

# Euro Asia Exports Limited

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

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To,

The Members of the Company

**NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF EURO ASIA EXPORTS LIMITED IS SCHEDULED TO BE HELD ON MONDAY, 5<sup>th</sup> MAY, 2025 AT 12.30 P.M THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO- VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:**

**TO TRANSACT THE SPECIAL BUSINESSES AS MENTIONED BELOW:**

**ITEM NO 1: APPOINTMENT OF MR. RAJENDRA KAMALAKANT CHODANKAR (DIN: 00665008) AS MANAGING DIRECTOR OF THE COMPANY.**

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

**"RESOLVED THAT** in accordance with the recommendations of the Nomination and Remuneration Committee , approval of the Board of Directors and pursuant to provisions of Sections 196,197,198 and 203 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 ("the Act"), (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 17 of SEBI Listing Obligation and Disclosure Requirement, 2015 ,consent of the members be and is hereby accorded to regularize and appoint **Mr. Rajendra Kamalakant Chodankar (DIN: 00665008) as an Managing Director** of the Company for a period of Five years with effect from with effect from 27th February, 2025, on the terms and conditions as it may deem fit and as may be acceptable to Mr. Rajendra Kamalakant Chodankar, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof.

**RESOLVED FURTHER THAT** any of the Directors(s) be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

**RESOLVED FURTHER THAT** any of the existing Director(s) be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required."

**ITEM NO 2: APPOINTMENT OF MR. RAUNAQ RAJENDRA CHODANKAR (DIN :08054601) AS WHOLE TIME DIRECTOR OF THE COMPANY.**

To Consider and, if thought fit, with or without modification to pass the following resolution as an Ordinary Resolution

**RESOLVED THAT** in accordance with the recommendations of the Nomination and Remuneration Committee , approval of the Board of Directors and with the provisions of Sections 196,197 and 203 and other applicable of the Companies Act, 2013 ("the Act"), and the Rules made thereunder, read with

**Regd. Office:** Plot No. 3-A, Ist Floor, BLK-X, Loha Mandi, Naraina Industrial Area, New Delhi-110028  
**Corporate Office :** 2<sup>nd</sup> Floor, Plot No. B-103, South City - I, Gurugram, Haryana - 122001  
**CIN:** L51909DLI98IPLC01262I **Ph.:** 0124-4577739 **Email ID:** info@euroasiaexportsltd.com  
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Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and Regulation 17 of SEBI Listing Obligation and Disclosure Requirement, 2015 , consent of the members be and is hereby accorded to regularize and appoint **Mr. Raunaq Rajendra Chodankar (DIN: 08054601) as Whole Time Director** of the Company for a period of Five Years with effect from with effect from 27th February, 2025 and on the terms and conditions as it may deem fit and as may be acceptable to Mr. Raunaq Rajendra Chodankar, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof.

**RESOLVED FURTHER THAT** any of the Directors(s) be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard”.

**RESOLVED FURTHER THAT** any of the existing Director(s) be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

### **ITEM NO 3 REGULARIZATION OF MR. AMIT KIRTI NAGDA (DIN:10954045) AS INDEPENDENT DIRECTOR OF THE COMPANY.**

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

“RESOLVED THAT in accordance with the recommendations of the Nomination and Remuneration Committee , approval of the Board of Directors and provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made thereunder, read with Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) , Regulation 17 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including and statutory modification(s) or re-enactment thereof for the time being in force) consent of the members be and is hereby accorded to regularize and appoint the **Mr. Amit Kirti Nagda (DIN: 10954045), as Independent Director** of the Company for term of Five Year with effect from with effect from 27th February, 2025 and who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors(s) be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard”.

RESOLVED FURTHER THAT any of the existing Director(s) be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

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### ITEM NO 4 REGULARIZATION OF MR. PIYUSH GARG (DIN: 01144996) AS INDEPENDENT DIRECTOR OF THE COMPANY.

To Consider and, if thought fit, with or without modification to pass the following resolution as an Ordinary Resolution

“RESOLVED THAT in accordance with the recommendations of the Nomination and Remuneration Committee , approval of the Board of Directors and provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made thereunder, read with Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) , Regulation 17 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including and statutory modification(s) or re-enactment thereof for the time being in force) consent of the members be and is hereby accorded to regularize and appoint the **Mr. Piyush Garg (DIN: 01144996) as Independent Director** of the Company for term of Five Year with effect from with effect from 27th February, 2025 and who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors(s) be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e- form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard”.

