ASIAN PETROPRODUCTS AND EXPORTS LIMITED

CIN: L23209GJ1991PLC016666
Regd. Office: 24, Suwernapuri Soceity, Chikuwadi, Near Jetalpur Road, Alkapuri, Vadodara 390 007
Website: www.asianpetro.in Email: barodagroup99@gmail.com

No. 422/fy26-27 **16 October, 2026**

The Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers, Dalal Street,
Fort, Mumbai-400 001

SCRIP CODE: 524434 **SYMBOL : ASINPET**

Reg.: Revised Notice of Extra-Ordinary General Meeting (EOGM)

With reference to our covering letter No. 421/26-27 dated 16 October 2026, regarding the Notice of the Extra-Ordinary General Meeting (EOGM), we wish to inform you that a typographical error was inadvertently made in the name of the allottee.

The name "Brijlaxmi Infotech Limited" was inadvertently mentioned as "Brijlaxmi Leasing and Finance Limited."

You are kindly requested to take note of the above correction and take the revised notice on record.

We regret any inconvenience caused.

Thanking you,

Yours Faithfully,

For **Asian Petroproducts and Exports Limited**

ANJALI GURNANI
Digitally signed by ANJALI GURNANI
Date: 2026.10.16 20:44:32 +05'30'

Anjali Gurnani
Company Secretary

ASIAN PETROPRODUCTS AND EXPORTS LIMITED

NOTICE OF
EXTRA-ORDINARY GENERAL
MEETING (EOGM)

EGM NOTICE

Dear Members,

NOTICE is hereby given that the Extra-Ordinary General Meeting (EGM) of the members of Asian Petroproducts and Exports Limited will be held on Friday, 6th November, 2026, at 12:30 pm through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the business mentioned below:

SPECIAL BUSINESS:

1. **TO APPROVE ISSUANCE UPTO 96,00,000 EQUITY SHARES ON PREFERENTIAL BASIS TO PROMOTER AND PROMOTER GROUP FOR OTHER THAN CASH i.e. CONVERSION OF EXISTING UNSECURED LOAN:**

*To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:*

"**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI (ICDR) Regulations**"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the **"SEBI Listing Regulations**"), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("**SEBI Takeover Regulations**") and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India ("**SEBI**"), BSE Limited (**"BSE"**) stock exchange where the shares of the Company are listed ("**Stock Exchange**"), or any other authority/body and enabling provisions in the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory/regulatory and/or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals/ sanctions/permissions and/or consents, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as "**the Board**" which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), approval of the shareholders of the Company be and is hereby accorded, for conversion of

Unsecured Loan into equity shares pursuant to the loan agreement and therefore, approval of the members is required to convert unsecured loan provided by the promoter and promoter group and issue upto 96,00,000 (Ninety Six Lakhs) fully paid up Equity Shares of the Company having a face value of Rs. 10/- (Rupees Ten only) each ("**Equity Shares**"), at par to the proposed promoter and promoter group allottees("**Proposed Allottees**") for other than cash consideration aggregating up to Rs. 9,60,00,000/- (Rupees Nine Crores Sixty Lakhs only), being the price determined in accordance with Chapter V of SEBI (ICDR) Regulations and in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations or other applicable laws and on such terms and conditions as are stipulated in the explanatory statement hereto and as may be determined by the Board in its absolute discretion in accordance with SEBI (ICDR) Regulations and other applicable law;

Details of the Proposed Allottees

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares to be issued and allotted upto	Current Status / Category	Proposed Status / Category
1	J K Chaturvedi (HUF)	60,000	**Promoter and Promoter Group**	**Promoter and Promoter Group**
2	Jaykishor Chaturvedi	19,40,000		
3	Siddharth Chaturvedi,	17,00,000		
4	Ankur Chaturvedi	15,00,000		
5	Brijlaxmi Infotech Limited	10,00,000		
6	World Tradimpex Limited	15,00,000		
7	JKE Polymers Private Limited	19,00,000		
	Total	**96,00,000**		

RESOLVED FURTHER THAT in accordance with the provision of Chapter V of the SEBI (ICDR) Regulations, the **"Relevant Date"** for the purpose of determining the floor price for the preferential issue of Equity Shares be and is hereby fixed as **Wednesday, October 7, 2026**, being the date 30 days prior to the date of **Extra-Ordinary General Meeting i.e. Friday, November 6 2026.**

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Equity Shares shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

a. The Equity Shares so allotted to the proposed allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under;
b. The allotment of Equity Shares pursuant to this resolution shall be completed within a period of 15 days from the passing of this resolution, provided that, where the allotment pursuant to this resolution is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of receipt of such approval(s);
c. The pre-preferential shareholding of the proposed allottees under this resolution shall not be sold, transferred, pledged or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations, except to the extent and in the manner permitted thereunder;
d. Allotment of Shares shall only be made in dematerialized form; and
e. Equity Shares shall be subject to lock-in for such period that may be prescribed under the SEBI ICDR Regulations, 2018.

RESOLVED FURTHER THAT the equity shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall rank pari-passu with the existing equity shares of the Company in all respects and that the Equity Shares so allotted shall be entitled to the dividend declared, if any, including other corporate benefits, if any, for which the book closure or the record date falls subsequent to the allotment of Equity Shares. The issue and allotment of Equity Shares be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and be listed on BSE Ltd where the equity share of the Company is currently listed.

RESOLVED FURTHER THAT approval of the shareholders be and is hereby accorded to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares, to issue certificates/clarifications on the issue and allotment of Equity Shares, entering into contracts, arrangements, agreements, memorandum, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance, listing and trading of Equity Shares), including making applications to Stock Exchange for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies (ROC), National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Equity Shares with the depositories, viz. NSDL and CDSL and for the credit of such Equity Shares to the respective dematerialized securities account of the proposed allottee, and to delegate all or any of the powers

conferred by the aforesaid resolutions on it to any committee of Directors or any Director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the proposed allottees through private placement as prescribed under the Companies Act, 2013 after passing of this resolution with a stipulation that the allotment would be made only upon receipt of in-principal approval from the Stock Exchanges i.e. BSE Limited and on the receipt of the consideration as mentioned above within the timelines prescribed under the applicable laws;

RESOLVED FURTHER THAT any director and /or Company Secretary of the Company, be and are hereby severally authorized to carry out all the necessary formalities and deeds including but not limited to intimation to Stock Exchanges, Filing with Ministry of Corporate Affairs as may be required for the aforesaid resolution(s) and to do all acts, deeds and things as may be necessary to give effect to the aforesaid resolution(s)."

