NOTICE

ADVANCE AGROLIFE LIMITED

CIN: L24121RJ2002PLC017467
Registered Office: E-39, Riico Industrial Area, Bagru (Ext.), Jaipur-303007 (Rajasthan), India.
Tele No.: 0141-4810126 Email: cs@advanceagrolife.com
Website: www.advanceagrolife.com

NOTICE is hereby given that 24th Annual General Meeting (hereinafter referred to as "AGM") of the Members ("Members" or "Shareholders") of ADVANCE AGROLIFE LIMITED ("Company") will be held on Friday, September 18, 2026 at 03:00 P.M. (IST) through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon and in this regard to consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution:**

   "**RESOLVED THAT**, pursuant to the applicable provisions of the Companies Act, 2013 read with Rules made thereunder the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2026 and the Reports of the Board of Directors and Statutory Auditors thereon, be and is hereby received, considered and adopted."

2. **To appoint Shri. Kedar Choudhary (DIN: 06905752) who retires by rotation and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) Mr. Kedar Choudhary (DIN: 06905752), who retires by rotation, being eligible for re-appointment be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS:

3. **To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027 and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution: -**

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 50,000/- (Rupees fifty thousand only) plus applicable taxes thereon and reimbursement of out-of-pocket expenses incurred in connection with the cost audit, payable to M/s M. Goyal & Co., Cost Accountant, Jaipur, (Firm Registration No.000051), who have been appointed by the Board of Directors as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending on March 31, 2027, be and is hereby ratified.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, matters, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

4. **To approve Material Related Party Transactions of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution: -**

   "**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23(4) and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions and pursuant to the approval granted by Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) with HOK Agrichem Private Limited, a related party of the Company (as more specifically set out in the explanatory statement to this resolution on the material terms & conditions set out therein and on such terms and conditions as may be mutually agreed between the transacting party from time to time, subject to such contract(s), arrangement(s) and/or transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved and confirmed in all respects.

5. **To approve the appointment of Mr. Brij Mohan Sharma (DIN: 09646943) as an Independent Director of the Company for a term of 5 years effective August 06, 2026 and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 2(47), 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules framed thereunder read with Schedule IV of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 16(1)(b), 17, 25 and other applicable regulations SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and other laws, rules and regulations as may be applicable, as amended from time to time and pursuant to the provisions of Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors ("the Board") of the Company, Mr. Brij Mohan Sharma (DIN: 09646943), who was appointed by the Board of Directors as an Additional Director (Category: Non-Executive Independent Director) of the Company with effect from August 06 , 2026 and who has submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1) (b) of the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160 of the Act, from a member proposing his candidature for the office of Non-Executive Independent Director, and being eligible for appointment as an Non-Executive Independent Director, be and is hereby appointed as a Non-Executive, Independent Director of the Company for a term of 5 (five) consecutive years commencing from August 06, 2026 and up to August 05, 2031, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution in the best interest of the Company."

6. **To consider Change in designation of Mr. Narendra Choudhary (DIN: 10410584), from Director (Executive) to Whole time director of the Company, and in this regard to consider and, if thought fit, to pass, the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder and Schedule V of the Act and other applicable Regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulation') including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force and Nomination and Remuneration Policy of the Company, upon recommendation of Nomination & Remuneration Committee and approval of the Board and subject to Articles of Association of the Company, consent of the members be and is hereby accorded for change of designation of Mr. Narendra Choudhary (DIN: 10410584) from Director (Executive) to Whole-time Director of the Company for a term of 5 (five) consecutive years commencing from August 06, 2026 and up to August 05, 2031, and whose office shall be liable to retire by rotation, on such terms and conditions including remuneration (which includes the payment of salary, allowances and perquisites) as detailed in the explanatory statement attached hereto, with powers to the Board to alter, amend, vary and modify the terms and conditions of the said appointment and remuneration payable to him from time to time as it deems fit, in such manner as may be mutually agreed.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Whole Time Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Whole Time Director, the above remuneration excluding commission amount payable on profits earned as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution in the best interest of the Company."

7. Revision in ceiling limit of the remuneration payable & certain terms and conditions of appointment of Mr. Om Prakash Choudhary (DIN: 01004122), Chairman & Managing Director of the Company and, in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT in partial modification of the resolution(s) passed by the members of the Company at the Extra-ordinary general meeting held on February 13, 2025 and pursuant to the provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (in each case including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Nomination and Remuneration Policy of the Company, upon recommendation of Nomination & Remuneration Committee and approval of the Board and subject to Articles of Association of the Company, consent of the members be and is hereby accorded for the revision in ceiling limit of remuneration, including without limitation, fixed pay, variable pay, incentives and any other benefits, perquisites, retirement benefits required to be included in the computation of remuneration in accordance with Schedule V of the Act (collectively referred to as 'Managerial Remuneration') to Mr. Om Prakash Choudhary (DIN: 01004122), Chairman & Managing Director, as detailed in the explanatory statement attached hereto, for a period up till 27.02.2028, to the extent and in the manner as decided by the Board of Directors of the Company provided that such annual managerial remuneration may exceed the overall ceiling as prescribed in Section 197 of the Companies Act, 2013 read-with Schedule V and Rules made thereunder.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee thereof, constituted/ to be constituted by the Board) be and is hereby authorised to determine, vary, alter, enhance or widen the scope of and modify the terms and conditions of his Managerial Remuneration and/ or any other term in his agreement/appointment letter with the Company (collectively referred to as 'Variation') during his current tenure, as may be agreed to between the Board and Mr. Om Prakash Choudhary (DIN: 01004122), Chairman & Managing Director, subject to such approvals of applicable authorities, as may be required under the applicable laws to such Variations but without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end and intent that the members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution.

I. Fixed Remuneration:

Mr. Om Prakash Choudhary(DIN: 01004122) shall be entitled to fixed remuneration of ₹5,50,000/- per month in the range of ₹ 5,50,000/- to ₹15,00,000/- per month with such increment(s) from time to time as the Board /Nomination and Remuneration Committee of Directors may deem fit.

II. Performance Linked Variable Pay:

In addition to Fixed Remuneration as mentioned above, Mr. Om Prakash Choudhary(DIN: 01004122) shall also be entitled to performance linked Variable Pay of such amount as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors for each Financial Year or part thereof, subject to achievement of Business and Profitability Targets as may be stipulated by the Nomination and Remuneration Committee and Board of Directors of the Company.

Performance-linked bonus/commission on profits- He shall be entitled for commission up to 2.5% of net profit for previous year calculated under section 197 of the Companies Act, 2013

III. Perquisites:

Mr. Om Prakash Choudhary (DIN: 01004122) shall also be entitled to the below-mentioned perquisites as per the HR policy of the Company.

Club Fees: Fees of club subject to the maximum of two clubs will be allowed.

Medical Insurance: Medical insurance coverage is provided for the employee and his/her family and any medical expenditure in excess of the claim shall also be borne by the Company.

Sitting Fees: No sitting fees shall be paid for attending the Meeting of Board of Directors or any committee thereof.

IV. He shall be entitled to draw such remuneration from any other Subsidiary, if any as may be approved by the Board within the overall limits prescribed herewith.

V. Others: As uniformly applicable for all employees of the Company.

VI. During the tenure of his office, he will be liable to retire by rotation.

RESOLVED FURTHER THAT all other terms and conditions relating to Mr. Om Prakash Choudhary (DIN: 01004122) appointment as approved earlier by the members remain unchanged.

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the Listing Regulations, the consent of the members of the Company be and is hereby accorded for continuation of payment of remuneration to Mr. Om Prakash Choudhary (DIN: 01004122) in capacity as Chairman & Managing director of the Company, even if the annual remuneration payable to him may exceed Rupees 5 crores or 2.5 per cent of the net profits of the Company (whichever is higher) or individually and / or the aggregate annual remuneration to all executive directors who are promoters or members of the promoter group exceeds 5 per cent of the net profits of the Company in any year during his tenure.

RESOLVED FURTHER THAT during his tenure, the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) be and is hereby authorised to alter, vary, revise, the above mentioned remuneration from time to time in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT where in any Financial Year, during the tenure of Mr. Om Prakash Choudhary (DIN: 01004122) as Chairman & Managing Director, the Company incurs a loss or its profits are inadequate, the Company shall pay, the above remuneration as a minimum remuneration, after complying with the limits and obtaining necessary approvals as specified in Schedule V of the Act.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorised to do all such acts, deeds and things as it may consider necessary, expedient or desirable, including delegate all or any of its powers herein conferred to any Committee of Directors and / or Director(s) and / or Officer(s) / Employee(s) of the Company, to give effect to the above resolution."