RESOLVED FURTHER THAT any of the existing Director(s) be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

### ITEM NO 5 REGULARIZATION OF MS. RIDDHITA RAMNARESH AGRAWAL (DIN:10954023) AS INDEPENDENT DIRECTOR OF THE COMPANY

To Consider and, if thought fit, with or without modification to pass the following resolution as an Ordinary Resolution

“RESOLVED THAT in accordance with the recommendations of the Nomination and Remuneration Committee , approval of the Board of Directors and provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made thereunder, read with Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) , Regulation 17 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including and statutory modification(s) or re-enactment thereof for the time being in force) consent of the members be and is hereby accorded to regularize and appoint the **Ms. Riddhita Ramnaresh Agrawal (DIN: 10954023) as Independent Director** of the Company for term of Five Year with effect from with effect from 27th February, 2025 and who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors(s) be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

RESOLVED FURTHER THAT any of the existing Director(s) be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

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**Corporate Office :** 2<sup>nd</sup> Floor, Plot No. B-103, South City - I, Gurugram, Haryana - 122001  
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### **ITEM NO 6 REGULARIZATION OF Mr. VENKATESWARA GOWTAMA MANNAVA (DIN:07628039) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY**

To Consider and, if thought fit, with or without modification to pass the following resolution as an Ordinary Resolution

“RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made thereunder, read with Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) , Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including and statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee, consent of the members be and is hereby accorded, to appoint **Mr. Venkateswara Gowtama Mannava (DIN: 07628039), as Non - Executive Non- Independent Director** of the Company for term of Five Year with effect from 18<sup>th</sup> January, 2025 who shall be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors(s) be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e- form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

RESOLVED FURTHER THAT any of the existing Director(s) be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

### **ITEM NO 7 ALTERATION OF OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

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

RESOLVED THAT pursuant to the provisions of Section 4, 13, 15 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals as may be necessary, consent of the shareholders by way of special resolution be and is hereby accorded to alter the existing Clause III (A) of the Memorandum of Association (“the MOA”) of the Company by replacing the existing the object clause of the Company be and is hereby approved and adopted.

RESOLVED FURTHER THAT The existing Main Objects under Clause III (A) under the head “THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION” be altered by replacing the existing clause III (A) by insertion of following new clause III (A) 1, 2, 3.

#### **Clause III (A) “THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION”**

*1.To carry on the business of Technology Consulting Company with design strengths in thermal images and night vision devices and to manufacture, sell, export, import all kinds of electric & electronic components capable of being used in Electrical & mechanical and electronic Industries including Computer telecommunication to carry out software research and development.*

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2. To develop, provide, undertake, design, import, export, distribute and deal in Systems and application software for micro-processor based information systems, off shore software development projects, internet service provider.

3. To carry on all the business of manufacture, operations, repair, renting services and training of all type of Drones including but not limited to Multi Rotor Drones, fixed Wings Drones, Single Rotor Helicopter, fixed Wing Hybrid VTOL, Very small Drones, Mini Drones, Large Drones, Customized Drones, Predator Drones and UAVs, UAS, SUAV, RPV, RPAS, UUV & UGV. To manufacture, trade, repair, repair flight controllers, remote controller of all cameras and to develop all technology related with usage of drones. To provide drone and related services domestically and globally. To Capture process analysis all kinds of data collected using drones and to provide consultancy services to any subject related to drones and to manufacture and service solution of Drones, boarder protection services, critical boarder protection system, in-house design, Electronic software and hardware. To engage in the Activity of Drone Consultancy Services & Engineering works Services.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby to do all acts and take all such steps as may be necessary, to give effect to the aforesaid resolution.

### **ITEM NO 8 CHANGE OF NAME FROM EURO ASIA EXPORTS LIMITED TO RRP DEFENSE LIMITED AND CONSEQUENTIAL ALTERATION CHANGE IN MEMORANDUM OF ASSOCIATION**

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

“RESOLVED THAT pursuant to the provisions of Section 4, 5, 13 & 14 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and any other applicable law(s), rule(s), regulation(s), guideline(s), the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the approval of the Central Registration Centre, Registrar of Companies, Central Government and / or any other statutory authority (“the authority”) as may be necessary, consent of the members be and is hereby accorded for changing the name of the Company from “Euro Asia Exports Limited” to “RRP Defense Limited”;

RESOLVED FURTHER THAT in terms of Section 13 of the Companies Act, 2013, and other applicable provisions of the Act, if any the Name Clause, being Clause I of the Memorandum of Association of the Company, be and is hereby altered by deleting the existing Clause I and substituting it with the following:

#### **I. The Name of the Company “RRP Defense Limited”**

RESOLVED FURTHER THAT in terms of Section 14 of the Companies Act, 2013 and other applicable provisions of the Act, if any, the Articles of Association of the Company be altered by deleting the existing name “Euro Asia Exports Limited” wherever appearing and substituting it with the new name of the Company as “RRP Defense Limited”;



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RESOLVED FURTHER THAT any of existing Director of the Company and the Company Secretary & Compliance Officer of the Company, be and are hereby severally or jointly authorized to file aforesaid application(s) and/or form(s) and to do all such acts, deeds, things and matters, as may be considered necessary, appropriate or expedient for the change of name and forward authorised copy of the above resolutions to concerned authorities or entities as may be necessary to give effect to the above resolutions.”

