



329, Avior Nirmal Galaxy,
Near Deep Mandir Cinema,
L.B.S. Marg, Mulund (West),
Mumbai - 400080. India

+91 22 2565 1355
www.uravilamps.com
info@uravilamps.com



An IATF 16949:2016 Certified Organization

CIN: L - 84220 MH 2004 PLC 145760

Date: September 08, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, G Block, Bandra Kurla
Complex, Bandra (East),
Mumbai - 400 051.
NSE Symbol: URAVIDEF
Through NEAPS Portal

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001.
Scrip Code: 543930
Through BSE Listing Centre

Subject: Notice of Twentieth (21st) Annual General Meeting of the Company and Copy of Annual Report for the Financial year 2024-25, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations')

Dear Sir/Madam,

We wish to inform you that the Twentieth (21st) Annual General Meeting ("AGM") of Uravi Defence And Technology Limited (Formerly Known As Uravi T & Wedge Lamps Limited) ("the Company") will be held on Tuesday, September 30, 2025, at 11.00 A.M. through Video conferencing ("VC")/other audio-visual means ("OAVM") in accordance with the Circular No. 14/2020 dated April 08, 2020; Circular No.17/2020 dated April 13, 2020; and latest being General Circular No. 09/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") read with relevant circulars issued by the Securities and Exchange Board of India.

The venue of the meeting shall be deemed to be the registered office of the Company situated at registered office of the Company situated at 329, Avior Nirmal Galaxy, L B S Marg, Mulund West, Mumbai - 400 080, Maharashtra, India.

The same has been circulated to members of the Company on September 08, 2025. Further, the Notice forming part of the Annual Report is also uploaded on the website of the Company: www.uravilamps.com. The remote e-voting shall commence on September 27, 2025, at 9.00 A.M. and ends on September 29, 2025, at 5.00 P.M. Further, the Company's Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2025, to September 30, 2025. (Both days inclusive) for the 21st AGM of the Company to be held on Tuesday, September 30, 2025.

The Company has fixed September 23, 2025, as the "cut-off date" for the purpose of determining the members eligible to vote on all the resolutions set out in the 21st AGM Notice.

Kindly take the same on record.

PLANT 1 : Q-6, Rajlaxmi Techno Park, Nashik-Bhiwandi Bypass, Sonale Village, Bhiwandi, Dist. Thane - 421 302, Maharashtra, INDIA.

PLANT 2 : Plot No.30-B, Sicop Industrial Estate, Dist. Kathua - 184102, Jammu & Kashmir, INDIA.

PLANT 3 : Plot No.17B & 20B, Sicop Industrial Complex IID Center, Govindsar, Dist. Kathua - 184102, Jammu & Kashmir, INDIA



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Thank you.
Yours faithfully,

**For Uravi Defence and Technology Limited
(Formerly Known as Uravi T & Wedge Lamps Limited)**

**Kaushik Damji Gada
Whole-time Director & CFO
DIN: 00515876**

Enclosed: Copy of Notice of AGM for the Financial year 2024-25

Copy to:

National Securities Depository Limited
Address: Trade World, 4th Floor, Kamala
Limited Mills Compound, Lower Parel,
Mumbai – 400 013, Maharashtra, India

**The Central Depository Services (India)
Limited**
Address: Phiroze Jeejeebhoy Towers, 28th
Floor, Dalal Street, Mumbai – 400 023

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PLANT 2 : Plot No.30-B, Sicop Industrial Estate, Dist. Kathua - 184102, Jammu & Kashmir, INDIA.

PLANT 3 : Plot No.17B & 20B, Sicop Industrial Complex IID Center, Govindsar, Dist. Kathua – 184102, Jammu & Kashmir. INDIA

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 21ST ANNUAL GENERAL MEETING OF URAVI DEFENCE AND TECHNOLOGY LIMITED (FORMERLY KNOWN AS URAVI T & WEDGE LAMPS LIMITED) WILL BE HELD ON TUESDAY, SEPTEMBER 30, 2025, AT 11.00 A.M. (I.S.T.) THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS AT THE DEEMED VENUE AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 329, AVIOR NIRMAL GALAXY, L B S MARG, MULUND(WEST), MUMBAI - 400080, TO TRANSACT THE FOLLOWING BUSINESSES:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statement (including audited consolidated financial statements) for the Financial Year ended 31st March 2025, together with the Board's Report, Annexures and Auditors' Report thereon.
2. To appoint a director in place of Mr. Niraj Damji Gada (DIN: 00515932) who retires by rotation and being eligible, offers himself for re-appointment.

