Manufacturer ot Potato Chips, Extruded Products, Namkeen, Juices & Packaged Drinking Water

08th September, 2026

To,
The Manager- Listing Department,
**The National Stock Exchange of India Limited**
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400051.

**Trading Symbol: EIFFL**

**Sub: Notice of the 17th Annual General Meeting scheduled to be held on September 30, 2026**
**Ref: pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Respected Sir/ Madam,**

With reference to and in furtherance of the outcome of the Board Meeting held on 05th September 2026 and Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we hereby inform that an Annual General Meeting of the Company (“AGM”) is scheduled to be held on Wednesday, September 30, 2026 at 12:30 p.m. (IST) through Video Conferencing/Other Audio-Visual Means in accordance with relevant circulars issued by the Ministry of Corporate Affairs and SEBI. The Notice of Annual General Meeting is enclosed herewith.

The Notice of AGM is being sent through electronic mode to those Members whose email addresses are registered with the Company/Registrar and Transfer Agent/ Depositories. The Notice is also available on the website of the Company at www.euroindiafoods.com.

The members are provided with the remote e-voting and venue e-voting facility to cast their votes electronically on the resolutions mentioned in the Notice of 17th Annual General Meeting. The Company has fixed Wednesday, September 23, 2026 as “Cut-off date” for the purpose of E-voting. The e-voting facility shall start from Saturday, September 26, 2026 at 9:00 A.M. and shall end on Tuesday, September 29, 2026 on 5:00 P.M.

Please take the above information on record.

**Thanking You.**
**Yours Faithfully.**

**FOR EURO INDIA FRESH FOODS LIMITED**

ANIKET DHIRUBHAI RANPARA
Digitally signed by ANIKET DHIRUBHAI RANPARA
Date: 2026.09.08 18:41:25 +05'30'

**ANIKET RANPARA**
**(COMPANY SECRETARY & COMPLIANCE OFFICER)**
**PLACE: SURAT**

# EURO INDIA FRESH FOODS LIMITED

**CIN:** L15400GJ2009PLC057789

**Reg. office:** Plot No. A 22/1 G.I.D.C. Ichhapore, Surat, Gujarat, India, 394510, India

**Email ID:** cs@euroindiafoods.com **Website:** www.euroindiafoods.com **Phone No**.: 0261-2913021/3041

# Notice of 17th Annual General Meeting

**NOTICE** is hereby given that the **17th (Seventeen)** Annual General Meeting of the Members of **EURO INDIA FRESH FOODS LIMITED** will be held on **Wednesday, 30th September, 2026** at 12:30 p.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), to transact the following business:

## ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements of the company for the financial year ended March 31, 2026 together with the Reports of the Auditors and the Directors thereon.

2. To appoint a Director in place of Mr. Dipesh Dinesh Sanspara (DIN: 07890494), who retires by rotation in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

## SPECIAL BUSINESS:

3. Appointment of Mr. Jayesh Jethalal Patel (DIN: 11920803) as an Independent Director of the Company

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, Articles of Association of the Company and such other provisions as may be applicable and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded for appointment of Mr. Jayesh Jethalal Patel (DIN: 11920803) who meets the criteria of independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and who was appointed as an Additional Director in the category of Independent Director of the Company with effect from September 05, 2026, in terms of Section 161 of the Act and who holds office up to the date of this ensuing Annual General Meeting ("AGM"); be and is hereby appointed as the Independent Director of the Company for a term of five consecutive years commencing from September 05, 2026 to September 04, 2031 and is not liable to retire by rotation.

   **RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby authorised to file necessary declarations, forms and documents with the Ministry of Corporate Affairs, the stock exchanges or any other concerned authority and to perform all such acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution."

4. Appointment of Mr. Dineshkumar Pragjibhai Monpara (DIN: 11921551) as an Independent Director of the Company

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, Articles of Association of the Company and such other provisions as may be applicable and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded for appointment of Mr. Dineshkumar Pragjibhai Monpara (DIN: 11921551) who meets the criteria of independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and who was appointed as an Additional Director in the category of Independent Director of the Company with effect from September 05, 2026, in terms of Section 161 of the Act and who holds office up to the date of this ensuing Annual General Meeting ("AGM"); be and is hereby appointed as the Independent Director of the Company for a term of five consecutive years commencing from September 05, 2026 to September 04, 2031 and is not liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby authorised to file necessary declarations, forms and documents with the Ministry of Corporate Affairs, the stock exchanges or any other concerned authority and to perform all such acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors
For **Euro India Fresh Foods Limited**

SD/-
**Aniket Ranpara**
Company Secretary & Compliance Officer

**Date:** 05th September, 2026
**Place:** Surat

# Notes:

1. The relevant Explanatory Statement pursuant to Section 102(1) of Companies Act, 2013 ("the Act") read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and SS-2, setting out the material facts concerning the special businesses under item number(s) 3 to 4 transacted at the meeting, forms part of this notice.