### **ITEM NO 9 SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM “NCT DELHI” TO STATE OF “MAHARASHTRA” AND CONSEQUENTIAL ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY**

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

“RESOLVED THAT pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 and consent of the members be and hereby accorded, subject to the approval of the Regional Director and other Statutory Authorities, if any, and such other approvals/ sanctions as may be required, to shift registered office of the Company be shifted **from the NCT of Delhi to the State of Maharashtra**

**RESOLVED FURTHER THAT** pursuant to Section 13 of the Companies Act, 2013 and other applicable provisions, if any, and subject to such other approvals/ sanctions as may be required, the existing Clause II of the Memorandum of Association of the Company be substituted by the following: -

#### **II The Registered Office of the Company will be situated in the State of Maharashtra**

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, any of the existing director of the Board (‘the Board’, which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) or Company Secretary of the Company or any other person as may be authorize by the Board be and are hereby severally authorized to sign and file necessary application, affidavits, publications, notices and such other documents as may be required before the Regional Director , State Government and other Government Authorities, and reply to all such letter or correspondences in respect of objections, if any, raised by the Regional Director, Northern Region/ Registrar of Companies, Delhi & Haryana/Chief Secretary, NCT of Delhi and/or other authority or person(s), and to file necessary e-forms with the Registrar of Companies, Delhi and Haryana /Regional Director, Northern Region, and to do all such acts, things, deeds as may deemed fit.

RESOLVED FURTHER THAT any of the existing director or Company Secretary or any other person duly authorized by the board, be and is hereby severally authorized to enter appearance before the Office of Regional Director, Northern Region and/or Office of Registrar of Companies, Delhi and Haryana to prepare and file necessary application, affidavits, notices and such other documents as may be required before the Regional Director, State Government and for other Concerned Authority and to do all such acts, things, deeds as may be necessary in this respect.”

**By Order of the Board  
For Euro Asia Exports Limited  
Sd/-**

**Rajendra Kamalakant Chodankar  
Additional Director  
DIN: 00665008**

**Date: 11.04.2025  
Place: New Delhi**

**Regd. Office:** Plot No. 3-A, Ist Floor, BLK-X, Loha Mandi, Naraina Industrial Area, New Delhi-110028  
**Corporate Office :** 2<sup>nd</sup> Floor, Plot No. B-103, South City - I, Gurugram, Haryana - 122001  
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### **IMPORTANT NOTES:**

1. Explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of the Special Business as set out in the Notice is annexed hereto and forms part of this Notice.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint Authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the EGM 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 EGM through VC/OAVM will be made available for 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 EGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. 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 the Circulars issued by the Ministry of Corporate Affairs 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 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 venue voting on the date of the EGM will be provided by NSDL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com) . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

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8. Pursuant to the provisions of Section 91 of the Companies Act 2013, the Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, 24<sup>th</sup> April, 2025 to Monday 5<sup>th</sup> May, 2025, (both days inclusive)** for the purpose of EGM.
9. EGM 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 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
10. As mandated by Securities and Exchange Board of India ("SEBI"), securities of the company can be transferred/traded only in dematerialized form. members holding shares in physical form are advised to avail the facility of dematerialization. Members can Contact the Company or Our RTA for Assistance.
11. Members may note that the copy of the Notice of EGM is also available on the website of the Company. [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com)
12. The EGM is being held through Video Conferencing the route map is not annexed to this Notice
13. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Members have been provided with the facility to cast their vote electronically, through the **e-voting services provided by M/s. National Services Depository Limited (NSDL)** on all resolutions set forth in this Notice.
14. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued circular stating that service of notice/documents including Annual Report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the members are requested to inform their e-mail addresses to RTA – **M/s Skyline Financial Services Pvt Ltd** Address Regd. & Corp. Office: D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 or E-mail at [info@skylinerta.com](mailto:info@skylinerta.com).
15. Members who have not registered their e-mail ID's are requested to register their e-mail ID's with their respective Depository Participants (DPs). Alternatively, the members may also contact the R & T Agents at the email address [info@skylinerta.com](mailto:info@skylinerta.com) or the Company at the email address [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com) to register their e-mail address (es) or changes therein, if any, at the earliest, to receive the future communication. Members are requested to quote their Client ID number with DP ID on all correspondence with the Company as the case may be. **International Securities Identification Number given to your Company is INE535P01015**
16. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
17. Notice of the Extra Ordinary General Meeting of the Company inter alia, indicating the process and manner of e-voting is being sent to all the members whose email Ids are registered with the



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Company/Depository Participant(s) for communication purpose through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the Extra Ordinary General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent through the permitted mode.

