Date: September 07, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001.

Subject: Notice of 8th Annual General Meeting for the Financial Year 2025-26.

Ref: MRP Agro Limited | **ISIN:** INE0D7801012 | **SCRIP CODE:** 543262

Dear Sir/ Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Notice of 8th Annual General Meeting dated September 05, 2026 ("the Notice") together with the Explanatory statement seeking approval of the members of the Company for resolutions as set out in the notice, in respect of **8th Annual General Meeting** of the Members of **MRP Agro Limited** ("the company") to be held on Tuesday, September 29, 2026, at 11:00 A.M. at the registered Office of the Company at Plot No. 22 Urban Industrial Area, Dhonga, Tikamgarh- 472001, Madhya Pradesh.

The Notice is being sent only through electronic mode to the members whose names appear in the Register of Members / List of Beneficial owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email id is registered with the Company/Depositories, as on Friday, September 04, 2026.

The Company has engaged the services of National Securities Depository Limited ("NSDL"), for providing remote e-voting facility to all members. The e-voting facility will be available during the following period:

Commencement of e-voting: 9:00 A.M. (IST) on Saturday, September 26, 2026
End of e-voting: 5:00 P.M. (IST) on Monday, September 28, 2026

The Notice is also available on the Company's website at https://www.mrpagro.com/

You are requested to take the same on your records.

Thanking You,

For**, MRP Agro Limited**

MANISH KUMAR JAIN
Digitally signed by MANISH KUMAR JAIN
Date: 2026.09.07 20:20:20 +05'30'

Manish Kumar Jain
Chairman & Managing Director
DIN: 08110055

Encl.: A/a

NOTICE OF THE 08TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Eight (8th) Annual General Meeting (AGM) of the Members of MRP Agro Limited will be held on Tuesday, September 29, 2026 at 11:00 A.M. IST to transact the following businesses;

The venue of the meeting shall be the Registered Office of the Company at Plot No. 22 Semi Urban Industrial Area, Dhonga, Tikamgarh-472001, Madhya Pradesh, India.

ORDINARY BUSINESSES:

1. TO ADOPT FINANCIAL STATEMENTS:

To consider and adopt the audited standalone financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**.

"**RESOLVED THAT**, the audited standalone financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**.

"**RESOLVED THAT**, the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. TO APPOINT A DIRECTOR IN PLACE OF MRS. RAKSHA JAIN (DIN-08110056), AS DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT

The shareholders are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the shareholders of the company be and is hereby accorded for the appointment of Mrs. Raksha Jain (DIN-08110056) who retires by rotation, be and is hereby re-appointed as a director, liable to retire by rotation."

3. TO RE-APPOINT M/S A.Y. & COMPANY.,CHARTERED ACCOUNTANTS (FRN: 020829C) AS STATUTORY AUDITORS OF THE COMPANY FOR SECOND TERM OF FOUR YEARS:

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

"**RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, M/s A.Y. & Company., Chartered Accountants (FRN: 020829C) be and are hereby re-appointed as Statutory Auditors of the Company for a second term of four consecutive years to hold office from the conclusion of 8th Annual General Meeting till the conclusion of 12th Annual General Meeting at such remuneration as may be recommended by the Audit Committee and determined by the Board of Directors in consultation with the Statutory Auditors."

Registered office:
Plot No. 22 Semi Urban Industrial Area, Dhonga, Tikamgarh-472001, Madhya Pradesh, India

For and on behalf of Board of Directors
MRP Agro Limited
CIN: U15100MP2018PLC045542

Place: Tikamgarh
Date: September 05, 2026

Mr. Manish Kumar Jain
Chairman Cum Managing Director
DIN: 08110055

Mrs. Raksha Jain
Non executive Director
DIN: 08110056

IMPORTANT NOTES

1. The relative Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the businesses under Item Nos.3 of the Notice, is annexed hereto.

2. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard-2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation or Directors seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice.

3. **A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company.**

   A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

   The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting (on or before September 27, 2026, 11:00 a.m.). A proxy form for the AGM is enclosed. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

   During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the Company.

4. Members/Proxies should bring their Attendance slip duly signed and completed for attending the AGM. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.