8. Revision in ceiling limit of the remuneration payable & certain terms and conditions of appointment of Mr. Kedar Choudhary (DIN: 06905752), Whole-time Director of the Company and, in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT in partial modification of the resolution(s) passed by the members of the Company at the Extra-ordinary general meeting held on February 13, 2025 and pursuant to the provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (in each case including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Nomination and Remuneration Policy of the Company, upon recommendation of Nomination & Remuneration Committee and approval of the Board and subject to Articles of Association of the Company, consent of the members be and is hereby accorded for the revision in ceiling limit of remuneration, including without limitation, fixed pay, variable pay, incentives and any other benefits, perquisites, retirement benefits required to be included in the computation of remuneration in accordance with Schedule V of the Act (collectively referred to as 'Managerial Remuneration') to Mr. Kedar Choudhary (DIN: 06905752) Whole-time Director, as detailed in the explanatory statement attached hereto, for a period up till 12.02.2030, to the extent and in the manner as decided by the Board of Directors of the Company provided that such annual managerial remuneration may exceed the overall ceiling as prescribed in Section 197 of the Companies Act, 2013 read-with Schedule V and Rules made thereunder.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee thereof, constituted/ to be constituted by the Board) be and is hereby authorised to determine, vary, alter, enhance or widen the scope of and modify the terms and conditions of his Managerial Remuneration and/ or any other term in his agreement/appointment letter with the Company (collectively referred to as 'Variation') during his current tenure, as may be agreed to between the Board and Mr. Kedar Choudhary (DIN: 06905752) Whole-time Director, subject to such approvals of applicable authorities, as may be required under the applicable laws to such Variations but without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end and intent that the members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution.

I. **Fixed Remuneration:**
Mr. Kedar Choudhary (DIN: 06905752) Whole-time Director shall be entitled to fixed remuneration of ₹5,50,000/- per month in the range of ₹ 5,50,000/- to ₹15,00,000/- per month with such increment(s) from time to time as the Board /Nomination and Remuneration Committee of Directors may deem fit.

II. **Performance Linked Variable Pay:**
In addition to Fixed Remuneration as mentioned above Mr. Kedar Choudhary (DIN: 06905752) shall also be entitled to performance linked Variable Pay of such amount as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors for each Financial Year or part thereof, subject to achievement of Business and Profitability Targets as may be stipulated by the Nomination and Remuneration Committee and Board of Directors of the Company.

Performance-linked bonus/commission on profits- He shall be entitled for commission up to 2.5% of net profit for previous year calculated under section 197 of the Companies Act, 2013

III. **Perquisites:**
He shall also be entitled to the below-mentioned perquisites as per the HR policy of the Company.

Club Fees: Fees of club subject to the maximum of two clubs will be allowed.

Medical Insurance: Medical insurance coverage is provided for the employee and his/her family and any medical expenditure in excess of the claim shall also be borne by the Company.

Sitting Fees: No sitting fees shall be paid for attending the Meeting of Board of Directors or any committee thereof.

IV. He shall be entitled to draw such remuneration from any other Subsidiary, if any as may be approved by the Board within the overall limits prescribed herewith.

V. Others: As uniformly applicable for all employees of the Company.

VI. During the tenure of his office, he will be liable to retire by rotation.

RESOLVED FURTHER THAT all other terms and conditions relating to Mr. Kedar Choudhary (DIN: 06905752) appointment as approved earlier by the members remain unchanged.

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the Listing Regulations, the consent of the members of the Company be and is hereby accorded for continuation of payment of remuneration to Mr. Kedar Choudhary (DIN: 06905752) in capacity as Whole-time director of the Company, even if the annual remuneration payable to him, may exceed Rupees 5 crores or 2.5 per cent of the net profits of the Company (whichever is higher) or individually and / or the aggregate annual remuneration to all executive directors who are promoters or members of the promoter group exceeds 5 per cent of the net profits of the Company in any year during his tenure.

RESOLVED FURTHER THAT during his tenure, the Board of Directors of the Company be and is hereby authorised (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to alter, vary, revise, the abovementioned remuneration from time to time in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT where in any Financial Year, during the tenure Mr. Kedar Choudhary (DIN: 06905752) Whole-time Director, the Company incurs a loss or its profits are inadequate, the Company shall pay, the above remuneration as a minimum remuneration, after complying with the limits and obtaining necessary approvals as specified in Schedule V of the Act.

RESOLVED FURTHER THAT any one of the Directors be and is hereby authorised to do all such acts, deeds and things as it may consider necessary, expedient or desirable, including delegate all or any of its powers herein conferred to any Committee of Directors and / or Director(s) and / or Officer(s) / Employee(s) of the Company, to give effect to the above resolution."

By order of the Board of Directors
Advance Agrolife Limited

Nisha Gupta
Company Secretary & Compliance Officer
ACS-42708

Date: 06-08-2026
Place: Jaipur

Registered Office:
E-39, RIICO Industrial
Area EXT. BAGRU, JAIPUR,
Rajasthan, India 303007

E-mail i.d.-cs@advanceagrolife.com
Website-www.advanceagrolife.com

NOTES-

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as the "Act") read with the rules made thereunder setting out material facts in respect of the Special Business to be transacted at the 24th Annual General Meeting (hereinafter referred to as "AGM" or "Meeting") as set out under Item Nos. 3 to 8 and the relevant details of the directors proposed to be appointed/re-appointed/ fixation of remuneration of Directors including Managing Director or Whole - time Director or variation of the terms of remuneration at the AGM, as set out at Item No. 5 to 8 and the disclosure as a part of the explanatory statement to the Notice pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed hereto as Annexure A.

2. The Ministry of Corporate Affairs ('MCA') has vide its General Circular no. 03/2025 dated September 22, 2025 and other General circulars issued by Ministry of Corporate Affairs, from time to time, (collectively referred to as "MCA Circulars") and the latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 , and other circulars issued by the Securities and Exchange Board of India from time to time (collectively referred to as "SEBI Circulars") the Company is convening the AGM through VC/OAVM, without the physical presence of the Members. The deemed venue for the AGM shall be the Registered Office of the Company. The facility for voting through remote e-voting, participation in the AGM through VC/ OAVM facility and e-voting during the AGM will be provided by the Company's Registrar and Transfer Agents i.e. KFIN Technologies Limited ("RTA" or "Registrar" or "Kfintech").

3. Since this AGM is being held pursuant to the Circulars through VC/ OAVM attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM, and hence, the Proxy Form, Attendance Slip and Route Map for the AGM are not annexed to this Notice.

4. The Company is providing the video conferencing facility for the ease of participation of the Members. Participants i.e. members, directors, auditors and other eligible persons to whom this Notice is being circulated, are allowed to submit their queries/ questions, etc., before the AGM in 3 (three) days advance on the e-mail address of the Company at cs@advanceagrolife.com. Those Members who have registered themselves as speakers shall be given an opportunity of speaking/ expressing their views/ask questions live in AGM, provided they hold shares as on the cut-off date. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.

5. Institutional/Corporate Shareholders are required to send a scanned copy of their Board or governing body Resolution/ Authorisation, etc., authorising its representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting/ e-Voting. The said resolution/ authorisation shall be sent to Scrutiniser by Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") via email at msvandassociates@gmail.com with a copy marked to cs@advanceagrolife.com before the AGM.

6. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. All the documents referred to in the accompanying Notice and the statement pursuant to Section 102(1) of the Act shall be available for inspection through electronic mode without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members are requested to write to the Company at cs@advanceagrolife.com for an inspection of said documents.

8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and relevant documents referred to in this Notice and explanatory statement, will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an e-mail to cs@advanceagrolife.com.

9. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is M/s. KFIN Technologies Limited ("RTA" or "Registrar" or "Kfintech"), having registered office 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Maharashtra, India,400070.

10. The Securities and Exchange Board of India ("SEBI") vide its Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated that all requests for transfer of securities, including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by

them in physical form, if any. Members can contact the Company or the RTA for assistance in this regard.

11. Nomination: As per the provisions of Section 72 of the Act, the facility for making nominations is available for the Members with respect to the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH- 14. The forms can be downloaded from the RTA's website at "https://ris.kfintech.com/clientservices/investors/isrs.aspx " KFIN Technologies Limited. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the Registrar at Kfin Technologies Limited, at their office located at Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032,in case the shares are held in physical form, quoting your folio number.

12. Members may kindly note that in accordance with the SEBI Circular SEBI/HO/OIAE/OIAE_ IAD1/P/CIR/2023/131 dated July 31, 2023, the Company has registered on the SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). This platform aims to enhance investor grievance redressal by providing access to Online Dispute Resolution Institutions for addressing complaints. Members can access the SMART ODR Portal via the link: https://smartodr.in/login Members may feel free to utilise this online conciliation and/ or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).