2. TO CONSIDER AND APPROVE ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO PROMOTER AND PROMOTER GROUP FOR CASH CONSIDERATION:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a ***Special Resolution****:*

"**RESOLVED THAT** pursuant to Sections 23, 42, 62 and 179 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof for the time being in force) ("the Act") and the enabling provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR), Regulations") and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (Takeover) Code") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India ("GOI"),

Reserve Bank of India ("RBI") and the provisions of the Foreign Exchange Management Act, 1999, the Registrar of Companies (the "ROC"), Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and the Stock Exchange where the shares of the Company are listed ("Stock Exchange") and/or any other competent authorities (hereinafter referred to as 'Applicable Regulatory Authorities') to the extent applicable, the Listing Agreements entered into by the Company with the Stock Exchange and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the statutory, regulatory, appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter called 'the Board' which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred on the Board by this resolution or any person authorized by the Board or its committee for such purpose), approval of the shareholders of the Company be and is hereby accorded to offer, issue and allot from time to time, in one or more tranches, up to 1,00,00,000 (One Crore) warrants ("Warrants") each convertible into or exchangeable for 1 (One) fully paid up Equity Share of the Company having a face value of Rs. 10/- (Rupees Ten only) each ("Equity Shares") within a period of 18 (Eighteen) months from the date of allotment of the Warrants as per SEBI (ICDR) Regulations, to the below mentioned investor(s) ("Proposed Allottees") for cash at an issue price of Rs. 10/- (Rupees Ten only) at par aggregating up to Rs. 10,00,00,000/- (Rupees Ten Crores only), being the price determined in accordance with Chapter V of SEBI (ICDR) Regulations and in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations or other applicable laws and on such terms and conditions as are stipulated in the explanatory statement hereto and as may be determined by the Board in its absolute discretion in accordance with SEBI (ICDR) Regulations and other applicable law:

Sr. No.	**Name of the Proposed Allottees**	**No. of Convertible Warrants up to**	**Investment amount up to (Rs.)**	**Current Status / Category**	**Proposed Status / Category**
1	J K Chaturvedi (HUF)	1000000	10000000	Promoter & Promoter Group	Promoter & Promoter Group
2	Jaykishor Chaturvedi	3000000	30000000		
3	Siddharth Chaturvedi,	1000000	10000000		

4	Ankur Chaturvedi	1000000	10000000		
5	Brijlaxmi Infotech Limited	2000000	20000000		
6	World Tradimpex Limited	1000000	10000000		
7	JKE Polymers Private Limited	1000000	10000000		

RESOLVED FURTHER THAT in accordance with the provision of Chapter V of the SEBI (ICDR) Regulations, the **"Relevant Date"** for the purpose of determining the floor price for the preferential issue of Equity Shares be and is hereby fixed as **Wednesday, October 7, 2026**, being the date 30 days prior to the date of **Extra-Ordinary General Meeting i.e. Friday, November 6 2026.**

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

a. The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised. The Company shall accordingly issue and allot the corresponding number of Equity Shares of face value of Rs. 10/- (Rupees Ten only) each to the Warrant holders;

b. In accordance with Chapter V of SEBI (ICDR) Regulation, an amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s);

c. The respective Warrant holder shall make payment of Warrant price from their own bank account into to the designated bank account of the Company.

d. In the event that, a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by the Company;

e. The price determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time;

f. Apart from the said right of adjustment mentioned in (e) above, the Warrants by themselves, until exercise of the conversion option and allotment of Equity Shares, do not give the Warrant holder thereof any rights akin to that of shareholder(s) of the Company;

g. The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the relevant Stock Exchanges in accordance with the SEBI Listing Regulations and all other applicable laws, rules and regulations;

h. The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects including dividend, with the existing Equity Shares of the Company;

i. The allotment of Warrants pursuant to this resolution shall be completed within a period of 15 days from the passing of this resolution, provided that, where the allotment pursuant to this resolution is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval(s);

j. The allotment of the Equity Shares pursuant to exercise of Warrants shall be completed within a period of 15 (Fifteen) days from the date of such exercise by the allottees;

k. The Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (ICDR) Regulations from time to time;

l. The pre-preferential shareholding of the proposed allottees under this resolution shall not be sold, transferred, pledged or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations, except to the extent and in the manner permitted thereunder;

RESOLVED FURTHER THAT the equity shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall rank pari-passu with the existing equity shares of the Company in all respects and that the Equity Shares so allotted shall be entitled to the dividend declared, if any, including other corporate benefits, if any, for which the book closure or the record date falls subsequent to the allotment of Equity Shares. The issue and allotment of Equity Shares be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and be listed on BSE where the equity share of the Company is currently listed.

RESOLVED FURTHER THAT approval of the shareholders be and is hereby accorded to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Convertible warrant , to issue certificates/clarifications on the issue and allotment of Convertible Warrants, entering into

contracts, arrangements, agreements, memoranda, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance, listing and trading of Equity Shares), including making applications to Stock Exchange for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies (ROC), National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Equity Shares with the depositories, viz. NSDL and CDSL and for the credit of such Convertible Warrants to the respective dematerialized securities account of the proposed allottee, and to delegate all or any of the powers conferred by the aforesaid resolutions on it to any committee of Directors or any Director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the proposed allottees through private placement as prescribed under the Companies Act, 2013 after passing of this resolution with a stipulation that the allotment would be made only upon receipt of in-principal approval from the Stock Exchanges i.e. BSE Limited and on the receipt of the consideration as mentioned above within the timelines prescribed under the applicable laws;

RESOLVED FURTHER THAT any director and/or Company Secretary of the Company, be and are hereby severally authorized to carry out all the necessary formalities and deeds including but not limited to intimation to Stock Exchanges, Filing with Ministry of Corporate Affairs as may be required for the aforesaid resolution(s) and to do all acts, deeds and things as may be necessary to give effect to the aforesaid resolution(s)."

3. ISSUANCE OF UP TO 40,00,000 EQUITY SHARES ON PREFERENTIAL ISSUE BASIS TO THE NON-PROMOTER PUBLIC CATEGORY GROUP FOR CASH CONSIDERATION.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to Sections 23, 42 and 62 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof for the time being in force) ("Act") and the enabling provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 ("SEBI (LODR), Regulations") and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (Takeover) Code") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India ("GOI"), Reserve Bank of India ("RBI") and the provisions of the Foreign Exchange Management Act, 1999, the Registrar of Companies ("ROC"), Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and the Stock Exchanges where the shares of the Company are listed ("Stock Exchange") and/or any other competent authorities (hereinafter referred to as 'Applicable Regulatory Authorities') to the extent applicable, the Listing Agreement entered into by the Company with the Stock Exchange and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the statutory, regulatory, appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter called 'the Board' which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred on the Board by this resolution or any person authorized by the Board or its committee for such purpose), approval of the shareholders of the Company be and is hereby accorded to create offer, issue and up to 40,00,000 (Forty Lakhs Only) fully paid up Equity Shares of Rs. 10/- (Rupees Ten only) each at par aggregating up to Rs. 4,00,00,000/- (Rupees Four Crores Only) ("Consideration"), to the below mentioned Investor ("Proposed Allottees") by way of a preferential issue on a private placement basis ("Preferential Issue"), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (hereinafter referred to as the "Floor Price"), for cash ("Preferential Allotment"), pursuant to the such terms and conditions, as determined by the Board, in accordance with the SEBI ICDR Regulations, and other applicable laws:

Details of the Proposed Allottees:

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares proposed to be allotted	Current Status / Category	Proposed Status / Category	Consideration (Amt In Rs.)
1.	Mahavir Prasad Mundra	2,50,000	-	Public Shareholder	25,00,000
2.	Sunil Kumar Mundra HUF	2,50,000	-	Public Shareholder	25,00,000
3.	Inder Singh Parihar	2,50,000	-	Public Shareholder	25,00,000
4.	Chandra Prakash Bhutra	2,50,000	-	Public Shareholder	25,00,000
5.	Nanda Dinesh Bangar	5,00,000	-	Public Shareholder	50,00,000
6.	Manisha Shah	5,00,000	-	Public Shareholder	50,00,000
7.	K V Narayan	5,00,000	-	Public Shareholder	50,00,000
8.	Alpesh Kanugo	2,50,000	-	Public Shareholder	25,00,000
9.	Meera Kanugo	2,50,000	Public Shareholder	Public Shareholder	25,00,000
10.	Sagar Brahmbhatt	5,00,000	-	Public Shareholder	50,00,000
11.	Manorama Talati	5,00,000	-	Public Shareholder	50,00,000

