JK AGRI GENETICS ▲ LTD.

CIN: L01400WB2000PLC091286
Secretarial Office: Gulab Bhawan (Rear Wing), 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi – 110 002; **Phone:** +91 33 22487084/6181, 011 68201891/1265
Email:jkaglshareholder@jkmail.com; **Website:** www.jkagri.com

NOTICE

NOTICE is hereby given that the **26th Annual General Meeting** of the Members of **JK Agri Genetics Limited** will be held on **Friday, 31st July 2026** at **12:45 PM** Indian Standard Time ("IST") through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt - (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2026 and the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2026 and the Reports of the Auditors thereon.
2. To appoint a Director in place of Shri Kuldeep Kumar Pandit (DIN: 08381208), who retires by rotation and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit to pass, with or without modification(s), the following as a **Special Resolution:**

   "RESOLVED that pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the re-appointment of Shri Kuldeep Kumar Pandit (DIN: 08381208) as Whole-time Director with the designation "President & Director" of the Company for a period of three years with effect from 24th November 2026, be and is hereby approved on the terms and remuneration as set out in the Statement under Section 102 of the Act annexed hereto which shall be deemed to form part hereof, which in any Financial Year may exceed the limits specified in Section 197 and Schedule V of the Act and in the event of inadequacy or absence of profits under Section 197 and all other applicable provisions of the Act in any Financial Year or years during the term of his appointment, the remuneration comprising salary, performance linked incentive, perquisites, allowances and benefits as approved herein be paid as minimum remuneration to the said President & Director for a period not exceeding three years in the aggregate and the approval accorded herein shall also be deemed to be the approval by way of Special Resolution as contemplated under Section 197 read with Schedule V of the Act.

   RESOLVED FURTHER that the Chairman/ Managing Director of the Company be and hereby severally authorised to vary and/or revise the remuneration of the said Whole-time Director within the overall limits approved herein and to settle any question or difficulty in connection therewith or incidental thereto."

Regd. Office:
7, Council House Street,
Kolkata–700 001

By Order of the Board
For **JK Agri Genetics Ltd**

Date: 29th June 2026
Place : New Delhi

Anoop Singh Gusain
Company Secretary

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of Item No. 3 of the Notice set out above, is annexed hereto. The relevant details of persons seeking appointment/ re-appointment is also annexed, as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2").

2. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 20/2020 dated May 5, 2020, read with the latest General Circular No. 03/2025 dated September 22, 2025, allowed companies to conduct their Annual General Meeting ("AGM") through the VC/OAVM facility until further orders, in accordance with the requirements provided in paragraphs 3 and 4 of the said General Circular No. 20/2020 ("MCA Circulars"). The Securities and Exchange Board of India ("SEBI") has also integrated parallel relaxations under the provisions of the SEBI Master Circular for Listed Entities dated January 30, 2026. In compliance with these circulars, the provisions of the Act, and the SEBI Listing Regulations, the 26th AGM of the Company is being conducted through the VC/OAVM facility, which does not require the physical presence of Members at a common venue. The deemed venue for the 26th AGM shall be the Registered Office of the Company.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM facility pursuant to the relevant MCA and SEBI Circulars, the physical attendance of Members has been dispensed with. Accordingly, the facility for the appointment of proxies by the Members will not be available for this AGM. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Institutional/ Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who wish to attend the AGM are requested to send by email at jkaglshareholder@jkmail.com, a scanned certified true copy (PDF / JPG Format) of their respective Board or Governing Body Resolution/ Authorisation Letter etc., authorising their representative(s) to attend the AGM through VC / OAVM facility on their behalf and to vote through remote e-Voting.
5. The Members can join the AGM held through the VC/OAVM fifteen (15) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on first come first served basis. This will not include large Shareholders (holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee or the Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The Register of Director(s) and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM.

   All the relevant documents referred to in this Notice and the Statement pursuant to Section 102 of the Act shall also be available electronically for inspection without any fees by the Members from the date of circulation of this Notice up to the date of the AGM

   Members seeking to inspect such documents can send an e-mail to jkaglshareholder@jkmail.com.
7. **Dispatch of Notice of AGM and the Annual Report through electronic mode:** In compliance with the relevant MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Registrar and Share Transfer Agent ('RTA') / Depository Participant(s) (DPs) / Depositories.

   Further, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, a physical letter is being sent by the Company (providing the web-link, including the exact path where the complete details of the Annual Report and the Notice of the AGM are available) to those shareholder(s) who have not registered their e-mail addresses with the Company/ RTA/ DPs /Depositories.

   Members may note that the Notice and the Annual Report 2025-26 will also be available on the Company's website at www.jkagri.com, the website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and on the website of the Depository i.e. Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

   For receiving Notice of the AGM and the Annual Report from the Company electronically, Members who have not registered their email addresses are requested to write to the Company with details of their folio number/ DPID & Client

ID and by attaching a self-attested copy of their PAN card, to jkaglshareholder@jkmail.com or rta@alankit.com.

In case any Member is desirous of obtaining physical hard copy of the Annual Report for the Financial Year 2025-26 and the Notice of the 26th AGM of the Company, may send request to the Company's email address at jkaglshareholder@jkmail.com mentioning Folio No. & DP ID and Client ID.