13. Electronic dispatch of the Annual Report and process for registration of email ID for obtaining a copy of the Annual Report: In compliance with the Circulars, the electronic copy of the Annual Report of the Company for the financial year 2025-26, along with the Notice of the AGM (the "Notice" or "AGM Notice"), Financial Statements and other Statutory Reports, are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depository Participants ('DPs'). Members may note that the Notice and the Annual Report 2025-26 will also be available on the Company's website at www.advanceagrolife.com and on websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of the RTA at www.evoting.kfintech.com Members can attend and participate in the AGM through VC/ OAVM facility only. A letter providing the web-link for accessing the Annual report, including the exact path, will be sent to those members who have not registered their email address with the Company/RTA/ Depository Participants ('DP') on the same day when the Annual Report is dispatched providing the web-link and exact path of the website of the Company where Annual Report is available in accordance with the requirements of Regulation 36(1)(b) of the SEBI Listing Regulations. In case any member is desirous of obtaining hard copy of the Annual Report for FY 2025-26 and Notice of the 24th AGM of the Company, they can send a request to the Company at cs@advanceagrolife.com mentioning Folio No./ DP ID and Client ID.

14. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the Cut-off Date of **Friday, September 11, 2026** shall be entitled to avail the facility of remote e-voting or e-voting during the AGM. Persons who are not members as on the Cut-off Date should treat this Notice for information purpose only.

15. PROCEDURE FOR REMOTE E-VOTING AND ATTENDING E-AGM

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and MCA Circulars read with SEBI Circulars, in relation to e-Voting Facility shall be provided by Listed Entities. The Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice of 24th AGM.

ii. However, in pursuant to SEBI's abovesaid circular, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. **The remote e-voting period will commence on Monday, 14 September, 2026 at 09.00 AM (IST) and ends on Thursday, 17 September, 2026 at 5.00 PM (IST).** During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e., Friday, 11 September, 2026, may cast their vote electronically in the manner and process set out hereunder. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Individual shareholders holding shares in dematerialised (demat) mode can access the e-voting facility directly through their respective Depository (i.e., NSDL or CDSL), using their existing login credentials.

Step 2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. User already registered for IDeAS facility:** I. Visit the e-services website of NSDL: https://eservices.nsdl.com II. On the e-services home page Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. Thereafter enter the existing User ID and Password. IV. Post successful authentication, click on "Access to e-Voting" V. Click on company name "Advance Agrolife Limited" or ESP i.e. KFintech and Members will be re-directed to KFintech website for casting their vote during the remote e-Voting period. **2. User not registered for IDeAS e-Services** I. To register click on link: https://eservices.nsdl.com II. Select "**Register Online for IDeAS Portal**" or click athttps://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed to complete registration using your DP ID/Client ID, mobile number, etc. IV. After successful registration, please follow steps given in Point 1 above to cast your vote **3. Alternatively, by directly accessing the e-Voting website of NSDL** I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "**Login**" which is available under '**Shareholder/Member**' section. III. A new screen will open. Members will have to enter their User ID (i.e. their sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on their screen. IV. Post successful authentication, Members will requested to select the company name i.e. "Advance Agrolife Limited" and the e-Voting Service Provider name, i.e." KFintech". V. On successful selection, Members will be redirected to KFintech e-Voting page for casting their vote during the remote e-Voting period. **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. Existing user who have opted for Easi / Easiest** I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com II. Click on New System Myeasi III. Login to Myeasi option under quick login IV. Login with your registered user id and password. V. Members will see the e-Voting Menu. VI. The Menu will have links of ESP i.e. KFintech e-Voting portal where the e-voting is in progress Click on e-Voting service provider – "**KFintech**" to cast your vote. **2. User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com II. Proceed with complete registration using the DP ID, Client ID (BO ID), etc. III. After successful registration, please follow the steps given in point no. 1 above to cast your vote. **3. Alternatively, by directly accessing the e-Voting website of CDSL** I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e. **KFintech** where the e-Voting is in progress.

Type of shareholders	Login Method
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. Members can also login using the login credentials of your demat account through their DPs registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, Members will be able to view e-Voting option. III. Upon clicking on e-Voting option, Members will be redirected to NSDL / CDSL Depository website after successful authentication, wherein they will be able to view the e-Voting feature. IV. Click on options available against company name ore-Voting service provider "**Kfintech**" V. Members will be redirected to e-Voting website of **KFintech** for casting their vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://evoting.kfintech.com/

ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Even Number) 10034, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVEN No. 10034" i.e., 'Advance Agrolife Limited - AGM" and click on "Submit"

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutiniser at email id msvandassociates@gmail.com with a copy marked to cs@advanceagrolife.com and evoting@kfintech.com . The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even No. 10034"

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

Details on Step 3 are mentioned below:

III) Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/ OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVENT of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. 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 above.

ii. Facility for joining AGM though VC/ OAVM shall open atleast 30 minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members 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.

v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id. Questions /queries received by the Company till 17 September 2026 at 5.00 PM shall only be considered and responded during the AGM.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. The facility of participation at the AGM through VC/OAVM will be made available to at least 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.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS

I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will opened from **Monday, 14 September 2026 at 09.00 AM (IST) and ends on Thursday, 17 September 2026 at 5.00 PM.** Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will opened from **Monday, 14 September 2026 at 09.00 AM (IST) and ends on Thursday, 17 September 2026 at 5.00 PM .**

III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFintech Website) or contact Mr. Anandan, at evoting@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.

IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on **Friday, September 11, 2026**, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

   a) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/ , the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

   b) Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

   c) If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event number+ Folio No. (in case of physical shareholders) or DP ID Client ID (in case of Demat shareholders) to 9212993399.

Example for NSDL	MYEPWD <SPACE> IN12345612345678
Example for CDSL	MYEPWD <SPACE> 1402345612345678
Example for physical	MYEPWD <SPACE> XXX1234567890

VI. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company.

VII. Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

a) Through 'In Person Verification' (IPV): the authorised person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or

b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

c) Through electronic mode with e-sign by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx#

Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

VIII. Application(s) by our RTA – KFintech

Members are requested to note that as an ongoing endeavor to enhance shareholders' experience and leverage new technology, KFintech has developed the following applications for shareholders:

(A) Online application for Investor Query:

Members are hereby notified that our RTA, i.e. KFintech basis the SEBI Circular (SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2023/72) dated Jun 08, 2023, has launched an online application which can be accessed at https://ris.kfintech.com > Investor Services > Investor Support.

Members are requested to register / sign up, using the Name, PAN, Mobile and e-mail. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting details.

Quick link to access the signup page: https://kprism.kfintech.com/signup

(B) Senior Citizens - Investor Support

RTA has established a dedicated Senior Citizens Investor Cell to enhance the investor experience and provide focused assistance to senior citizen shareholders in addressing their queries, requests, and grievances in a timely and efficient manner. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details to the e-mail, senior.citizen@kfintech.com. Senior Citizens (above 60 years of age) have to provide the following details:

- ID proof showing Date of Birth
- Folio Number
- Company Name
- Nature of Grievance

A dedicated Toll-free number for Senior Citizens can also be accessed at 1800 309 4006 for any queries or information.

Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act")

This Explanatory Statement sets out all material facts relating to the business(es) to be transacted relating to Item Nos. 3,4, 5, 6, 7 and 8 mentioned in the accompanying Notice:

Item No. 3: To ratify the remuneration of Cost Auditors of the company under section 148 of Companies Act, 2013 for Financial Year 2026-27:

The Board of Directors of the Company based on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s M Goyal & Co., Cost Accountants having Firm Registration No. 000051, as the cost auditors to conduct the audit of the cost records of the Company at a remuneration of 50,000/- (Rupees fifty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the Cost Audit for the financial year ending March 31, 2027.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to the Cost Auditors is required to be ratified by the Members at the Annual General Meeting of the Company.

Accordingly, consent of the Members is being sought for passing the resolution for ratification of the remuneration payable to the Cost Auditors for the financial year ending on 31st March, 2027. In this regard, M/s M Goyal & Co., Cost Accountants (Firm Registration No. 000051) have furnished certificates regarding their eligibility for appointment as Cost Auditors of the Company.

None of the Directors, manager and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors recommends the Ordinary Resolution set out at item no. 3 of the Notice for approval by the Members.

Item No. 4: Approval for Material Related Party Transactions for the Financial Year 2026-27

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) provide that the Company shall obtain prior approval of the shareholders by way of an Ordinary Resolution for entering into related party transactions that exceed prescribed thresholds or are material in nature, even if such transactions are in the ordinary course of business and on an arm's length basis.

M/s HOK Agrichem Private Limited is a Related Party of the Company as defined under Section 2 (76) of the Act read with Regulation 2(1) (zb) of the Listing Regulations. The Company in its ordinary course of business and on arms' length basis, enters into various transactions with related party including sale, purchase or supply of goods or materials, availing or rendering of services, etc.

The Company estimates that during FY 2026-27, the transactions with the related party either individual or taken together with previous transaction during the financial year, of above nature will be recurrent in the course of Company's business and are estimated to exceed the applicable materiality threshold limit.