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** Mr. Niraj Damji Gada (DIN: 00515932) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Whole Time Director of the Company, liable to retire by rotation."

Special Business:

3. **To consider and approve the re-appointment of Mr. Niken Ravin Shah (DIN: 07604022) as Independent Director of the Company for a second term of five (5) consecutive years.**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, and Schedule IV of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and other applicable provisions of the Act (including any statutory modification(s) or re-enactment(s) thereof and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions and amendment thereof, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Niken Ravin Shah (DIN-07604022), who is currently serving as an Independent Director of the Company till November 03, 2025 and who has submitted a declaration that he meets the criteria of independence as required under Section 149(6) of the Act and Regulations 16(1)(b) & 25(8) of the Listing Regulations and in respect of whom the Company has

received a notice in writing in terms of Section 160(1) of the Act proposing his candidature as an Independent Director, and who is eligible for re-appointment as a Non-Executive Independent Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company for a second term of five consecutive years commencing from November 04, 2025 to November 03, 2030 (both days inclusive), not be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board approves the payment of sitting fees and other remuneration, as may be determined by the Board to Mr. Niken Ravin Shah during his second term as an Independent Director.

RESOLVED FURTHER THAT any of the Director of the Company and/or Company Secretary of the Company be and are hereby severally authorized to sign and submit all such necessary e-forms with the Registrar of Companies and make such necessary disclosures to the Stock Exchange where the securities of the Company are listed and to do all such acts deeds and things, sign the certified true copy of the resolution to be given as and when, if required.

4. To consider and approve Material Related Party Transactions with Viney Corporation Private Limited up to an amount of Rs. 50 Crores:

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2015 as amended from time to time, and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, Regulations 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Company’s Policy on dealing with Material Related Party Transactions, pursuant to the approval of Audit Committee, the members of the Company, do hereby accord approval to the Board of Directors (hereinafter referred to as ‘Board’, which term shall be deemed to include any duly authorized Committee constituted/ empowered by the Board including the Audit Committee, from time to time, to exercise its powers conferred by this resolution), to enter into and/or carry out new contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Viney Corporation Private Limited, a related party of Uravi Defence and Technology Limited (formerly known as Uravi T and Wedge Lamps Limited) (“the Company”) on such terms and conditions as may be agreed between the Company and Viney Corporation, for an aggregate value not exceeding Rupees Fifty Crores during the financial year 2025-26 and upto the date of the next annual general meeting of the Corporation for a period not exceeding fifteen months as per the details recommended by the Audit Committee and approved by the Board and given in the explanatory statement.

RESOLVED FURTHER THAT Mr. Niraj Damji Gada, Managing Director & CEO and Mr. Kaushik Damji Gada, Whole Time Director & CFO be and are hereby authorized to do and perform all such acts, deeds, matters and things as may be necessary and expedient, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and deed(s) of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities, if required, in this regard and deal with any matters, take necessary steps as they may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto.

RESOLVED FURTHER THAT any of the Director of the Company and/or Company Secretary of the Company be and are hereby severally authorized to sign and submit all such necessary e-forms with the Registrar of Companies and make such necessary disclosures to the Stock Exchange where the securities of the Company are listed and to do all such acts deeds and things, sign the certified true copy of the resolution to be given as and when, if required.”

5. To consider and approve Material Related Party Transactions with Mr. Niraj Damji Gada, Promoter, Managing Director and Chief Executive Officer of the Company up to an amount of Rs. 10 Crores:

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2015 as amended from time to time, and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, Regulations 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Company’s Policy on dealing with Material Related Party Transactions, pursuant to the approval of Audit Committee, the members of the Company, do hereby accord approval to the Board of Directors (hereinafter referred to as ‘Board’, which term shall be deemed to include any duly authorized Committee constituted/ empowered by the Board including the Audit Committee, from time to time, to exercise its powers conferred by this resolution), to enter into and/or carry out new contract(s) arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Mr. Niraj Gada, a related party of Uravi Defence and Technology Limited (formerly known as Uravi T and Wedge Lamps Limited) (“the Company”) on such terms and conditions as may be agreed between the Company and Mr. Niraj Gada, for an aggregate value not exceeding Rupees Ten Crores during the financial year 2025-26 as per the details recommended by the Committee and approved by the Board and given in the explanatory statement.

RESOLVED FURTHER THAT Mr. Kaushik Damji Gada, Whole Time Director & CFO be and

is hereby authorized to do and perform all such acts, deeds, matters and things as may be necessary and expedient, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and deed(s) of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities, if required, in this regard and deal with any matters, take necessary steps as they may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto.

