DHIRREN R. DAVE & CO.

Company Secretaries

B-103, International Commerce Center (ICC), Near Kadiwala School,
Ring Road, SURAT- 395002, Phone: 0261-2460903, 2475122, 98791-04642,
Email:contact@drdcs.net

To,
General Manager,
Listing Operation,
National Stock Exchange of India Limited
Address: "Exchange Plaza", 5th Floor,
Plot No. C/1, G Block, Bandra- Kurla Complex,
Bandra (East), Mumbai - 400051.

Dear Sir/Madam,

Subject: Application seeking "In-principle approval" prior to issue and allotment of 21,10,000 Equity shares of Euro India Fresh Foods Limited ("The Company") on Preferential Basis and issue and allotment of 19,30,000 fully convertible warrants, each warrant convertible into one fully paid equity share of the company under Regulation 28(1) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and in accordance with the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018

We, Dhirren R. Dave & Co., Practicing Company Secretaries, have verified the relevant records and documents of M/s. Euro India Fresh Foods Limited ("the Company") with respect to proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

a) None of the proposed allottees have sold any equity shares of the company during the 90 Trading days preceding the relevant date i.e. 17.06.2026. Further, where the proposed allottees are promoter/promoter group entity, then none of the entities in the promoter and promoter group entities have sold any equity share of the company during the 90Trading days period preceding the relevant date.

b) The pre-preferential shareholding of each of proposed allottee(s) has been locked in, in accordance with Regulation 167(6) of SEBI (ICDR) Regulations, 2018. Further, there is no sale/pledge of pre-preferential holding from 17.06.2026 till the date of issuance of this certificate. The details of allotee-wise pre-preferential shareholding and lock-in thereon are given hereunder:

DHIRREN R. DAVE & CO. SURAT COMPANY SECRETARIES

Sr. No.	Name of Proposed Allottee	DP ID/Client Id	No of Equity Shares	Lock-in Details	
				From	To
1	Bhadresh Jayantilal Shah	1203330000645976	14000	25-06-2026	31-12-2026
2	Nipaben Bhadreshkumar Shah	1203330000031351	3000	25-06-2026	31-12-2026
3	Shah Smit Bhadreshbhai	1203330003079911	225	23-06-2026	31-12-2026
4	Jayeshbhai Devajibhai Kevadia	1206720000149787	31	23-06-2026	31-12-2026
5	Sunu Mathew	1203230004129800	2000	23-06-2026	31-12-2026
6	Darshan Hiteshkumar Rupapara	IN30302854140895	11000	25-06-2026	31-12-2026
			2000	03-07-2026	31-12-2026
7	Purvi Ricky Shah	1207170000639941	2500	02-07-2026	31-12-2026
8	Upendrakumar Babubhai Kanani	1207170000639941	30	02-07-2026	31-12-2026
9	Dipesh Dinesh Sanspara	1303870000270060	25000	23-06-2026	31-12-2026
10	Shailesh Madhubhai Sardhara	1208160141537511	20	23-06-2026	31-12-2026
11	Kuldeep Singh	1208870017695739	10	23-06-2026	31-12-2026
12	Baldaniya Piyush B	1203320294483917	3	23-06-2026	31-12-2026
13	Ronak Manojkumar Shiroya	1208160006318163	1	23-06-2026	31-12-2026
14	Vikesh Chhaganbhai Chanchpara	1201090006984475	20118	23-06-2026	31-12-2026
15	Asmitaben Dilipbhai Chodavadiya	1203320040964820	100	23-06-2026	31-12-2026

c) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Section 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of Companies Act, 2013. Further, the company has complied with all legal and statutory formalities and as per information and explanation provided to us, no

DHIREN R. DAVE & CO. SURAT COMPANY SECRETARIES statutory authority has restrained the company from issuing these proposed securities.

d) The AOA of the Company does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations. It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance with the valuation requirement pursuant to Regulation 164(1) of ICDR Regulations as the allotment will be less than 5% of the post issue share capital of the Company.

e) The Company is listed on the main board of National Stock Exchange of India Limited ("NSE") and accordingly trading volume of the equity shares of the Company during the preceding 90 & 10 trading days prior to the relevant date recorded on NSE has been considered for calculating the price.