For this purpose, a Related Party Transaction will be considered 'material' if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds as per the limits specified in Schedule XII of SEBI (LODR) i.e. 10% of the annual consolidated turnover of the Company as per the last audited financial statements where the consolidated turnover of the listed entity upto ₹ 20, 000 Crore. Once approved by shareholders, the transaction shall also be reviewed by the Audit Committee of the Company and shall remain within the proposed limits as placed before the shareholders.

For the Financial Year 2026–27, the Company proposes to enter such transactions with related parties, which may exceed the thresholds prescribed under the Companies Act, 2013 and Rules made thereunder. Hence, approval of shareholders is being sought for such transactions.

Details of the Proposed Material Related Party Transactions:

The details of the Proposed Material Related Party Transactions are set out below in the format prescribed under Regulation 23 of SEBI Listing Regulations read with the SEBI Master Circular dated January 30, 2026 (which consolidates earlier circulars and incorporates the RPT Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions") and the SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025:

PART A

A(1) Basic details of the related party

Sl. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	HOK Agrichem Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Fertilizers and agrochemical products

A(2). Relationship and ownership of the related party

Sl. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary1 (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise)	A private company in which a director of the Company is a member or director
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Indirect (Through its directors)
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not applicable, as the related party is a company having share capital.

Sl. No.	Particulars of the information	Information provided by the management
	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil – HOK Agrichem Private Limited does not hold any direct or indirect shareholding in Advance Agrolife Limited. However, both entities are under common control of the same promoter-director group.

A(3). Details of previous transactions with the related party

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.
Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td><table><tr><th>S. No.</th><th>Nature of Transactions</th><th>FY 2025-26 (INR)</th></tr><tr><td>1</td><td>Sale of goods</td><td>57,97,07,933.46</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td><table><tr><th>Nature of Transactions</th><th>Amt (In ₹)</th></tr><tr><td>Sale of goods</td><td>21,83,00,153.00</td></tr></table></td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>There have been no defaults by HOK Agrichem Private Limited in respect of any obligation under transactions or arrangements entered into with the Company during the last financial year.</td></tr>
</table>

A(4). Amount of the proposed transaction(s)

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>₹ 125,00,00,000/-</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes, the proposed transaction, when taken together with the transactions undertaken with the related party during the current financial year, would render it a material RPT.</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>19.48%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>Not Applicable</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>149.80%
(As the audit of "HOK Agrichem Private Limited" for FY 2026 is underway, the audited turnover for FY 2025 of ₹834.43 million has been taken)</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:
Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars</th><th>FY 2024-25 (INR)</th></tr><tr><td>Turnover</td><td>83,44,31,642.86</td></tr><tr><td>Profit after Tax</td><td>28,37,302.87</td></tr><tr><td>Net worth</td><td>36,89,114.19</td></tr><tr><td colspan="2">(As the audit of FY 2026 is underway, the audited figs for FY 2025 has taken)</td></tr></table></td></tr>
</table>

A(5). Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of any goods or materials
2.	Details of each type of the proposed transaction	The proposed related party transactions are in the ordinary course of business and are carried out on an arm's length basis
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year
4.	Whether omnibus approval is being sought? (Yes or No)	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 125,00,00,000/-
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The entity is involved in the sale of manufactured items as part of its regular business activities. Sales are made to customers based on their requirements, orders and prevailing market conditions. The entity earns a normal commercial margin on such sales, which contributes to its overall profitability and recovery of manufacturing and operating costs. Accordingly, the proposed transaction is normal and necessary part of the entity's business and revenue-generating process.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. name and shareholding of directors and KMP	Mr. Om Prakash Choudhary(DIN: 01004122) and Mr. Kedar Choudhary(DIN: 06905752), Directors/Promoters of the Company are interested in the proposed transaction as they exercise control over M/s HOK Agrichem Private Limited, the related party. Both individuals hold shareholding in the Company and are also directors in M/s HOK Agrichem Private Limited, thereby having interest in the transaction. The shareholding of HOK Agrichem Private limited as on March 31, 2026 is as follows-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	Not Applicable

S. No.	Name of the Director/KMP	Shareholding of the director/KMP whether direct or indirect, in the related party
1.	Om Prakash Choudhary	5000
2.	Kedar Choudhary	5000

PART B

B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	Arm's length basis.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	

Amount of Trade advance.	NA
Tenure	NA
Whether same is self-liquidating?	NA

OTHER INFORMATION

S. No.	Particulars of the information	Details
1.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The entity is involved in the sale of manufactured items as part of its regular business activities. Sales are made to customers based on their requirements, orders and prevailing market conditions. The entity earns a normal commercial margin on such sales, which contributes to its overall profitability and recovery of manufacturing and operating costs. Accordingly, the proposed transaction is normal and necessary part of the entity's business and revenue-generating process.
2.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO / Managing Director / Whole Time Director / Manager and CFO of the listed entity as required under the RPT Industry Standards	The Audit Committee has reviewed the Certificate issued by the Managing Director & the Chief Financial Officer of the Company, as required under the RPT Industry Standards.
3.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The proposal for material RPTs has been approved by the Audit Committee, and the Board of Directors recommended the proposed transactions to the Members, for approval.
4.	Web-link and QR Code, through which Members can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
5.	Affirmation that the Audit Committee and Board of Directors, while providing information to the Members, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the Members for informed decision making	All such information as is necessary for the Members to make informed decisions has been provided in this Notice.
6.	Any other information that may be relevant	Nil

The said transaction, being a material RPT, requires prior approval of the Members of the Company in accordance with Regulation 23 of the Listing Regulations.

All relevant information pertaining to the proposed Related Party Transactions (RPTs) were placed before the Audit Committee in the format prescribed by the SEBI vide circular dated June 26, 2025, on Industry Standards titled "Minimum Information to be provided to the Audit Committee and shareholders for approval of Related Party Transactions."

Furthermore, the Company has obtained certificates from Managing Director & CFO, as required under the said SEBI circular, confirming that the proposed transactions are in the best interest of the Company, which was also placed before the Audit Committee and the same was reviewed by the Committee at its Meeting.

Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it and, while approving the RPT(s), the Committee has determined that the promoter(s) will not benefit from the proposed RPT(s) at the expense of public shareholders.

None of the Directors or manager or Key Managerial Personnel (KMP) or their relatives, other than Mr. Om Prakash Choudhary(DIN: 01004122) & Mr. Kedar Choudhary (DIN: 06905752), who are related parties and interested directors in this transaction, except to the extent of their shareholding or directorships in the concerned related parties, are in any way concerned or interested, financially or otherwise, in the proposed resolution.

The Members may please note that in terms of the provisions of the Listing Regulations, the related parties as defined thereunder (whether such related party is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 4.

The Board has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

Based on the review and approval of the Independent Directors on the Audit Committee, the Board of Directors recommends the Ordinary Resolution contained in Item No. 4 of the accompanying Notice to the Members for their approval.

ITEM NO. 5

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have approved the appointment of Mr. Brij Mohan Sharma (DIN: 09646943) as an "Additional Director (Category: Non-Executive Independent Director)" on the Board of Directors of the Company for a term of 5 (Five) consecutive years not liable to retire by rotation with effect from August 06, 2026 up to August 05, 2031, (both days inclusive) subject to the approval of the Members.

In terms of provisions of Section 149 and rules framed thereunder read with Schedule IV of the Companies Act, 2013 and Regulations 17 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), appointment of Independent Director requires approval of Members by way of a Special Resolution.

Pursuant to the provisions of Regulation 17(1C) of Listing Regulations, the Company is required to obtain approval of members for the appointment of Director at the next General Meeting or within a time period of 3 (three) months from the date of appointment, whichever is earlier. Accordingly, approval of the members is being sought.

The Board is of the view that the appointment of Mr. Brij Mohan Sharma (DIN: 09649643) would be beneficial to the Company owing to his over four decades of distinguished experience in the Public Sector Banking industry, including senior leadership roles in prominent public sector banks. He also served as the Executive Director of Canara Bank and was recognised by Pension Fund Regulatory and Development Authority (PFRDA) for his outstanding contribution to the implementation and promotion of the Atal Pension Yojana. He had an illustrious career with Punjab National Bank, where he held several key leadership positions across diverse geographies. During his tenure, he gained extensive and multifaceted experience in Finance, Human Resources, Risk Management, and Business Management. He currently serves as an Independent Director on the Boards of TT Limited and Laxmi Financial Services India Limited, since September 2024.

The members are hereby informed that company has received a declaration from him stating that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, and has confirmed that he is in compliance of sub-rule (1) and sub-rule (2) of Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014 with respect to the registration with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs. He has further confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties, in terms of Regulation 25(8) of Listing Regulations and that he is not debarred from holding the office of director by virtue of any order from Securities and Exchange Board of India or any such authority.