18. **M/s. Amit Saxena & Associates | Company Secretaries** (Membership No 29918, COP 11519), (Place: 701, Prakashdeep Building 7, Tolstoy Marg, Barakhamba Road, New Delhi - 110001) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
19. The scrutinizer shall within a period of not exceeding Forty-Eight Hours from the conclusion of the e voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by the Chairman.
20. The results of the e-voting along with the scrutinizer's report shall be placed on company's website at [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com) within two days of passing of the resolution at the EGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.
21. The SEBI vide its Circulars issued during 2023, established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. The regulatory norms regarding the same were consolidated vide SEBI Master Circular dated August 11, 2023. Pursuant to the same, investors shall first take up a grievance with the Company directly, escalate the same through the SCORES Portal and if still not satisfied with the outcome after exhausting all available options, investors can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>.

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

The remote e-voting period begins on Friday, 2<sup>nd</sup> May, 2025 at 9.00 A.M. and ends on Sunday, 4<sup>th</sup> May, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) of Friday, 25<sup>th</sup> April, 2025 may cast their vote electronically.

The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 25<sup>th</sup> April, 2025.

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

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

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





#### A) LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETING FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' 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 "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li></ol>

# Euro Asia Exports Limited

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	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and</p>

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	<p>click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

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### 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 Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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



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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm you vote on the resolution, you will not be allowed to modify your vote.

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### **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 [amitsaxenacs@yahoo.com](mailto:amitsaxenacs@yahoo.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to (Mr Aman Goyal) at [evoting@nsdl.com](mailto: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 [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to ([info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com)). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

# Euro Asia Exports Limited

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### EXPLANATORY STATEMENT

#### PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### **ITEM NO:1 APPOINTMENT OF MR. RAJENDRA KAMALAKANT CHODANKAR (DIN: 00665008) MANAGING DIRECTOR OF THE COMPANY**

Mr. Rajendra Kamalakant Chodankar, holding Director Identification No. 00665008, who was appointed as an Additional Director by the Board of Directors of the Company ("the Board") based on the recommendation of the Nomination and Remuneration Committee under the category of Executive-Managing Director on 27<sup>th</sup> February, 2025, pursuant to the provisions of Section 152, 161(1) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the "Act"), the provisions of the Articles of Association of the Company. Further, Mr. Rajendra Kamalakant Chodankar has confirmed that he is not disqualified to act as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Given his expertise, knowledge and experience, the Board is of the opinion that it would be in the interest of the Company to avail his services as executive director of the Company.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for appointment of Mr. Rajendra Kamalakant Chodankar as Managing Director of the Company.

A brief profile of Mr. Rajendra Kamalakant Chodankar, including nature of his expertise, is mentioned below :-

Mr. Rajendra Kamalakant Chodankar is a dedicated and accomplished Founder, Promoter with over four decades of experience in the technology consulting industry specializing in electro optics. Proven track record of success in designing and delivering innovative solutions, particularly in the fields of medical devices, thermal imaging systems, and night vision devices. A visionary leader committed to overcoming challenges and driving excellence in the industry.

Additional Information of Director seeking appointment at the Extra-Ordinary General Meeting (EGM) Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.(Refer Annexure -1)

*Terms and conditions are enumerated below:*

*1. Tenure of appointment of Mr. Rajendra Kamalakant Chodankar as Managing Director shall be for a period of Five years with effect from 27<sup>th</sup> February, 2025.*

*2. Remuneration*

*(i) The Remuneration of Mr Rajendra Kamalakant Chodankar shall be decided by the shareholders in the Extra-ordinary General Meeting subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013*

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*(ii) Contribution to Provident Fund and Superannuation Fund, as per Rules of the Company. Annual Performance Bonus/Incentive, if any, based on the performance criteria as laid down by or approval by Board.*

In addition to the above, the Board is of the view that the appointment of Mr. Rajendra Kamalakant Chodankar (DIN 00665008), on the Company's Board as Managing Director is desirable and would be beneficial to the Company and hence it recommends to the shareholders to approve the change his designation from Additional Director to Managing Director of the Company for a period of 5 years with effect from 27<sup>th</sup> February, 2025, on the terms and conditions of appointment and remuneration as approved by the Board of Directors through the said Resolution No. 01 for approval by the members of the Company.

None of the Directors except Raunaq Rajendra Chodankar or Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 1 of the accompanying Notice for approval of the Members.

