NOTICE OF THE 15TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **15th (Fifteenth)** Annual General Meeting **("AGM")** of the Members of **ANYA POLYTECH & FERTILIZERS LIMITED** ("the Company") will be held on **Tuesday, September 29, 2026 at 01:00 P.M. (IST)** at the Registered Office of the Company situated at S-2 Level, Upper Ground Floor, Block-E, International Trade Tower, Nehru Place, New Delhi – 110019, to transact the following businesses:

ORDINARY BUSINESS:

ITEM NO. 1
Adoption of Audited Standalone Financial Statements for the Financial Year Ended March 31, 2026

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Board of Directors and the Report of the Statutory Auditors thereon.

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Board of Directors and the Report of the Statutory Auditors thereon, as circulated to the Members and laid before the Meeting, be and are hereby received, considered and adopted."

ITEM NO. 2
Adoption of Audited Consolidated Financial Statements for the Financial Year Ended March 31, 2026

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Statutory Auditors thereon.

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

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Statutory Auditors thereon, as circulated to the Members and laid before the Meeting, be and are hereby received, considered and adopted."

ITEM NO. 3
Re-Appointment of Mr. Yashpal Singh Yadav as Director, Liable to Retire by Rotation

To appoint a Director in place of **Mr. Yashpal Singh Yadav (DIN: 00859217)**, who retires by rotation in accordance with Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made thereunder, read with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, Mr. Yashpal Singh Yadav (DIN: 00859217), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

ITEM NO. 4
Adoption of New Set of Memorandum of Association and Articles of Association of the Company in conformity with the Companies Act, 2013

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 14 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Rules made thereunder, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded for adoption of a new set of Memorandum of Association ("MOA") and Articles of Association ("AOA") of the Company in substitution of, and to the exclusion of, the existing MOA and AOA of the Company, so as to align the constitutional documents of the Company with the provisions of the Companies Act, 2013, the Rules made thereunder and the applicable provisions of the SEBI Listing Regulations.

RESOLVED FURTHER THAT the draft of the new set of MOA and AOA, as placed before the Meeting and initialled by the Chairman for the purpose of identification, be and are hereby approved and adopted as the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company ("Board"), including any Committee thereof, and the Company Secretary & Compliance Officer , be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents, deeds, instruments and writings as may be necessary, desirable or expedient, and to make such applications, filings and submissions with the Registrar of Companies, Stock Exchange(s) and such other statutory, regulatory or governmental authorities as may be required, and to make such modifications, alterations or corrections to the proposed MOA and AOA as may be required by any competent authority, for the purpose of giving effect to this Resolution."

ITEM NO. 5
Appointment of Secretarial Auditor

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and other applicable laws, rules, regulations and circulars, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, M/s Anju Panday & Associates, Company Secretaries (Membership No. A63482 and Certificate of Practice No. 23874), having Firm Registration No. S2023DE950400 and Peer Review No. 4814/2023, who were appointed by the Board of Directors at its meeting held on May 05, 2026 to fill the casual vacancy arising consequent upon the demise of the erstwhile Secretarial Auditor, be and are hereby appointed as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years commencing from the financial year 2026–27 and ending with the financial year 2030–31, to conduct the Secretarial Audit of the Company and issue the Secretarial Audit Report and such other reports and certificates as may be required under the applicable provisions of the Act, the SEBI Listing Regulations and other applicable laws, at such remuneration and on such terms and conditions as may be determined by the Board of Directors in consultation with the Secretarial Auditor.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, and the Company Secretary & Compliance Officer be and are hereby severally authorised to do all such acts, deeds, matters and things, execute all such documents, filings and submissions, and take all such steps as may be necessary, desirable or expedient to give effect to this Resolution."

ITEM NO. 6
Appointment of Mr. Govind Singh Sandhu as Director

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, **Mr. Govind Singh Sandhu (DIN: 08808332),** who was appointed as an Additional Director of the Company by the Board of Directors with effect from May 05, 2026 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

ITEM NO. 7
Approval for Variation in the Objects of Utilisation of IPO Proceeds

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:
"RESOLVED THAT pursuant to the provisions of Section 27 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), Regulation 32 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and other applicable laws, rules, regulations, circulars, notifications and guidelines, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions, consents and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded for variation in the objects of utilisation of the IPO proceeds of the Company, as disclosed in the Prospectus of the Company.

