E-mail: neael@rediffmail.com
Telephone: 0771- 4030947
Website: www.neweraltd.com

New Era Alkaloids & Exports Limited

Registered Office: 408, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001
[CIN NO: L24100CT1994PLC008842]

NOTICE OF 32ND ANNUAL GENERAL MEETING (AGM)

NOTICE is hereby given that **32nd Annual General Meeting** of the Company will be held at **03.30 P.M.** on **Monday**, **the 28th day of September, 2026** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") Facility to transact following business:

The proceedings of AGM shall be deemed to be conducted at the Registered Office of the company at 408, Wallfort Ozone, Fafadih (C.G) 492001 which shall be deemed venue of the AGM.

ORDINARY BUSINESS:

1. To receive, consider and adopt financial statement containing the Balance Sheet as at 31st March, 2026 and Statement of Profit & Loss, Cash Flow and Notes to the Financial Statements for the period ended 31st March, 2026 forming part of the Accounts for the year 2025-26 along with the report of Board of Directors and the Report of the Independent Auditors thereon.

2. To consider re-appointment of director, Shri Hifzul Rahim (DIN: 08491854) who retire by rotation and being eligible, offers himself for reappointment and if thought fit, to pass the following resolution with or without modification as an **ordinary resolution**–

   "**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 Shri Hifzul Rahim (DIN:08491854) who retires by rotation at this meeting and being eligible has offered himself for re-appointment be and is hereby re-appointed as a Director of the company, liable to retire by rotation."

3. **TO CONSIDER APPOINTMENT OF STATUTORY AUDITORS M/s KCMG & ASSOCIATES., CHARTERED ACCOUNTANTS, (FRN :009518C)**

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

   "RESOLVED THAT pursuant to the provisions of the section 139(8) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the appointment of M/s KCMG & Associates, Chartered Accountants (FRN: 009518C) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Batra Deepak and Associates, Chartered Accountants (FRN:005480C) as made by the Board of Directors at its meeting held on **02 September 2026**, be and is hereby approved, to hold office from **02 September 2026 until the conclusion of this Annual General Meeting** at such remuneration as may be mutually decided by the board of directors of the company and auditor.

   "RESOLVED FURTHER THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act,2013 and the Companies (Audit and Auditors) Rules,2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), and pursuant to recommendation of Audit Committee and board of directors of the company ,**M/s KCMG & Associates, Chartered Accountants (FRN: 009518C**) be and are hereby appointed as the Statutory Auditor of the Company, for a term of five consecutive years to hold the office from the conclusion of this 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company at such remuneration as may be mutually decided by the board of directors of the company and auditor.

SPECIAL BUSINESS:

4. TO RE-APPOINT MR. ADITYA SHARMA (DIN: 08718848) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR FOR SECOND TERM OF FIVE YEARS.

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

"**RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 The Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of the Articles of Association of the Company, and based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, **Mr. Aditya Sharma** (DIN: 08718848), Non-Executive Independent Director who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for re-appointment, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years with effect from 13th August, 2026 to 12th August, 2031.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorized to take such steps, as may be required, for obtaining necessary approvals, if any, and further to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

By order of the Board
For, New Era Alkaloids & Exports Limited

Sd/-
(Khushboo Rathi)
Company Secretary & Compliance Officer
M.No. A66878

Date: 02.09.2026
Place: Raipur (C. G.)

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ("the Act") setting out material facts relating to Ordinary Business under Item No.3 and Special Business under Item No. 4 of the Notice to be transacted at the 32nd AGM is annexed hereto. The recommendation of the Board of Directors of the Company (the "Board") in terms of Regulation 17(11) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations") is also provided in the said Statement.

2. The Ministry of Corporate Affairs ("MCA"), vide its General Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, has permitted companies to convene their Annual General Meetings ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), without the physical presence of Members at a common venue. The said relaxation has been extended from time to time, the latest being **General Circular No. 03/2025 dated September 22, 2025**.