### **ITEM NO 2 APPOINTMENT OF MR. RAUNAQ RAJENDRA CHODANKAR (DIN :08054601) AS WHOLE TIME DIRECTOR OF THE COMPANY.**

Mr. Raunaq Rajendra Chodankar, holding Director Identification No. 08054601, who was appointed as an Additional Director by the Board of Directors of the Company ("the Board") based on the recommendation of the Nomination and Remuneration Committee under the category of Executive-Whole Time Director with effect from 27<sup>th</sup> February, 2025, pursuant to the provisions of Section 152, 161(1) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the "Act"), the provisions of the Articles of Association of the Company. Further, Mr. Raunaq Rajendra Chodankar has confirmed that he is not disqualified to act as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Given his expertise, knowledge and experience, the Board is of the opinion that it would be in the interest of the Company to avail his services as a executive Whole Time Director of the Company

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for appointment of Mr. Raunaq Rajendra Chodankar as Whole Time Director of the Company.

A brief profile of Mr. Raunaq Rajendra Chodankar, including nature of his expertise, is mentioned below :-

Born in July 1991, Raunaq has completed his schooling in a cosmopolitan environment and thereafter graduated from the Brunel University, London. The Education that created the platform of value education was directly deployed in family business. With almost a decade of nurturing under the Chairman, Raunaq now handles the Global domain.

**Regd. Office:** Plot No. 3-A, Ist Floor, BLK-X, Loha Mandi, Naraina Industrial Area, New Delhi-110028  
**Corporate Office :** 2<sup>nd</sup> Floor, Plot No. B-103, South City - I, Gurugram, Haryana - 122001  
**CIN:** L51909DLI98IPLC01262I **Ph.:** 0124-4577739 **Email ID:** info@euroasiaexportsltd.com  
**www.euroasiaexportsltd.com**



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Additional Information of Director seeking appointment at the Extra-Ordinary General Meeting (EGM) Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Refer Annexure -1)

*Terms and conditions are enumerated below:*

*1. Tenure of appointment of Mr. Raunaq Rajendra Chodankar as Whole Time Director shall be for a period of Five years with effect from 27<sup>th</sup> February, 2025.*

*2. Remuneration*

*(i) The Remuneration of Mr Raunaq Rajendra Chodankar shall be decided by the shareholders in the Extra-ordinary General Meeting subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013*

*(ii) Contribution to Provident Fund and Superannuation Fund, as per Rules of the Company. Annual Performance Bonus/Incentive, if any, based on the performance criteria as laid down by or approval by Board.*

In addition to the above, the Board is of the view that the appointment of Mr. Raunaq Rajendra Chodankar (DIN 08054601), on the Company's Board as Whole time Director is desirable and would be beneficial to the Company and hence it recommends to the shareholders to approve the change his designation from Additional Director to Whole Time Director of the Company for a period of 5 years with effect from 27<sup>th</sup> February, 2025, on the terms and conditions of appointment and remuneration as approved by the Board of Directors through the said Resolution No. 02 for approval by the members of the Company.

None of the Directors except Rajendra Kamalkant Chodankar or Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 2 of the accompanying Notice for approval of the Members.

### **ITEM NO-3 APPOINTMENT OF MR. AMIT KIRTI NAGDA (DIN:10954045) ,INDEPENDENT DIRECTOR OF THE COMPANY.**

Mr. Amit Kirti Nagda, holding Director Identification No. 10954045, who was appointed as an Additional Director by the Board of Directors of the Company ("the Board") based on the recommendation of the Nomination and Remuneration Committee under the category of Non-Executive Director-Independent director of the company with effect from 27th February, 2025 ( pursuant to the provisions of Section 152, 161(1) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the "Act"), the provisions of the Articles of Association of the Company.

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Mr. Amit Kriti Nagda has confirmed that he is not disqualified to act as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considered that his association with the Company would be of immense benefit to the Company to avail his services as a Non-Executive, Independent Director of the Company

A Brief profile of the proposed Independent Director is provided below:

Mr. Amit Kirti Nagda is having a rich experience in the field of corporate governance, regulatory compliance and Company Law.

Additional Information of Director seeking appointment at the Extra-Ordinary General Meeting (EGM) Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Refer Annexure -1)

The Board of Directors recommends the resolution set out in Item No. 3 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested in this resolution.

### **ITEM NO:-4 APPOINTMENT OF MR. PIYUSH GARG (DIN: 01144996) AS ADDITIONAL DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

Mr. Piyush Garg , holding Director Identification No. 01144996, who was appointed as an Additional Director by the Board of Directors of the Company ("the Board") based on the recommendation of the Nomination and Remuneration Committee under the category of Non-Executive Director-Independent director of the company with effect from 27th February, 2025 ( pursuant to the provisions of Section 152, 161(1) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the "Act"), the provisions of the Articles of Association of the Company. Further, Mr. Piyush garg has confirmed that he is not disqualified to act as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Given his expertise, knowledge and experience, the Board is of the opinion that it would be in the interest of the Company to avail his services as a non-executive non-independent director of the Company

The Proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considered that his association with the Company

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would be of immense benefit to the Company to avail his services as a Non-Executive, Independent Director of the Company

A Brief profile of the proposed Independent Director is provided below:

Mr. Piyush Garg is having a rich experience in the field of accountancy, finance, taxation, debt restructuring and compliance with regulatory requirements.