RESOLVED FURTHER THAT any of the Director of the Company and/or Company Secretary of the Company be and are hereby severally authorized to sign and submit all such necessary e-forms with the Registrar of Companies and make such necessary disclosures to the Stock Exchange where the securities of the Company are listed and to do all such acts deeds and things, sign the certified true copy of the resolution to be given as and when, if required.”

6. To consider and approve the appointment of M/s DMaurya & Associates, as the Secretarial Auditors of the Company:

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to provisions of Sections 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, M/s D Maurya & Associates, a Peer reviewed Practicing Company Secretaries (Certificate of Practice No. 9594) be and are hereby appointed as the Secretarial Auditors for the Company, to hold office for a term of five consecutive years i.e. from financial year 2025-26 to financial year 2029-30, on such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

**For URAVI DEFENCE AND TECHNOLOGY LIMITED
(Formerly known as URAVI T & WEDGE LAMPS LIMITED)**

Sd/-

Niraj Gada

Managing Director & CEO

DIN: 00515932

Date: 29.08.2025

Place: Mumbai

NOTES

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“**the Act**”) with respect to Item No. 3, 4, 5, and 6, of the Notice forms part of this Notice. The Board of Directors has considered and decided to include Item No. 3, 4, 5, and 6, as given above as special businesses in the forthcoming AGM, as it is unavoidable in nature. The relevant details, as set out under No. 2, and Item No. 3 of the Notice pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“**ICSI**”) in respect of the Directors seeking re-appointment at this AGM are also part of this Notice.
2. Relevant documents referred to in this Notice shall be made available for inspection in accordance with the applicable statutory requirements based on requests received by the Company at info@uravilamps.com .
3. The Ministry of Corporate Affairs (“MCA”) vide Pursuant to the General Circular No. 20/2020 dated 5th May 2020, General Circular No. 02/2022 dated 5th May 2022, General Circular No. 10/2022 dated 28th December 2022, General Circular No. 09/2023 dated 25th September 2023, General Circular No. 09/2024 dated 19th September 2024 and other circulars as may be applicable and the Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2024 (“SEBI Circular”) and other applicable circulars, have permitted companies to conduct AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2025 without the physical presence of the Members at a common venue. In accordance with the above stated circulars and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company has decided to conduct its 21st AGM through VC/OAVM. The Company has availed the services of National Securities Depository Limited (NSDL) for conducting AGM through VC/OAVM for enabling participation of Members, remote e-voting and e-voting during the AGM.
4. You can also mail your queries or questions to info@uravilamps.com .
5. The recorded transcript of the AGM will be hosted on the website of the Company post the AGM.
6. The AGM shall be deemed to be held at the registered office of the Company at 329, Avior Nirmal Galaxy, L B S Marg, Mulund West – 400 080.
7. As the AGM shall be conducted through VC / OAVM and physical attendance of Members has been dispensed with, the facility for appointment of Proxy by Members is not available for this AGM. Accordingly, the proxy form and attendance slip including route map have not

been annexed with this notice.

8. In the case of joint holders participating at the AGM together, only such joint holder who is higher in the order of names will be entitled to vote.
9. The details of Directors seeking appointment / re-appointment at this Annual General Meeting as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standards-2 is **annexed** hereto.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act and any other documents referred to in the accompanying Notice and Explanatory Statements, shall be made available for inspection in accordance with the applicable statutory requirements based on the requests received by the Company at info@uravilamps.com .
11. Members who hold shares in dematerialized form are requested to direct any change of address/bank mandate to their respective Depository Participant.
12. Institutional / Corporate Members (i.e., other than individuals/HUF/NRI etc.) are required to send scanned copy of Board Resolution authorizing their representative to attend the AGM through VC / OAVM on its behalf and to vote through remote E-Voting to the Company's Registrar & Transfer Agent ("RTA"), Bigshare Services Private Limited at the email address: investor@bigshareonline.com .
13. **Electronic Dispatch of Annual Report and Process for Registration of e-mail Id for obtaining the Annual Report:**

Pursuant to Sections 101 and 136 of the Act read with the relevant Rules made thereunder and Regulation 36 of the SEBI Listing Regulations, companies can send Annual Reports and other communications through electronic mode to those Members who have registered their e-mail addresses either with the Company or with the Depository Participant(s). In accordance with the Circulars issued by MCA and SEBI and owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith) such statements including the Notice of the 21st AGM are being sent through electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice of the Meeting and the Annual Report 2024-25 is available on the Company's website <https://www.uravilamps.com/>, website of the Stock exchanges i.e. NSE at www.nseindia.com and on BSE at www.bseindia.com. Members who have not registered their e-mail address with the Company or their Depository Participant are requested to register their e-mail address in the following manner:

