

RAGHUVANSH AGROFARMS LIMITED

Registered Office: Shop No.2, Ground Floor, Property No.A-34, Gali No.02, Madhu Vihar, Delhi-110092

Email: raghuvanshagro@gmail.com, rafl666@rediffmail.com

CIN: L40300DL1996PLC258176 **Website:** www.raghuvanshagro.com



POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013, read with Rule 22(1) of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

Notice is hereby given that, Pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("the rules") Secretarial Standard-2 on General Meeting (the "SS-2"), and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and other applicable laws and regulations, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"). The resolutions appended to this notice are proposed to be passed by the members as Special Resolutions by means of Postal ballot only through remote electronic voting (remote e-voting). Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to section 102(1) of the Companies Act, 2013 read with applicable regulations of SEBI (LODR) Regulations 2015 setting out the information and material facts, is appended herewith for your consideration.

Pursuant to the MCA Circular No. 14/2020 dated 8th April 2020, Circular No. 17/2020 dated 13th April 2020 read with other relevant circulars, including General Circular No. 03/2025 dated 22nd September 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated 3rd October 2024 ("SEBI Circular"), this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories/RTA. If your e-mail address is not registered with the Company/Depositories/RTA, please follow the process provided in the notes to receive this Postal Ballot Notice. The communication of the assent or dissent of the members would only take place through the remote e-voting system.

The Board of Directors of the Company proposes to obtain the consent of the shareholders by way of Postal Ballot for the matters as considered in the Resolutions appended below. Proposed resolutions, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013, setting out the information and material facts, are appended herewith for your consideration.

In light of the MCA Circulars, for remote e-voting and for this postal ballot, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email addresses and in consequence to whom the remote e-voting notice could not be serviced, may temporarily get their e-mail addresses registered with the Company by email through their registered email address to raghuvanshagro@gmail.com, providing requisite details like Name of Shareholder, PAN No., DP/Client ID, folio no. and certificate no (in case of physical shareholding). Member who does not receive the Postal Ballot Notice may send an e-mail to raghuvanshagro@gmail.com and obtain a copy of Postal Ballot Notice.

The Company has engaged the services of National Security Depository Limited (NSDL) to provide remote e-voting facility to the Members of the Company. Shareholders are requested to carefully read the instructions indicated in this Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders are requested to follow the procedure as stated in the notes and instructions for casting their votes through NSDL e-Voting system.

The remote e-voting facility is available at the link: www.evoting.nsdl.com from Monday, February 23, 2026 (09:00 A.M.) and will end on Wednesday, March 25, 2026 (05:00 P.M.). Please refer to the instructions for casting votes by remote e-voting at the end of this Notice for the purpose and the manner in which e-voting has to be carried out. Only members entitled to vote (Refer to Point 8 of the Notes attached with this notice) are entitled to vote through the remote e-voting facility provided by the Company through NSDL.

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Members who wish to inspect the documents are requested to send an e-mail to raghuvanshagro@gmail.com mentioning their name, Folio No. / Client ID and DP ID, and the documents they wish to inspect in this regard.

Pursuant to Rule 22(5) of the "Rules", the Board of Directors of the Company (the "Board"), has appointed FCS VAIBHAV AGNIHOTRI, Company Secretary in Practice bearing CP No.: 21596, as Scrutinizer for conducting the Postal Ballot and remote e-voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman or any other person authorized by him after completion of the scrutiny of Postal Ballots and e-voting on or before 5.00 p.m. on Thursday, March 26, 2026 at the Corporate Office of the company at Cabin No.:33, Rear to Padam Tower-I, 01st Floor, 14/113, Civil Lines, Kanpur-01, U.P. The said results will also be displayed at the notice board of the Registered Office of the Company, intimated to the BSE Ltd (BSE) where the Company's Shares are listed and displayed on the website of the Company i.e. www.raghuvanshagro.com

ITEM OF BUSINESS REQUIRING CONSENT OF SHAREHOLDERS THROUGH POSTAL BALLOT:

SPECIAL BUSINESSES

RESOLUTION 1: SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE NATIONAL CAPITAL TERRITORY (NCT) OF DELHI TO KANPUR IN THE "STATE OF UTTAR PRADESH".

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

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("Act, 2013") read with the rules framed thereunder ("Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of Central Government (Powers delegated to Regional Director), and such other approvals, permissions and sanctions as may be required under the provisions of the Act, 2013 or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the "National Capital Territory (NCT) of Delhi" to "Uttar Pradesh".