RESOLVED FURTHER THAT the amount of **₹10.80 Crores**, originally proposed to be utilised towards setting up of a Biomass Project in Yara Green Energy Private Limited, a subsidiary of the Company, together with the working capital requirements incidental thereto, be and is hereby permitted to be utilised towards the development and implementation of the project for manufacture of Biodegradable Tableware and Packaging Materials, comprising the following:

(a) ₹2.00 Crores towards setting up of a Pilot Project Plant, including expenditure towards associated plant and machinery, infrastructure, utilities and other related requirements;
(b) ₹2.00 Crores towards meeting the working capital requirements of the Pilot Project; and
(c) ₹6.80 Crores towards setting up and development of facilities for the manufacture of Biodegradable Tableware and Packaging Materials, including expenditure towards associated plant and machinery, infrastructure, utilities and other related requirements.

RESOLVED FURTHER THAT the Board of Directors of the Company ("Board"), including any Committee thereof, and the Managing Director and the Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, and to execute all such documents, applications, writings and instruments as may be necessary, desirable or expedient, and to make such filings, disclosures and submissions with the Stock Exchange(s), Registrar of Companies, SEBI and/or any other statutory, regulatory or governmental authority as may be required, and to take all such steps as may be necessary, desirable or incidental for giving effect to this Resolution."

BY ORDER OF THE BOARD OF DIRECTORS
For Anya Polytech & Fertilizers Limited

Sd/-
Aayushee Bhatia
Company Secretary & Compliance Officer
ACS: 52545

Date: August 31, 2026
Place: New Delhi

NOTES:

1. A Statement setting out the material facts pursuant to Section 102(1) of the Companies Act, 2013 ("Act"), in respect of the Special Businesses set out at Item Nos. 4, 5 and 7 of the accompanying Notice is annexed hereto. The relevant details as required under the applicable provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") in respect of the appointment/re-appointment of Directors proposed at Item Nos. 3 and 6 are also provided in the accompanying Notice.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY FILLED, STAMPED, SIGNED AND SHOULD BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, PARTNERSHIP FIRMS, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTION / AUTHORITY AS APPLICABLE, ISSUED ON BEHALF OF THE APPOINTING ORGANISATION. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. 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 MEMBER. THE PROXYHOLDER SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING. IN CASE OF JOINT HOLDERS ATTENDING THE MEETING, ONLY SUCH JOINT HOLDER WHO IS HIGHER IN THE ORDER OF NAMES WILL BE ENTITLED TO VOTE.

3. Members / Proxies / Representatives are requested to bring the attendance slip, annexed herewith for attending the meeting, duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.

4. The Annual Report of the Company for the financial year ended 31st March 2026 along with Notice, process and manner of remote e-voting, Attendance Slip and Proxy form are being sent by e-mail to those Members who have registered their e-mail address with Company's Registrar and Share Transfer Agents viz Skyline Financial Services Private Limited ("RTA") or with their respective Depository Participant ("DP"). A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to shareholders who have not registered their email address with the Company's RTA or DP. For convenience of Members, route map of the venue of the AGM is enclosed in this Annual Report.

5. Only Members / Proxies / Representatives / Invitees of the Company are permitted to attend the Meeting at the venue. Attendance of any other individuals, including relatives and acquaintances accompanying Members, is strictly prohibited.

6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act and relevant documents referred to in this Notice of AGM and explanatory statement will be available for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members on all working days between 10.00 a.m. IST to 5.00 p.m. IST from the date of circulation of this Notice up to the date of AGM, i.e. 29th September 2026. Members seeking to inspect such documents can send an e-mail to secretarial@apfl.in.

7. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 23rd September 2026 to Tuesday, 29th September 2026 (both days inclusive) for ascertaining entitlement of Members eligible to receive the dividend if declared in the meeting.

8. In continuation with the MCA General Circulars No. 20/2020 dated May 5, 2020, SEBI Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated Jan 15, 2021 and in accordance with the General Circular No. 09/2024 dated Sep 19, 2024 SEBI/HO/CFD/ PoD-2 PCIR/2024/133 dated Oct 3, 2024 the financial statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the financial year

ended 31st March 2026 pursuant to Section 136 of the Act and 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 e-mail addresses are registered with the Company / or the Depository Participant(s). A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to shareholders who have not registered their email address with the Company's RTA or DP. The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Members who are desirous of obtaining hard copy of the Annual Report should send a request to the Company's e-mail id viz., secretarial@apfl.in clearly mentioning their Folio number / DP ID and Client ID. A copy of the Notice of this AGM along with integrated Annual Report for the FY 2025-26 is available on the website of the Company at www.apfl.in , website of the Stock Exchanges where the shares of the Company are listed i.e. National Stock Exchange of India Limited at www.nseindia.com respectively.