5. Corporate members, intending to send their authorized representatives to attend the AGM, are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.

6. Members attending the AGM in-person shall be counted for the purpose of reckoning the quorum under section 103 of the Act.

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

8. Please note that for security reasons, no article/baggage will be allowed at the venue of the meeting.

9. In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.

10. Holding of Company is fully in Demat Mode therefore Closure of Register of Members and Share Transfer Books of the Company is not applicable.

11. The route map showing directions to reach the venue of the 8th AGM is provided at the end of this Notice.

12. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

13. In accordance with the MCA General Circular No. 14/2020 dated April 08, and subsequent circulars issued in this regard, latest being General Circular No. 3/2025 dated September 22, 2025 (collectively referred to as "Circulars") the financial statements (including Board's Report, Auditors' Report or other documents

required to be attached therewith) for the Financial Year ended 31st March 2026 pursuant to section 136 of the Act & Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members whose email addresses are registered with the Company/ Skyline Financial Services Private limited or the Depository Participant(s).

14. The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Members may note that this Notice and the Annual Report 2025-26 will also be available on the Company's website viz. https://www.mrpagro.com/.

15. Members seeking any information with regard to the accounts are requested to write to the Company 10 days before the AGM, so as to enable the Management to keep the information ready at the Annual General Meeting.

16. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

17. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

18. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants.

19. Any person who acquires shares of the Company and becomes its Member after the dispatch of the notice for the annual general meeting and continues to hold the shares of the Company as on the cut-off date may obtain login id and password by sending a request at evoting@nsdl.com

20. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,

21. All documents specifically referred to in this Notice are opened for inspection at the registered office of the Company between 02.00 p.m. and 04.00 p.m. on all working days (except Saturdays, Sundays and Holidays) up to the date of AGM.

22. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by National Security Depository Limited (NSDL), on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through remote e-voting is deemed to have been passed as if they have been passed at the AGM.

23. The remote e-voting period commences on Saturday, September 26, 2026 (09:00 a.m.) and ends on Monday, September 28, 2026 (05:00 p.m.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date being the day of Tuesday, September 22, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

24. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper if voting not done by Electronic means. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date Tuesday, September 22, 2026.

25. The facility for voting through polling paper shall be made available at the AGM venue and the Members attending the AGM and holding shares either in physical form or in dematerialized form, as on the cut-off date being the day of Tuesday, September 22, 2026 and who have not already casted their vote by remote e-voting, shall be able to exercise their right to vote at the AGM.

26. The Members who have casted their vote by remote e-voting prior to the AGM can attend the AGM but shall not be entitled to cast their vote again.

27. The Board of Directors has appointed M/s SCS and CO LLP, Practicing Company Secretary (Membership No. FCS 14118 COP 23630) as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM and in a fair and transparent manner.

28. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

29. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, & provide the same to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

30. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company https://www.mrpagro.com/ and on the website of Recognised Stock Exchange (BSE Limited) immediately after the declaration of result by the Chairman or a person authorized by him in writing.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Saturday, September 26, 2026 - 09:00 A.M. (IST) and ends on Monday, September 28, 2026 - 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 22, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 22, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access To NSDL E-Voting System:

a) **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

TYPE OF SHAREHOLDERS	LOGIN METHOD

Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. • Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. • Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. • A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. • After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play 5.

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	a. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. b. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. c. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

LOGIN TYPE	HELPDESK DETAILS
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 022-4886 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 1800 21 09911

b) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast Your Vote Electronically on NSDL E-Voting System.

How to cast your vote electronically on NSDL e-Voting system?

1) After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and who's voting cycle and General Meeting is in active status.
2) Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3) Now you are ready for e-Voting as the Voting page opens.
4) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5) Upon confirmation, the message "Vote cast successfully" will be displayed.
6) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs@scsandcollp.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022-4886-7000 or send a request to at evoting@nsdl.com

Process for those shareholders whose Email Ids are not registered with the depositories for procuring User Id and Password and registration of E-Mail Ids for E-Voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@mrpagro.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@mrpagro.com.

3. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting.

4. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e- voting by providing above mentioned documents.