Additional Information of Director seeking appointment at the Extra-Ordinary General Meeting (EGM) Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Refer Annexure -1)

The Board of Directors recommends the resolution set out in Item No. 4 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested in this resolution.

### **ITEM NO:-5 APPOINTMENT OF MS. RIDDHITA RAMNARESH AGRAWAL (DIN:10954023) AS ADDITIONAL DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

Ms. Riddhita Ramnaresh Agrawal , holding Director Identification No. 10954023, who was appointed as an Additional Director by the Board of Directors of the Company ("the Board") based on the recommendation of the Nomination and Remuneration Committee under the category of Non-Executive Director-Independent director of the company with effect from 27th February, 2025 (, pursuant to the provisions of Section 152, 161(1) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the "Act"), the provisions of the Articles of Association of the Company. Further, Ms. Riddhita Ramnaresh Agrawal has confirmed that she is not disqualified to act as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Given his expertise, knowledge and experience, the Board is of the opinion that it would be in the interest of the Company to avail his services as a non-executive non-independent director of the Company.

The Proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considered that his association with the Company would be of immense benefit to the Company to avail his services as a Non-Executive, Independent Director of the Company

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A Brief profile of the proposed Independent Director is provided below:

Ms. Riddhita Ramnaresh Agrawal is having a rich experience in the field of compliance with various regulatory requirements.

Additional Information of Director seeking appointment at the Extra-Ordinary General Meeting (EGM) Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Refer Annexure -1)

The Board of Directors recommends the resolution set out in Item No. 5 of the notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

### **ITEM NO:-6 APPOINTMENT OF MR. VENKATESWARA GOWTAMA MANNAVA (DIN:07628039) AS ADDITIONAL DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY**

Mr. Venkateswara Gotwama Mannava , holding Director Identification No. 07628039, who was appointed as an Additional Director by the Board of Directors of the Company ("the Board") based on the recommendation of the Nomination and Remuneration Committee under the category of Non-Executive Director-Non-Independent director of the company with effect from 18th January, 2025 ( pursuant to the provisions of Section 152, 161(1) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the "Act"), the provisions of the Articles of Association of the Company. Further, Mr. Venkateswara Gotwama has confirmed that he is not disqualified to act as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Proposed Non-Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considered that his association with the Company would be of immense benefit to the Company to avail his services as a Non-Executive, Non-Independent Director of the Company

A Brief profile of the proposed Non-Independent Director is provided below:

Mr. Gowtama took charge as General Manager (Technology Planning) at BEL's Corporate Office on February 1, 2010. Under his leadership, a Knowledge Management Portal was created. He was instrumental in bringing out a comprehensive R&D Manual and the R&D Vision Document. He initiated the drive for Collaborative R&D.

# Euro Asia Exports Limited

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

Mr. Gowtama later served as General Manager (Military Communications)/BEL-Bengaluru Unit, where he spearheaded the development and production of Software Defined Radio (SDR) for the defence forces. He was Executive Director (Missile Systems) at BEL's Bengaluru Unit before he took charge as the Chairman and Managing Director on 8th November 2016.

The Board of Directors recommends the resolution set out in Item No. 6 of the notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

### **ITEM NO:7 APPROVE ALTERATION OF OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

In order to take advantage of the growing opportunities in various fields of business, the Board of Directors of the Company has decided to change the business line of the Company and alter Existing Clause III (a) 1. of the Memorandum of Association of the Company and seeking approval of the members of the Company on Resolution at Item No. 7 of the Notice.

Proposed Main Objects are mentioned herewith for your perusal :-

- 1.To carry on the business of Technology Consulting Company with design strengths in thermal images and night vision devices and to manufacture, sell, export, import all kinds of electric & electronic components capable of being used in Electrical & mechanical and electronic Industries including Computer telecommunication to carry out software research and development.
2. To develop, provide, undertake, design, import, export, distribute and deal in Systems and application software for micro-processor based information systems, off shore software development projects, internet service provider.
3. To carry on all the business of manufacture, operations, repair, renting services and training of all type of Drones including but not limited to Multi Rotor Drones, fixed Wings Drones, Single Rotor Helicopter, fixed Wing Hybrid VTOL, Very small Drones, Mini Drones, Large Drones, Customized Drones, Predator Drones and UAVs, UAS, SUAV, RPV, RPAS, UUV & UGV. To manufacture, trade, repair, repair flight controllers, remote controller of all cameras and to develop all technology related with usage of drones. To provide drone and related services domestically and globally. To Capture process analysis all kinds of data collected using drones and to provide consultancy services to any subject related to drones and to manufacture and service solution of Drones, boarder protection services, critical boarder protection system, in-house design, Electronic software and hardware. To engage in the Activity of Drone Consultancy

Accordingly, the Board of Directors proposed to alter Clause III (a) 1. of the Objects Clause of the Memorandum of Association of the Company as set out in the Resolution at Item No. 7.

