL	NIL
<b>Key terms and conditions of appointment</b>	As per resolution in this Notice read with the explanatory statement thereto	As per resolution in this Notice read with the explanatory statement thereto
<b>Remuneration proposed to be paid</b>	Rs. 50,000 (Rupees Fifty Thousand only) per month for the period of his tenure.	Sitting Fees for attending the Board and Committee Meetings
<b>Last drawn Remuneration</b>	NA	NA
<b>Justification for choosing the appointees for appointment as an Independent Directors/ skills and capabilities required for the role and the</b>	As per Explanatory Statement to the resolution set out in the Notice of EGM	As per Explanatory Statement to the resolution set out in the Notice of EGM

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<b>manner in which the proposed person meets such requirements.</b>		
<b>Shareholding of Director (as on date)</b>	NIL	NIL
<b>Relationships between Directors inter-se</b>	Not Applicable	Not Applicable

**By Order of the Board of Directors**

**SD/-**

**Priyal Patel**

**Company Secretary and Compliance Officer**

**Mem. No. A61163**

**Place: Ahmedabad**

**Date: 13.04.2026**

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