



## ADDENDUM TO THE NOTICE OF THE 43<sup>RD</sup> ANNUAL GENERAL MEETING

Addendum to the Notice of the 43<sup>rd</sup> Annual General Meeting (AGM) to the Members of East India Drums & Barrels Mfg. Ltd. (Formerly known as Precision Containeurs Ltd.) to be held on Monday, August 26, 2024 at 12.00 noon (IST) through Video Conferencing (“VC”).

Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 (‘Act’) read with the applicable Rules made thereunder. The Company has received a letter withdrawing the consent for appointment as an Independent Director in the ensuing AGM by Mr. Sunil Mahadeo Patil (DIN: 08609438)

Accordingly, pursuant to the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the item of special business w.r.t. appointment of the following:

1. Mr. Hitendrakumar Ranka (DIN : 08933542)
2. Mr. Dayanand Sunil Sahane (DIN :10738941)
3. Mrs. Madhu Nitin Kanadia (DIN : 07049292)

as Independent Directors of the Company will be taken up for consideration by the Members at the ensuing 43<sup>rd</sup> Annual General Meeting (AGM) of the Company scheduled to be held on Monday, August 26, 2024 at 12.00 noon. (IST) through Video Conferencing (“VC”).

As the intimation received from the existing Additional Director, Mr. Sunil Mahadeo Patil (DIN: 08609438) withdrawing his consent for the appointment as an Independent Director in the ensuing AGM, subsequent to issue of Notice of the 43<sup>rd</sup> AGM to the members on August 3, 2024, an Addendum to the 43<sup>rd</sup> AGM Notice is being circulated electronically to the Members to whom Notice of the 43<sup>rd</sup> AGM has been sent, in terms of the provisions of the Companies Act, 2013 and SEBI Listing Regulations. This Addendum shall be deemed to be an integral part of the original Notice dated August 2, 2024 and the notes provided therein.

The aforesaid proposal for appointment of:

1. Mr. Hitendrakumar Ranka (DIN : 08933542)
2. Mr. Dayanand Sunil Sahane (DIN :10738941)
3. Mrs. Madhu Nitin Kanadia (DIN : 07049292)

as an Independent Director would be included in the remote e-voting facility commencing on Thursday, August 22, 2024, at 9:00 A.M. (IST) and ending on Sunday, August 25, 2024, at 5:00 P.M. (IST) (both days inclusive) and in the e-voting during the AGM.

**The proposal for appointment of:**

1. Mr. Hitendrakumar Ranka (DIN : 08933542)



2. Mr. Dayanand Sunil Sahane (DIN :10738941)
3. Mrs. Madhu Nitin Kanadia (DIN : 07049292)

As Independent Director on the Board of the Company will be taken up for consideration by the Members, in the 43<sup>rd</sup> AGM as a part of Special Business and Special Resolution as item no. 4, 5 and 7, respectively, as set forth below:

**SPECIAL BUSINESS:**

**Item No. 4: To appoint Mr. Hitendrakumar Ranka (DIN: 08933542) as an Independent Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mr. Hitendrakumar Ranka (DIN: 08933542), be and is hereby appointed as an Independent Director not liable to be retired by rotation for a term of 5 years up to the conclusion of the Annual General Meeting (AGM) to be held in year 2029.

**RESOLVED FURTHER THAT** any Director or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Mr. Hitendrakumar Ranka (DIN: 08933542), as a Non-Executive Independent Director of the Company.”

**Item No. 5: To appoint Mrs. Madhu Nitin Kanadia (DIN: 07049292) as an Independent (Non-Executive – Woman) Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, Mrs. Madhu Nitin Kanadia (DIN: 07049292), who was appointed as an Independent Director (Non-Executive – Woman Director) of the Company w.e.f November 01, 2021, was re-appointed on November 11, 2023, who holds office up to this Annual General Meeting be and is hereby appointed as an Independent



(Non-Executive – Woman) Director of the Company, to hold office for a term of one year, up to conclusion of next AGM.