RESOLVED FURTHER THAT Mr. Subodh Agarwal, (DIN:. 00122844), Managing Director and/or Mrs. Renu Agarwal (DIN; 01767959) Director and/or Mr. Rajit Verma, Company Secretary of the Company be and are hereby Jointly and severally authorized to make necessary application to the Central Government, Regional Director, Registrar of Companies and other regulatory authorities in this matter, to appear or appoint the counsel to appear before them, to make any modifications, changes, variations, alterations or revisions stipulated by the concerned authorities while according approval or consent, and to do all such acts, deeds, matters and things as may be necessary/incidental/ancillary to give effect to this resolution including execution/signing/filing of necessary forms/documents/affidavits/indemnity/undertakings/declarations as may be required, from time to time.

RESOLVED FURTHER THAT Mr. Subodh Agarwal (DIN:. 00122844), Managing Director of the company of the Company be and is hereby authorized to engage counsels/consultants/executives/advisors to represent the Company and appear on its behalf before the Central Government, Regional Director, Registrar of Companies, and other regulatory authorities in this matter and obtain the necessary directions and/or Order(s) upon confirmation by the concerned Regulatory Authority and do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution including but not limited to signing, certification and filing of the e-Forms with the Registrar of Companies."

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RESOLUTION 2: APPROVAL FOR ALTERATION OF MEMORANDUM OF ASSOCIATION PURSUANT TO THE SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM NATIONAL CAPITAL TERRITORY (NCT) OF DELHI TO UTTAR PRADESH

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

“RESOLVED THAT subject to the confirmation/approval and pursuant to section 13 and all other applicable provisions of the Companies Act 2013, the consent of the members of the Company be and is hereby accorded to substitute Clause II of the Memorandum of Association by the following clause:”

‘2. The registered office of the Company will be situated in the State of UTTAR PRADESH’

RESOLVED FURTHER THAT Mr Subodh Agarwal, (DIN:00122844) Managing Director and/or Mrs. Renu Agarwal (DIN; 01767959) Director and/or Mr. Rajit Verma, Company Secretary of the Company be and are hereby jointly and severally authorized to assist and execute the application for shifting of registered office and to do all such acts, deeds, or things as may be considered necessary for the purposes of filing the aforesaid petition and disposal thereof, including making corrections and alterations in the requisite documents.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize the address of Registered Office of the Company in Uttar Pradesh, as they may consider appropriate.

For RAGHUVANSH AGROFARMS LIMITED

Date: 17.02.2026

Place: Kanpur

Rajit Verma
(Company Secretary)
M. No.:A36199

NOTES:

1. Pursuant to Section 102(1) of the Companies Act 2013 and Secretarial Standard 2 on General Meeting, an explanatory Statement setting out material facts relating to the proposed resolutions are appended to this notice.
2. The Postal Ballot Notice is being sent only by e-mail to those members who have registered their e-mail address with their Depository Participant(s) (‘DPs’) or with Skyline Financial Services Pvt Ltd, Registrar and Share Transfer Agent of the Company (‘Skyline Financial’) and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (‘NSDL’)/Central Depository Services (India) Limited (‘CDSL’) as on Friday, 13th February, 2026 (‘Cut-off date’) in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and General Circular Nos. 14/2020 dated 8th April 2020, Circular No. 17/2020 dated 13th April 2020 read with other relevant circulars, including General Circular No. 03/2025 dated 22 September 2025, respectively, issued by the Ministry of Corporate Affairs, Government of India (‘MCA Circulars’) and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 (‘SEBI Circular’). In accordance with the aforesaid MCA Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of remote e-voting only.