9. Members who are attending the meeting in person and would like to express their views/have questions, may register themselves as a speaker by sending their request in advance mentioning their name, demat account number/ folio number, e-mail id, mobile number at +91- 9818456709 from the date of this notice up to 25th September 2026 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Members are requested to share their questions if any in advance on secretarial@apfl.in . In case of any query and/or help, in respect of attending AGM kindly contact the Company at secretarial@apfl.in , or Mr. Virender Kumar Rana, Director, Skyline Financial Services Private Limited at D-153/A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 or at the email ID admin@skylinerta.com or on phone No.: +91-11-40450193-96 or call Skyline Financial Services Private Limited toll free No.: 011-40450193 to 011-40450197 for any further clarifications.

10. Members holding shares in physical form, whose folio(s) lack PAN, Contact Details, Mobile Number, Bank Account Details, or updated Specimen Signature, will only be eligible for any payment, including dividends, interest, or redemption, through electronic mode from April 01, 2024, as per SEBI directives. Therefore, Members holding shares in physical form are requested to update the mentioned details by completing the appropriate ISR forms with the RTA to ensure receipt of dividends.

11. The Members may send their complaints/queries, if any to the Company's RTA at e-mail id: admin@skylinerta.com or to the Company's designated/exclusive e-mail id: secretarial@apfl.in .

12. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to Skyline Financial Services Private Limited at the aforementioned address. Members holding shares in electronic form may contact their respective DP for availing this facility.

13. Other Instructions:

i. 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 i.e. Tuesday, 22nd September 2026;

ii. The Board of Directors has appointed Ms. Anju Panday, (Membership No. A63482 and Certificate of Practice No. 23874), Practicing Company Secretary, Delhi as the Scrutinizer to scrutinize the voting process in a fair and transparent manner;

iii. The scrutinizer shall immediately after the conclusion of voting at the general meeting, count the votes cast at the meeting and votes cast through remote e-voting in the presence of at least two witnesses who are not in the Employment of the Company and within a period not exceeding two working days from the conclusion of the meeting, submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by the Chairman in writing for counter signature;

iv. The Results shall be declared either by the Chairman or the person authorized by the Chairman in writing and the resolutions will be deemed to have been passed on the AGM date subject to receipt of the requisite number of votes in favour thereof;

v. Promptly after declaration of results, the same shall be placed along with the Scrutinizer's Report on the Company's website at www.apfl.in and communicated to National Stock Exchange of India Limited, where the shares of the Company are listed for placing the same in their website;

vi. A person who is not a member as on the cut-off date, should treat this Notice for information purpose only.

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

The remote e-voting period begins on Saturday, 26th September 2026 at 09:00 A.M. and ends on Monday, 28th September 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22nd September 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 22nd September 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:

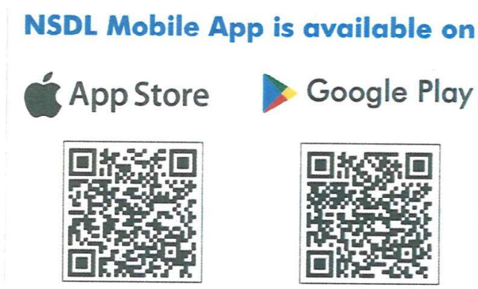
Step 1: Access to NSDL e-Voting system

(A) Login method for e-Voting 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. 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 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 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
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 e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 48867000
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. 1800-21-09911

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. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. 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 whose voting cycle 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 anjupanday1991@gmail.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 : 022 - 4886 7000 or send a request to (Mr. Aman Goyal- Deputy Manager) 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 secretarial@apfl.in .
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 secretarial@apfl.in If you are an Individual shareholders 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 for Individual shareholders holding securities in demat mode**.
3. 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.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory Statement sets out the material facts relating to the Special Businesses proposed to be transacted at the 15th Annual General Meeting of the Company.