2. Ministry of Corporate Affairs ("MCA") vide its Circular dated September 22, 2025 allowed the Companies to conduct their Annual General Meeting (AGM) and Extra Ordinary General Meetings (EGM) through Video Conference (VC) or Other Audio Visual Means till further orders. The said Circular is in continuation of previous MCA circulars namely Circular Nos. 14/2020 dated April 8, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 2/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"). Thus, in compliance with the provisions of the Companies Act, 2013 ("the Act") and MCA Circulars, the AGM of the Company is being held through VC/OAVM.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars including Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the requirement of providing Proxy Form, Attendance Slip and route map does not apply.

4. Information regarding particulars of the Director seeking appointment as required under Regulation 36(3) of the Listing Regulations and the provisions of SS-2 forms part of this Notice. The Company has received the requisite consent/declarations from the Director for their appointment under the Act, Listing Regulations and the rules made thereunder.

5. Annual Report 2025-26 and this Notice are being sent through electronic mode to those Members whose email addresses are registered with the Depository Participants. The physical copy of the Annual Report 2025-26 and this Notice will be sent to those Members who request the same. Members may note that the Annual Report 2025-26 and this Notice can also be accessed on the Company's website at www.euroindiafoods.com, website of the stock exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and on the website of the Central Depository Service Limited ("CDSL") at www.evotingindia.com.

6. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutiniser by email to drdfcs@gmail.com with a copy marked to cs@euroindiafoods.com or 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.

7. All investors, including Institutional Investors are encouraged to attend the AGM through VC/OAVM and cast their vote on the proposed resolutions.

8. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing regulations (as amended) and MCA Circulars, the Company is pleased to provide its Members the facility to exercise their right to vote at the AGM by electronic means. The Company has appointed CDSL for facilitating voting through electronic means, as the authorized agency.

9. The facility of casting votes by a Member using remote e-voting prior to the AGM and e-voting during the AGM will be provided by CDSL.

10. The remote e-voting period commences on Saturday, September 26, 2026 (9:00 a.m. IST) and ends on Tuesday, September 29, 2026 (5:00 p.m. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. Wednesday, September 23, 2026 may cast their vote electronically. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, September 23, 2026.

11. The Members attending the AGM and who have not already cast their votes through remote e-voting shall be able to exercise their voting rights during the AGM.

12. The Members who have cast their votes through remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

13. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

14. The Company's Registrar to an Issue and Share Transfer Agent for its share registry is KFin Technologies Limited (KFin/Registrar/RTA) having its office at Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, Unit: EURO INDIA FRESH FOODS LIMITED.

15. The process and manner of e-voting:
    1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI

(Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.euroindiafoods.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

**The Instructions of Shareholders for remote e-voting and e-voting during AGM and joinng meeting through vc/oavm are as under:**

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 09:00 a.m. on Saturday, 26th September, 2026 and ends at 05:00 p.m. on Tuesday 29th September, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI** circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 **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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

<table>
<tr><th>Type of shareholders</th><th>Login Method</th></tr>
<tr><td>Individual Shareholders holding securities in Demat mode with CDSL Depository</td><td>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 to Easi/Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.<br><br>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.<br><br>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 & My Easi New (Token) Tab and then click on registration option.<br><br>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.</td></tr>
<tr><td>Individual Shareholders holding securities in demat mode with NSDL Depository</td><td>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br><br>2) If the user is 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<br><br>3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting<br><br>4) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</td></tr>
<tr><td>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</td><td>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</td></tr>
</table>

**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. CDSL and NSDL**

| Login type | Helpdesk details |
|---|---|
| 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 |
| 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 and 022 - 2499 7000 |

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

| Login type | Helpdesk details |
|---|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)<br>· Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA. |
| Dividend Bank Details **OR** Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.<br>· If both the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field. |

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant EURO INDIA FRESH FOODS LIMITED on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@euroindiafoods.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**Instructions for Shareholders Attending the AGM Through Vc/Oavm & E-Voting During Meeting are as under:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

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

4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. 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.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting mentioning** their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility

of e-voting during the meeting is available only to the shareholders attending the meeting.