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3. In compliance with the provisions of Sections 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility to all members of the Company. The Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating remote e-voting.
4. This notice is sent to all the Members whose names appear in the Register of Members / Record of Depositories as on Friday, 13th February, 2026 by email to those members who have registered their email IDs with the Company / Depository. Voting rights shall be reckoned in proportion to the number of shares registered in the name(s) of Members as on Friday, 13th February, 2026. Member who does not receive the postal ballot notice may send an email to raghuvanshagro@gmail.com or may apply to NSDL at evoting@nsdl.co.in and obtain a copy of postal ballot notice. The copy of postal ballot notice may also be downloaded from website of Company at www.raghuvanshagro.com and website of e-Voting Agency at www.evoting.nsdl.com.
5. Any query/grievance may please be addressed to raghuvanshagro@gmail.com, Managing Director with respect to the voting by remote electronic means at: Email id: raghuvanshagro@gmail.com or to NSDL at evoting@nsdl.co.in.
6. The Shareholders are requested to note that 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.
7. The members have to vote through remote e-voting platform only.
8. The Portal for remote E-voting will remain open for the Members for exercising their votes during Monday, February 23, 2026 (09:00 A.M.) and will end on Wednesday, March 25, 2026 (05:00 P.M.). (Both days inclusive). During this period, the Members of the Company holding equity shares either in physical form or dematerialised form, as on Friday, February 13, 2026 (cut-off date), may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again. Please note that remote E-voting module shall be disabled for voting by NSDL after the last date and time.
9. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.
10. The Scrutinizer's decision on the validity of the voting shall be final.
11. A copy of the Postal Ballot Notice is also available on the website of the Company Website www.raghuvanshagro.com and e-voting website viz. www.evoting.nsdl.com and at the corporate announcement sections of the websites of the Bombay Stock Exchange Limited on which the equity shares of the Company are listed.
12. The Board of Directors have appointed **CS Vaibhav Agnihotri**, Company Secretary in Practice (CP No.: 21596) as Scrutinizer for conducting the Postal Ballot and remote e-voting process in a fair and transparent manner and to receive and scrutinize the votes received through remote e-voting platform. After completion of the scrutiny of votes received, the scrutinizer will submit the report to the Chairman of the Company.
13. The Resolutions will be taken as passed effectively on Wednesday, March 25, 2026, being last date for voting, if the result of the voting indicates that the requisite votes, as required for Special resolution, have been received in favour of the Resolution. The result of the voting will be declared on Thursday, March 26, 2026 at the Registered Office of the Company. The result of the voting will also be posted on the Company's website at www.raghuvanshagro.com and communicated on the same day to stock exchange, registrar and share transfer agent and e-voting agency.
14. Resolutions approved by the members through Postal Ballots /remote e-voting are deemed to have been passed effectively at a General Meeting of the Members.

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15. The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies and has issued circulars stating that service of notice /documents can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to give their consent by providing their e-mail addresses to the Company or to Skyline Financial Services Pvt. Ltd., Registrar and Share Transfer Agent of the Company.
16. Record date (cut-off date) prescribed for this purpose is Friday, 13th February 2026 to reckon voting rights of members and paid up value of equity shares. Any person who is not a member on the said date should treat the Notice for information purpose only.

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INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING

The remote e-voting period begins on **Monday, February 23, 2026 (09:00 A.M.) and will end on Wednesday, March 25, 2026 (05:00 P.M.)** The remote e-voting module shall be disabled by NSDL for voting thereafter. Members, whose names appear in the Register of Members / Beneficial Owners as on the **cut-off date i.e. Friday, February 13, 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 **Friday, February 13, 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	- 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 - 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. - Shareholders/Members can also download NSDL Mobile App “NSDL

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Type of shareholders	Login Method
	Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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. 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	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you 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 options available against company name or e-Voting service provider-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.

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Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID

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for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

STEP 2. CAST YOUR VOTE ELECTRONICALLY 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.
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 raghuvanshagro@gmail.com with a copy marked to evoting@nsdl.co.in.
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.

CONTACT DETAILS

Corp. Office: Cabin No.:33, Rear to Padam Tower-I, 01st Floor, 14/113, Civil Lines, Kanpur-01, U.P.

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Company	Company Name: RAGHUVANSH AGROFARMS LIMITED Communication Add: Cabin No.:33, Rear to Padam Tower-I, 01st Floor, 14/113, Civil Lines, Kanpur-01, U.P. Email: raghuvanshagro@gmail.com Web: www.raghuvanshagro.com
Registrar and Transfer Agent	Skyline Financial Services Pvt Ltd, D-153A, 1st Floor Okhla Industrial Area, Phase-1, New Delhi-110020. Tel.: +91-11-40450193-97, 26812682-83, CIN: U74899DL1995PTCO71324 Email: info@skylinerta.com, Website: www.skylinerta.com
E-Voting Agency & VC / OAVM	Email: evoting@nsdl.co.in NSDL help desk: 1800 1020 990 and 1800 22 44 30 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
Scrutinizer	Mr. Vaibhav Agnihotri (Company Secretary in Practice) Contact Person: Mr. Vaibhav Agnihotri Email: fcsvaibhav@gmail.com M. No.: 9839104031