ITEM NO. 4
Adoption of New Set of Memorandum of Association and Articles of Association of the Company

The Company was incorporated under the provisions of the Companies Act, 1956, and its existing constitutional documents were framed in accordance with the provisions applicable at the time of its incorporation and have been amended from time to time.

With the enactment of the Companies Act, 2013 ("Act") and the Rules made thereunder, together with subsequent amendments thereto, and considering the applicability of the regulatory framework governing listed entities, the Board of Directors of the Company considered it appropriate to undertake a comprehensive review of the existing Memorandum of Association ("MOA") and Articles of Association ("AOA") of the Company.

Accordingly, the Board proposes to adopt a new set of MOA and AOA in conformity with the applicable provisions of the Companies Act, 2013, the Rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time.

The proposed new set of MOA and AOA, inter alia, incorporates the applicable provisions of the Companies Act, 2013 and consequential changes arising from the Company's status as a public listed company and supersedes the corresponding provisions contained in the existing constitutional documents.

The proposed new set of constitutional documents has been prepared with a view to:
- align the MOA and AOA with the provisions of the Companies Act, 2013 and the Rules made thereunder;
- incorporate provisions applicable to a public limited company and, wherever applicable, a listed entity;
- remove provisions which are inconsistent with, obsolete or redundant under the prevailing legal and regulatory framework;
- incorporate appropriate provisions relating to the management and administration of the Company; and
- ensure consistency of the Company's constitutional documents with the applicable statutory and regulatory requirements.

The proposed new MOA and AOA shall replace and supersede the existing MOA and AOA of the Company upon obtaining the requisite approval of the Members and completion of the applicable statutory and regulatory filings and compliances.

The draft of the proposed new MOA and AOA will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the AGM. The same shall also be made available electronically in accordance with applicable law.

Interest of Directors, Key Managerial Personnel and their Relatives
None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

Board's Recommendation
The Board of Directors of the Company is of the opinion that the proposed adoption of the new set of MOA and AOA is in the best interests of the Company and its Members and accordingly recommends the Resolution set out at **Item No. 4** of the accompanying Notice for approval of the Members by way of a Special Resolution.

ITEM NO. 5
Appointment of Secretarial Auditor

The Company is required to undertake Secretarial Audit in accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 ("Act"), read with the Rules made thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time.

The erstwhile Secretarial Auditor of the Company unfortunately passed away, resulting in a casual vacancy in the office of the Secretarial Auditor. Accordingly, the Board of Directors of the Company, at its meeting held on May 05, 2026, appointed M/s Anju Panday & Associates, Company Secretaries, to fill the said casual vacancy and to conduct the Secretarial Audit of the Company for the financial year 2025–26, in accordance with the applicable provisions of law.

M/s Anju Panday & Associates, Company Secretaries (Membership No. A63482 and Certificate of Practice No. 23874), having Firm Registration No. S2023DE950400 and Peer Review No. 4814/2023, is a Peer Reviewed Company Secretary and is eligible for appointment as Secretarial Auditor of the Company in accordance with the applicable provisions of Regulation 24A of the SEBI Listing Regulations.

The Board of Directors, after considering the professional credentials, experience, expertise and suitability of M/s Anju Panday & Associates, has recommended the appointment of M/s Anju Panday & Associates as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years commencing from the financial year 2026–27 and ending with the financial year 2030–31, subject to the approval of the Members of the Company.

The Secretarial Auditor shall conduct the Secretarial Audit of the Company and issue the Secretarial Audit Report and such other reports and certificates as may be required under the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and other applicable laws.

The remuneration and other terms and conditions of appointment of the Secretarial Auditor shall be determined by the Board of Directors in consultation with the Secretarial Auditor and in accordance with the applicable provisions of law.

The Board of Directors is of the view that M/s Anju Panday & Associates possesses the requisite professional competence and experience for undertaking the Secretarial Audit of the Company and that their appointment as Secretarial Auditor would be in the best interests of the Company and its Members.

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

Board's Recommendation
The Board of Directors of the Company is of the opinion that the proposed appointment of M/s Anju Panday & Associates, Company Secretaries, as Secretarial Auditor of the Company for the aforesaid term is in the best interests of the Company and its Members and accordingly recommends the Resolution set out at **Item No. 5** of the accompanying Notice for approval of the Members by way of a Special Resolution.