   In compliance with the provisions of the Companies Act, 2013 and the MCA Circulars, the 32nd AGM is being convened and conducted through VC/OAVM without the physical presence of the members at a common venue.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and MCA circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 and December 28, 2022 the company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the company has entered into agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

4. The Members can join the 32nd AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. In accordance with the Secretarial Standard - 2 on General Meetings issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. 408, Wallfort Ozone, Fafadih, Raipur (C. G.) 492001 which shall be the venue of the AGM. Since the AGM will be held through VC / OAVM, the Route Map for the Venue of the Meeting is not annexed in this Notice.

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

7. In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement for the appointment of proxies. Accordingly, the facility to appoint proxies to attend and cast vote for the Members is not available for this AGM hence the Proxy Form and Attendance Slip are not annexed hereto. However, in pursuance of Section 113 of the Act, and rules made thereunder, the Members who are Body Corporate(s) are entitled to appoint their authorised representatives to attend the AGM through VC/OAVM and participate and cast their votes through remote e-Voting and e-Voting during the 32nd AGM of the Company.

8. Details pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 in respect of director seeking appointment/re-appointment at Annual General Meeting forms part of the notice as Annexure-A and Annexure-B

9. The Register of Members and Share Transfer Books will remain closed from 22nd September, 2026 to 28th September, 2026 (both days inclusive).

10. CS Gurminder Dhami, Practicing Company Secretary (CP No. 14724 & Membership No. 39620) M/s Gurminder Dhami & Associates has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

11. Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or a person authorized by him in writing would declare the result of the voting forthwith.

12. **DISPATCH OF ANNUAL REPORT THROUGH E-MAIL:**

    In accordance with the MCA Circulars and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI, the Notice of the 32ND AGM along with the Annual Report of the Company for the financial year ended 31st March 2026 are being sent only through electronic mode (e-mail) to those Members whose email addresses are registered with the Company or the Registrar and Share Transfer Agent (the "RTA") or with their respective Depository Participants (DPs). Members may note that the Notice and Annual Report for the financial year ended 31st March 2026 is also available on the Company's website www.neweraltd.com websites of the Stock Exchange i.e. Metropolitan Stock Exchange of India Limited at www.msei.in and the AGM Notice is also available on the website of CDSL (agency for providing the remote e-Voting facility) at *www.evotingindia.com*. The Company will also be sending printed copies of the Annual Report 2025-26 to the shareholders on receipt of specific request.

13. Members who are holding Shares in Physical Form are requested to notify their e-mail address, addresses or Bank details or changes if any and attaching a self-attested copy of PAN card to the Company's Registrar and Transfer Agent (RTA) at beetalrta@gmail.com or to the Company at neael@rediffmail.com and always quote their Folio Numbers in all correspondences with the Company and RTA. In respect of holding Shares in Electronic Form, members are requested to notify any change in email, addresses or Bank details to their respective Depository Participants.

14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

15. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit details to the Registrar and Transfer Agents of the Company, in the prescribed Form SH. 13 for this purpose.

16. Corporate Members are entitled to appoint authorized representatives to attend, participate at the AGM through VC / OAVM and cast their votes through e-voting. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act.

17. Members who are still holding Shares in Physical Form are advised to dematerialize their shareholdings to avail the benefits of dematerialization which beside others include easy liquidity (since trading is permitted only in Dematerialized Form), electronic transfer, savings in stamp duty, prevention of forgery etc.

18. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company's RTA in case the shares are held by them in physical form.

19. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Members' Reference available on the Company's website under Investor resources and is also available on the website of the RTA at www.beetalfinancial.in/BEETALFINANCIAL/downloadf.aspx it may be noted that any service request can be processed only after the folio is KYC Compliant.

20. In line with the General Circulars No. 20/2020 dated May 5, 2020 and No. 02/2021 dated January 13, 2021, issued by the MCA and the SEBI Circulars, Notice of the AGM along with the Integrated Annual Report 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/RTA, unless any Member has requested for a physical copy of the same. The Notice of AGM and Annual Report 2025-26 are available on the Company's website viz. www.neweraltd.com and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. Metropolitan Stock Exchange of India Limited at www.msei.in. The AGM Notice is also available on the website of CDSL at *www.evotingindia.com*.