Mr. Brij Mohan Sharma is not disqualified from being appointed as Director under Section 164 of the Act and is not debarred to hold the office of Director by virtue of any order passed by SEBI or any other authority and have given his consent to act as Director of the Company. Further, there are no inter se relationship between him and any other member of the Board and Key Managerial Personnel of the Company.

In terms of clause (1A) of Para A of Part D of Schedule II of the Listing Regulations, The Nomination and Remuneration Committee has identified the desired attributes for the selection of Independent Director including Leadership/ Operational Experience, Strategy & Planning, expertise in governance including legal compliance, Financial, Regulatory/ legal & Risk Management, Development & Innovation etc. as the skills required for the role of a director. Mr. Brij Mohan Sharma fulfills all the attributes.

In the opinion of the Board, Mr. Brij Mohan Sharma (DIN: 09646943) is a person of integrity, fulfils the conditions for appointment as Independent Director as specified in the Companies Act, 2013 and the rules made thereunder and is independent of the management.

A copy of the draft letter of appointment to be issued to Mr. Brij Mohan Sharma setting out terms and conditions of appointment will be open for inspection by members in the manner as specified in the Notice up to the date of the Annual General Meeting. Members seeking to inspect the same can send an email to cs@advanceagrolife.com.

He shall be paid remuneration by way of sitting fees for attending the meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission, if any within the limits stipulated under Section 197 of the Act.

The brief resume of Mr. Brij Mohan Sharma (DIN: 09646943), nature of expertise in functional areas, disclosure of relationship with other Directors, Directorships and Memberships of Committees of the Board and other details as required under Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India ("ICSI") is set out at Annexure A to this notice.

Save and except Mr. Brij Mohan Sharma (DIN: 09646943), being appointee, none of the other Directors, Key Managerial Personnel of the Company and their relatives or any other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution as set out at Item No. 5 of the accompanying notice.

Further, the Board has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

The Board of Directors recommends the resolution as set out in Item No. 5 of the notice for the approval by the members as a Special Resolution.

ITEM No. 6

The Members are hereby informed that Mr. Narendra Choudhary (DIN: 10410584), was appointed as a Director (Executive) by a Resolution passed by the Board of Directors at its meeting held on November 30, 2023 and later the appointment was confirmed by shareholders at General Meeting held on September 30, 2024.

Mr. Narendra Choudhary holds a bachelor's degree in commerce (1997) from the University of Rajasthan. He has been associated with the Company for approximately 5 years and has worked under multiple roles. Currently, his roles and responsibilities include formulating and implementing manufacturing strategies, overseeing financial management including budgeting and forecasting, supervise cross-functional teams to ensure efficient execution of Company goals and ensuring continuous improvement and compliance.

Further his nature of expertise in functional areas, disclosure of relationship with other Directors, Directorships and Memberships of Committees of the Board and other details as required under Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India ("ICSI") is set out at Annexure A to this notice.

Considering the valuable contributions made by Mr. Narendra Choudhary, and based on the recommendation of the Nomination and Remuneration Committee, and as per Nomination & Remuneration Policy of the Company, the Board of Directors of the Company at its meeting held on August 06, 2026 has approved to re-designate him as Whole-time Director of the Company. Accordingly, in terms of Section 196, 197 and 198 read with the schedule V of the Companies Act, 2013 ("the Act") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, has approved to re-designate Mr. Narendra Choudhary from Director (Executive) to Whole-time Director (liable to retire by rotation) on the following terms & conditions:

Tenure: He has been appointed for a period of five years i.e. Period of starting from August 06, 2026 to August 05, 2031 and be liable to retire by rotation.

Remuneration: He shall receive such remuneration as may be recommended by the Nomination and Remuneration Committee and approved by the Board. The Break-up of Remuneration shall be as follows:

i. Gross Salary: ₹ 5,22,000/- p.a. in the range of ₹ 5,22,000/- to ₹9,00,000/- per annum with such increment(s) from time to time as the Board /Nomination and Remuneration Committee of Directors may deem fit.;

ii. House Rent Allowance (HRA) and Special Allowance: HRA at 60% of Basic Salary and Special Allowances at the rate of 40% of Basic Salary.

iii. Perquisites: Mr. Narendra Choudhary, as Whole-time Director, may be paid any type of perquisites, subject to overall ceiling of 100% of the Total salary.

However, the following shall not form part of perquisites for computation maximum ceiling of remuneration as per Schedule V:

a. Contribution to Provident Fund and Superannuation Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;

b. Gratuity payable at the rate not exceeding half a month's salary for the each completed year of service;

c. Encashment of leave at the end of the tenure as per the rules of the Company.

Sitting Fees: No sitting fees shall be payable for attending the meetings of the Board of Directors or any committee thereof.

Notice Period & Severance Fee: As per the Rules of the Company.

Others: As uniformly applicable for all employees of the Company.

Powers and Responsibilities: Mr. Narendra Choudhary in his capacity as Whole-time Director of the Company shall be authorised to exercise necessary powers and obligated to perform such functions and duties as may be deemed necessary to hold the office of Whole-time Director or as may be assigned to him by the Board of Directors from time to time.

Increments and Minimum Remuneration: The Board upon recommendation of Nomination and Remuneration Committee may alter, vary, modify and revise the remuneration payable to Mr. Narendra Choudhary from time to time as per the policy of the Company and within the limits laid down under the provisions of the Act subject to the receipt of requisite approvals, if any. Notwithstanding anything to the contrary contained herein, where in any financial year during the currency of his tenure, in the event of loss or inadequacy of profits, the Company, will subject to applicable laws, pay remuneration by way of salary, perquisites and allowances as specified above as minimum remuneration.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Narendra Choudhary as Whole-time Director under Section 190 of the Act.

The members are hereby informed that company has received a consent to act as Whole-time Director. Further, a confirmation regarding eligible for appointment as Director in accordance with the section 164 of the Companies Act, 2013 read with the rules made thereunder has been received and that he has not been debarred from holding office of a Director by virtue of any order passed by the SEBI or any other such authority.

Except Mr. Narendra Choudhary and his relatives deemed to be interested in the resolution to the extent of their shareholding in the Company, being the appointee, none of the Directors or Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item no.6 of the Notice.

Further, the Board has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

The Board of Directors recommends the Special Resolution set out at Item no.6 of the Notice for approval by the Members.

The Disclosure(s) in terms of Section 197 read with Section II of Part II of Schedule V to the Act of the Companies Act, 2013 & applicable Rules thereunder, is given as follows:

I. General Information:

1. Nature of industry: Manufacturer of Agrochemicals.
2. Date or expected date of commencement of commercial production: The Company was incorporated on February 27, 2002, and its operating activities commenced thereafter.
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable.
4. Financial performance based on given indicators: The standalone financial performance of the Company during last three financial years is as under:

(INR Millions)

Particulars	FY ended March 31, 2026	FY ended March 31, 2025	FY ended March 31, 2024
Revenue from operations	6377.8	5022.6	4558.9
Net Profit/(Loss) for the period before Tax	481.10	352	332.9
Net Profit/(Loss) for the period after Tax	352.8	256.4	247.32

5. Foreign investments or collaborations, if any:

(a) Foreign Investment - No foreign direct capital investment has been made in the Company except the shareholding of FPIs, FIIs, NRIs and foreign nationals, which were acquired through the secondary market.

(b) Foreign Collaboration - The Company has not entered into any foreign collaboration.

II. Information about the appointee:

Details of background, recognition or awards, job profile of the appointee and suitability thereof:

1. Background details-

Narendra Choudhary has been associated with the Company since October 1, 2020. He has completed his degree in Master of Commerce from the University of Rajasthan. He has over 5 years of experience, including 3 years in accounting and 2 year in operations management with the Company.

His roles and responsibilities include formulating and implementing manufacturing strategies, overseeing financial management including budgeting and forecasting, supervise cross-functional teams to ensure efficient execution of Company goals and ensuring continuous improvement and compliance.

2. Past Remuneration-

The details of the Remuneration paid to our Directors in the Fiscal 2026 is set out as below:

Name of the Directors	Designation	Remuneration (₹ in Millions)
Mr. Narendra Choudhary	Executive Director	0.50

3. Recognition or awards-

Nil

4. Job Profile and his suitability-

His roles and responsibilities include formulating and implementing manufacturing strategies, overseeing financial management including budgeting and forecasting, supervise cross-functional teams to ensure efficient execution of Company goals and ensuring continuous improvement and compliance.

5. Remuneration proposed-

As set out in the explanatory statement to the item no. 6 of the Notice.

6. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):**

   The remuneration paid by peer companies in the same genre as your Company to its Managerial Personnel is comparable with the proposed overall managerial remuneration payable by the Company. Thus, the remuneration proposed is commensurate with the nature of such profile and positions with respect to the size of the Company in the Industry in which Company operates.

7. **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.**

   There is no pecuniary relationship between Mr. Narendra Choudhary and the Company its Key Managerial Personnel or any other director other than his remuneration in the capacity of Whole-time Director of the Company.