For shares held in Physical form	All the shares of the Company are in dematerialized form only.
For shares held in Dematerialized form	The Members holding shares in electronic mode are also requested to register/update their email address, PAN and Bank Account details with the Depository Participant where their respective dematerialized accounts are maintained.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of PAN by every participant in securities market. Members holding shares in dematerialized form are therefore requested to submit their PAN to the Depository Participant(s) with whom they are maintaining their dematerialized accounts. Members holding shares in physical form can write to the Registrar and Share Transfer Agent with their PAN details.
15. Members may note that, as mandated by SEBI, effective April 1, 2019, requests for effecting transfer of securities held in physical mode cannot be processed by the Company, unless the securities are held in dematerialized form. Hence, Members are requested to dematerialize their shares, if held in physical form.
16. The Register of Members and the Share Transfer Books of the Company shall remain closed from September 24, 2025, to September 30, 2025 (both days inclusive) for the purpose of Annual General Meeting.
17. The members whose name appears in the Registers of Members / list of Beneficial Owners as on September 23, 2024, i.e., prior to the commencement of book closure, being the cut-off date, are entitled to vote on Resolutions set forth in the Notice. Members may cast their votes on electronic system from any place other than venue of the meeting (remote-e-voting). The remote e-voting period will commence at 9:00 a.m. on September 27, 2025 and will end at 5:00 p.m. on September 29, 2025.
18. The Members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote at the AGM.
19. M/s. D. Maurya and Associates, Practicing Company Secretary (Certificate of Practice No. 9594) are appointed as a Scrutinizer to scrutinize the voting and remote e-voting process, in a fair and transparent manner.
20. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and 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 shall make, not later than three days of the conclusion of the Annual General 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 and declare the result

of the voting forthwith.

21. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.uravilamps.com and on the website of the Agency M/s. Big Share Services Private Limited (Registrar & Share Transfer Agents). The Company shall simultaneously forward the results to the Stock Exchanges where the Company's shares are listed.
22. Member who is desirous of getting any information as regard to the business to be transacted at the meeting are requested to write their queries to the Company at least seven days in advance of the meeting in order to keep the information required readily available at the meeting.
23. M/s. Big Share Services Private Limited having its office at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India, is the Registrar and Transfer Agent for shares held in physical form and in electronic/demat form. The Register of Members is maintained at the Office of the Registrar and Share Transfer Agents.
24. Corporate Members are requested to send a certified copy of the Board Resolution/ Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
25. The Annual Report of your Company for the Financial Year 2024-25 is displayed on the website of the Company i.e., <https://www.uravilamps.com/annual-report.html>. Members are requested to register / update their E-mail address with the Company so as to receive the Annual Report and other communication electronically.
26. To support the 'Green Initiative', the members who have not registered their email addresses are requested to register the same with RTA/ Depositories.
27. The business set out in the notice will be transacted through remote e-voting system and the instructions and other information relating to remote e-voting provided by National Depository Services Limited are given herein below in this Notice. In case of any queries or grievances in connection with remote e-voting, the shareholders may write to the registered office address of the Company.
28. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2014, the Company is pleased to provide the members to exercise their right to vote at 21st Annual General Meeting of the Company by electronic means through E-voting facility provided by National Depository Services Limited.
29. The Special Resolutions mentioned above shall be declared as passed if the number of votes cast in its favor are not less than three times the number of votes cast, if any, against the said Resolution and the Ordinary Resolutions shall be declared passed, if the number of

votes cast in its favor exceeds the number of votes cast, if any, against the resolution.

30. The resolutions proposed to be passed in Item no. 4 & 5 for the purpose of approval of related party transactions, shall be voted upon only by persons who are not related parties of the Company whether or not they are related parties to the transaction or not and any votes cast by them shall be considered invalid.

Important Communication to Members:

1. Electronic copy of the Notice of the 21st (Twenty First) Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting are being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same.
2. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant(s) in the securities market. Members holding shares in electronic forms are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical forms shall submit their PAN details to the RTA or the Company.

3. Voting by electronic means:

- I. Pursuant to the General Circular No. 20/2020 dated 5th May 2020, General Circular No. 02/2022 dated 5th May 2022, General Circular No. 10/2022 dated 28th December 2022, General Circular No. 09/2023 dated 25th September 2023, General Circular No. 09/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- II. Pursuant to the Circulars issued by the Ministry of Corporate Affairs, the facility to appoint a proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- III. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM 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 AGM without restriction on account of first

come first served basis.