**Process for those shareholders whose email/mobile no. are not registered with the company/depositories.**

1. **For Physical shareholders:** please provide necessary details like 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 **Company/RTA email id**.

2. **For Demat shareholders:** Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders:** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

# Explanatory Statement

Pursuant to Section 102 of the Companies Act, 2013

## ITEM NO. 3:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on September 05, 2026, appointed Mr. Jayesh Jethalal Patel (DIN: 11920803) as an Additional Director in the category of Independent Director with effect from September 05, 2026 to September 04, 2031, not liable to retire by rotation, pursuant to Section 161 of the Companies Act, 2013 and the Articles of Association of the Company.

Mr. Jayesh Jethalal Patel possesses necessary skills, knowledge, experience, expertise and other key attributes necessary to be appointed as an Independent Director on the Board of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, subject to approval of the members at the general meeting and pursuant to Regulation 17(1C) of the Listing Regulations, as amended, a listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Further, as per Regulation 25(2A) of the Listing Regulations, the appointment of Independent Director of a listed entity shall be subject to the approval of Members by way of a Special Resolution.

The Company has received the relevant disclosures from Mr. Jayesh Jethalal Patel including:

i. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time;

ii. Declaration confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 (the Act) and read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (SEBI LODR) and the rules made thereunder, as amended from time to time including a Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company

iii. Confirmation that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. He is not debarred from holding office of director by virtue of any order passed by Securities and Exchange Board of India or any other such authority;

iv. Declaration confirming that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs;

v. Disclosure of Interest in form MBP-1 pursuant to Section 184(1) of the Companies Act 2013 read with Rule 9(1) of the Companies (Meeting of the Board and its Powers) Rules, 2014 and List of Relatives and their interest in other entities.

Further, Mr. Jayesh Jethalal Patel fulfills the conditions specified in the Act and rules made thereunder, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director.

The Board is of the opinion that Mr. Jayesh Jethalal Patel fulfils the conditions specified in the Act and the rules made thereunder and applicable SEBI regulations for appointment as an Independent Director of the Company and is independent of the management and considering his knowledge and experience, his association would be a good addition to the Board of the Company.

Necessary disclosures pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard on General Meetings in relation to the appointment of Mr. Jayesh Jethalal Patel are provided in Annexure I to this Notice.

Except Mr. Jayesh Jethalal Patel and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in this Special Resolution proposed in Item No. 3 of the Notice.

The Board recommends the Special resolution set forth at Item No.3 for your approval.

## ITEM NO. 4:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on September 05, 2026, appointed Mr. Dineshkumar Pragjibhai Monpara (DIN: 11921551) as an Additional Director in the category of Independent Director with effect from September 05, 2026 to September 04, 2031, not liable to retire by rotation, pursuant to Section 161 of the Companies Act, 2013 and the Articles of Association of the Company.

Mr. Dineshkumar Pragjibhai Monpara (DIN: 11921551) possesses necessary skills, knowledge, experience, expertise and other key attributes necessary to be appointed as an Independent Director on the Board of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, subject to approval of the members at the general meeting and pursuant to Regulation 17(1C) of the Listing Regulations, as amended, a listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Further, as per Regulation 25(2A) of the Listing Regulations, the appointment of Independent Director of a listed entity shall be subject to the approval of Members by way of a Special Resolution.

The Company has received the relevant disclosures from Mr. Dineshkumar Pragjibhai Monpara including:

i. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time;

ii. Declaration confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 (the Act) and read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (SEBI LODR) and the rules made thereunder, as amended from time to time including a Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company

iii. Confirmation that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. He is not debarred from holding office of director by virtue of any order passed by Securities and Exchange Board of India or any other such authority;

iv. Declaration confirming that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs;

v. Disclosure of Interest in form MBP-1 pursuant to Section 184(1) of the Companies Act 2013 read with Rule 9(1) of the Companies (Meeting of the Board and its Powers) Rules, 2014 and List of Relatives and their interest in other entities.

Further, Mr. Dineshkumar Pragjibhai Monpara fulfills the conditions specified in the Act and rules made thereunder, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director.