The aforesaid insertion if approved by the Shareholders shall be registered by the Registrar of Companies as per the provisions of the Companies Act, 2013, with such modifications as may be advised by them.



# Euro Asia Exports Limited

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

The Board of Directors recommends the resolution set out in Item No. 7 of the notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

### **ITEM NO: 8 APPROVE CHANGE OF NAME FROM EURO ASIA EXPORTS LIMITED to RRP DEFENSE LIMITED AND CONSEQUENTIAL ALTERATION CHANGE IN MEMORANDUM OF ASSOCIATION**

The Board of Directors are entering into new business line by alteration of Main object clause as mentioned in Item No 7 and for that reason there is a need arise to change the name of the Company resulting approval by the Board in their Meeting held on 25.03.2025 pursuant to Name Approval Letter received from Registrar of Companies. Dated 19<sup>th</sup> March, 2025 which shows validity for 60 days for Name approved i.e RRP DEFENSE LIMITED

Consequential to Name Change Alteration of Memorandum of Association in Clause I will be done subject to approval of members of the Company. The Board of Directors recommends the resolution set out in Item No. 8 of the notice for approval of the Members by way of Special Resolution.

None of the Directors or Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

### **ITEM NO 9 SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM "NCT DELHI" TO STATE OF "MAHARASHTRA" AND CONSEQUENTIAL ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY**

In accordance with the provision of Section 12(5) of the companies act 2013, presently, Registered Office of the Company is situated at NCT DELHI and with a view to improve operational efficiency, Cost effectiveness and managing business activities smoothly, Board of Directors in their meeting held on 25.03.2025 proposed for shifting the registered office of the Company to State of Maharashtra.

In compliance of section 13 of the Companies Act, 2013 for shifting the Registered Office of the Company from one state to another approval of Shareholders of the Company is required by the way of Special Resolution. Accordingly, Consent of the members of the company is sought for passing special resolution as set out at Item no 9 of the notice.

None of the Directors or Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

**By Order of the Board  
For Euro Asia Exports Limited  
Sd/-**

**Rajendra Kamalakant Chodankar  
Additional Director  
DIN: 00665008**

**Date: 11.04.2025  
Place: New Delhi**

**Regd. Office:** Plot No. 3-A, Ist Floor, BLK-X, Loha Mandi, Naraina Industrial Area, New Delhi-110028  
**Corporate Office :** 2<sup>nd</sup> Floor, Plot No. B-103, South City - I, Gurugram, Haryana - 122001  
**CIN:** L51909DLI98IPLC01262I **Ph.:** 0124-4577739 **Email ID:** info@euroasiaexportsltd.com  
**www.euroasiaexportsltd.com**

# Euro Asia Exports Limited

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

### Annexure 1

**Details of Directors seeking Appointment at the Extraordinary General Meeting**  
**[Pursuant to Secretarial Standards-2 and**  
**Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

<b>Name</b>	Mr. Rajendra Kamalakant Chodankar
<b>DIN</b>	00665008
<b>Date of Birth</b>	13/08/1960
<b>Date of first Appointment</b>	N/A
<b>Qualifications</b>	Post Graduation: Inorganic Chemistry Mumbai University, 1982
<b>Expertise in specific functional area</b>	Expertise in the technology consulting industry specializing in electro optics. Proven track record of success in designing and delivering innovative solutions, particularly in the fields of medical devices, thermal imaging systems, and night vision devices. A visionary leader committed to overcoming challenges and driving excellence in the industry.
<b>Directorship in other Companies</b>	1. RRP Fusion Tech Private Limited- Director 2. Rrp Drone Innovations Private Limited- Director 3. Technology Options (India) Private Limited- Director 4.Rrp S4e Innovation Limited- Director 5. Rrp Electronics Limited- Director
<b>Memberships / Chairmanship of Committees across all Public Companies *</b>	N/A
<b>Relationship with other Directors / Key Managerial Personnel</b>	N/A
<b>No. of shares held in the Company either by self or on a beneficial basis for any other person</b>	Signed SPA with Company and One of the Allottee in Preferential Issue

# Euro Asia Exports Limited

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

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**Details of Directors seeking Appointment at the Extraordinary General Meeting**  
**[Pursuant to Secretarial Standards-2 and**  
**Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