21. SEBI vide its circular dated May 30, 2022, has provided SOP effective from June 01, 2022, for resolving disputes between the Company and its all shareholders through the stock exchange arbitration mechanism. In furtherance to this, SEBI directed listed companies to inform its physical shareholders availability of said dispute resolution mechanism through emails or SMS on their mobile. Company has accordingly informed to its physical shareholders whose email ID or mobile no. registered with the Company regarding availability of said dispute resolution mechanism.

22. Members to intimate change in their details:

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/mobile number, PAN, mandates, nominations, power of attorney, and bank details such as name of the bank and branch, bank account number, MICR code, IFSC code, etc.:

- For shares held in demat mode: to their respective Depository Participants (DPs).
- For shares held in physical mode: to the Company or its Registrar and Share Transfer Agent (RTA) by submitting the prescribed Form ISR-1 and other applicable forms, in accordance with SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023.

23. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal - smartodr.in/login") to raise disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances with the RTA/Company directly and through SCORES platform, the investors can initiate dispute resolution through the ODR Portal.

24. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

The Company will provide VC / OAVM facility to its members for participating at the AGM.

a. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

b. Shareholders are encouraged to join the Meeting through Laptops / iPad for better experience.

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

d. 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.

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

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

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER: -

a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

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

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

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

NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; neweraltd.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

25. Voting through electronic means-

a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation the Company is leased to provide members facility to exercise their right to vote at the 32nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited.

b. THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

(i) The voting period begins on 25th September 2026 from 10:00 am onwards and ends on 27th September ,2026 at 05:00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 21st September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) A person who is not a member as on the cut-off date should treat this Notice of 32nd AGM for information purpose only.

(iii) Shareholders can opt only single mode of voting per EVSN i.e. if through remote e-voting or voting at the Meeting (Insta Poll). If a Member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID"

(iv) Once the vote on a resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.

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

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

(vi) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab and then use the existing my easi username & Password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at web.cdslindia.com/myeasi/Registration/EasiRegistration and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting optionwhere the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with NSDL	1.) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 1) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 2) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

c. LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR PHYSICAL SHAREHOLDERS AND SHAREHOLDERS OTHER THAN INDIVIDUAL HOLDING IN DEMAT FORM.

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

2. Click on Shareholders.

3. Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

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

7. After entering these details appropriately, click on "SUBMIT" tab.

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

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

10. Click on the EVSN for ***New Era Alkaloids and Exports Limited*** on which you choose to vote.

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

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

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

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

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

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

- **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

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

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

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

  d) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

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

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

d. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at neael@rediffmail.comor to RTA at beetalrta@gmail.com

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 Company at neael@rediffmail.com or to RTA at beetalrta@gmail.com

PARTICULARS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT/ RETIRING BY ROTATION AT THE ENSUING ANNUAL GENERAL MEETING (IN PURSUANCE OF REGULATION 36(3) OF LISTING REGULATIONS AND SS-2):

Annexure-A

1. Name of the Director	*Mr. Hifzul Rahim*
2. Age	*31 Years*
3. Qualification	*Graduate in Commerce*
4. Brief Resume / Experience (including nature of expertise in specific functional areas)	*He is a B-Com Graduate having knowledge in the field of accounts, finance and others.*
5. Date of First Appointment on the Board	*He was initially appointed as an **Additional Director** on the Board and was subsequently regularized as a Director at the **AGM held on 28th September 2023**.*
6. Terms and Conditions of Appointment / Re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act,2013.
7. Remuneration Sought to be Paid	*No remuneration is proposed to be paid to him pursuant to his re-appointment.*
8. Remuneration Last Drawn (if applicable)	*Nil – No remuneration has been drawn by the Director to date.*
9. Shareholding in the Company (including shareholding as a beneficial owner)	24700 shares
10. Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	*Not related to any other Director / KMP*
11. Number of Board Meetings Attended During the Year	*5 out of 5 Board meetings*
12. Other Directorships (Listed Entities), including entities from which resigned in the past three years	1.Natura Hue-Chem Limited-**Executive Director** 2.Ashoka Refineries Limited-**Managing Director**
13. Membership / Chairmanship of Committees of the Board (including other companies)	Ashoka Refineries Limited: Stakeholders Relationship Committee: Member New Era Alkaloids and Exports Limited Audit Committee-Member
14. In case of Independent Directors – Skills and Capabilities Required for the Role and How the Person Meets Them	*Not Applicable*