The Board is of the opinion that Mr. Dineshkumar Pragjibhai Monpara fulfils the conditions specified in the Act and the rules made thereunder and applicable SEBI regulations for appointment as an Independent Director of the Company and is independent of the management and considering his knowledge and experience, his association would be a good addition to the Board of the Company.

Necessary disclosures pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard on General Meetings in relation to the appointment of Mr. Dineshkumar Pragjibhai Monpara are provided in Annexure I to this Notice.

Except Mr. Dineshkumar Pragjibhai Monpara and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in this Special Resolution proposed in Item No. 4 of the Notice.

The Board recommends the Special resolution set forth at Item No.4 for your approval.

By order of the Board of Directors
For **Euro India Fresh Foods Limited**

**Date:** 05th September, 2026
**Place:** Surat

SD/-
**Aniket Ranpara**
Company Secretary & Compliance Officer

# Annexure – I

| Sr. No. | Particular | Mr. Jayesh Jethalal Patel | Mr. Dineshkumar Pragjibhai Monpara |
|---|---|---|---|
| 1 | D.O.B. | 12/10/1967 | 08/07/1977 |
| 2 | Age (in years) | 58 | 49 |
| 3 | Brief resume of the Director including nature of expertise in specific functional areas and Experience | He holds a Bachelor of Commerce (B.Com.) degree and has more than 30 years of extensive experience in the diamond industry.<br><br>He worked as a Sales Executive in the diamond industry for more than 7 years, gaining substantial experience in the buying and selling of both rough and polished diamonds. Subsequently, he served as an Executive Manager at Thumar Gems for more than 17 years, where he was responsible for various key aspects of the business, including the procurement and sale of rough and polished diamonds, management of the diamond polishing and manufacturing unit, and overall operational and administrative management of the firm.<br><br>Since 2022, he has been a Partner in Dev Diam, a partnership firm engaged in the sale and purchase of polished diamonds. In this role, he is involved in business operations, diamond trading, procurement, sales, and strategic management.<br><br>In addition to his extensive experience in the diamond sector, he has been a Partner in Dev Lifestyle since 2021, a business engaged in the textile industry. His responsibilities include yarn procurement, coordination of manufacturing activities, and the sale of finished cloth/textile products. | He has been associated with the diamond industry since 2005, with extensive experience in diamond trading, business management, and exhibition management. He being partner of Shubham Gems, where he was responsible for the overall management and operations of the firm.<br><br>He was actively involved in the end-to-end management of the business, overseeing its day-to-day operations as well as strategic planning and decision-making. His extensive hands-on experience enabled him to manage the firm's activities from sourcing and procurement of diamonds through sales and customer relationships.<br><br>With more than 20 years of experience in the diamond industry, he has developed comprehensive expertise in rough and polished diamond trading, business ownership and management, strategic decision-making, operational administration, customer and supplier management, and end-to-end diamond exhibition management. |
| 4 | Date of first Appointment on the Board | September 05, 2026 | September 05, 2026 |
| 5 | Remuneration last drawn by such person | Not Applicable | Not Applicable |
| 6 | Qualification | B.com | Higher Secondary (12th) Pass and B.Com. – Undergraduate (Not Completed) |
| 7 | Directorships held in other Companies | NIL | NIL |
| 8 | Chairmanships of Committees in other Companies | NIL | NIL |
| 9 | Memberships of Committees in other Companies | NIL | NIL |

| | | | |
|---|---|---|---|
| 10 | Relationships between Directors, Manager and Key Managerial Personnel of the Company inter-se | Not Applicable | Not Applicable |
| 11 | Terms and conditions of appointment | Appointment for a term of five consecutive years commencing from September 05, 2026 to September 04, 2031. | Appointment for a term of five consecutive years commencing from September 05, 2026 to September 04, 2031. |
| 12 | Details of remuneration sought to be paid | Remuneration of ₹ NIL | Remuneration of ₹ NIL |
| 13 | In case of Independent Director, the skills and capabilities required for the role and the manner in which the proposed person meets Such requirement | · Leadership and Team Management<br>· Risk Assessment<br>· Financial Management | · Leadership and Team Management<br>· Risk Assessment<br>· Business analysis |

By order of the Board of Directors
For **Euro India Fresh Foods Limited**

**Date:** 05th September, 2026
**Place:** Surat

SD/-
**Aniket Ranpara**
Company Secretary & Compliance Officer