Date: 09.07.2026
Place: Surat

For DHIRREN R. DAVE & CO.,
Company Secretaries
UIN:P1996GJ002900
P/R No.:2144/2022

PINAL KANDARP SHUKLA
Principal Partner
ACS:28554 CP:10265
UDIN: A028554H000791910

MEHTA CHOKSHI & SHAH LLP

CHARTERED ACCOUNTANTS

To,

Manager - Listing Compliance,
National Stock Exchange of India Limited,
'Exchange Plaza'. C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai-400 051.

Dear Sir,

Sub: **Application for "In-principle approval" prior to issue and allotment of 21,10,000 equity shares of Euro India Fresh Foods Limited ("the Company") on preferential basis and issue and allotment of 19,30,000 fully convertible warrants, each warrant convertible into one fully paid equity share of the Company under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018 .**

1. We, Mehta Chokshi & LLP, Practicing Chartered Accountants, hereby certify that the minimum issue price for the proposed preferential issue of **M/s. Euro India Fresh Foods Limited, [CIN: L15400GJ2009PLC057789]**, based on the pricing formula prescribed under Regulation 164, 165 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has been worked out at **Rs.234.35 per Share.**

2. The relevant date for the purpose of said minimum issue price was 17.06.2026.

3. The equity shares of the Company are listed only at NSE Limited (NSE) and hence the price quoted on NSE was considered for the computation of price under the Regulation 164 of SEBI (ICDR) Regulation, 2018.

   Ninety (90) trading days' volume weighted average price of equity shares of the Company quoted on National Stock Exchange of India limited (NSE) preceding the relevant date is Rs. 234.35. Ten (10) trading days' volume weighted average price of equity shares of the Company quoted on National Stock Exchange of India limited (NSE) preceding the relevant date is Rs. 233.38. Accordingly, the minimum issue price shall be higher than the above two valuations i.e. Rs. 234.35. (Refer Annexure I)

4. We hereby certify that the Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018.

5. The workings for arriving at such minimum issue price have been attached herewith.

6. The entire pre-preferential shareholding of each of allottees as per Annexure II is in dematerialised form.

For Mehta Chokshi & Shah LLP
Chartered Accountants
FRN:- 106201W/W100598

MEHTA CHOKSHI & SHAH LLP
AAD-0660
MUMBAI
CHARTERED ACCOUNTANTS

Abhay Mehta
(Partner)
M.No:- 046088
UDIN:- 26046088DDUGXY9529

Place: Mumbai

Date: 09th July, 2026

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Elegance, Lane Opp. to Pratyakshkar
Bhawan, B/s. Swaminarayan Temple.
Ambawadi, Ahmedabad - 380015.
Tel.: +91-79-2630 0520

Annexure I

Calculation of minimum issue price as prescribed under Chapter V of SEBI (ICDR) Regulation, 2018

Date of EGM	17th July, 2026
Relevant Date (30 days prior to date of EGM)	17th June, 2026

A **Volume weighted average price (VWAP) of the Equity Shares of Euro India Fresh Foods Limited quoted on NSE during 90 trading days preceding the relevant date.**

