

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF EURO PRATIK SALES LIMITED (FORMERLY KNOWN AS EURO PRATIK SALES LIMITED) HELD ON MONDAY, 11TH NOVEMBER, 2024

APPOINTMENT OF MR. ABHINAV SACHETI AS AN ADDITIONAL EXECUTIVE DIRECTOR OF THE COMPANY

"**RESOLVED THAT** pursuant to the provision of Sections 152 and 161 of the Companies Act, 2013 ("Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee of the Company, Mr. Abhinav Sacheti (DIN: 10832940), Chief Marketing Officer for Millenium Décor of the Company be and is hereby appointed as an Additional Director of the Company with effect from 11th November, 2024, who shall hold office upto the date of the ensuing shareholders Meeting of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 read with Schedule V and all other applicable provisions of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to the approval of the members of the Company in their general meeting and such other approvals as may be necessary, Mr. Abhinav Sacheti, Chief Marketing Officer for Millenium Décor of the Company be and is hereby appointed as an Executive Director of the Company for a period of 5 (five) years with effect from 11th November, 2024 on such terms and conditions as ascribed under Employment Agreement dated 1st July, 2024 entered into between the Company and Mr. Abhinav Sacheti, and the remuneration as set out herein below:

1. **Salary:** Rupees 24,00,000/- (Rupees Twenty Four Lacs only) per annum on cost to the Company (CTC) basis, with such annual increments / increases as may be decided by the Board of Directors from time to time.
2. **Perquisites**
 - a) Performance Incentive of Six percentage of Profits before tax of Millenium Décor- a unit of Euro Pratik Sales Limited would be calculated and payable after the approval of Audited Annual Accounts of the Company by Board of Directors. However, the Salary paid for the relevant period would be reduced from Performance Incentive. However, it should be noted that Performance Incentive shall not be payable in case the resulting figure after reducing the Salary as mentioned hereinabove, works out be negative. The profits of the unit Millenium Décor shall be calculated on standalone basis considering the reasonable apportionment of common expenses, if any, to the unit.
 - b) Company's contribution to provident fund and superannuation fund to the extent these either singly or put together are not taxable under the Income-tax Act.

- c) Un-availed leave during the financial year would not be eligible for carry forward or allowed to be cashable.
- d) Cost of insurance cover against the risk of any financial liability or loss because of any error of judgment, or such other reason as may be approved by the Board of Directors from time to time.
- e) Reimbursement of entertainment expenses incurred in the course of business of the Company.
- f) Subject to any statutory ceiling/s, Mr. Abhinav Sacheti may be given any other allowances, perquisites, benefits and facilities as the Board of Directors from time to time may decide.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the currency of tenure of service of Mr. Abhinav Sacheti as Executive Director of the Company, the payment of remuneration as approved by this resolution shall be payable as minimum remuneration.

RESOLVED FURTHER THAT Mr. Pratik Gunvantraj Singhvi, Managing Director, Mr. Jai Gunvantraj Singhvi, Executive Director & CFO and Mrs. Shruti Shukla, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as deemed necessary, proper or desirable for such appointment and to sign and execute all necessary agreement, documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of companies to give effect to this resolution.”

//Certified to be true//

**For Euro Pratik Sales Limited
(Formerly known as Euro Pratik Sales Private Limited)**

SHRUTI
KULDEEP
SHUKLA
Date: 2024.11.18
16:15:00 +05'30'

Digitally signed by
SHRUTI KULDEEP
SHUKLA
Date: 2024.11.18
16:15:00 +05'30'

**Shruti Shukla
Company Secretary and Compliance Officer
Membership No. A60044**

Address: Office No. 601-602, 6th Floor,
Peninsula Heights, C.D. Barfiwala Lane,
Andheri (West), Mumbai - 400058, Maharashtra.

CERTIFIED TRUE COPY OF THE ORDINARY RESOLUTION PASSED AT THE (04/2024-25) EXTRA-ORDINARY GENERAL MEETING OF THE EURO PRATIK SALES LIMITED (FORMERLY KNOWN AS EURO PRATIK SALES PRIVATE LIMITED) HELD ON SHORTER NOTICE ON MONDAY, 18TH NOVEMBER, 2024.

APPOINTMENT OF MR. ABHINAV SACHETI (DIN: 10832940) AS AN EXECUTIVE DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Sections 152, 160 and all other applicable provisions of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (“Rules”) and in accordance with the provisions of the Articles of Association of the Company, Mr. Abhinav Sacheti (DIN: 10832940), Chief Marketing Officer for Millenium Décor of the Company, who, upon recommendation by the Nomination and Remuneration Committee, was appointed as an Additional Director of the Company w.e.f. 11th November, 2024 by the Board of Directors of the Company pursuant to the provisions of Section 161 of the Act read with the Rules, and who holds office upto the date of the next Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, who shall be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 read with Schedule V and all other applicable provisions of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the appointment of Mr. Abhinav Sacheti, Chief Marketing Officer for Millenium Décor of the Company as an Executive Director of the Company for a period of 5 (five) years w.e.f. 11th November, 2024 on such terms and conditions as ascribed under Employment Agreement dated 1st July, 2024 entered into between the Company and Mr. Abhinav Sacheti, and the remuneration as set out herein below be and is hereby approved:

- 1. Salary:** Rupees 24,00,000/- (Rupees Twenty Four Lacs only) per annum on cost to the Company(CTC) basis, with such annual increments / increases as may be decided by the Board of Directors from time to time.
- 2. Perquisites**
 - a) Performance Incentive of Six percentage of Profits before tax of Millenium Décor- a unit of Euro Pratik Sales Limited would be calculated and payable after the approval of Audited Annual Accounts of the Company by Board of Directors. However, the Salary paid for the relevant period would be reduced from Performance Incentive. However, it should be noted that Performance Incentive shall not be payable in case the resulting figure after reducing the Salary as mentioned hereinabove, works out be negative. The profits of the unit Millenium Décor shall be calculated on standalone basis considering the reasonable apportionment of common expenses if any, to the unit.