III. Other information:

1) **Reasons of loss or inadequate profits –**

   The Company has adequate profits up to the financial year ended 31st March 2026, and the remuneration paid to the Executive Directors was well within the applicable limits prescribed under the Companies Act, 2013. However, the Company's profits may or may not be adequate in future with reference to payment of Managerial remuneration hence, the approval of members is being taken well in advance.

2) **Steps taken or proposed to be taken for improvement –**

   Your Company believes that it is well positioned to capture opportunities for growth and profitability, basis its competitive strengths. At our facility, the capacity expansions, particularly the 4x scale-up in 2,4-D herbicides, provide the necessary volume infrastructure to support a topline growth, reinforcing our commitment to excellence and meeting the evolving demands of our customers.

   During fiscal 2025-26 the company faced notable hurdles, including war crisis, occasional manpower shortages, particularly during festive seasons etc, still the company delivered a resilient performance. The Company strategically dealt with the situations and took informed decisions such as established strong tie-ups with our client base and advanced stockings of raw materials at early stage etc. which enhance our efficiency in timely delivery of orders.

3) **Expected increase in productivity and profits in measurable terms –**

   The various strategic initiatives taken by the Company such as strengthening our backward integration facilities which is expected to boost our profit margins and strengthen our position in the market.

ITEM NO. 7

The Board in its meeting held on February 28,2023 had appointed Mr. Om Prakash Choudhary(DIN: 01004122) as managing Director in a Company for a tenure of five years i.e. 28.02.2023 till 27.02.2028. Later, the Members at the Extra-Ordinary General Meeting held on February 13, 2025 had changed his designation from Managing Director to Chairman & Managing Director for remaining tenure of his office i.e. upto February 27, 2028.

Members, while approving the above appointment and respective remuneration, had also approved that if in any financial year, the Company has no profit or inadequate profit for payment of the remuneration as decided by the Board of Directors from time to time, the same shall be paid to the Managing Director as minimum remuneration subject to the applicable provisions of Schedule V of the Companies Act, 2013. Mr. Om Prakash Choudhary (DIN: 01004122), has been instrumental in the growth of the Company and in view of the performance and contributions being made by him, the Board at its meeting held on August 06, 2026, has approved to revise the remuneration payable to Mr. Om Parkash Choudhary, as recommended by the Nomination and Remuneration Committee & audit committee pursuant to related party transaction. The details of revised remuneration mentioned hereunder:

I. Fixed Remuneration:

Mr. Om Prakash Choudhary (DIN: 01004122) shall be entitled to remuneration in the range of ₹5,50,000/- p.m. to ₹15,00,000/- per month with such increment(s) from time to time within the aforesaid range as the Nomination and Remuneration Committee and/or the Board of Directors may deem fit.

II. Performance Linked Variable Pay:

In addition to Fixed Remuneration as mentioned above, Mr. Om Prakash Choudhary(DIN: 01004122) shall also be entitled to performance linked Variable Pay of such amount as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors for each Financial Year or part thereof, subject to achievement of Business and Profitability Targets as may be stipulated by the Nomination and Remuneration Committee and Board of Directors of the Company.

Performance-linked bonus/commission on profits- He shall be entitled for commission up to 2.5% of net profit for previous year calculated under section 197 of the Companies Act, 2013

III. Perquisites:

In accordance with the rules of the Company and any additional perquisites as may be decided by the Board of Directors of the Company from time to time. Mr. Om Prakash Choudhary (DIN: 01004122) shall also be entitled to the below-mentioned perquisites as per the HR policy of the Company.

a) **Rent free Accommodation:** The Company shall provide rent free accommodation with free use of all the facilities and amenities based on the business needs or other factors at its discretion.

b) **Club Fees:** Fees of club subject to the maximum of two clubs will be allowed. Admission and life membership fees shall not be allowed.

c) **Medical Insurance:** Medical insurance coverage is provided for the employee and his/her family and any medical expenditure in excess of the claim shall also be borne by the Company.

d) **Leave travel Concession:** LTC for self and family for once in a year incurred in accordance with the rules.

(**Explanation-** Family means Spouse, dependent Children and the dependent parents)

e) **Provident Fund:** Company's contribution towards PF as per the rules of the Company.

f) **Gratuity & Earned Leave:** As per Rules of the Company

g) Car for use on Company's business and telephone at residence will not be considered as perquisite. Personal Long distance calls and use of Car for private purpose shall be billed by the Company.

The Company shall reimburse all the entertainment expenses, travelling and all other expenses as may be incurred by him for the business of the Company

Sitting Fees: No sitting fees shall be paid for attending the Meeting of Board of Directors or any committee thereof.

He shall be entitled to draw such remuneration from any other Subsidiary, if any as may be approved by the Board within the overall limits prescribed herewith.

Others: As uniformly applicable for all employees of the Company.

During the tenure of his office, he will be liable to retire by rotation.

Except as above, all other terms and conditions of the appointment shall be same as approved by the members of the Company vide resolution passed at the Extra-ordinary general meeting of the Company.

The remuneration proposed to be paid to Mr. Om Prakash Choudhary (DIN: 01004122), is within the limits of remuneration prescribed under section 197(1) and Schedule V of the Companies Act, 2013.

Therefore, pursuant to the provisions of Section 196, 197 and 198 of the Act read with Schedule V of the Companies Act, 2013, the Company is required to obtain approval of the members by way of special resolution for payment of such remuneration to Mr. Om Prakash Choudhary (DIN:01004122), Chairman and Managing Director of the Company, as may be decided by the Board of Directors and based on the recommendation of Nomination and Remuneration Committee, as per Nomination & Remuneration policy of the Company in case of no profit/ inadequacy of profit (only with reference to calculation for the purpose of payment of Managerial Remuneration and not otherwise) for during the currency of tenure of managing director till 27.02.2028.

The members may further note that as per Regulation 17(6)(e)(i) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the remuneration payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by way of a Special Resolution if the annual remuneration payable to such executive director exceeds 5% of the net profits of the Company, in case of more than one such director.

The above may be treated as a written memorandum setting out the revised terms of appointment of Mr. Om Prakash Choudhary (DIN: 01004122) as Chairman & Managing Director under Section 190 of the Act.

The Board recommends the resolution set forth at Item No. 8 of the Notice for consideration and approval of the Members as a special resolution. The requisite details and information pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the Annexure to the Notice

Except, Mr. Om Prakash Choudhary (DIN: 01004122), being the person concerned in this resolution as it relates to remuneration payable to him and Mr. Kedar Choudhary (DIN: 06905752) , being a brother and their relatives, none of the Directors or Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, except to the extent of their respective shareholding, if any, in the Company in the resolutions set out at Item no.7 of the Notice.

Further, the Board has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

In view of the above, approval of the Members is sought by passing Special Resolution for revision in remuneration along with certain terms and conditions of appointment of Mr. Om Prakash Choudhary, (DIN: 01004122), Chairman and Managing Director of the Company as set out at Item no.7 of the Notice.

ITEM NO. 8

The Members at the Extra-Ordinary General Meeting held on February 13, 2025 had appointed Mr. Kedar Choudhary (DIN: 06905752) as Whole-time Director effective from February 13, 2025, for a period of five years up to February 12, 2030. Vide the approval granted by the members, Board was authorised to make any alteration/variation in the terms and conditions including remuneration of Mr. Kedar Choudhary (DIN: 06905752), as it may, in its absolute discretion, deem fit within the maximum amount payable to the appointee in accordance with Schedule V to the Companies Act, 2013 ('the Act').

Members, while approving the above appointment and respective remuneration, had also approved that if in any financial year, the Company has no profit or inadequate profit for payment of the remuneration as decided by the Board of Directors from time to time, the same shall be paid to the Whole-time Director as minimum remuneration subject to the applicable provisions of Schedule V of the Companies Act, 2013. Mr. Kedar Choudhary (DIN: 06905752) has played a significant role in the growth and development of the Company and, considering the Company's improved performance and the valuable contributions made by him, the Board at its meeting held on August 06, 2026, has approved to revise the remuneration payable to Mr. Mr. Kedar Choudhary, as recommended by the Nomination and Remuneration Committee & audit committee pursuant to related party transaction. The details of revised remuneration mentioned hereunder:

Fixed Remuneration:

Mr. Kedar Choudhary(din: 06905752) shall be entitled to remuneration in the range of ₹5,50,000/- p.m. to ₹15,00,000/- per month with such increment(s) from time to time within the aforesaid range as the Nomination and Remuneration Committee and/or the Board of Directors may deem fit.

I. Performance Linked Variable Pay:

In addition to Fixed Remuneration as mentioned above, Mr. Kedar Choudhary shall also be entitled to performance linked Variable Pay of such amount as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors for each Financial Year or part thereof, subject to achievement of Business and Profitability Targets as may be stipulated by the Nomination and Remuneration Committee and Board of Directors of the Company.