5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The instructions for members for e-voting on the day of the 8th AGM are as under:

1. The procedure for e-Voting on the day of the 8th AGM is same as the instructions mentioned above for remote e- voting.

2. Only those Members/ shareholders, who will be present in the 8th AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the 8th AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Contact details:

COMPANY	**Address:** Plot No. 22 Semi Urban Industrial Area, Dhonga, Tikamgarh-472001, Madhya Pradesh, India **Tel No.:** 9893142537 **Email:** cs@mrpagro.com **Web:** www.mrpagro.com
REGISTRAR AND TRANSFER AGENT	**Skyline Financial Services Private Limited** **CIN: U74899DL1995PTC071324** **Address:** D-153A,1st Floor, Okhla Industrial Area, Phase-1, New Delhi, Delhi-110020. **Tel no.:** +91-11-40450193-97/26812682-83 **Email:** info@skylinerta.com **Website:** www.skylinerta.com
E-VOTING AGENCY	**E-mail:** evoting@nsdl.com NSDL help desk 1800-222-990
SCRUTINIZER	**M/s SCS and Co LLP,** **Ms. Anjali Sangtani** Partner **(Membership No. F14118;** **C P No.: 23630)** **Email:** cs@scsandcollp.com ; **Mo No:** + 91 79 4005 1702

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act 2013 and Secretarial Standard II on General Meetings)

ITEM NO.3 - TO RE-APPOINT M/S A.Y. & COMPANY., CHARTERED ACCOUNTANTS (FRN: 020829C), AS STATUTORY AUDITORS OF THE COMPANY FOR SECOND TERM OF FOUR YEARS: ORDINARY RESOLUTION

M/S A.Y. & Company., Chartered Accountants (FRN: 020829C), were appointed as Statutory Auditors of the Company at the AGM held on September 29, 2021 to hold office from the conclusion of the said meeting till the conclusion of the 8th AGM to be held in the year 2026. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or reappoint an audit firm as Statutory Auditors for not more than two (2) terms of five (5) consecutive years. M/S A.Y. And Company., Chartered Accountants is eligible for reappointment for a further period of four years. Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on September 05, 2026, approved the reappointment of M/S A.Y. & Company., Chartered Accountants as the statutory auditors of the Company to hold office for a second term of four consecutive years from the conclusion of the ensuing AGM until the conclusion of the AGM to be held in the year 2030. The reappointment is subject to approval of the shareholders of the Company.

The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the statutory auditors. Considering the evaluation of the past performance, experience and expertise of M/S A.Y. & Company and based on the recommendation of the Audit Committee, it is proposed to appoint M/S A.Y. & Company as Statutory Auditors of the Company for a second term of four consecutive years till the conclusion of the 12th AGM of the Company in terms of the aforesaid provisions.

Brief Profile of

A Y & Company is a partnership firm of Chartered Accountants led by CA Arpit Gupta, registered with the Institute of Chartered Accountants of India (ICAI) under Firm Registration Number 020829C. Based in Jaipur, (Rajasthan), the firm provides a comprehensive range of professional services in the areas of audit and assurance, direct and indirect taxation, accounting, and business advisory to individuals, proprietorships, partnership firms, companies, and other entities.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing the proposed Resolution.

The Board recommends the resolution set forth in item no. 3 for the approval of Members.