Day	Trading Days	Volume	Value
1	16-Jun-26	19,319.00	47,96,013.97
2	15-Jun-26	53,599.00	1,33,81,566.50
3	12-Jun-26	10,937.00	25,17,385.18
4	11-Jun-26	39,782.00	91,53,404.39
5	10-Jun-26	13,154.00	30,01,649.78
6	09-Jun-26	18,206.00	41,69,146.81
7	08-Jun-26	15,858.00	36,35,950.76
8	05-Jun-26	29,052.00	67,22,279.30
9	04-Jun-26	66,619.00	1,52,75,776.67
10	03-Jun-26	87,512.00	1,99,72,014.55
11	02-Jun-26	51,962.00	1,18,78,295.08
12	01-Jun-26	59,160.00	1,34,88,554.98
13	29-May-26	62,667.00	1,49,14,940.89
14	27-May-26	17,681.00	41,71,259.21
15	26-May-26	8,651.00	20,53,444.00
16	25-May-26	8,529.00	20,62,518.69
17	22-May-26	10,526.00	24,62,991.66
18	21-May-26	24,602.00	59,51,313.84
19	20-May-26	15,915.00	36,82,355.68
20	19-May-26	29,038.00	64,56,343.48
21	18-May-26	31,300.00	69,56,674.57
22	15-May-26	42,539.00	1,00,92,121.98
23	14-May-26	6,136.00	14,98,955.28
24	13-May-26	54,095.00	1,33,11,526.35
25	12-May-26	29,206.00	71,87,295.22
26	11-May-26	66,409.00	1,63,08,525.00
27	08-May-26	1,35,757.00	3,30,56,028.95
28	07-May-26	12,600.00	30,87,390.85
29	06-May-26	1,10,278.00	2,65,83,121.49
30	05-May-26	11,214.00	27,57,784.61
31	04-May-26	11,647.00	28,69,633.71
32	30-Apr-26	10,425.00	25,50,363.57
33	29-Apr-26	3,484.00	8,59,534.88
34	28-Apr-26	4,268.00	10,62,834.13
35	27-Apr-26	5,996.00	14,97,076.33
36	24-Apr-26	22,358.00	55,26,221.44
37	23-Apr-26	45,341.00	1,16,21,539.91
38	22-Apr-26	12,864.00	32,38,761.94
39	21-Apr-26	1,498.00	3,64,081.49

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40	20-Apr-26	20,972.00	50,94,535.51
41	17-Apr-26	19359.00	46,90,211.21
42	16-Apr-26	3,003.00	7,16,104.17
43	15-Apr-26	8,612.00	20,72,987.64
44	13-Apr-26	5,757.00	13,80,773.94
45	10-Apr-26	3,805.00	9,07,372.39
46	09-Apr-26	9,553.00	22,78,349.31
47	08-Apr-26	9,581.00	22,97,084.14
48	07-Apr-26	12,966.00	31,23,222.95
49	06-Apr-26	49,952.00	1,18,63,909.68
50	02-Apr-26	14,022.00	31,66,491.47
51	01-Apr-26	35,488.00	81,18,987.22
52	30-Mar-26	33,036.00	70,61,873.62
53	27-Mar-26	47,310.00	1,02,61,373.29
54	25-Mar-26	23,869.00	52,53,469.13
55	24-Mar-26	1,83,634.00	4,07,02,737.72
56	23-Mar-26	1,17,087.00	2,55,56,781.02
57	20-Mar-26	17,535.00	40,53,120.80
58	19-Mar-26	74,148.00	1,70,66,212.61
59	18-Mar-26	52,619.00	1,21,06,323.10
60	17-Mar-26	75,475.00	1,73,57,760.05
61	16-Mar-26	2,501.00	5,74,547.81
62	13-Mar-26	20,430.00	47,03,043.13
63	12-Mar-26	13,435.00	30,97,668.54
64	11-Mar-26	47,592.00	1,09,52,027.17
65	10-Mar-26	65,637.00	1,50,30,532.92
66	09-Mar-26	7,952.00	18,39,904.19
67	06-Mar-26	83,597.00	1,92,33,099.18
68	05-Mar-26	31,478.00	72,41,650.91
69	04-Mar-26	5,699.00	13,27,023.39
70	02-Mar-26	58,717.00	1,36,07,175.17
71	27-Feb-26	1,10,783.00	2,56,54,807.00
72	26-Feb-26	1,15,078.00	2,69,85,275.30
73	25-Feb-26	9,628.00	22,99,293.25
74	24-Feb-26	4,945.00	11,81,500.60
75	23-Feb-26	9,309.00	22,08,134.30
76	20-Feb-26	9,490.00	22,42,665.25
77	19-Feb-26	1,785.00	4,26,548.60
78	18-Feb-26	7,587.00	18,03,676.90
79	17-Feb-26	7,132.00	17,09,333.95
80	16-Feb-26	35,423.00	86,40,056.95
81	13-Feb-26	27,722.00	67,86,335.60
82	12-Feb-26	16,951.00	41,25,962.15
83	11-Feb-26	22,476.00	55,73,824.70
84	10-Feb-26	19,257.00	48,40,690.70
85	09-Feb-26	10,711.00	26,59,358.80
86	06-Feb-26	7,069.00	17,58,508.35
87	05-Feb-26	9,433.00	23,78,108.85