**RESOLVED FURTHER THAT** any Director or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Mrs. Madhu Nitin Kanadia (DIN: 07049292) as an Independent (Non-Executive – Woman) Director of the Company.”

**Item No. 7: To appoint Mr. Dayanand Sunil Sahane (DIN: 10738941) as an Independent Director of the Company.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mr. Dayanand Sunil Sahane (DIN: 10738941) be and is hereby appointed as an Independent Director, not liable to be retired by rotation for a term of 5 years up to the conclusion of the Annual General Meeting (AGM) to be held in year 2029.

**RESOLVED FURTHER THAT** any Director or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Mr. Dayanand Sunil Sahane (DIN:10738941), as a Non-Executive Independent Director of the Company.”

**By Order of the Board of Directors**

**Sd/-**

**Madhav Valia**  
**Director**  
**DIN: 03381853**

**Place: Mumbai**  
**Date: 12-Aug-2024**



**NOTES:**

1. The explanatory statement pursuant to Section 102(1) of the Act and other applicable provisions, which sets out details relating to the proposed Special Business above to be transacted at the AGM, which is considered to be unavoidable by the Board of Directors of the Company, is annexed hereto.
2. In compliance with the applicable MCA Circulars and SEBI Circulars, Addendum to the Notice of the AGM is being sent only through electronic mode to those Members to whom the Notice dated August 3, 2024 were sent, on the email ids as available with the Company/ Depositories/RTA.
3. Members may note that the Addendum to the Notice of AGM will also be available on the Company's website [www.eidb.in](http://www.eidb.in) and websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Link Intime (India) Pvt. Ltd. at [www.linkintime.co.in](http://www.linkintime.co.in)
4. Relevant documents referred to in this Addendum to Notice of AGM are available electronically for inspection without any fees by the Members from the date of circulation of this Notice up to the date of the AGM. Members who wish to seek inspection, may send their request through an email at [admin@eidb.in](mailto:admin@eidb.in).
5. All the processes, notes and instructions relating to remote e-voting and e-voting during the 43<sup>rd</sup> AGM as well as the process of attending the 43<sup>rd</sup> AGM through VC/OAVM as set out in the 43<sup>rd</sup> AGM Notice dated August 2, 2024, shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice. Furthermore, the Scrutinizers appointed for the ensuing 43<sup>rd</sup> AGM will act as Scrutinizers for the Resolution proposed in this Addendum to the Notice of 43<sup>rd</sup> AGM.

**By Order of the Board of Directors**

**Sd/-**

Madhav Valia  
Director  
DIN: 03381853

**Place: Mumbai**  
**Date: 12-Aug-2024**



## EXPLANATORY STATEMENT

*(Pursuant to Section 102 of the Companies Act, 2013)*

### **Item No. 4: To appoint Mr. Hitendrakumar Ranka (DIN: 08933542) as an Independent Director of the Company.**

Based on the recommendation of the Nomination and Remuneration Committee, and Board of Directors of the Company, pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 ('Act') read with the applicable Rules made thereunder and further, pursuant to the provisions of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is required to obtain approval of shareholders for the appointment of an Independent Director

Accordingly, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Hitendrakumar Ranka (DIN : 08933542) to be appointed as Non-Executive Independent Director with the approval of the shareholders for a period of 5 years commencing from the conclusion of this AGM.

Mr. Hitendrakumar Ranka (DIN: 08933542) is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ('the Act'). The Company has received the consent and requisite declarations from Mr. Hitendrakumar Ranka (DIN: 08933542) as per the provisions of the Act and SEBI Listing Regulations including the declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16 of the SEBI Listing Regulations. Further, he is not debarred from holding the office of Director pursuant to any order issued by The Securities and Exchange Board of India (SEBI) or any other authority.

In the opinion of the Board, Mr. Hitendrakumar Ranka (DIN: 08933542) fulfils the conditions for his appointment as an Independent Director, as specified in the Companies Act, 2013 and SEBI Listing Regulations and is independent of the management. Mr. Hitendrakumar Ranka (DIN: 08933542) possesses the required skills, knowledge and experience as identified by the Board in the fields of Compliance & Corporate Governance, and General Management and his induction on the Board of East India Drums & Barrels Mfg. Ltd. will immensely benefit the Company.