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM THROUGH VC/ OAVM ARE AS FOLLOWS:

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and in terms of MCA Circular No. 03/2025 dated September 22, 2025 and the SEBI Master Circular for Listed Entities dated January 30, 2026, in relation to the e-Voting facility provided by Listed Entities, the Company is pleased to provide its Members, the facility to exercise their right to vote at the 26th AGM by electronic means and the business may be transacted through the Remote e-Voting (e-Voting) services provided by CDSL. Remote e-Voting is optional. The facility for e-Voting shall also be made available at the AGM and the Members attending the AGM who have not already cast their vote by Remote e-Voting shall be eligible to exercise their right to cast their vote during the AGM.

(A) **The instructions for Members for Remote e-Voting are as under:**

(i) The Remote e-Voting period begins on **Tuesday, 28th July 2026 (10:00 A.M. IST)** and ends on **Thursday, 30th July 2026 (5:00 P.M. IST)**. During this period, Members of the Company holding shares either in physical form or in dematerialised form, as on **Friday, 24th July 2026 i.e. cut-off date**, may cast their vote electronically. The Remote e-Voting module shall be disabled by CDSL for voting thereafter.

(ii) Members who have already voted prior to the meeting date would not be entitled to vote on the date of AGM.

(B) **Login method for Remote e-Voting (e-Voting) and joining virtual meeting for Individual Members holding shares in demat mode:**

In terms SEBI Master Circular for Listed Entities dated January 30, 2026 on e-Voting facility provided by Listed Entities, e-Voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / Depository Participants (DPs) in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP), thereby, not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. **Members are advised to register/ update their mobile number and e-mail ID with their DPs in order to access e-Voting facility and/or attend the AGM.**

Type of Members	Login Method
Individual Members holding shares in Demat mode with CDSL	**Users who have opted for Easi / Easiest facility:** (1) Members 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 to Easi / Easiest are requested to visit www.cdslindia.com and click on 'Login' icon and select My Easi New (Token) Tab. (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 vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, links are also provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/ LINKINTIME, so that the user can visit the e-Voting service providers website directly.

	3) If the user is not registered for Easi / Easiest facility, option to register is available at website www.cdslindia.com and click on login and select My Easi New (Token) Tab and click on registration option. **Alternatively, the user can directly access the e-Voting page of CDSL as per the following procedure:** (i) Type in the browser/click on the following link www.cdslindia.com. (ii) Click on 'e-voting link' provided on Home Page. (iii) Provide Demat Account Number and PAN. (iv) System will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. (v) 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 Members holding shares in demat mode with NSDL	**Users registered for NSDL IDeAS facility:** (i) Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal Computer or on a Mobile. Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section. (ii) A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. (iii) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is 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 **Alternatively, the user can directly access the e-Voting page of NSDL as per the following procedure:** (i) 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. (ii) A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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. (iii) Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	(iv) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Members (holding shares in demat mode) login through their Depository Participants	(i) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. (ii) 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. (iii) Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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 Members holding shares in demat mode who need assistance for any technical issues related to login through Depositories i.e. CDSL and NSDL may reach out to below helpdesk:

Login type	Helpdesk details
Individual Members holding shares 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
Individual Members holding shares 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 / 022-2499 7000

(C) **Login method for e-Voting and joining virtual meeting by Members (other than Individual Members) holding shares in Demat mode & all Members holding shares in Physical mode:**

(a) The Members should log on to the e-Voting website www.evotingindia.com

(b) Click on 'Shareholders/Members' module.

(c) Now enter your User ID:

(i) For CDSL: 16 digits beneficiary ID;

(ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID;

(iii) Members holding shares in Physical Form should enter Folio Number registered with the Company.

Or,

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login – New system Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically

(d) Next enter the Image Verification as displayed and Click on Login.

(e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.

(f) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form (other than Individuals) and Physical Form	
PAN	• Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat Members as well as Physical Members). • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/ RTA or contact Company/ RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth in (dd/mm/yyyy format) as recorded in your demat account or in the Company's records in order to login. If both the details are not recorded with the depository or Company, please enter the Member ID / Folio Number in the Dividend Bank details field as mentioned in instruction (c).

(g) After entering these details appropriately, click on 'SUBMIT' tab.

(h) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(i) For Members holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.

(j) Click on the EVSN relevant for JK Agri Genetics Limited.

(k) On the voting page, you will see 'RESOLUTION DESCRIPTION' and against the same option 'YES/NO' for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(l) Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution details.

(m) After selecting the resolution you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on 'CANCEL' and accordingly modify your vote.

(n) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

(o) You can also take a print of the votes cast by clicking on 'Click here to print' option on the Voting page.

(p) If a demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

10. **Information and instructions for Members attending the AGM through VC/ OAVM are as under:**

(i) Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the https://www.evotingindia.com same at under Shareholders/Members login by using the remote e-Voting credentials. The link for VC/OAVM will be available in Shareholder/Members login where the EVSN of Company will be displayed.