RESOLVED FURTHER THAT the equity shares to be issued and allotted to the proposed Allottee shall be fully paid up and rank pari passu with the existing equity shares of the Company, in all respects from the date of allotment thereof, be subject to the requirements of all applicable laws, and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT in accordance with the provision of Chapter V of the SEBI (ICDR) Regulations, the **"Relevant Date"** for the purpose of determining the floor price for the preferential issue of Equity Shares be and is hereby fixed as **Wednesday, October 7, 2026**, being the date 30 days prior to the date of **Extra-Ordinary General Meeting i.e. Friday, November 6 2026.**

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of equity shares under preferential allotment to the Proposed Allottee shall be subject to the following terms and conditions, apart from others, as prescribed under applicable laws:

a. The Proposed Allottee shall be required to bring in 100% of the consideration for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account;
b. The Equity Shares to be issued and allotted shall be fully paid-up and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
c. The price determined above shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
d. The Equity Shares shall be allotted by the Company to the Proposed Allottee in dematerialized form within a period of 15 (Fifteen) days from the date of receipt of Members' approval, provided that, where the issue and allotment of the said Equity Shares is pending on account of the pendency of approval of any Regulatory Authority (including, but not limited to, BSE and/or SEBI) or the Government of India, the issue and allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of the last of such approvals.
e. The Equity Shares to be allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the ICDR Regulations and any other applicable law for the time being in force.
f. The Equity Shares to be allotted to the Proposed Allottee shall be listed on the stock exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals.
g. The Equity Shares so offered, issued and allotted to the Proposed Allottee are being issued for cash consideration.
h. The Equity Shares so offered, issued and allotted shall not exceed the number of equity shares as approved hereinabove.

RESOLVED FURTHER THAT the Board is authorized to take necessary steps for listing the equity shares, issued and allotted to the Proposed Allottee on BSE Limited (BSE) where the securities of the Company are listed, as per SEBI (LODR) Regulations, 2015 and other applicable laws and regulations.

RESOLVED FURTHER THAT the Board is authorized to accept any modification(s) in the terms of issue of equity shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board is authorized to make an offer to the proposed allottee through a private placement offer cum application letter (In the format of 'Form PAS-4') immediately after passing of this resolution, with a stipulation that allotment would be made only upon receipt of in-principle approval from the stock exchange.

RESOLVED FURTHER THAT pursuant to the provisions of SEBI ICDR Regulations, 2018 and other applicable laws, the Board is authorized to decide, approve, vary, modify and alter the terms and conditions of the issue of the Shares, as it may, in its sole and absolute discretion deem fit within the scope of this approval of Members and expedient and to make an offer to the Allottee through private placement offer cum application letter in Form PAS- 4 as prescribed under the Companies Act, 2013, without being required to seek any further Consent or Approval of the Members**.**

RESOLVED FURTHER THAT the members of the company take note of the Certificate issued by the Practicing Company Secretary, certifying that the proposed issue of equity shares on a preferential basis is being made in accordance with the SEBI ICDR Regulations**.**

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchange as appropriate and utilization of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchange for obtaining of in principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI (ICDR) Regulations and the SEBI (LODR) Regulations take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute discretion, to any Committee of the Board or any one or more Director(s)/Company Secretary/ any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with the above, and all incidental and ancillary things done are hereby specifically approved and ratified."

For and on behalf of the Board

Asian Petroproducts & Exports Ltd

Sd/-

Anjali Gurnani

Company Secretary & Compliance Officer

M No. 56287

Date: October 15, 2026

Place: Vadodara

NOTES:

1. The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013, in respect of the Special Businesses as set out under Item No. 1 to 3 of the above notice is annexed hereto.

2. Electronic copy of all documents referred to the accompanying Notice of the EGM will be available for inspection by the Shareholders in electronic mode on the website of the Company at www.asianpetro.in.

   Pursuant to the provisions of the act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. However, as this EGM is being held through VC/OAVM, and physical attendance of members has been dispensed with, the facility for appointment of proxies by the members will not be available for the EGM and therefore the proxy form and attendance slip is not annexed to this notice. Members attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the act.

3. Corporate members intending to send their authorized representatives to attend the Extra Ordinary General Meeting (EGM) pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the EGM to the registered email at barodagroup99@gmail.com.

4. Members whose shareholding(s) are in electronic mode are requested to inform any changes relating to address, bank mandate and Electronic Clearing Services (ECS) details to their respective Depository Participants and in case of physical shares, to the Company's Registrar & Share Transfer Agent M/s. Adroit Corporate Services Pvt. Ltd by mail at info@adroitcorporate.com together with a valid proof of address.

5. For the convenience of shareholders, attendance slip is annexed to the proxy form. Shareholders are Requested to affix their signatures at the space provided and hand over the attendance slip at the entrance of the place of meeting Proxy / Representative of shareholder should mark on the attendance slip as “Proxy” or “Representative” as the case may be shareholders are also requested not to bring with them any Person who is not a shareholder.

6. Members are requested to send their queries to the Company, if any, on accounts and operations of the Company at least seven days before the meeting so that the same could be suitably answered at the meeting.

7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, for assistance in this regard.

8. In line with measures of Green Initiative taken by the Ministry of Corporate Affairs (vide circular nos.17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively) and Companies Act, 2013 also provides for sending notice of the meeting and other shareholder correspondences through electronic mode Members holding shares in physical mode are requested to register their e-mail ID's with Adroit Corporate Services Pvt. Ltd. Ltd by mail at info@adroitcorporate.com and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs).

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.

10. The Company has designated an exclusive e-mail id viz. barodagroup99@gmail.com to enable Investors to register their complaints, if any.

11. 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.

12. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended, from time to time) and Regulation

44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), (as amended, from time to time), and MCA circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the EGM will be provided by NSDL.

13. The Company has appointed M/s. Devesh Pathak & Associates Practicing Company Secretary, to act as the Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner.

14. The Scrutinizer will submit her report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the EGM shall be announced by the Chairman or any other person authorized by her immediately after the results are declared.

15. The Scrutinizer, after scrutinizing the votes cast at the meeting through e-voting and through remote e-voting will, not later than 2 working days of conclusion of the meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.asianpetro.in and will be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office immediately after the declaration of the result by the Chairman or any person authorized by him in writing and on the website of NSDL at https://www.evoting.nsdl.com and the results shall simultaneously be communicated to the BSE LTD.

How to 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 https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 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. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.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. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. 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. 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 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. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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 & 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants	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 & voting during the meeting.

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 evoting@nsdl.com. 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 helpdesk.evoting@cdslindia.com 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.

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 :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 143327 then user ID is 143327001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

(i) 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 the 'initial password' and the system will force you to change your password. How to retrieve your 'initial password'? 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.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at 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

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. 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.

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 maildeveshpathak@rediffmail.com with a copy marked to 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 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 or call on 022 - 4886 7000 or send a request at evoting@nsdl.com.

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 cs@asianpetro.in.

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 cs@asianpetro.in. 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 member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

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 ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote evoting.

2. Only those Members/ shareholders, who will be present in the EGM 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.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

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 shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM 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 link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General 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/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at cs@asianpetro.in. The same will be replied by the company suitably.