Performance-linked bonus/commission on profits- He shall be entitled for commission up to 2.5% of net profit for previous year calculated under section 197 of the Companies Act, 2013

II. Perquisites:

In accordance with the rules of the Company and any additional perquisites as may be decided by the Board of Directors of the Company from time to time. Mr. Kedar Choudhary (DIN: 06905752) shall also be entitled to the below-mentioned perquisites as per the HR policy of the Company.

a) **Rent free Accommodation:** The Company shall provide rent free accommodation with free use of all the facilities and amenities based on the business needs or other factors at its discretion.

b) **Club Fees:** Fees of club subject to the maximum of two clubs will be allowed. Admission and life membership fees shall not be allowed.

c) **Medical Insurance:** Medical insurance coverage is provided for the employee and his/her family and any medical expenditure in excess of the claim shall also be borne by the Company.

d) **Leave travel Concession:** LTC for self and family for once in a year incurred in accordance with the rules.

(**Explanation-** Family means Spouse, dependent Children and the dependent parents)

e) **Provident Fund:** Company's contribution towards PF as per the rules of the Company.

f) **Gratuity & Earned Leave:** As per Rules of the Company

He shall be entitled to use the Company's car. All the expenses for maintenance and running the same including the salary of the driver shall be borne by the Company. Personal Long distance calls and use of Car for private purpose shall be billed by the Company.

Sitting Fees: No sitting fees shall be paid for attending the Meeting of Board of Directors or any committee thereof.

IV. He shall be entitled to draw such remuneration from any other Subsidiary, if any as may be approved by the Board within the overall limits prescribed herewith.

III. Others: As uniformly applicable for all employees of the Company.

IV. During the tenure of his office, he will be liable to retire by rotation.

Except as above, all other terms and conditions of the appointment shall be same as approved by the members of the Company vide resolution passed at the Extra- ordinary general meeting of the Company.

The remuneration proposed to be paid to Mr. Kedar Choudhary (DIN: 06905752), is within the limits of remuneration prescribed under section 197(1) and Schedule V of the Companies Act, 2013.

Therefore, pursuant to the provisions of Section 196, 197 and 198 of the Act read with Schedule V of the Companies Act, 2013, the Company is required to obtain approval of the members by way of special resolution for payment of such remuneration to Mr. Kedar Choudhary (DIN:06905752), Whole-time Director of the Company, as may be decided by the Board of Directors on the recommendation of Nomination and Remuneration Committee, in case of no profit/ inadequacy of profit (only with reference to calculation for the purpose of payment of Managerial Remuneration and not otherwise) for during the currency of tenure of whole-time director till 12.02.2030.

The members may further note that as per Regulation 17(6)(e)(i) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the remuneration payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by way of a Special Resolution if the annual remuneration payable to such executive director exceeds 5% of the net profits of the Company, in case of more than one such director.

The above may be treated as a written memorandum setting out the revised terms of appointment of Mr. Kedar Choudhary as Whole-time Director under Section 190 of the Act.

The Board recommends the resolution set forth at Item No. 8 of the Notice for consideration and approval of the Members as a special resolution. The requisite details and information pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the Annexure to the Notice

Except, Mr. Kedar Choudhary (DIN: 06905752), being the person concerned in this resolution as it relates to remuneration payable to him, and Mr. Om Prakash Choudhary (DIN:01004122), being a brother and their relatives, none of the Directors or Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, except to the extent of their respective shareholding, if any, in the Company in the resolutions set out at Item no.8 of the Notice.

Further, the Board has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

In view of the above, approval of the Members is sought by passing of Special Resolution for revision in remuneration along with certain terms and conditions of appointment of Mr. Kedar Choudhary, (DIN: 06905752), Whole-time Director of the Company as set out at Item no. 8 of the Notice.

The Disclosure(s) for item no.7 & 8 in terms of Section 197 read with Section II of Part II of Schedule V to the Act of the Companies Act, 2013 & applicable Rules thereunder, is given as follows:

I. General Information:

1. **Nature of industry:** Manufacturer of Agrochemicals.

2. **Date or expected date of commencement of commercial production:** The Company was incorporated on February 27, 2002, and its operating activities commenced thereafter. The Company engaged in manufacturing a wide range of agrochemical products which includes insecticides, herbicides, fungicides, plant growth regulators that support the entire lifecycle of crops. Our products are designed for use in the cultivation of major cereals, vegetables, and horticultural crops across both agri-seasons (Kharif and Rabi) in India. It also manufacture other agrochemical products such as micro-nutrient fertilizers and bio fertilizers. Further, as on date, we manufacture Technical Grade and Formulation Grade agrochemicals products through our integrated Manufacturing Facilities located at Jaipur, Rajasthan.

3. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable.

4. **Financial performance based on given indicators:** The standalone financial performance of the Company during last three financial years is as under:

(INR Millions)

Particulars	FY ended March 31, 2026	FY ended March 31, 2025	FY ended March 31, 2024
Revenue from operations	6377.8	5022.6	4558.9
Net Profit/(Loss) for the period before Tax	481.10	352	332.9
Net Profit/(Loss) for the period after Tax	352.8	256.4	247.32

5. Foreign investments or collaborations, if any:

(a) Foreign Investment - No foreign direct capital investment has been made in the Company except the shareholding of FPIs, FIIs, NRIs and foreign nationals, which were acquired through the secondary market.

(b) Foreign Collaboration - The Company has not entered into any foreign collaboration.

II. Information about the appointee:

Details of background, recognition or awards, job profile of the appointee and suitability thereof:

1. Mr. Om Prakash Choudhary

Om Prakash Choudhary (DIN: 01004122) is the Chairman & Managing Director of our Company and has been associated with our Company since 2005. He has played an instrumental role in expansion of business. Our Company was able to expand its business into manufacturing of wide variety agrochemical products under guidance of Mr. Om Prakash Choudhary. He has completed his degree of Master of Business Administration from Rajasthan Technical University. He has over two decades of experience in the agrochemical industry. He looks after various aspects of the Company's business including business expansion, strategic planning and development, operational excellence, product innovation and team development.

Mr. Kedar Choudhary

Kedar Choudhary is the Whole-Time Director of our Company. He has been associated with our Company since January 25, 2016. He has completed his degree in Bachelor of Computer Application from the University of Rajasthan, Jaipur. He has over a decade of experience in the agrochemical industry. Under his guidance, the Company successfully achieve its vision. He also played a major role to tap the international market as well. His roles and responsibilities include operations management, finance management, infrastructure development and administration.

2. Past Remuneration-

The details of the Remuneration paid to our Directors in the Fiscal 2026 is set out as below:

Name of the Directors	Designation	Remuneration (₹ in Millions)
Mr. Om Prakash Choudhary	Chairman and Managing Director	6.56
Mr. Kedar Choudhary	Whole-time Director	6.56

8) Remuneration Proposed:

3. Recognition or awards-

Nil

4. Job Profile and his suitability-

Mr. Om Prakash Choudhary (DIN: 01004122), Chairman and Managing Director of the Company, has been instrumental in the overall growth of the Company. Under his leadership the Company was able to expand its business in the manufacturing of a wide variety of agrochemical products.

Mr. Kedar Choudhary, Whole-time Director has been associated with the Company for approximately a decade and has worked under multiple roles. Currently, he looks after Administration, operations management & infrastructure development of our Company.

5. Remuneration proposed-

As set out in the explanatory statement to the item no. 7 & 8 of the Notice.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

The remuneration paid by peer companies in the same genre as your Company to its Managerial Personnel is comparable with the proposed overall managerial remuneration payable by the Company. Thus, the remuneration proposed is commensurate with the nature of such profile and positions with respect to the size of the Company in the Industry in which Company operates.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.

Mr. Om Prakash Choudhary (DIN:01004122) and Mr. Kedar Choudhary (DIN:06905752) are brothers. There is no pecuniary relationship between Mr. Om Prakash Choudhary, Mr. Kedar Choudhary and the Company its Key Managerial Personnel or any other director other than his remuneration in the capacity of Chairman and Managing Director and Whole-time Director, respectively of the Company.

III. Other information:

1. Reasons of loss or inadequate profits –

The Company has adequate profits up to the financial year ended 31st March 2026, and the remuneration paid to the Executive Directors was well within the applicable limits prescribed under the Companies Act, 2013. However, the Company's profits may or may not be adequate in future with reference to payment of Managerial remuneration hence, the approval of members is being taken well in advance.

2. Steps taken or proposed to be taken for improvement –

Your Company believes that it is well positioned to capture opportunities for growth and profitability, basis its competitive strengths. At our facility, the capacity expansions, particularly the 4x scale-up in 2,4-D herbicides, provide the necessary volume infrastructure to support a topline growth, reinforcing our commitment to excellence and meeting the evolving demands of our customers.