Further, Mr. Hitendrakumar Ranka (DIN: 08933542) possesses the integrity, expertise, experience and proficiency for appointment as an Independent Director and is a person of high integrity and repute.

Considering his expertise and knowledge, the Board recommends the appointment of Mr. Hitendrakumar Ranka (DIN: 08933542) as a Non Executive Independent Director of the Company will be in the interest of the Company.



Accordingly, the Board recommends the resolution as set out at Item No.4 of this Addendum to the 43<sup>rd</sup> AGM Notice for approval of the Members of the Company as a Special Resolution.

The copy of draft letter of appointment of Mr. Hitendrakumar Ranka (DIN: 08933542), setting out the terms and conditions of his appointment is available electronically for inspection by the Members. The same is also available for inspection at the registered office of the Company during office hours on all working days till the date of AGM.

Except Mr. Hitendrakumar Ranka (DIN: 08933542) and his relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

**Item No. 5: Appointment of Mr. Madhu Nitin Kanadia (DIN: 07049292) as an Independent Director of the Company.**

The Board of Directors of the Company based on the Nomination and Remuneration Committee (NRC) appointed Mrs. Madhu Nitin Kanadia (DIN: 07049292) as an Independent (Non-Executive) (Women) Director of the Company in its Board Meeting held on November 01, 2021, was re-appointed on November 11, 2023 and whose term of office expires at this Annual General Meeting is hereby re-appointed for a further period of one year commencing from conclusion of this AGM till the conclusion of next AGM to be held on or before September 30, 2025, and she being eligible to be re-appointed as an Independent (Non-Executive) (Woman) Director of the Company.

The Company has received a declaration from Mrs. Madhu Nitin Kanadia, Independent (Non-Executive – Women) Director that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Listing Regulations. Mrs. Madhu Nitin Kanadia possesses appropriate, experience and knowledge, in Administration.

Brief resume of Mrs. Madhu Nitin Kanadia, Independent Director, nature of her expertise in specific functional areas and names of companies in which she holds Directorships and Memberships/Chairmanship of Board Committees, shareholdings and relationships between Directors inter-se as stipulated under Listing Regulations with the Stock Exchanges, are provided in the in the Annual Report.

This statement may also be regarded as a Disclosure under Listing Regulation with stock exchanges. As an Independent Director, she will not be liable to retire by rotation and she will not be counted in total number of Directors for the purpose of determining those liable to retire by rotation.

The Board recommends the passing of the Resolution set out at Item No. 5 of the Notice for approval by the shareholders as Special Resolution.



Save and except Mrs. Madhu Nitin Kanadia and her relatives to the extent of their shareholding interest, if any, in the Company, None of the Directors including Key Managerial Personnel of the Company are concerned or interested in the resolution.

**Item No. 7: To appoint Mr. Dayanand Sunil Sahane (DIN: 10738941) as an Independent Director of the Company.**

Based on the recommendation of the Nomination and Remuneration Committee, and Board of Directors of the Company, pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 ('Act') read with the applicable Rules made thereunder and further, pursuant to the provisions of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is required to obtain approval of shareholders for the appointment of an Independent Director.

Accordingly, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Dayanand Sunil Sahane (DIN: 10738941) to be appointed as Non-Executive Independent Director with the approval of the shareholders for a period of 5 years commencing from the conclusion of this AGM.

Mr. Dayanand Sunil Sahane (DIN: 10738941) is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has received the consent and requisite declarations from Mr. Dayanand Sunil Sahane (DIN: 10738941) as per the provisions of the Act and SEBI Listing Regulations including the declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16 of the SEBI Listing Regulations. Further, he is not debarred from holding the office of Director pursuant to any Order issued by The Securities and Exchange Board of India (SEBI) or any other authority.