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88	04-Feb-26	16,503.00	42,01,851.90
89	03-Feb-26	32,362.00	82,80,671.40
90	02-Feb-26	14,605.00	37,02,698.65
Total		**29,03,254.00**	**68,03,72,333.70**

B **Volume weighted average price (VWAP) of the Equity Shares of Euro India Fresh Foods Limited quoted on NSE during 10 trading days preceding the relevant date.**

Day	Trading Days	Volume	Value
1	16-Jun-26	19,319.00	47,96,013.97
2	15-Jun-26	53,599.00	1,33,81,566.50
3	12-Jun-26	10,937.00	25,17,385.18
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7	08-Jun-26	15,858.00	36,35,950.76
8	05-Jun-26	29,052.00	67,22,279.30
9	04-Jun-26	66,619.00	1,52,75,776.67
10	03-Jun-26	87,512.00	1,99,72,014.55
Total		**3,54,038.00**	**8,26,25,187.91**

	Minimum Issue Price = Higher of A & B		**234.35**
A	Volume weighted average price (VWAP) of the Equity Shares of Euro India Fresh Foods Limited quoted on NSE during 90 trading days preceding the relevant date.	VWAP = Total value / Total volume	234.35
B	Volume weighted average price (VWAP) of the Equity Shares of Euro India Fresh Foods Limited quoted on NSE during 10 trading days preceding the relevant date.	VWAP = Total value / Total volume	233.38

For Mehta Chokshi & Shah LLP
Chartered Accountants
FRN:- 106201W/W100598

MEHTA CHOKSHI & SHAH LLP ★ CHARTERED ACCOUNTANTS ★ AAQ-0660 MUMBAI

Abhay Mehta
(Partner)
M.No:- 046088
UDIN:- 26046088DDUGXY9529

Place: Mumbai
Date: 09th July, 2026

Annexure II

Pre-preferential shareholding of each of proposed allottee(s)

SN.	Name of the Allottee	Account	PAN Number	Quantity
1	Asmitaben Dilipbhai Chodavadiya	CDSL	ADVPL0046R	100
2	Baldaniya Piyush B	CDSL	BJRPB1240E	3
3	Bhdresh Jayantilal Shah	CDSL	AVYPS7115B	14000
4	Darshan Hiteshkumar Rupapara	NSDL	CWLPR9999E	13000
5	Dipesh Dinesh Sanspara	CDSL	DYXPS1931Q	25000
6	Jayeshbhai Devajibhai Kevadia	CDSL	AGQPK6894E	31
7	Kuldeep Singh	CDSL	BMAPK9927K	10
8	Nipaben Bhadreshkumar Shah	CDSL	AIVPS6195F	3000
9	Purvi Ricky Shah	CDSL	CVYPS3563F	2500
10	Ronak Manojkumar Shiroya	CDSL	FQIPS1871J	1
11	Shah Smit Bhadreshbhai	CDSL	LSVPS2202N	225
12	Shailesh Madhubhai Sardhara	CDSL	BCAPS7133P	20
13	Sunu Mathew	CDSL	AHSPM4735H	2000
14	Upendrakumar Babubhai Kanani	CDSL	BZFPK0479L	30
15	Vikesh Chhaganbhai Chanchpara	CDSL	ARFPC6523N	20118

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