<b>Name</b>	Mr. Raunaq Rajendra Chodankar
<b>DIN</b>	08054601
<b>Date of Birth</b>	15/07/1991
<b>Date of first Appointment</b>	N/A
<b>Qualifications</b>	Post Graduation : Diploma in Business Management
<b>Expertise in specific functional area</b>	Raunaq has completed his schooling in a cosmopolitan environment and thereafter graduated from the Brunel University, London And Currently active in Business.
<b>Directorship in other Companies</b>	1. RRP Electronics Limited- Director 2. Veedee Visions Private Limited- Director 3. Kshvid Systems Private Limited- Director 4. Rrp S4e Innovations Limited- Director
<b>Memberships / Chairmanship of Committees across all Public Companies *</b>	N/A
<b>Relationship with other Directors / Key Managerial Personnel</b>	N/A
<b>No. of shares held in the Company either by self or on a beneficial basis for any other person</b>	NIL

# Euro Asia Exports Limited

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**Details of Directors seeking Appointment at the Extraordinary General Meeting**  
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<b>Name</b>	Mr. Amit Kirti Nagda
<b>DIN</b>	10954045
<b>Date of Birth</b>	05/01/1990
<b>Date of first Appointment</b>	N/A
<b>Qualifications</b>	Bachelor of Business Administration
<b>Expertise in specific functional area</b>	Expertise in the field of corporate governance, regulatory compliance and Company Law.
<b>Directorship in other Companies</b>	N/A
<b>Memberships / Chairmanship of Committees across all Public Companies *</b>	N/A
<b>Relationship with other Directors / Key Managerial Personnel</b>	N/A
<b>No. of shares held in the Company either by self or on a beneficial basis for any other person</b>	NIL

### Annexure 1

**Regd. Office:** Plot No. 3-A, Ist Floor, BLK-X, Loha Mandi, Naraina Industrial Area, New Delhi-110028  
**Corporate Office :** 2<sup>nd</sup> Floor, Plot No. B-103, South City - I, Gurugram, Haryana - 122001  
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# Euro Asia Exports Limited

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<b>Name</b>	Mr. Piyush Garg
<b>DIN</b>	0114496
<b>Date of Birth</b>	12/07/1978
<b>Date of first Appointment</b>	N/A
<b>Qualifications</b>	Bachelor of Commerce and Chartered Accountant
<b>Expertise in specific functional area</b>	Expertise in the field of accountancy, finance, taxation, debt restructuring and compliance with regulatory requirements.
<b>Directorship in other Companies</b>	1. Paykey Corporate Services Private Limited- 2. Garg Financial Management Consultants Private Limited
<b>Memberships / Chairmanship of Committees across all Public Companies *</b>	N/A
<b>Relationship with other Directors / Key Managerial Personnel</b>	N/A
<b>No. of shares held in the Company either by self or on a beneficial basis for any other person</b>	NIL

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**Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

<b>Name</b>	Ms. Riddhita Ramnaresh Agrawal
<b>DIN</b>	10954023
<b>Date of Birth</b>	17/05/1988
<b>Date of first Appointment</b>	N/A
<b>Qualifications</b>	Qualified Company Secretary from Institute of Company Secretaries of India.  Bachelor of Commerce from Nagpur University
<b>Expertise in specific functional area</b>	Expertise in the field of compliance with various regulatory requirements.
<b>Directorship in other Companies</b>	N/A
<b>Memberships / Chairmanship of Committees across all Public Companies *</b>	N/A
<b>Relationship with other Directors / Key Managerial Personnel</b>	N/A
<b>No. of shares held in the Company either by self or on a beneficial basis for any other person</b>	NIL

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# Euro Asia Exports Limited

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**Details of Directors seeking Appointment at the Extraordinary General Meeting**  
**[Pursuant to Secretarial Standards-2 and**  
**Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

<b>Name</b>	Mr. Shri Venkateswara Gowtama Mannava
<b>DIN</b>	07628039
<b>Date of Birth</b>	26/06/1961
<b>Date of first Appointment</b>	N/A
<b>Qualifications</b>	M.Tech in Advanced Electronics from Jawaharlal Nehru Technological University Hyderabad  B.Tech in Electronics & Communications Engineering from Sri Venkateswara University College of Engineering, Tirupati
<b>Expertise in specific functional area</b>	Business (Professional Consultant)
Directorship in other Companies	1. Nibe Space Private Limited 2. Techware Systems Pvt Limited- 3. Nibe Ordnance & Maritime limited 4. Crystl Matrix Limited 5. Nibe Defence and Aerospace Limited- 6. CoreEL Technologies India Pvt Limited 7. Nibe Limited
Memberships / Chairmanship of Committees across all Public Companies *	N/A
Relationship with other Directors / Key Managerial Personnel	N/A
No. of shares held in the Company either by self or on a beneficial basis for any other person	NIL