In the opinion of the Board, Mr. Dayanand Sunil Sahane (DIN: 10738941) fulfils the conditions for his appointment as an Independent Director, as specified in the Companies Act, 2013 and SEBI Listing Regulations and is independent of the management.

Mr. Dayanand Sunil Sahane (DIN: 10738941) possesses the required skills, knowledge, and experience as identified by the Board in the fields of Compliance & Corporate Governance, and General Management and his induction on the Board of East India Drums & Barrels Mfg. Ltd. will immensely benefit the Company.

Further, Mr. Dayanand Sunil Sahane (DIN: 10738941) possesses the integrity, expertise, experience and proficiency for appointment as an Independent Director and is a person of high integrity and repute.



Considering his expertise and knowledge, the Board recommends the appointment of Mr. Dayanand Sunil Sahane (DIN: 10738941) as Non-Executive Independent Director of the Company will be in the interest of the Company.

Accordingly, the Board recommends the resolution as set out at Item No. 7 of this Addendum to the 43<sup>rd</sup> AGM Notice for approval of the Members of the Company as a Special Resolution.

The copy of draft letter of appointment of Mr. Dayanand Sunil Sahane (DIN: 10738941) setting out the terms and conditions of his appointment is available electronically for inspection by the Members. The same is also available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till the date of AGM. Except Mr. Dayanand Sunil Sahane (DIN: 10738941) and his relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

By Order of the Board of Directors

Sd/-

Madhav Valia  
Director  
DIN : 03381853

**Place : Mumbai**

**Date : 12-Aug-2024**



**ANNEXURE**

<b>Item No.</b>	<b>Particulars</b>	<b>Director Details</b>
4	Name of the Director	Mr. Hitendrakumar Ranka
	DIN No.	08933542
	Date of Birth	14-08-92
	Expertise	Compliance in Corporate Governance and General Management
	Date of Appointment on the Board as Director	Proposed to be appointed in this AGM
	Qualification	Company Secretary
	Number of Equity Shares held in the Company by the Director	NIL
	Number of Equity Shares held in the Company by the Director or for other persons on a beneficial basis	NIL
	List of outside Directorships held in Public Companies	NIL
	Chairman/Member of the Committees of Board of Directors of the Company	NIL
	Chairman/Member of the Committees of Board of Directors of other Company in which he is a Director	NIL
	Relationship with other Directors	NA

5	Name of the Director	MRS. MADHU NITIN KANADIA
	DIN No.	07049292
	Date of Birth	09-12-72
	Expertise	Good knowledge of Administration
	Date of Appointment on the Board as Director	02/11/2021
	Qualification	SSC
	Number of Equity Shares held in the Company by the Director	NIL
	Number of Equity Shares held in the Company by the Director or for other persons on a beneficial basis	NIL
	List of outside Directorships held in Public Companies Chairman/Member of the Committees of Board of Directors of the Company	Yashraj Containeurs Ltd
	Chairman/Member of the Committees of Board of Directors of other Company in which he is a	Audit Committee Stakeholders/Grievance Committee



	Director	Remuneration and Nomination Committee
	Relationship with other Directors	NIL
	Relationship with other Directors	NIL

7	Name of the Director	Mr. Dayanand Sunil Sahane
	DIN No.	10738941
	Date of Birth	02-10-88
	Expertise	Compliance in Corporate Governance and General Management
	Date of Appointment on the Board as Director	Proposed to be appointed in this AGM
	Qualification	Company Secretary
	Number of Equity Shares held in the Company by the Director	NIL
	Number of Equity Shares held in the Company by the Director or for other persons on a beneficial basis	NIL
	List of outside Directorships held in Public Companies Chairman/Member of the Committees of Board of Directors of the Company	NIL
	Chairman/Member of the Committees of Board of Directors of other Company in which he is a Director	NIL
	Relationship with other Directors	NIL

**By Order of the Board of Directors**

**Sd/-**

Madhav Valia  
Director  
DIN: 03381853

**Place : Mumbai**

**Date : 12-Aug-2024**