ITEM NO. 6
Appointment of Mr. Govind Singh Sandhu as Director

Mr. **Govind Singh Sandhu (DIN: 08808332)** was appointed as an Additional Director of the Company by the Board of Directors with effect from May 05, 2026, based on the recommendation of the Nomination and Remuneration Committee, pursuant to the provisions of Section 161 of the Companies Act, 2013 ("Act"). In accordance with the provisions of Section 161 of the Act, he holds office up to the date of the ensuing Annual General Meeting.

The Company has received the requisite notice in writing under Section 160 of the Act proposing the candidature of Mr. Govind Singh Sandhu for appointment as a Director of the Company. Mr. Govind Singh Sandhu, aged 29 years, holds a Bachelor of Arts (Honours) in History from Khalsa College, University of Delhi. He has experience in agribusiness development and farmer-centric initiatives, with a focus on agricultural supply chain efficiency, agri-input accessibility and crop diversification.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and after considering his knowledge, experience and expertise, is of the view that his association with the Board would be beneficial to the Company and its stakeholders. Accordingly, the Board has recommended his appointment as a Director of the Company, liable to retire by rotation, subject to the approval of the Members.

Mr. Govind Singh Sandhu has furnished his consent to act as a Director pursuant to Section 152(5) of the Act and has confirmed that he is not disqualified from being appointed as a Director under the Companies Act, 2013. He has further confirmed that he has not incurred any disqualification under Section 164(2) of the Act and that no order has been passed by any Court, Tribunal, SEBI or any other regulatory authority restraining, prohibiting or debarring him from acting as a Director.

Details of Mr. Govind Singh Sandhu

Particulars	Details
Name	Mr. Govind Singh Sandhu
DIN	08808332
Date of Birth	25 July 1997
Date of First Appointment on the Board	May 05, 2026
Qualification	Bachelor of Arts (Honours) in History from Khalsa College, University of Delhi
Brief Profile / Expertise	Experience in agribusiness development and farmer-centric initiatives, with a focus on agricultural supply chain efficiency, agri-input accessibility and crop diversification
Terms and Conditions of Appointment	Appointment as Director, liable to retire by rotation
Directorships in Other Companies	Lunara Meadows Private Limited – Director *(Unlisted Company)*
Membership / Chairmanship of Committees of Other Companies	None
Directorships in Listed Entities	None
Membership / Chairmanship of Committees of Listed Entities	None
Shareholding in the Company	405000 Equity Shares as on August 28, 2026
Relationship with other Directors / Key Managerial Personnel	None

Mr. Govind Singh Sandhu is presently a Director of Lunara Meadows Private Limited, an unlisted company. He does not hold any membership or chairmanship of committees of the said company and does not hold any directorship or committee position in any listed entity.

Interest of Directors, Key Managerial Personnel and their Relatives

Mr. Govind Singh Sandhu is concerned or interested in the proposed Resolution, to the extent of his appointment as a Director of the Company and his shareholding in the Company. As disclosed by him, Mr. Govind Singh Sandhu does not have any relationship with any of the other Directors or Key Managerial Personnel of the Company.
None of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution.

Board's Recommendation
The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that the appointment of Mr. Govind Singh Sandhu as a Director of the Company would be in the best interests of the Company and its Members and accordingly recommends the Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members by way of an Ordinary Resolution.

ITEM NO. 7
Variation in Objects of Utilisation of IPO Proceeds

The Company had raised funds through its Initial Public Offer ("IPO") and, as disclosed in the Prospectus of the Company, an amount of ₹10.80 Crores was originally proposed to be utilised towards setting up of a Biomass Project in Yara Green Energy Private Limited, a subsidiary of the Company, together with the working capital requirements incidental thereto.

During the course of evaluating the proposed utilisation of the IPO proceeds, and considering the business opportunities, commercial viability and future growth prospects available to the Company, the Board of Directors has considered it appropriate to revise the proposed utilisation of the aforesaid amount of ₹10.80 Crores. Accordingly, the Board proposes to utilise the said ₹10.80 Crores towards the development and implementation of a project for manufacture of Biodegradable Tableware and Packaging Materials. The revised utilisation is intended to cover the setting up of a Pilot Project Plant, working capital requirements of the Pilot Project and the development of manufacturing facilities for Biodegradable Tableware and Packaging Materials.