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.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email 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 raghuvanshagro@gmail.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 raghuvanshagro@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

RAGHUVANSH AGROFARMS LIMITED

Registered Office: Shop No.2, Ground Floor, Property No.A-34, Gali No.02, Madhu Vihar, Delhi-110092

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CIN: L40300DL1996PLC258176 **Website:** www.raghuvanshagro.com



The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 read with Secretarial Standard-2 on General Meetings, setting out all material facts and reasons in respect of the resolutions proposed in this Notice, dated 17th February, 2026

Item No.1& 2

Presently, registered office of the company is situated in the National Capital Territory (NCT) of Delhi at Shop No.2, Ground Floor, Property No.A-34, Gali No.02, Madhu Vihar, East Delhi, Delhi, India, 110092.

The Board of Directors of the Company at their meeting held on February 17, 2026 has approved to shift the Registered Office of the Company from the National Capital Territory (NCT) of Delhi to Kanpur, Uttar Pradesh, with a view to achieving greater operational and administrative efficiency. The principal business operations of the Company are being carried out from Kanpur, Uttar Pradesh, and the proposed shifting will enable better coordination with management, operational teams, and statutory authorities.

Further, the relocation is expected to result in cost optimization, improved decision-making, and more effective supervision of business activities. The Board is of the opinion that the proposed shifting will be in the best interests of the Company and its stakeholders and will not be prejudicial to the interests of any employee, creditor, shareholder or any other stake holder of the Company.

In terms of Section 12, 13, 110 and other applicable provisions of the Act, 2013 read with Rules made thereunder, such shifting of Registered Office from one state to another and consequent alteration of the Memorandum of Association ("MOA") requires the approval of the Members of the Company by way of Special Resolution and approval of the Central Government (power delegated to Regional Director).

Accordingly, approval of the members is sought by way of Postal Ballot through Remote e-voting for shifting of the Registered Office of the Company from the National Capital Territory (NCT) of Delhi to Kanpur in State of Uttar Pradesh and consequently for altering Clause II of the Memorandum of Association of the Company to reflect that the registered office of the Company be situated in Uttar Pradesh. The existing MOA of the Company as well as the MOA with the proposed amendments will be available for online inspection on all days except for Sunday till the last date of Remote e-voting i.e Wednesday, March 25, 2026. The documents shall also be available for inspection at the Registered Office of the Company between 03.00 P.M. to 05.00 P.M. on all days except for Sunday till the last date of Remote e-voting.

The proposed shifting of the registered office will not affect the operations of the company and there will not be any retrenchment of employees consequent to the proposed shifting in registered office of the company. The shifting of the Registered Office as aforesaid shall not, in any manner, be prejudicial to the interest of the Company, its shareholders, creditors and all other concerned party or stakeholders.

In accordance with the provisions of Section 13 of the Companies Act, 2013, and the Companies (Incorporation) Rules, 2014 (specifically Rule 30), any person whose interest is likely to be affected by the proposed alteration of the Memorandum of Association for the shifting of the Registered Office from the National Capital Territory (NCT) of Delhi to the State of Uttar Pradesh may deliver or cause to be delivered to the Regional Director (Northern Region) their objections, supported by an affidavit stating the nature of their interest and grounds of opposition.

Such objections must be filed within twenty-one (21) days from the date of the publication of the advertisement in the newspapers (Form INC-26). A copy of the objection shall also be sent to the Company at its current Registered Office situated in Delhi."

The Board of Directors recommends the resolutions set out at Postal Ballot Notice to the Members for their consideration and approval, by way of Special Resolutions.

RAGHUVANSH AGROFARMS LIMITED

Registered Office: Shop No.2, Ground Floor, Property No.A-34, Gali No.02,
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CIN: L40300DL1996PLC258176 **Website:** www.raghuvanshagro.com

None of the Directors, Key Managerial Personnel of the company and their relatives are, in any way concerned or interested, financially or otherwise, in the proposed Special Resolution, except to the extent of their shareholding in the company, if any.

For RAGHUVANSH AGROFARMS LIMITED

Date: 17.02.2026

Place: Kanpur

Rajit Verma
(Company Secretary)
M. No.:A36199