Annexure-B

1. Name of the Director	*Mr. Aditya Sharma*
2. Age	*34 Years*
3. Qualification	*Bachelor of Engineering*
4. Brief Resume / Experience (including nature of expertise in specific functional areas)	*He is a **B.E. in Mechanical Engineering** with extensive experience in **plant & machinery, technical operations, maintenance and management**, along with a sound understanding of **finance, business management and commercial matters**. His technical and managerial expertise enables him to contribute effectively to the Company's operational and strategic affairs.*
5. Date of First Appointment on the Board	*He was initially appointed as an **Additional Director** on the Board and was subsequently regularized as a Director at the **AGM held on 27th September 2021**.*
6. Terms and Conditions of Appointment / Re-appointment	*Re-appointment as Independent Director for second term.* *He is **not liable to retire by rotation** and, upon re-appointment, shall be **entitled to receive sitting fees as applicable***
7. Remuneration Sought to be Paid	*No remuneration is proposed to be paid to him pursuant to his re-appointment, **other than sitting fees as applicable**.*
8. Remuneration Last Drawn (if applicable)	*Sitting fees only*
9. Shareholding in the Company (including shareholding as a beneficial owner)	24800 shares
10. Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	*Not related to any other Director / KMP*
11. Number of Board Meetings Attended During the Year	*5 out of 5 Board meetings*
12. Other Directorships (Listed Entities), including entities from which resigned in the past three years	*1. Ashoka Refineries Limited- **Independent Director*** *2. Natura Hue-Chem Limited- **Independent Director***
13. Membership / Chairmanship of Committees of the Board (including other companies)	Ashoka Refineries Limited: Nomination & Remuneration Committee: Member Natura Hue Chem Limited: Nomination & Remuneration Committee: Member New Era Alkaloids and Exports Limited Nomination and Remuneration Committee-Member
14. In case of Independent Directors – Skills and Capabilities Required for the Role and How the Person Meets them	*He possesses **strong knowledge of finance, business management and commercial matters**, along with sound analytical and decision-making skills. His experience and understanding of business operations enable him to provide **independent and valuable insights** to the Board in relation to the Company's strategic and operational matters.*

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")

The following Statement sets out all material facts relating to the **ORDINARY Business** mentioned in the Notice:

Item No. 3

M/s. Batra Deepak and Associates., Chartered Accountants, was appointed as the Statutory Auditors of the Company at the 30th Annual General Meeting held on 27th September, 2024. The auditors have tendered **resignation** from the office of statutory auditors with effect from **01st September, 2026** , due to pre-occupation with other professional commitments, owing to which they were unable to continue to devote the requisite time and attention to the affairs of the Company. To fill the **casual vacancy** caused by resignation of the statutory auditor, the Board of Directors of the Company at its meeting held on 02nd September, 2026, based on the recommendations of the Audit Committee, have approved the **appointment** of **M/s. KCMG & Associates**, Chartered Accountants (Firm Registration No.: 009518C), in terms of Section 139 of the Companies Act, 2013 (as amended) (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (as amended) to hold the office upto this Annual General Meeting, subject to the approval of the members. Considering wide experience and expertise of **M/s KCMG & Associates**, Chartered Accountants their appointment is proposed by the Board. The approval of members for the said appointment is proposed in this meeting.

The Board of Directors, based on the recommendation of the Audit Committee, has further proposed the appointment of **M/s KCMG & Associates**., Chartered Accountants (Firm Registration No. 009518C) as the Statutory Auditors of the Company for a term of 5 (five) consecutive years, commencing from the conclusion of this Annual General Meeting until the conclusion of the 37th Annual General Meeting, subject to the approval of the members.