The proposed revised utilisation of the amount of ₹10.80 Crores is as follows:

S.No.	Particulars	Amount (₹ Crores)
1.	Setting up of a Pilot Project Plant, including associated plant and machinery, infrastructure, utilities and other related requirements	2.00
2.	Working capital requirements of the Pilot Project	2.00
3.	Setting up and development of facilities for manufacture of Biodegradable Tableware and Packaging Materials, including associated plant and machinery, infrastructure, utilities and other related requirements	6.80
	Total	**10.80**

The proposed variation is intended to enable the Company to deploy the IPO proceeds towards a project which, in the assessment of the Board, offers suitable business potential and is aligned with the Company's proposed growth and diversification plans.

The proposed utilisation will facilitate the development of the requisite infrastructure and manufacturing capabilities, including the Pilot Project Plant, plant and machinery, utilities and other related requirements, as well as provide the necessary working capital for implementation and operations of the Pilot Project.

The Board is of the view that the proposed variation in the objects of utilisation of the IPO proceeds is in the best interests of the Company and its Members and will enable the Company to deploy the funds in a manner considered appropriate for achieving its business objectives and supporting its future growth.

Interest of Directors, Key Managerial Personnel and their Relatives
None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

Board's Recommendation
The Board of Directors is of the opinion that the proposed variation in the objects of utilisation of the IPO proceeds is in the best interests of the Company and its Members and accordingly recommends the Resolution set out at **Item No. 7** of the accompanying Notice for approval of the Members by way of a Special Resolution.

ANNEXURE TO THE NOTICE
INFORMATION OF DIRECTOR SEEKING RE-APPOINTMENT / APPOINTMENT

A. Mr. Yashpal Singh Yadav (DIN: 00859217)

Particulars	Details
Name	Mr. Yashpal Singh Yadav
DIN	00859217
Designation	Managing Director
Date of First Appointment	27 September 2011
Date of Birth	21st July 1984
Qualification	B.Tech, MBA
Brief Resume and Nature of Expertise	Mr. Yashpal Singh Yadav holds a B.Tech degree along with an MBA and possesses extensive experience in general management, strategic planning, business development, and corporate affairs. Associated with the Company since September 2011 as Managing Director, he plays a pivotal role in guiding overall business operations, strategic direction, and corporate expansion.
Directorships in Other Companies	8
Committee Memberships / Chairmanships	• **Audit Committee:** Member • **Stakeholders' Relationship Committee:** Member • **Corporate Social Responsibility Committee:** Member
Listed Entities from which resigned during preceding 3 years	**Nil**
Shareholding in the Company	26927607 Equity Shares as on August 28, 2026
Relationship with other Directors/KMP	Save and except **Mr. Tej Pal Singh,** Director of the Company, and his relatives, none of the other Directors, Key Managerial Personnel or their respective relatives is interested or concerned, financially or otherwise, in the proposed Resolution set out at **Item No. 3**.
Number of Board Meetings attended	• **FY 2025–26:** 7 Meetings • **FY 2026–27:** 3 Meetings *(up to the date of Notice)*
Remuneration	₹ 29,80,833/- *(Rupees Twenty-Nine Lakhs Eighty Thousand Eight Hundred Thirty-Three Only)* per annum

B. Mr. Govind Singh Sandhu (DIN: 08808332)

Particulars	**Details**
Name	Mr. Govind Singh Sandhu
DIN	08808332
Designation	Director
Date of Appointment	May 05, 2026
Date of Birth	25 July 1997
Qualification	Bachelor of Arts (Honours) in History from Khalsa College, University of Delhi
Brief Resume and Nature of Expertise	Mr. Govind Singh Sandhu possesses extensive experience in agribusiness development, agricultural supply chain management, agri-input accessibility, and crop diversification strategies, with a strong focus on driving farmer-centric initiatives.
Directorships in Other Companies	Lunara Meadows Private Limited – Director *(Unlisted Company)*
Committee Memberships / Chairmanships	Nil
Listed Entities from which resigned during preceding 3 years	Nil
Shareholding in the Company	405000 Equity Shares as on August 28, 2026
Relationship with other Directors/KMP	None
Number of Board Meetings attended	2 (Two) meetings held post his appointment on May 05, 2026
Remuneration proposed	Sitting fees and reimbursement of out-of-pocket expenses for attending meetings of the Board/Committees, as per the Company's policy.