ANNEXURE TO THE NOTICE

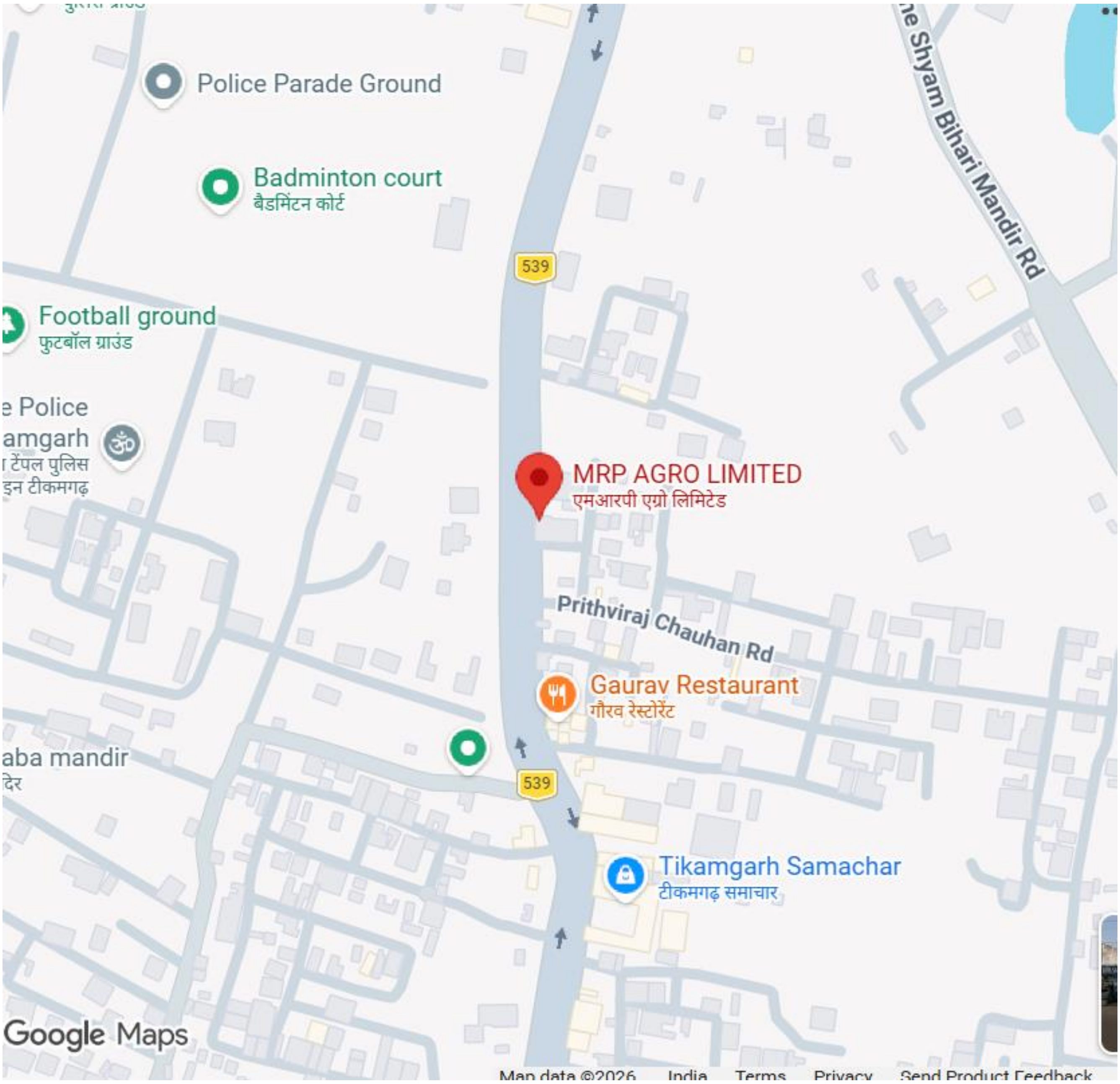
Disclosure under regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 and Secretarial Standards-II issued by ICSI for item no. 2:

Details of Director Retiring by Rotation/ Seeking Appointment/ Re-Appointment at the ensuing Annual General Meeting

Name	**Mrs. Raksha Jain**
Date of Birth	28/01/1989
Qualification	Master of Arts
Experience - Expertise in specific functional areas - Job profile and suitability	Mrs. Raksha Jain is the Non-Executive Director of our Company w.e.f. October 12, 2021. She is one of the founder promoters of our Company. She is having sound and rich experience of our Industry
No. of Shares held as on March 31, 2026 including shareholding as a Beneficial Owner.	2713000
Terms & Conditions	Liable to retire by rotation
Remuneration Last Drawn	NIL
Remuneration sought to be paid	NIL
Number of Board Meetings attended during the Financial Year 2025-26	11 Meeting out of 11 Board Meetings
Date of Original Appointment	13-04-2018
Date of Appointment in current terms	11-10-2025
Directorships held in public companies including deemed public companies	Nil
Memberships/Chairmanships of committees of public companies*	Chairmanship: Nil Membership: 1
Inter-se Relationship with other Directors.	Spouse of Mr. Manish Kumar Jain
Information as required pursuant to NSE Circular No. L1ST/COMP/14/2018- 19 dated June 20, 2018	Mrs. Raksha Jain is not debarred from holding the office of director pursuant to any SEBI order.