Contact Details

Company	:	**Asian Petroproducts and Exports Limited** 24, Suwernapuri Soceity, Chikuwadi, Near Jetalpur Road, Alkapuri, Vadodara 390 007 E-mail:barodagroup99@gmail.com, cs@asianpetro.in Website:www.asianpetro.in
CIN	:	**L23209GJ1991PLC016666**
Registrar of Share Transfer Agent	:	**Adroit Corporate Services Private Limited** 19/20, Jaferbuoy Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai

EXPLANTORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER

Item No.1

The Company has availed financial assistance on various dates, considering the financial position of the Company from its promoter and promoter group in form of Unsecured Loan to meet the day to day expenses, statutory/regulatory fees etc. Such loan was provided to the Company , when there was no revenue or business in the Company, which was supposed to be converted into equity shares at par, but in line with the present preferential offer, the unsecured loan given to the Company is being converted at Rs. 10/- at par per equity shares.

The Company had entered into loan agreement with promoter and promoter group recommended the same for shareholders' approval. Further, such loan provided promoter and promoter group will be converted into equity shares at its discretion.

Pursuant to terms and conditions of the loan agreement, and in order to reduce the overall debt burden of the Company and to improve the financial health of the Company, the board has resolved to settle the unsecured loan to the extent of 9,60,00,000/- (Rupees Nine Crores Sixty Lakhs only) be converted into equity shares of the Company by way of issuance upto 96,00,000 fully paid up equity shares of the Company having a face value of Rs. 10/- (Rupees Ten only) each at par to J K Chaturvedi (HUF), Jaykishor Chaturvedi, Siddharth Chaturvedi, Ankur Chaturvedi, Brijlaxmi Infotech Limited, World Tradimpex Limited, JKE Polymers Private Limited at an issue price of Rs. 10/- (Rupees Ten only) at par other than cash consideration aggregating up to Rs. 9,60,00,000/- (Rupees Nine Crores Sixty Lakhs only), subject to the approval of the shareholders.

The details of unsecured loan proposed to be converted into Equity Shares of the Company are as under:

Name of the Investors	**Amount of Unsecured Loan (in Rs) consider for conversion**	**No. Of Equity shares to be allotted upon conversion of unsecured loan**	**Category before allotment of Equity**	**Category after allotment of Equity**
J K Chaturvedi (HUF)	6,00,000	60,000	**Promoter and Promoter Group**	**Promoter and Promoter Group**
Jaykishor Chaturvedi	194,00,000	19,40,000		
Siddharth Chaturvedi,	170,00,000	17,00,000		
Ankur Chaturvedi	150,00,000	15,00,000		

Brijlaxmi Infotech Limited	100,00,000	10,00,000		
World Tradimpex Limited	150,00,000	15,00,000		
JKE Polymers Private Limited	190,00,000	19,00,000		

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board in their meeting held on Thursday October 15, 2026.

The approval of the members of the Company is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR), Regulations, 2018.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR), Regulations are set forth below:

The information pertaining to the proposed allotment of equity share is stated below:

1. Objects of the Preferential Issue:

i. To increase the net worth of the Company and enhance capital adequacy and reduce the debt of the Company, it is proposed to convert the outstanding unsecured loan of the lenders into fully paid up Equity Shares of the Company.
ii. To improve the net worth and enable leveraging on the debt- equity ratio, which will eventually increase the stakeholders value.
iii. To improve the financial health and assist in the future growth and strategic initiative of the company.

2. Monitoring of Utilization of Funds

Since present preferential issue is pursuant to conversion of loan in terms of the provisions of Chapter V of the SEBI (ICDR) Regulation therefore all the outstanding loans which is proposed to be converted into equity shares shall be considered converted immediately on the approval of the Board of Directors of the Company subject to grant of shareholder's approval along with regulatory approvals. Since there is no funds infusion, hence appointment of monitoring agency is not required.

3. The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered and the price at which security is being offered number of securities to be issued and pricing:

The resolution set out in the accompanying notice authorises the Board to offer, issue, and allot from time to time, in one or more tranches up to 96,00,000 Equity Shares of Rs. 10/- (Rupees Ten only) each at par on a preferential basis.

4. Issue Price, Relevant Date and the Basis or justification on which the price has been arrived at or offer/invitation is being made:

The Equity Shares of the Company are listed only on BSE Limited (BSE). The Equity Shares of theCompany are frequently traded, and the price is determined pursuant to Regulation 164 of the Securities
and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

"Frequently traded shares" means the Shares of the issuer, in which the traded turnover on any recognized stock exchange during the 240 trading days preceding the relevant date, is at least ten per cent of the total number of shares of such class of shares of the issuer. The shares of the company are frequently traded in terms of Regulation 164(5) of SEBI (ICDR) Regulations, 2018. Accordingly, the minimum issue price has been calculated on the basis valuation report taken from Independent Registered Valuer in compliance with Regulation 165 of SEBI ICDR Regulations, 2018.

As per the provisions of the SEBI (ICDR) Regulations, Equity Shares will be issued at a price of Rs. 10/- per Equity Share, which is more than the higher of the following:
a. the average of the 90 trading days of the volume weighted average price of the Company's shares quoted on the Stock Exchange is Rs. 9.77/- preceding the "Relevant Date"; or
b.the average of the 10 trading days of the volume weighted average prices of the Company's shares quoted on the Stock Exchange is Rs. 9.69/- preceding the "Relevant Date".
The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as the minimum issue price for the issue of Equity Shares upon conversion of such unsecured loan. A certificate has been obtained from Anshu Chauhan, Practising Company Secretary Mem No: 45198, certifying compliance with the Floor Price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulations.

Therefore, in terms of Regulation 165 of the SEBI ICDR Regulations, the Issue Price has been computed as Rs. 10/- (Rupees Ten only) per equity share. A Certificate has been taken from Independent

Registered Valuer confirming the minimum price for the preferential issue as per Preferential Issue Regulations under Chapter V of SEBI (ICDR) Regulations, 2018 along with the calculation thereof has been obtained and the same shall be made available for inspection at the Registered Office of the Company and shall also be placed on the website of the Company at www.asianpetro.in.

The Relevant Date, as per the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 for determination of the issue price of Equity Shares is Wednesday, October 7, 2026.

Accordingly, the minimum issue price for preferential basis shall be at a price of Rs. 10/- each, as per the valuation report obtained from the valuer as above.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for determination of price in case of preferential issue.

5. Name and Address of Valuer who performed Valuation:

KMBD Valuation Research LLP, Registered Valuer IBBI Reg. No.: IBBI/RV-E/05/2025/229 Address: 2nd Floor, Geetanjali Complex, Above Central Bank, Near Vishal Cinema Hall, Sevoke Road, Siliguri - 734001 Email: kmbdvaluation@gmail.com, Mobile 94066 68445

6. Amount which the Company intends to raise by way of issue of Equity Shares:

Not Applicable as the Company is converting the unsecured loan into equity.

7. Principal terms of Assets charged as securities:

Not Applicable.

8. Intention/ Contribution of promoters / directors / key managerial personnel or senior management to subscribe to the offer:

Except as follows, none of the other promoters, directors, key managerial personnel or senior management of the issuer intent to subscribe to the Offer.