During fiscal 2025-26 the company faced notable hurdles, including war crisis, occasional manpower shortages, particularly during festive seasons etc, still the company delivered a resilient performance. The Company strategically dealt with the situations and took informed decisions such as established strong tie-ups with our client base and advanced stockings of raw materials at early stage etc. which enhance our efficiency in timely delivery of orders.

3. Expected increase in productivity and profits in measurable terms –

The various strategic initiatives taken by the Company such as strengthening our backward integration facilities are expected to boost our profit margins and strengthen our position in the market.

Annexure -A to the Notice

Details of Directors seeking re-appointment/appointment/revision in terms of remuneration pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standard-2 is as follows-

Name of the Director DIN	Mr. Narendra Choudhary DIN: 10410584	Mr. Brijmohan Sharma DIN: 09646943
Age (Years)	36 years	63 years
Date of first appointment on the Board	November 30,2023	August 06,2026
Qualification(s)	Masters in commerce from University of Rajasthan	Masters in commerce from University of Rajasthan
Brief Profile / Expertise in Specific field/ Qualification	Narendra Choudhary has been associated as director of the Company since November 30, 2023. He has been associated with our Company since October 1, 2020. He has over 5 years of experience, including 3 years in accounting and 2 year in operations management. His roles and responsibilities include formulating and implementing manufacturing strategies, overseeing financial management including budgeting and forecasting, supervise cross-functional teams to ensure efficient execution of Company goals and ensuring continuous improvement and compliance.	Mr. Brij Mohan Sharma brings a wealth of experience of the banking and financial services sector, with a distinguished career spanning 40 years. He began his journey in 1983 with the erstwhile Oriental Bank of Commerce, and over the decades has accumulated a diverse portfolio of roles and responsibilities. He was recognised by Pension Fund Regulatory and Development Authority (PFRDA) for his outstanding contribution to the implementation and promotion of the Atal Pension Yojana. Prior to his appointment as Executive Director, he had an illustrious career with Punjab National Bank, where he held several key leadership positions across diverse geographies. During his tenure, he gained extensive and multifaceted experience in Finance, Human Resources, Risk Management, and Business Management. He currently serves as an Independent Director on the Boards of TT Limited and Laxmi Financial Services India Limited, since September 2024. Skills & capabilities- Leadership/Operational Experience, Strategy & Planning, Corporate Governance matters, Global Business, Financial, Regulatory/legal & Risk Management & Industry Knowledge.
Terms and conditions of Appointment/re-appointment	Executive Director designated as Whole-time Director, liable to retire by rotation w.e.f. August 06 2026 for a term of five years i.e. August 06, 2026 to August 05, 2031. The Board has recommended the appointment for approval of shareholders in the item no. 6 to this notice	Appointed with effect from August 06 2026 as an Independent Director for a term of five years i.e. August 06, 2026 to August 05, 2031. The Board has recommended the appointment for approval of shareholders in the item no. 5 to this notice
Remuneration last drawn (including sitting fees, if any) (FY 2025-26)	Fy 2025-26, Amounting ₹ 0.50 Millions. (Kindly refer Corporate Governance Report)	NA
Remuneration proposed to be paid	As set out in the explanatory statement to the item no. 6 of the Notice	He shall be paid remuneration by way of sitting fee for attending of the Board and Committees thereof or for any other purposes as decided by the Board and reimbursement of expenses for participating in the Board and other meetings.
Shareholding in the Company including shareholding as a beneficial owner as on March 31, 2026	10,000 (0.02 %) equity shares of face value of ₹10/- each of the Company	NIL
Relationship with other Directors / Key Managerial Personnel	None	None
Number of meetings of the Board attended during the financial year 2025-26	FY 2025-26: (8 out of 11meetings Attended) FY 2026-27: 100% (2 out of 2 meetings attended till the date of this Notice)	Not Applicable
Directorship of other Board as on March 31, 2026	NIL	• TT Limited • Laxmi India Finance Limited

Name of the Director DIN	Mr. Narendra Choudhary DIN: 10410584	Mr. Brijmohan Sharma DIN: 09646943
Membership / Chairmanship of Committees of other Boards as on March 31, 2026	NIL	• TT Limited Audit Committee Nomination & Remuneration Committee • Laxmi India Finance Limited Audit Committee Nomination & Remuneration Committee
Chairperson/ Members of the Statutory Committee (s) of Board of Directors of other companies as on March 31, 2026 excluding Directorship in Private and Section 8 Companies [along with listed entities from which the person has resigned in the past three years];	NIL	NIL
Information as required pursuant to circular no. LISR/ COMP/14/2018-19dated June, 2018 w. r.t Enforcement of SEBI Orders Regarding appointment of Directors by listed companies	He is not debarred from holding the office as a director by virtue of any SEBI order or any other such authority.	He is not debarred from holding the office as a director by virtue of any SEBI order or any other such authority.

* Membership includes the Membership of Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee of the Company

Details of Directors seeking re-appointment/appointment/revision in terms of remuneration pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standard-2 is as follows-

Name of the Director DIN	Mr. Om Prakash Choudhary DIN: 01004122	Mr. Kedar Choudhary DIN: 06905752
Age (Years)	41 years	37 years
Date of first appointment on the Board	29/11/2005	25/01/2016
Qualification(s)	Master of Business Administration from Rajasthan Technical University	Bachelor in Computer Application from University of Rajasthan.
Brief Profile / Expertise in Specific field/ Qualification	Om Prakash Choudhary (DIN: 01004122) is the Chairman and Managing Director of our Company. He has been associated with the Company since November 29, 2005. He has completed his degree in Bachelor of Business Administration from the Rajasthan Technical University. He has also completed his degree of Master of Business Administration from Rajasthan Technical University. He has over two decades of experience in the agrochemical industry. His roles and responsibilities include business expansion, strategic planning and development, operational excellence, product innovation and team development.	Kedar Choudhary (DIN: 06905752) is the Whole-Time Director of our Company. He has been associated with our Company since January 25, 2016. He has completed his degree in Bachelor of Computer Application from the University of Rajasthan, Jaipur. He has decade of experience in the agrochemical industry. His roles and responsibilities include operations management, finance management, infrastructure development and administration.
Terms and Conditions of Appointment/Re-appointment	As set out in the explanatory statement to the item no. 7 of the Notice convening this Annual General Meeting read with explanatory statement thereto, it is proposed to revise the certain terms & conditions of appointment including the remuneration of the Chairman & Managing Director of the Company.	As set out in the explanatory statement to the item no. 8 of the Notice convening this Annual General Meeting read with explanatory statement thereto, it is proposed to revise the certain terms & conditions of appointment including the remuneration of Whole-time Director of the Company.
Remuneration last drawn (including sitting fees, if any) (FY 2025-26)	FY 2025-26, Amt ₹6.56 Millions (Kindly refer Corporate Governance Report))	FY 2025-26, Amt ₹6.56 Millions (Kindly refer Corporate Governance Report))

Name of the Director **DIN**	**Mr. Om Prakash Choudhary** **DIN: 01004122**	**Mr. Kedar Choudhary** **DIN: 06905752**
Remuneration proposed to be paid	As per existing approved terms of appointment	As per existing approved terms of appointment
Shareholding in the Company including shareholding as a beneficial owner as on March 31, 2026	2,43,76,380 (37.92 %) equity shares of ₹10/- each of the Company	16,22,3220 (25.24%) equity shares of ₹10/- each of the Company
Relationship with other Directors / Key Managerial Personnel	Brother of Mr. Kedar Choudhary	Brother of Mr. Om Prakash Choudhary
Number of meetings of the Board attended during the financial year 2025-26	FY 2025-26: (8 out of 11 meetings Attended) FY 2026-27:100% (2 out of 2 meetings attended till the date of this Notice)	FY 2025-26: (10 out of 11 meetings Attended) FY 2026-27:100% (2 out of 2 meetings attended till the date of this Notice)
Directorships of other Boards as on March 31, 2026	Hok Agrichem Private Limited	Hok Agrichem Private Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2026*	Chairperson-1 1. CSR Committee Member- 2 1. Audit Committee & 2. Stakeholder Relationship Committee	Member- 2 1. Corporate Social responsibility & 2. Stakeholder Relationship Committee
Chairperson/ Members of the Statutory Committee (s) of Board of Directors of other companies as on March 31, 2026 excluding Directorship in Private and Section 8 Companies [along with listed entities from which the person has resigned in the past three years];	NIL	NIL
Information as required pursuant to circular no. LISR/ COMP/14/2018-19dated June, 2018 w. r.t Enforcement of SEBI Orders Regarding appointment of Directors by listed companies	He is not debarred from holding the office as a director by virtue of any SEBI order or any other such authority.	He is not debarred from holding the office as a director by virtue of any SEBI order or any other such authority.

* Membership includes the Membership of Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee of the Company.