Eligibility and Consent

M/s. KCMG & Associates have consented to the proposed appointment for a term of 5 years and have confirmed their eligibility for the same. They have further confirmed that their appointment, if made, would be within the limits laid down by or under the authority of the Act. They have also confirmed that they are not disqualified for the proposed appointment under the Act, including under Section 141 of the Act, the Chartered Accountants Act, 1949 and the rules and regulations made thereunder.

Brief Profile of the Proposed Statutory Auditors

KCMG & ASSOCIATES is a partnership firm of Chartered Accountants, having **Firm Registration No**. **009518C** with a reputed track record of more than twenty years, with the team of dedicated members having exclusive expertise in the fields of Accounting, Statutory/ Internal/ Audits, Taxation, International Taxation, Company Law Matter and Management Consultancy services has delivered remarkable results and has put its name on the top of the peer group firms.

The firm is backed by an experienced team of professionals who are specialized in matters relating to Audits, Company Law, Industrial & Financial Consultancy, Income Tax, and other direct and indirect taxes, besides, the firm retains the service of an expert from time to time cater to the specific needs of the clients.

The firm is a Peer Reviewed Firm and holds a valid Peer Review Certificate bearing No. 016718, valid up to 30 April 2027, issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI). The firm possesses the requisite professional competence, experience and resources to undertake the statutory audit of the Company.

The Board, based on the recommendation of the Audit Committee, recommends the resolution as set out in item no. 3 of this notice to be passed as an **ordinary resolution**.

None of the directors and key managerial personnel or their relatives are interested financially or otherwise in the resolution as set out in item no. 3 of this notice.

By order of the Board
For, New Era Alkaloids & Exports Limited

Sd/-
(Khushboo Rathi)
Company Secretary & Compliance Officer
M.No. A66878

Date:02.09.2026
Place: Raipur (C. G.)

The following Statement sets out all material facts relating to the **Special Business** mentioned in the Notice:
Item No.04

The Board of Directors of the Company, at its meeting held on 13th August 2026, pursuant to the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Aditya Sharma (DIN: 08718848) as an Non-Executive Independent Director, not liable to retire by rotation, of the Company for a term of 5 (Five) consecutive years commencing from 13th August 2026 to 12th August 2026 (both days inclusive), subject to the approval of the Members of the Company at the ensuing Annual General Meeting.

The Members are informed that Mr. Aditya Sharma (DIN: 08718848) was appointed as a Non-Executive Independent Director of the Company for a term of five consecutive years. His first term as an Independent Director expired on 29th June, 2026.

The Nomination and Remuneration Committee of the Company ("NRC"), after taking into account the performance evaluation of Mr. Aditya Sharma and considering his professional background, experience, time commitment and contributions made by him during his first term, is of the view that Mr. Aditya Sharma possesses the requisite skills and capabilities, and his continued association as Independent Director would be immensely beneficial to the Company.

Mr. Aditya Sharma has provided his consent to act as an Independent Director and has submitted the requisite declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). He has also confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Act and that he is not aware of any circumstance or situation which exists or may reasonably be anticipated to exist that could impair or impact his ability to discharge his duties with an objective and independent judgment.

Mr. Aditya Sharma shall be entitled to receive sitting fees for attending the meetings of the Board of Directors and Committees thereof, as may be determined by the Board from time to time, subject to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Company has received a notice in writing from Mr. Aditya Sharma under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director of the Company.

In terms of Section 149(10) of the Act, an Independent Director shall hold office for a term of up to five consecutive years and shall be eligible for re-appointment for another term of up to five consecutive years on passing of a Special Resolution by the Company.

Accordingly, the Board recommends the resolution set out at Item No. 4 of the Notice for approval of the Members by way of **Special Resolution**.

Except Mr. Aditya Sharma, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 4 for approval of the Members.

By order of the Board
For, New Era Alkaloids & Exports Limited

Sd/-
(Khushboo Rathi)
Company Secretary & Compliance Officer
M.No. A66878

Date:02.09.2026
Place: Raipur (C. G.)