Sr. No	Name of the Proposed Allottees	Category	Type of Security	No. of Security
1	J K Chaturvedi (HUF)	Promoter and Promoter Group	Conversion of unsecured loan into Equity Shares	60,000
2	Jaykishor Chaturvedi			19,40,000
3	Siddharth Chaturvedi,			17,00,000
4	Ankur Chaturvedi			15,00,000
5	Brijlaxmi Infotech Limited			10,00,000
6	World Tradimpex Limited			15,00,000
7	JKE Polymers Private Limited			19,00,000

9. The shareholding pattern of the Company before the proposed issue and after the proposed issue of Equity Shares as follows:

The shareholding pattern of the Company before and after considering all the preferential issues under this Notice is provided in an **Annexure A** forming part of this Notice.

10. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

11. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

There shall be no change in management or control of the Company pursuant to this issue and allotment of equity shares.

12. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has not made any preferential allotment during the year.

13. Valuation for consideration other than cash:

This allotment is proposed to be made to proposed allottees, as aforesaid in lieu of conversion of their existing unsecured loan. Hence, it is not an allotment being made for consideration other than cash.

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed:

Not applicable.

15. Lock-in:

The Equity Shares shall be subject to a lock-in for such period as specified under applicable provisions of the SEBI (ICDR) Regulations.

16. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued. Such Equity Shares, once allotted, shall rank *pari-passu* with the existing equity shares of the Company in all respects, including dividend.

17. Certificate:

As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from a Practicing Company Secretary, certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations. The certificate of the practising company secretary can also be accessed on the company website on the following link www.asianpetro.in

18. Undertakings:

The Company hereby undertakes that:

i. The Company is eligible to make the Preferential Issue under Chapter V of the SEBI (ICDR) Regulations;

ii. None of the Company, its directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable;

iii. None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI (ICDR) Regulations;

iv. As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation163(1)(h) is not applicable;

v. No person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company but has failed to exercise them;

vi. All the equity shares held by the Proposed Allottees in the Company are in dematerialized form only;

vii. The proposed allottees have not sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

19. Disclosures specified in Schedule VI of the SEBI (ICDR) Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or a fraudulent borrower:

It is hereby confirmed that, neither the Company nor its promoters or directors is a wilful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

20. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter or non-promoter:

Sr. No.	Name of the proposed allottees	Pre issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre issue Shareholding		No. of Equity Shares to be allotted	Post issue Shareholding		Post Issue category
				No of share	%		No of share	%	
1	J K Chaturvedi (HUF)	Promoter & Promoter Group	Jaykishor Chaturvedi	27,49,874	11.20	60000	2809874	7.36	Promoter & Promoter Group
2	Jaykishor Chaturvedi		-	61,18,554	24.91	1940000	8058554	21.12	
3	Siddharth Chaturvedi,		-	21,43,385	8.73	1700000	3843385	10.07	
4	Ankur Chaturvedi			318192	0.00	1500000	1818192	4.76	
5	Brijlaxmi Infotech Limited		Siddharth Chaturvedi	0	0.00	1000000	10,00,000	2.62	
6	World Tradimpex Limited		Siddharth Chaturvedi	1224500	4.99	1500000	2724500	7.14	
7	JKE Polymers Private Limited		Siddharth Chaturvedi	0	0	19,00,000	19,00,000	4.98	

In accordance with the provisions of the Companies Act, 2013 read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the members for the issue and allotment of the said equity shares to the above mentioned allottees is being sought by way of a special resolution as set out in said item of the notice. The issue of equity shares would be within the Authorised Share Capital of the Company.

Except the allottees, none of the other Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and therefore board recommends the Special Resolution as set out in Item Number 1 in the accompanying notice for approval by the Members.

ITEM NO. 2:

The Board of Directors of the Company ("Board") in its meeting held on Thursday, October 15, 2026 subject to necessary approval(s), have approved the proposal for raising of funds by way of preferential issue of 10000000 (One Crore) convertible warrants ("warrants") at an issue price of Rs. 10/- (Rupees Ten only) per warrant aggregating up to Rs. 10,00,00,000/- (Rupees Ten Crore only) for cash with a right to the warrant holders to apply for and be allotted 1 (One) Equity Share of the face value of Rs. 10/- (Rupees Ten only) each of the company ("Equity shares") to the below mentioned investor(s) ("Proposed allottees") in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations.

Sr. No.	Name of the Proposed Allottees	Category	No. of Convertible Warrants upto	Investment amount up to (Rs.)
1	J. K. CHATURVEDI(HUF)	**Promoter & Promoter Group**	1000000	10000000
2	JAYKISHOR CHATURVEDI		3000000	3000000
3	SIDDHARTH JAYKISHOR CHATURVEDI		1000000	10000000
4	ANKUR JAYKISHOR CHATURVEDI		1000000	10000000
5	BRIJLAXMI INFOTECH LIMITED		2000000	20000000
6	WORLD TRADEIMPX LTD		1000000	10000000
7	JKE Polymers Pvt Ltd		1000000	10000000

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board In their meeting held on Thursday, October 15, 2026.

The approval of the members of the Company is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR), Regulations, 2018.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("SEBI (ICDR) Regulations ") are as follows:

1. Objects of the Preferential Issue:

Utilization of Proceeds

The quantum of funds required on different dates may vary therefore, the Broad Range of intended use of the Issue Proceeds of the Issue is for the development of industrial Estate:

Sl.No	Particulars	Total estimated amount to be utilised (Amt in Crores)	Tentative Timelines for utilisation of the proceeds of fund
1	Development charges for Industrial Sheds Road, drainage, water, electrical, streetlight, landscaping, Architect, legal survey, consultants	12.5	18- 24 months
	Towards general Corporate purposes	1.5	18-24 months

Company converted the unsecured loan of the promoter and promoter group to the extent of Rs.9.60 CR

The Main Object Clause of Memorandum of Association of the Company enables us to undertake the existing activities and the activities for which the funds are being raised by us through the present Preferential Issue. Further, we confirm that the activities which we have been carrying out till date are in accordance with the Object Clause of our Memorandum of Association.

Our Company proposes to deploy from the proceeds of the Preferential Issue, aggregating to Rs. 1.5 Cr towards general corporate purposes as approved by our management from time to time, subject to such utilisation not exceeding 25% of the proceeds of the Preferential Issue, in compliance with applicable laws. Our fund requirements and deployment of the proceeds of the Preferential Issue are based on the internal management estimates and it may change subject to range gap shall not exceed +/- 10% of the amount specified for that object of size of the Preferential Issue in accordance with BSE Notice No. 20221213-47 dated December 13, 2022.

Schedule of Implementation and Deployment of Funds

The Net Issue Proceeds to be received by the Company on the allotment of Equity Shares in terms of Chapter V of the SEBI (ICDR) Regulations and as estimated by the management, the entire proceeds

received from the issue would be utilized for the above-mentioned objects, in phases, as per the Company's business requirements and availability of issue proceeds, within 18 months of receipt of Funds.

Interim Use of Proceeds

The Company, in accordance with the policies formulated in accordance with the applicable laws and guidelines and description as given in this Notice, will have flexibility to deploy the Gross Proceeds. Pending utilization of the Gross Proceeds for the purposes described above, our Company intends to deposit the Gross Proceeds only with scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934.

2. Monitoring of Utilization of Funds

Since the issue size for the issue of Equity Shares does not exceed Rs. 100 Crore, therefore, the Company is not required to appoint a Monitoring agency to monitor the issue in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations, 2018.