EURO PRATIK SALES LIMITED

(FORMERLY KNOWN AS "EURO PRATIK SALES PVT. LTD..")

☎ +91-22-2624 4574 ✉ INFO@EUROPRATIK.COM

CIN -U74110MH2010PLC199072

📍 601, PENINSULA HEIGHTS, C D BARFIWALA MARG, ABOVE JEEP SHOWROOM, JUHU LANE, ANDHERI (WEST), MUMBAI-400058, MAHARSHTRA

- b) Company's contribution to provident fund and superannuation fund to the extent these either singly or put together are not taxable under the Income-tax Act.
- c) Un-availed leave during the financial year would not be eligible for carry forward or allowed to be cashable.
- d) Cost of insurance cover against the risk of any financial liability or loss because of any error of judgment, or such other reason as may be approved by the Board of Directors from time to time.
- e) Reimbursement of entertainment expenses incurred in the course of business of the Company.
- f) Subject to any statutory ceiling/s, Mr. Abhinav Sacheti may be given any other allowances, perquisites, benefits and facilities as the Board of Directors from time to time may decide.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the currency of tenure of service of Mr. Abhinav Sacheti as Executive Director of the Company, the payment of remuneration as approved by this resolution shall be payable as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for the purpose of giving effect to the aforesaid resolution."

//Certified to be true//

For Euro Pratik Sales Limited

SHRUTI KULDEEP SHUKLA
Digitally signed by
SHRUTI KULDEEP SHUKLA
Date: 2024.11.18 16:23:28
+05'30'

Shruti Shukla
Company Secretary and Compliance Officer
Membership No. A60044

Address: Office No. 601-602, 6th Floor,
Peninsula Heights, C.D. Barfiwala Lane,
Andheri (West), Mumbai - 400058, Maharashtra

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EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

The Board of Directors in its meeting held on 23rd May, 2024 appointed Mr. Abhinav Sacheti as Chief Marketing Officer of Millenium Décor- A unit/ Division of Euro Pratik Sales Limited w.e.f. 1st July, 2024 and an Employment Agreement was entered into between the Company and Mr. Abhinav Sacheti on 1st July, 2024 to that effect.

Mr. Abhinav Sacheti is associated with the Company since July. He is a B.com Graduate and has around 18 years of experience in Marketing field. Considering his knowledge and experience, the Board of Directors in its meeting held on 11th November, 2024, on recommendation of Nomination and Remuneration Committee, appointed him as an Additional Executive Director of the Company for a period of 5 years w.e.f. 11th November, 2024 to 10th November, 2029, on such terms and conditions as ascribed under Employment Agreement dated 1st July, 2024 entered into between the Company and Mr. Abhinav Sacheti, and the remuneration provided in resolution as set out in Item No. 1 of this notice, subject to the approval of the members of the Company in their general meeting, liable to retire by rotation.

A brief profile of Mr. Abhinav Sacheti and other relevant details relating to his appointment, as required under the Act and SS - 2 is provided in annexure to this Notice. He holds 3,37,360 Equity Shares of Re. 1/- each in the Company.

The Board recommends the Ordinary Resolution as set out in Item No. 1 of the accompanying Notice in relation to the appointment of Mr. Abhinav Sacheti as Executive Director for the approval of the members of the Company.

Except Mr. Abhinav Sacheti, being appointee and his relatives, none of other Directors of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out in Item No. 1 of the accompanying Notice.

//Certified to be true//

For Euro Pratik Sales Limited

SHRUTI
KULDEEP
SHUKLA

Digitally signed by
SHRUTI KULDEEP
SHUKLA
Date: 2024.11.25
11:44:12 +05'30'

Shruti Shukla

Company Secretary and Compliance Officer

Membership No. A60044

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ANNEXURE - 1

INFORMATION OF DIRECTORS BEING PROPOSED TO BE APPOINTED / RE-APPOINTED AND WHOSE REMUNERATION IS PROPOSED TO BE APPROVED AS PER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND REVISED SECRETARIAL STANDARD – 2 ON “GENERAL MEETINGS” IS GIVEN BELOW:

Particulars	Name of Director
	Mr. Abhinav Sacheti (DIN: 10832940)
Age	38 years
Qualifications	B.com
Experience (including expertise in specific functional area) / Brief Resume	18 Years of experience in Marketing.
Terms and Conditions of appointment / reappointment	Appointed as Executive Director for a period of 5 years w.e.f. 11 th November, 2024 to 10 th November, 2029, liable to retire by rotation.
Remuneration last drawn (including sitting fees, commission, if any)	Not applicable
Remuneration proposed to be paid	Rs. 24,00,000/- per annum and other terms and conditions, as detailed in the resolution set out in this Notice.
Date of first appointment on the Board	Appointed w.e.f. 11 th November, 2024
Shareholding in the Company (including beneficial ownership) as on date of appointment	3,37,360 Equity Shares of Re. 1/- each

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Relationship with other Directors / Key Managerial Personnel	He is not related <i>inter-se</i> to any Director / Key Managerial Personnel of the Company within the meaning of Section 2(77) of the Companies Act, 2013
Number of meetings of the Board attended during the financial year 2023-24	Not Applicable
Directorships of other Boards	Nil
Number of Listed Entities from which person has resigned in past three years	Nil
Membership / Chairmanship of Committees of other entities	Nil
Summary of Performance Evaluation / Justification for choosing the appointees for appointment as Independent Directors	Not Applicable.
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As given in the explanatory statement.

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