- IV. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- V. 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 Pursuant to the General Circular No. 20/2020 dated 5th May 2020, General Circular No. 02/2022 dated 5th May 2022, General Circular No. 10/2022 dated 28th December 2022, General Circular No. 09/2023 dated 25th September 2023, General Circular No. 09/2024 dated 19th September 2024 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with 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 AGM will be provided by NSDL.
- VI. In line with the Circulars by Ministry of Corporate Affairs (MCA), the Notice calling the AGM has been uploaded on the website of the Company at www.uravilamps.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and www.bseindia.com. The AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsd.com
- VII. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Pursuant to the General Circular No. 20/2020 dated 5th May 2020, General Circular No. 02/2022 dated 5th May 2022, General Circular No. 10/2022 dated 28th December 2022, General Circular No. 09/2023 dated 25th September 2023, General Circular No. 09/2024 dated 19th September 2024.

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

The remote e-voting period begins on Saturday, September 27, 2025, at 9:00 a.m. and ends on Monday, September 29, 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) i.e., September 23, 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 September 23, 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 eVoting 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">1. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ 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 “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 i.e. NSDL 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 & voting during the meeting.2. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 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.

4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



App Store



Google Play



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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your 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 evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register

	<p>is available at CDSL website www.cdslindia.com and click on login & 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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting 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 evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 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 helpdesk.evoting@cdslindia.com or contact at toll

free no. 1800 22 55 33

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'?

- (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.
- b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on 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.co.in 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 Meetings on NSDL e-Voting system.

How to cast your vote electronically and join the 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 your vote on the resolution, you will not be allowed to modify your vote.

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 maurya.dhirendra@gmail.com with a copy marked to evoting@nsdl.co.in. 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 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 or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mrs. Pallavi Mhatre at evoting@nsdl.co.in

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@uravilamps.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@uravilamps.com). If you are an Individual shareholder 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.co.in 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

5. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
6. Only those Members/ shareholders, who will be 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 in the AGM.

7. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the AGM.
8. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM 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 link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General 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@uravilamps.com) on or before September 29, 2025. The same will be replied by the company suitably.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3:

Based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the Company proposes, subject to the approval of the shareholders at the forthcoming Annual General Meeting, the re-appointment of Mr. Niken Ravin Shah (DIN: 07604022) as an Independent Director of Uravi Defence and Technology Limited (formerly known as Uravi T & Wedge Lamps Limited) for a second term of five (5) consecutive years, commencing from November 3, 2025.

The consent and other relevant documents were duly received from Mr. Niken Shah. The Nomination & Remuneration Committee and the Board evaluated the performance of Mr. Niken Shah, rated him satisfactory on all parameters and recommended his re-appointment. Based on the recommendations of the Nomination & Remuneration Committee and keeping in view the expertise of Mr. Niken Shah, the Board of Directors approved the re-appointment of Mr. Niken Shah as mentioned in the resolution. In the opinion of the Board of Directors, Mr. Niken Shah, the Independent Director proposed to be re-appointed, fulfills the conditions specified in the Act and the Rules made there under and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and he is independent of the Management. Thus, his re-appointment as an independent director is justified and would immensely benefit the Company.

None of the Directors are interested in the resolution except for Mr. Niken Shah. The Board of Directors recommends the Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members of the Company as a Special Resolution.

ITEM NO. 4:

Viney Corporation Private Limited is a Company which is a Related party of the Company. In the Ordinary Course of business, the Company undertakes transactions with Viney Corporation Private limited for certain sales and purchases of its products.

The transactions to be undertaken by the Company with the Viney Corporation Private Limited exceed the Material threshold limits pursuant to Regulation 23 of the Listing Regulations. The Members are therefore requested to give approval to the Related Party Transactions to be entered with Viney Corporation for one year in the Ordinary Course of Business and on an arm's length basis.

The details pursuant to Section 188 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2015 and SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 are given below:

Sr. No.	Particulars	Details
i.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Viney Corporation Private Limited (Entity in which Director of the Company is a Director, KMP or member. Further, Viney Corporation Private Limited is part of the promoter group of the Company)
ii.	Name of Director(s) or Key Managerial Personnel who is related if any	Brijesh Aggarwal
iii.	Type, material terms / particulars and value of the transaction	The transaction shall be of sale and purchase of goods. The aggregate value of the Transactions shall be Rs. 50 Crores. Material Terms of the Contract: 1) The terms and conditions of the contract shall be decided by the Company along with the related party. 2) The transactions of sale and purchase shall be ordinary course of business and shall be done on an arm's length basis.
iv.	Tenure of the transaction	Till the end of the financial year 2025-26
v.	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The pricing shall be determined as per the prevailing market rate and other commercial terms of the contract shall be as determined by the Company in consultation and discussion with the Related party
vi.	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All Factors relevant to the transaction have been considered
vii.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the transaction (and for RPT	The transaction amounts to 112.11% of the Company's annual consolidated turnover.