3. The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered and the price at which security is being offered number of securities to be issued and pricing:

The resolution set out in the accompanying notice authorises the Board to offer, issue, and allot up to 1,00,00,000 (One Crore) warrants convertible into Equity Shares of Rs. 10/- (Rupees Ten only) each, on a preferential basis to the proposed allottee(s) as mentioned below, for cash at a price of Rs. 10/- (Rupees Ten only) per Equity Share at par ("Preferential Allotment Price"), aggregating to Rs. 10,00,00,000/- (Rupees Ten Crores only).

4. Issue Price, Relevant Date and the Basis or justification on which the price has been arrived at or offer/invitation is being made:

The Equity Shares of the Company are listed only on BSE Limited (BSE). The Equity Shares of the Company are frequently traded, and the price is determined pursuant to Regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

"Frequently traded shares" means the Shares of the issuer, in which the traded turnover on any recognized stock exchange during the 240 trading days preceding the relevant date, is at least ten per cent of the total number of shares of such class of shares of the issuer. The shares of the company are frequently traded in terms of Regulation 164(5) of SEBI (ICDR) Regulations, 2018. Accordingly, the minimum issue price has been calculated on the basis valuation report taken from Independent Registered Valuer in compliance with Regulation 165 of SEBI ICDR Regulations, 2018.

As per the provisions of the SEBI (ICDR) Regulations, Equity Shares will be issued at a price of Rs. 10/- per Equity Share, which is more than the higher of the following:

a. the average of the 90 trading days of the volume weighted average price of the Company's shares quoted on the Stock Exchange is Rs. 9.77/- preceding the "Relevant Date"; or

b.the average of the 10 trading days of the volume weighted average prices of the Company's shares quoted on the Stock Exchange is Rs. 9.69/- preceding the "Relevant Date".

The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as the minimum issue price for the issue of Equity Shares upon conversion of such unsecured loan. A certificate has been obtained from Anshu Chauhan, Practising Company Secretary Mem No: 45198, certifying compliance with the Floor Price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulations

Therefore, in terms of Regulation 165 of the SEBI ICDR Regulations, the Issue Price has been computed as Rs. 10/- (Rupees Ten only) per equity share. A Certificate has been taken from Independent Registered Valuer confirming the minimum price for the preferential issue as per Preferential Issue Regulations under Chapter V of SEBI (ICDR) Regulations, 2018 along with the calculation thereof has been obtained and the same shall be made available for inspection at the Registered Office of the Company and shall also be placed on the website of the Company at www.asianpetro.in.

The Relevant Date, as per the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 for determination of the issue price of Equity Shares is Wednesday, October 7, 2026.

Accordingly, the minimum issue price for preferential basis shall be at a price of Rs. 10/- each, as per the valuation report obtained from the valuer as above.

5. Name and Address of Valuer who performed Valuation:

KMBD Valuation Research LLP, Registered Valuer IBBI Reg. No.: IBBI/RV-E/05/2025/229 Address: 2nd Floor, Geetanjali Complex, Above Central Bank, Near Vishal Cinema Hall, Sevoke Road, Siliguri - 734001 Email: kmbdvaluation@gmail.com, Mobile 94066 68445

As the proposed allotment is of more than five per cent of the post issue fully diluted share capital of the Company to a few of the proposed allottees, a valuation report from an independent registered valuer is obtained pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The valuation report of the Registered Valuer pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 can also be accessed on the company website on the following link www.asianpetro.in.

6. Amount which the Company intends to raise by way of such securities:

Up to Rs 10,00,00,000/- (Rupees Ten Crores only).

7. Principal terms of Assets charged as securities:

Not Applicable

8. Intention/ Contribution of promoters / directors / key managerial personnel or senior management to subscribe to the offer:

Except as follows, none of the other promoters, directors, key managerial personnel or senior management of the issuer intent to subscribe to the Offer.

Sr. No	Name of the Proposed Allottees	Category	Type of Security	No. of Convertible warrants
1	J. K. CHATURVEDI(HUF)	Promoter & Promoter Group	Convertible Warrants	1000000
2	JAYKISHOR CHATURVEDI			3000000
3	SIDDHARTH JAYKISHOR CHATURVEDI			1000000
4	ANKUR JAYKISHOR CHATURVEDI			1000000
5	BRIJLAXMI INFOTECH LIMITED			2000000
6	WORLD TRADEIMPX LTD			1000000
7	JKE Polymers Pvt Ltd			1000000

9. The shareholding pattern of the Company before the proposed issue and after the proposed issue of convertible warrants as follows:

The shareholding pattern of the Company before and after considering all the preferential issues under this Notice is provided in an **Annexure A** forming part of this Notice.

10. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

The allotment of Convertible warrants shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).Further, the warrants shall be converted within a period of 18 months from the date of allotment.

11. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

There shall be no change in management or control of the Company pursuant to this issue and allotment of equity shares.

12. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has not made any preferential allotment during the year.

13. Valuation for consideration other than cash:

Not applicable

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed:

Not applicable.

15. Lock-in:

The Equity Shares shall be subject to a lock-in for such period as specified under applicable provisions of the SEBI (ICDR) Regulations.

16. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued. Such Equity Shares, once allotted, shall rank *pari-passu* with the existing equity shares of the Company in all respects, including dividend.

17. Certificate:

As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from a Practicing Company Secretary, certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations. The certificate of the practising company secretary can also be accessed on the company website on the following link www.asianpetro.in.

18. Undertakings:

The Company hereby undertakes that:

i. The Company is eligible to make the Preferential Issue under Chapter V of the SEBI (ICDR) Regulations;

ii. None of the Company, its directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable;

iii. None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI (ICDR) Regulations;

iv. As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation163(1)(h) is not applicable;

v. No person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company but has failed to exercise them;

vi. All the equity shares held by the Proposed Allottees in the Company are in dematerialized form only;

vii. The proposed allottees have not sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

19. Disclosures specified in Schedule VI of the SEBI (ICDR) Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or a fraudulent borrower:

It is hereby confirmed that, neither the Company nor its promoters or directors is a wilful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

20. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any,

consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter or non-promoter:

Sr. No.	Name of the proposed allottees	Pre issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre issue Shareholding		No. of Convertible Warrants to be allotted	Post issue Shareholding assuming equity and warrants on fully diluted basis		Post Issue category
				No of share	%		No of share	%	
1	J. K. CHATURVEDI(HUF)	Promoter & Promoter Group	Jaykishor Chaturvedi	27,49,874	11.20	1000000	3,809,874	7.91	Promoter & Promoter Group
2	JAYKISHOR CHATURVEDI		-	61,18,554	24.91	3000000	11,058,554	22.96	
3	SIDDHARTH JAYKISHOR CHATURVEDI		-	21,43,385	8.73	1000000	4,843,385	10.06	
4	ANKUR JAYKISHOR CHATURVEDI		-	318192	0.00	1000000	2,818,192	5.85	
5	BRIJLAXMI INFOTECH LIMITED		Siddharth Chaturvedi		-	2000000	4,410,068	6.23	
6	WORLD TRADEIMPX LTD		Siddharth Chaturvedi	1224500	4.99	1000000	3,724,500	7.73	
7	JKE Polymers Pvt Ltd		Siddharth Chaturvedi	0	0	1000000	2,900,000	6.02	

Note: Assuming the post-issue paid-up shares capital and percentages on a fully diluted basis, considering 1,00,00,000 (One Crore) convertible warrants into equity shares of Rs. 10 each issued at par. The proposed conversion shall be carried out strictly in accordance with the permissible limits prescribed under sub-regulations 3(1) and 3(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

In accordance with the provisions of the Companies Act, 2013 read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the members for the issue and allotment of the said equity shares to the above mentioned allottees is being sought by way of a special resolution as set out in said item of the notice. The issue of equity shares would be within the Authorised Share Capital of the Company.