**Includes only Audit Committee and Stakeholders' Relationship Committee.*

ROUTE MAP OF THE MEETING VENUE:



MRP AGRO LIMITED
CIN: U15100MP2018PLC045542
Registered office: Plot No. 22 Semi Urban Industrial Area, Dhonga, Tikamgarh- 472001, Madhya Pradesh, India,
Contact No. - +91-7683-240342; +91-9893142537,
E-mail ID: cs@mrpagro.com ,
Website: https://www.mrpagro.com/

ATTENDANCE SLIP
8th ANNUAL GENERAL MEETING – TUESDAY, SEPTEMBER 29, 2026

DP ID		**CLIENT ID**	
FOLIO NO.		**NO. OF SHARES**	

I certify that I am a Member/ proxy/ authorized representative for the Member of the Company. I hereby record my presence at the 8th Annual General Meeting of the Company at Plot No. 22 Semi Urban Industrial Area, Dhonga, Tikamgarh-472001, Madhya Pradesh, India to be held on Tuesday, September 29, 2026, at 11.00 A.M. (IST)

____

Name of the shareholder/ Proxy

____

Signature of the shareholder/ Proxy

Note: Please fill up this Attendance Slip and hand it over at the entrance of the Meeting premise.

Electronic Voting Particulars		
EVEN	**USER ID**	**SEQUENCE No.**

MRP AGRO LIMITED
CIN: U15100MP2018PLC045542
Registered office: Plot No. 22 Semi Urban Industrial Area, Dhonga, Tikamgarh- 472001, Madhya Pradesh, India,
Contact No. - +91-7683-240342; +91-9893142537,
E-mail ID: cs@mrpagro.com ,
Website: https://www.mrpagro.com/

PROXY FORM 8th ANNUAL GENERAL MEETING –
TUESDAY, SEPTEMBER 29, 2026
(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)
Form No. MGT-11

Name of the Member(s):					
Registered Address:					
Email ID:					
DP ID:		CLIENT ID:		FOLIO NO	

I/We being the member(s) of ____________shares of the above-named Company, hereby appoint:

1. Name : ____
Address : ____
E-mail ID: ______________________ Signature________________ or failing him/her__________

2. Name : ____
Address : ____
E-mail ID: ______________________ Signature________________ or failing him/her__________

3. .Name : ____
Address : ____
E-mail ID: ______________________ Signature________________ or failing him/her__________

And whose signatures are appended below as my / our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 8th Annual General Meeting of the Company, to be held on Tuesday, September 29, 2026 at 11.00 A.M. (IST) at Plot No. 22 Semi Urban Industrial Area, Dhonga, Tikamgarh-472001, Madhya Pradesh, India and at any adjournment thereof in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Resolution No.	**Resolution**	**Vote (Optional see Note 2) (Please mention no. of shares**		
Ordinary businesses		**For**	**Against**	**Abstain**
1)	To Adopt Financial Statements			
2)	To appoint a director in place of Mrs. Raksha Jain (DIN-08110056), as director who retires by rotation and being eligible, offers herself for re-appointment:			
3)	To re-appoint M/s A.Y. and Company., Chartered Accountants (FRN: 020829C) as statutory auditors of the company for second term of four years			

Signed this ________________________ day of _______________of 2026

Signature of Shareholder

Signature of Proxy holder(s)

Affix Re. 1 Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions and Notes, please refer to the Notice of 8th AGM.
3. *Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a Member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/ she thinks appropriate. If a Member wishes to abstain from Voting on a particular resolution, he/ she should write “Abstain” across the boxes against the Resolution.
4. A Proxy need not be a Member of the Company.
5. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying Voting rights. A Member holding more than 10% of the total share capital of the Company carrying Voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
6. Appointing a proxy does not prevent a Member from attending the meeting in person if they wish to do so.
7. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.