Sr. No.	Particulars	Details
	involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	
viii.	Percentage of the counter-party's annual total revenues, that is represented by the value of the proposed RPT	NA
ix.	Justification as to why the RPT is in the interest of the listed entity	<p>1. The Entity sells goods to the Related Party to its Branch for the purpose of further exports to foreign countries.</p> <p>2. The Entity purchases Lamp Holders from the Related party from its Manesar Branch and receives the goods due to ease of access.</p> <p>Considering the business requirements of the Company and partnership with Viney Corporation for the purpose of business, the Related Party transaction is of utmost interest of the Company.</p>
x.	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not applicable
xi.	Any copy of valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
xii.	Any other information that may be relevant	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

The Board recommends the passing of the resolution as an **Ordinary Resolution**.

Except Brijesh Aggarwal and his relatives, none of the Directors or Key Managerial Personnel of the Company or their relatives are interested in the above resolution.

ITEM NO. 5:

Mr. Niraj Damji Gada is the Chairman, Promoter, Managing Director and Chief Executive Officer of the Company. In the Ordinary Course of business, the Company undertakes transaction with him for payment of his remuneration, borrowing of funds from him as well as repayment of his loan amount as well as payment of interest on the loan.

The transactions to be undertaken by the Company with Mr. Niraj Damji Gada exceed the Material threshold limits pursuant to Regulation 23 of the Listing Regulations. The Members are therefore requested to give approval to the Related Party Transactions to be entered with Mr. Niraj Damji Gada for one year and the same shall be in the Ordinary Course of Business and on an arm's length basis.

The details pursuant to Section 188 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2015 and SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 are given below:

Sr. No.	Particulars	Details												
i.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Mr. Niraj Damji Gada (Mr. Niraj Damji Gada is the promoter, Managing Director and Chief Executive Officer of the Company)												
ii.	Name of Director(s) or Key Managerial Personnel who is related if any	Mr. Kaushik Gada, Brother of Mr. Niraj Damji Gada												
iii.	Type, material terms / particulars and value of the transaction	<table border="1"> <thead> <tr> <th>Type</th> <th>Value (In Rs.)</th> </tr> </thead> <tbody> <tr> <td>Borrowing of unsecured Loans repayable on demand</td> <td>4 Crore</td> </tr> <tr> <td>Repayment of unsecured Loan</td> <td>4 Crore</td> </tr> <tr> <td>Payment of Interest & Other reimbursement of expenses</td> <td>1 Crore</td> </tr> <tr> <td>Remuneration</td> <td>1 Crore</td> </tr> <tr> <td>Total</td> <td>10 Crore</td> </tr> </tbody> </table> <p>Material Terms of the Contract:</p> <p>Borrowing, Repayment of Loan and Payment of Interest:</p>	Type	Value (In Rs.)	Borrowing of unsecured Loans repayable on demand	4 Crore	Repayment of unsecured Loan	4 Crore	Payment of Interest & Other reimbursement of expenses	1 Crore	Remuneration	1 Crore	Total	10 Crore
Type	Value (In Rs.)													
Borrowing of unsecured Loans repayable on demand	4 Crore													
Repayment of unsecured Loan	4 Crore													
Payment of Interest & Other reimbursement of expenses	1 Crore													
Remuneration	1 Crore													
Total	10 Crore													

Sr. No.	Particulars	Details
		<p>1) The Loans borrowed shall be repayable on Demand and shall be unsecured.</p> <p>2) The interest rate charged shall be as per market rate.</p> <p>Remuneration: Shall be paid as per Board approved limit and can be varied from time to time subject to maximum limit approved by Shareholders.</p>
iv.	Tenure of the transaction	Till the end of the financial year 2025-26
v.	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	<p>The Interest rate on the Loan shall be as per Market rate.</p> <p>The terms and conditions of remuneration to be paid shall be as decided by the Board of Directors from time to time within the maximum limits approved by shareholders and as per the terms of appointment.</p>
vi.	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All Factors relevant to the transaction have been considered
vii.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the transaction	The above transaction amounts to around 22.42% of the listed entity's annual consolidated turnover.
viii.	Percentage of the counter-party's annual total revenues, that is represented by the value of the proposed RPT	NA
ix.	Justification as to why the RPT is in the interest of the listed entity	<p>Borrowing, Repayment of Loan and Payment of Interest:</p> <p>1) Mr. Niraj Damji Gada regularly provides loans to the Company when the Company is in need of</p>