Except as mentioned above, none of the other Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and therefore board recommends the Special Resolution as set out in Item Number 2 in the accompanying notice for approval by the Members.

ITEM No. 3

The Board of Directors of the Company ("Board") in its meeting held on Thursday October 15, 2026, subject to necessary approval(s), have approved the proposal for raising of funds by way of preferential issue upto 40,00,000 (Forty Lakhs) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each at par aggregating to Rs. 4,00,00,000/- (Rupees Four Crores only), for cash to the below mentioned allottee(s) ("Proposed allottees") in such form and manner and in accordance with the provisions of the SEBI (ICDR) Regulations or other applicable laws in this regard through offer letter and/or circular and/or information memorandum and/or private placement memorandum and/or such other documents/writings, on such terms and conditions and in such manner, as the Board may, in its absolute discretion think fit (the "Preferential Issue").

The details of the Proposed Allottees and the maximum number of equity shares of the Company proposed to be allotted are set forth in the table below:

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares proposed to be allotted	Current Status / Category	Proposed Status / Category	Consideration (Amt In Rs.)
1	Mahavir Prasad Mundra	2,50,000	-	Public Shareholder	25,00,000
2	Sunil Kumar Mundra HUF	2,50,000	-	Public Shareholder	25,00,000
3	Inder Singh Parihar	2,50,000	-	Public Shareholder	25,00,000
4	Chandra Prakash Bhutra	2,50,000	-	Public Shareholder	25,00,000
5	Nanda Dinesh Bangar	5,00,000	-	Public Shareholder	50,00,000
6	Manisha Shah	5,00,000	-	Public Shareholder	50,00,000
7	K V Narayan	5,00,000	-	Public Shareholder	50,00,000
8	Alpesh Kanugo	2,50,000	-	Public Shareholder	25,00,000
9	Meera Kanugo	2,50,000	Public Shareholder	Public Shareholder	25,00,000
10	Sagar Brahmbhatt	5,00,000	-	Public Shareholder	50,00,000
11	Manorama Talati	5,00,000	-	Public Shareholder	50,00,000

The Proposed Allottees have also confirmed their eligibility in terms of Regulation 159 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations"), to subscribe to the Equity Shares to be issued pursuant to the Preferential Issue.

The proposed Preferential Issue shall be made in terms of the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board at its meeting held on Thursday October 15, 2026.

The approval of the members of the Company is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, and in accordance with Regulation 160 of the SEBI (ICDR), Regulations, 2018 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("SEBI (ICDR) Regulations") are as follows:

1. **Objects of the Preferential Issue:** The quantum of funds required on different dates may vary therefore, the Broad Range of intended use of the Issue Proceeds of the Issue is for the development of industrial Estate:

Sl.No	Particulars	Total estimated amount to be utilised (Amt in Crores)	Tentative Timelines for utilisation of the proceeds of fund
1	Development charges for Industrial Sheds Road, drainage, water, electrical, streetlight, landscaping, Architect, legal survey, consultants	12.5	18- 24 months
	Towards general Corporate purposes	1.5	18-24 months

Company is converted the unsecured loan of the promoter and promoter group to the extent of Rs.9.60 CR

The Main Object Clause of the Memorandum of Association of the Company enables us to undertake the existing activities and the activities for which the funds are being raised through the present Preferential Issue. Further, we confirm that the activities which are carried out by the Company till date are in accordance with the Object Clause of our Memorandum of Association.

The fund requirements and deployment of the proceeds of the Preferential Issue is based on the internal management estimates and it may change subject to range gap which shall not exceed +/- 10% of the amount specified for that object of size of the Preferential Issue depending upon future circumstances since the same is dependent on a variety of factors such as financial, market and sectorial conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule utilization of the net proceeds at the discretion of the Board, subject to compliance with applicable laws, in accordance with NSE Circular No. NSE/CML/2022/56 dated December 13, 2022.

2. **Monitoring of Utilization of Funds**

Since the issue size does not exceed Rs. 100 Crores, the Company is not required to appoint a Monitoring agency to monitor the issue in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations, 2018.

3. **The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered, and the price at which securities are being offered, number of securities to be issued, and pricing:**

   The resolution set out in the accompanying notice authorizes the Board to offer, issue, and allot up to 40,00,000 (Forty Lakh) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each at par aggregating to Rs. 4,00,00,000/- (Rupees FourCrores only).

4. **Particulars of the Preferential Issue, including the date of passing of the Board resolution:**

   The Board, at its meeting held on October 15, 2026 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to

40,00,000 (Forty Lakh) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each at par aggregating to Rs. 4,00,00,000/- (Rupees Four Crores only), for a cash consideration, by way of a preferential issue to non promoters.

5. **Issue Price, Relevant Date, and the Basis or justification on which the price has been arrived at or the offer/invitation is being made:**
   The Equity Shares of the Company are listed only on BSE Limited (BSE). The Company's Equity Shares are frequently traded, and their price is determined pursuant to Regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

   As per the provisions of the SEBI (ICDR) Regulations, the shares will be issued at a price of Rs. 10/- (Rupees Ten only) which:

a. the average of the 90 trading days of the volume weighted average price of the Company's shares quoted on the Stock Exchange is Rs. 9.77_/- per Equity Share (BSE, being the Stock Exchange with higher trading volumes for the said period) preceding the "Relevant Date"; or
b. the average of the 10 trading days of the volume weighted average prices of the Company's shares quoted on the Stock Exchange is Rs. 9.69/- per Equity Share (BSE, being the Stock Exchange with higher trading volumes for the said period) preceding the "Relevant Date".

The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as the minimum issue price for the issue of Equity Shares. However, The price under Regulation 164 is therefore Rs. 9.77 per equity share, set by the ninety-day window. That is 23 paise below the face value of Rs. 10.00. Section 53 of the Companies Act, 2013 prohibits a company from issuing shares at a discount (sweat equity shares apart), and shares issued at a discount are void. Accordingly the minimum price at which equity shares may be issued by the Company on a preferential basis is Rs. 10/- per Equity share.A certificate has been obtained from 1. Ms. Anshu Chauhan, Practicing Company Secretary (Membership Number 45198, certifying compliance with the Floor Price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulations.

The Relevant Date, as per the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, for the determination of the issue price of Equity is October 7, 2026 being the date which is 30 days prior to the date of passing of the EGM i.e. Friday November 6, 2026.

Accordingly, the minimum issue price for preferential basis shall be Rs. 10/- each.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and do not contain any article that provides for the determination of price in case of preferential issue.

6. **The class or classes of persons to whom the allotment is proposed to be made**
   Non-Promoter in Public Category

7. **Name and Address of Valuer who performed Valuation:**
   KMBD Valuation Research LLP, Registered Valuer IBBI Reg. No.: IBBI/RV-E/05/2025/229 Address: 2nd Floor, Geetanjali Complex, Above Central Bank, Near Vishal Cinema Hall, Sevoke Road, Siliguri - 734001 Email: kmbdvaluation@gmail.com, Mobile 94066 68445

As the proposed allotment is of more than five per cent of the post issue fully diluted share capital of the Company to a few of the proposed allottees, a valuation report from an independent registered valuer is obtained pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The valuation report of the Registered Valuer pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 can also be accessed on the company website on the following link www.asianpetro.in.