Sr. No.	Particulars	Details
		<p>urgent cash flow for the purpose of expenditure. The Loans are easily available as the same are unsecured and can be obtained at a feasible interest rate.</p> <p>Remuneration: Mr. Niraj Damji Gada is the Promoter, Managing Director and Chief Executive officer of the Company. He performs a critical role in the performance and growth of the Company's operations. As a result, he is being paid a remuneration as per Market Standards as well as his performance. The justification for his remuneration is also provided in the Annexure to this Notice.</p>
x.	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not applicable
xi.	Any copy of valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
xii.	Any other information that may be relevant	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

The Board recommends the passing of the resolution as an **Ordinary Resolution**.

Except Mr. Niraj Gada and Kaushik Gada and their relatives, none of the Directors or Key Managerial Personnel of the Company or their relatives are interested in the above Resolution.

ITEM NO. 6:

Pursuant to Regulation 24A of Listing Regulations, as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (Amendment), the appointment of Secretarial Auditors:

(a) Is required to be approved by the Shareholders of the Company at the Annual General Meeting;

(b) In case of a Secretarial Audit Firm – cannot be for more than two consecutive terms of 5 (five) years each.

In line with the best governance practices, the Secretarial Auditors were required to be rotated every 10 years even prior to the amendment to the Listing Regulations. Accordingly, in terms of provisions of Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board, at its meeting held on 12th February 2024 had appointed M/s D Maurya & Associates, Practicing Company Secretaries (Certificate of Practice No. 9594) to conduct Secretarial Audit for the financial year 2024-25.

M/s. D Maurya & Associates is a firm of Practicing Company Secretaries founded in 2010. The firm provides professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audits, Due Diligence Audits and Compliance Audits. The firm is Peer Reviewed and Quality Reviewed by the Institute of Company Secretaries of India. The Board at its meeting held on 29th August 2025, based on the recommendation of the Audit Committee, has considered, approved and recommended to the Members of the Company, the appointment of M/s. D Maurya & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company. The proposed appointment is for a term of 5 (five) consecutive years from financial year 2025-26 to financial year 2029-30 on payment of such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors, from time to time.

Further information in respect of M/s. D Maurya & Associates is encapsulated in the table below:

Sr. No.	Particulars	Details
1.	Number of years of experience of the individual / Firm proposed to be appointed as Secretarial Auditor	In carrying out Secretarial Audit, Compliance, filings of companies or other body corporates: over 14 years
2.	Details of orders passed against the proposed Secretarial Auditor by ICSI/SEBI/MCA/any other competent authority / Court, both in India or outside India, in past 5 (five) years	No Orders have been passed against M/s. D Maurya & Associates by ICSI/SEBI/MCA/any other competent authority / Court, both in India or outside India, in past 5 (five) years.
3.	Whether proposed Secretarial Auditor has rendered any services as prohibited under SEBI Circular dated 31st December, 2024 directly or indirectly to the Company or its holding company or subsidiary or	No. M/s. D Maurya & Associates have not rendered any of the prescribed services directly or indirectly to the Company or its holding company or subsidiary or any associate.

	any associate? If yes, then provide details and actions, if any taken against the Firm.	
4.	Proposed fees payable to the Firm as:	(a) Secretarial Auditor: ₹. 87,500 (Rupees Eighty-seven Thousand Five Hundred Only) (b) Reimbursement of expenses: At actuals
5.	Total Fees paid to previous/ outgoing auditor	M/s. D Maurya & Associates were paid ₹. 87,500 (Rupees Eighty-seven Thousand Five Hundred Only) for the Secretarial Audit conducted for the financial year 2024-25.
6.	Rationale for material change in the audit fees proposed to be paid the proposed secretarial auditor as compared to the previous / outgoing auditor	Not Applicable
7.	Disclosure of % of non-audit fees, paid/payable to the proposed Secretarial Auditor or/and its associate concerns, over audit fees paid/payable to the said auditor	Not Applicable
8.	Total remuneration/fees, etc. received by the proposed Secretarial Auditor from the Company or group companies (holding, subsidiary, associate, joint ventures) in the last financial year along with details	Same as details provided in Point 5 of this table.
9.	Past association (name and number of years to be disclosed) of the proposed Secretarial Auditor with: (i) Promoter / Promoter Group during the last 3 years (ii) Group companies (holding, subsidiary, associate, joint ventures) of the listed entity during the last 3 years.	Not Applicable
10.	Rationale of the Board of Directors for recommending the individual / Firm with past orders, if applicable, against them for appointment as	Not Applicable

	Secretarial Auditor.	
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Pursuant to Section 204 of the Act and the Rules framed thereunder, read with Regulation 24A of Listing Regulations the Company has received written consent & eligibility letters from M/s. D Maurya & Associates, Company Secretaries.

None of the Directors or Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 6 for the approval of Members.

**For and on behalf of Uravi Defence and Technology Limited
(Formerly known as Uravi T & Wedge Lamps Limited)**

Sd/-

**Mr. Niraj Damji Gada
Managing Director & CEO
DIN: 00515932
Place: Mumbai
Date: 29.08.2025**

ANNEXURE TO NOTICE

I. Particulars of Directors seeking Appointment / Reappointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standards-2 prescribed for General Meetings:

Names of Directors	Mr. Niraj Gada
Type	Managing Director & CEO
Date of Birth	11/02/1969
Age	55
Qualification	Higher Secondary Education
No. of Equity Shares held	1855380
Expertise in Specific Functional area	Strategy formulation, Finance, Material Procurement, Administration and Marketing
Brief resume of the Director	Having worked for over 30 years, he has established one of the India's largest and leading automotive lamp manufacturing company along with new LED filament household lamps manufacturing and have successfully collaborated with many automotive companies in certain Asian countries. He is inclined and focused on starting a new venture in Canada with the objective of catering and meeting the automotive and LED filament lamps demands of the country. Further, he hopes to establish Canada as an export hub for the automotive lamps & LED filament house lamps focusing markets in South America, USA and the European Union.
Terms and Conditions	As may be decided by the Board
Date of first appointment	19/04/2004
Directorships held in other Companies	2
Particulars of Committee Chairmanship / Membership held in other Companies	-
Relationship with other Directors inter-se	Kaushik Gada – Brother
Names of listed entities in which the person also holds the directorship	-

No. of board meetings attended during the financial year 2024-25	6
Remuneration Sought to be paid	NA
Remuneration last paid	NA

2. Particulars of Directors seeking Appointment / Reappointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standards-2 prescribed for General Meetings:

Names of Directors	Mr. Niken Ravin Shah
Type	Independent Director
Date of Birth	29/08/1990
Age	35
Qualification	LLB Degree
No. of Equity Shares held	0
Expertise in Specific Functional area	He has over 6 years of working experience in the field of legal work, indirect taxation, corporate compliances, RBI as well as foreign compliances.
Brief resume of the Director	Mr. Niken Shah has LLB Degree and have specialization in legal and statutory matter of corporates and non-corporates. He has worked with VJ Shah & Co.
Terms and Conditions	As may be decided by the Board
Date of first appointment	03/11/2020
Directorships held in other Companies	4 <ul style="list-style-type: none"> • Deltech Priam Chemicals India Private Limited • Esya Studio India Private Limited • QMS Medical Allied Services Limited • SKL India Private Limited
Particulars of Committee Chairmanship / Membership held in other Companies (including this company)	<p>Chairmanship:</p> <p>Nomination and Remuneration Committee: Uravi Defence and Technology Limited</p> <p>Audit Committee: Uravi Defence and Technology Limited</p> <p>Membership:</p>

	<p>Nomination and Remuneration Committee: QMS Medical Allied Services Limited</p> <p>Audit Committee: QMS Medical Allied Services Limited</p> <p>Stakeholder's Relationship Committee: QMS Medical Allied Services Limited Uravi Defence and Technology Limited</p>
Relationship with other Directors inter-se	None
Names of listed entities in which the person also holds the directorship	QMS MEDICAL ALLIED SERVICES LIMITED
No. of board meetings attended during the Financial year 2024-25	6
Remuneration proposed	Only Sitting fees
Remuneration last drawn	Rs. 1,30,000/- per annum
Justification for appointment (including remuneration) and skills and capabilities required for the role and the manner in which the proposed person meets such requirements	<p>The Board of Directors of the Company are of the opinion that Mr. Niken Ravin Shah has deep knowledge of finance sector, technology. His association would be of immense benefit and value to the Company and therefore, the Board recommends his re-appointment as an Independent Director to the Members.</p> <p>In the opinion of the Board of Directors, Mr. Niken Ravin Shah is independent of the management of the Company and fulfils the conditions specified in the Companies Act, 2013, the rules made thereunder and SEBI Listing Regulations, for re-appointment as an Independent Director</p>

**For and on behalf of the Board
Uravi Defence and Technology Limited
(Formerly known as Uravi T & Wedge Lamps Limited)**

**Sd/-
Mr. Niraj Damji Gada
Managing Director & CEO
DIN: 00515932
Place: Mumbai
Date: 29.08.2025**