8. **Principal terms of Assets charged as securities:**
   Not Applicable

9. **Intention/ Contribution of promoters/directors / key managerial personnel or senior management to subscribe to the offer:**
   None of the existing Promoters, Directors, or Key Managerial Personnel or Senior Management of the Company intends to subscribe to the proposed issue or furtherance of objects.

10. **The shareholding pattern of the Company before the proposed issue and after the proposed issue of Equity Shares is as follows:**
    The shareholding pattern of the Company before and after considering all the preferential issues under this Notice is provided in **Annexure A,** forming part of this Notice.

11. **Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:**
    In accordance with Regulation 170 of the ICDR Regulations, the allotment of the Equity Shares shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body / the Central Government, the issue and allotment shall be completed by the Company within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).

12. **Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:**
    There shall be no change in the management or control of the Company pursuant to this issue and allotment of Equity Shares.

13. **No. Of persons to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price:**
    Not Applicable.

14. **Valuation for consideration other than cash:**
    Not Applicable.

15. **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed:**
    Not Applicable.

16. **Lock-in:**
    The equity shares to be allotted shall be subject to 'lock-in' for a period of 6 months from the date of grant of trading approvals by the Stock Exchanges as per Regulation 167 and 168 of Chapter V of the ICDR Regulations.

    The entire pre-preferential allotment shareholding of any of the Proposed Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of grant of trading approvals by the Stock Exchanges as per Regulation 167(6) of Chapter V of the ICDR Regulations.

17. **Listing:**
    The Company shall apply to the BSE on which the Company's existing equity shares are listed for the listing and trading of the aforementioned Equity Shares. The aforesaid Equity Shares, once issued and allotted, shall rank pari passu with the then existing Equity Shares of the Company in all respects, including dividend.

18. **Certificate:**
    As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from a Practicing Company Secretary certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations, 2018. The certificate of Practicing Company Secretary can also be accessed on the company website at the following link: www.asianpetro.in.

19. **Undertakings**:
    The Company hereby undertakes that:

a. None of the Company, its Directors or Promoters has been declared as a wilful defaulter or fraudulent borrower as defined under the ICDR Regulations. None of its Directors or Promoters is a fugitive economic offender as defined under the ICDR Regulations;
b. The Company is eligible to make the Preferential Issue to the Proposed Allottees under Chapter V of the ICDR Regulations;
c. As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of the ICDR Regulations governing re-computation of the price of shares shall not be applicable;
d. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the equity shares to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid by the Proposed Allottees.
e. None of the company or its promoters or whole-time directors violates the provisions of Regulation 24 of the SEBI Delisting Regulations, 2009.

Disclosures specified in Schedule VI of the SEBI (ICDR) Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or a fraudulent borrower:

It is hereby confirmed that neither the Company nor its promoters or directors is a wilful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with Schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

20. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of Equity Shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely,:

Sr. No.	Name of the proposed allottee	Pre issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre issue Shareholding		No. of Equity Shares to be allotted	Post Issue Shareholding*		Post Issue Category
				No of share	**%**		**No of share**	**%**	
1	Mahavir Prasad Mundra	Public	-	-	-	2,50,000	2,50,000	0.52	Public
2	Sunil Kumar Mundra HUF		-	-		2,50,000	2,50,000	0.52	
3	Inder Singh Parihar		-	-	-	2,50,000	2,50,000	0.52	
4	Chandra Prakash Bhutra		-	-	-	2,50,000	2,50,000	0.52	
5	Nanda Dinesh Bangar		-	-	-	5,00,000	5,00,000	1.04	
6	Manisha Shah		-	-	-	5,00,000	5,00,000	1.04	
7	K V Narayan		-	-	-	5,00,000	5,00,000	1.04	
8	Alpesh Kanugo		-	-	-	2,50,000	2,50,000	0.52	
9	Meera Kanugo		-	1000	0.00	2,50,000	2,51,000	0.52	
10	Sagar Brahmbhatt		-	-	-	5,00,000	5,00,000	1.04	
11	Manorama Talati		-	-	-	5,00,000	5,00,000	1.04	

Note: Assuming the post-issue paid-up shares capital and percentages on a fully diluted basis, considering 1,00,00,000 (One Crore) convertible warrants into equity shares of Rs. 10 each issued at par. The proposed conversion shall be carried out strictly in accordance with the permissible limits prescribed under sub-regulations 3(1) and 3(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date. The Proposed Allottees have further confirmed that they are eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

In accordance with the provisions of Sections 42 and 62 of the Companies Act, 2013, read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the members for the issue and allotment of the said warrants to the Proposed Allottees is being sought by way of a Special Resolution as set out in said item no. 3 of the notice.

The Board of Directors of the Company believes that the proposed issue is in the best interest of the Company and therefore the Board recommends the Special Resolution as set out in Item No. 3 in the accompanying notice for approval by the Members.

None other director and/or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in this special resolution as set out in Item No. 3 of this Notice.

For and on behalf of the Board

Asian Petroproducts & Exports Limited

Sd/-

Anjali Gurnani

Date: October 15, 2026 **Company Secretary & Compliance Officer**

Place: Vadodara **M No. 56287**

ANNEXURE A

Sr. No.	Category	Pre-Issue#		Issuance of Equity share	Issuance of warrants	Post Issue Share Capital considering Equity shares		Post-Issue# Assuming full conversion of warrants	
		No. of shares Held	% of Share holding					No. of shares Held	% of Shareholding
A.	Promoters Holding								
1	Indian								
	Individuals	11330005	46.14	5200000	6000000	16530005	43.32	22530005	46.78
	Body Corporate	2634568	10.73	4400000	4000000	7034568	18.44	11034568	22.91
	Sub Total	13964573	56.86	9600000	10000000	23564573	61.76	33564573	69.70
2	Foreign Promoters	0	0.00	0	0	0			
	Sub Total (A)	13964573	56.86	9600000	10000000	23564573	61.76	33564573	69.70
B.	Non-promoters' holding								
1	Institutional investors	0	0.00	0	0	0	0	0	0
2	Non-institution	0	0.00	0	0	0	0	0	0
3	Directors and relatives	0	0.00	0	0	0	0	0	0
4	Key Managerial Personnel	0	0.00	0	0	0	0	0	0
5	Resident Individuals	10233522.00	41.67	3750000	0	13983522	36.65	13983522	29.04
6	Non Resident Indians	67,110	0.27	0	0	67,110	0.18	67110	0.14
7	Bodies Corporate	14,407	0.06	0	0	14,407	0.04	14407	0.03
8	Others (including HUF, Firm, Trust etc.)	272304	1.11	250000	0	522304	1.37	522304	1.08
9	Unclaimed/suspense	6,000	0.02	0	0	6,000	0.02	6000	0.01
	Sub Total (B)	10593343	43.14	4000000	0	14593343	38.24	14593343	30.30
	Grand Total(A+B)	24557916	100	13600000	10000000	38157916	100.00	48157916	100.00

Note: Assuming the post-issue paid-up shares capital and percentages on a fully diluted basis, considering 1,00,00,000 (One Crore) convertible warrants into equity shares of Rs. 10 each issued at par. The proposed conversion shall be carried out strictly in accordance with the permissible limits prescribed under sub-regulations 3(1) and 3(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.