(ii) Members are encouraged to join the Meeting through Laptops / IPads for better experience.

(iii) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

(iv) Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to

fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

(v) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, may write to the Company at jkaglshareholder@jkmail.com from their registered email address mentioning their name, DP ID & Client ID/ folio number, PAN, mobile number on or before 24th July 2026, to enable the Company Officers to respond suitably.

Members who would like to express their views/ask questions during the AGM may ask through Chat Box facility provided by CDSL. These queries will be replied by the Company Officers at the AGM, or by the email suitably.

(vi) 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 at the AGM.

11. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

12. **Instructions for Members for e-Voting during the AGM are as under:**

(i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.

(ii) Only those Members, who are present in the AGM through VC/OAVM facility 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 available during the AGM.

(iii) If any votes are cast by the Members through the e-Voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members may be considered invalid as the facility of e-Voting during the meeting is available only to the Members attending the meeting.

(iv) Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

13. **Other Common Instructions:**

(i) **Facility for Non — Individual Members and Custodians — Remote e-Voting**

- Non-individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the 'Corporates' module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be mailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.
- Alternatively, Non Individual Members are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory who are authorised to vote, to the Scrutiniser and to the Company at jkaglshareholder@jkmail.com, if they have voted from individual tab and not uploaded same in the CDSL e-Voting system for the scrutiniser to verify the same.

(ii) If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting system (voting by electronic means), you

may refer the Frequently Asked Questions ("FAQs") and e-Voting manual available at www.evotingindia.com, under help section or contact Mr. Rakesh Dalvi, AVP Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or send an email to helpdesk.evoting@cdslindia.com or call at 1800 21 09911.

(iii) 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 and a person who is not a Member as on the cut-off date should treat the Notice for information purpose only.

(iv) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date may follow the same instructions as mentioned above for e-Voting.

(v) The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-Voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the Members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-Voting.

(vi) The Company has appointed Shri P Sarawagi & Associate (Certificate of Practice No. 4882), Company Secretary in Practice, as Scrutiniser to scrutinise the process of remote e-Voting and voting on the date of AGM in a fair and transparent manner.

(vii) The Scrutiniser will after the conclusion of e-Voting at the Meeting, scrutinise the votes cast at the Meeting and votes cast through remote e-Voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same. The results shall be declared not later than 2 working days or 3 days, whichever is earlier and results declared along with the consolidated Scrutiniser's Report shall be placed on the Company's website at www.jkagri.com and on the website of CDSL www.evotingindia.com and shall simultaneously be forwarded to the Stock Exchange. The results of the voting will also be displayed at the Notice Board at the Registered and the Administrative Office of the Company.

(viii) 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 and who has not cast vote by remote e-Voting, and being present at the AGM only shall be entitled to vote at the AGM.

14. The Register of Members and Share Transfer Books of the Company shall remain closed from 25th July 2026 to 31st July 2026 (both days inclusive).

STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND DETAILS AS PER REGULATION 36 OF SEBI LISTING REGULATIONS & SS-2:

Item No. 3

As the Members are aware, Shri Kuldeep Kumar Pandit (DIN: 08381208) was appointed as Whole-time Director with the designation "President & Director" of the Company for a period of three years w.e.f 24th November 2023, Via Special Resolution Passed through Postal Ballot Notice dated January 20, 2024, Accordingly, his tenure will determine on 23rd November 2026.

The Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee of Directors ('NRC'), has re-appointed Shri Kuldeep Kumar Pandit as Whole-time Director with the designation "President & Director" of the Company for a further period of three years w.e.f. 24th November 2026, on the terms and remuneration as determined by the NRC, set out hereunder subject to the approval of Members and such other necessary approvals, as may be required.

In terms of Schedule V to the Companies Act, 2013, the relevant details are as under:

I. GENERAL INFORMATION:

1) Nature of Industry: Hybrid Seeds.

(2) Date of commencement of commercial production: The commercial production commenced in March 1990. It may however be noted that the Seed Undertaking got transferred to and vested in this Company pursuant to the Scheme of Arrangement and Demerger, sanctioned by the Hon'ble High Court, Calcutta. The Scheme is operative w.e.f 1st April 2005.

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

(4) Financial Performance based on given indicators:

Particulars for the Financial Year ended 31st March 2026	₹ in Crore
Sales and other Income	164.61
Operating Profit (Before Interest, Depreciation and Tax)	9.51
Cash Profit before Tax	4.13
Profit after Tax	(7.17)

(5) Financial Performance based on given indicators:

II. INFORMATION ABOUT THE APPOINTEE:

(1) Background, Recognition or Awards details: Shri Kuldeep Kumar Pandit, aged 52 years, hold a Master's degree in Marketing Management from the Narsee Monjee Institute of Management Studies and a B. Pharma (Hons.) from the Birla Institute of Technology and Science, Pilani. He has also completed the Advance General Management Programme from IIM – Ahmedabad and an Executive Programme from the Harvard Business School, USA.

Shri Pandit has more than 25 years of rich and diverse experience in general management, P&L management, business planning, building strategies, brand management, digital marketing and sales & distribution across sectors including Healthcare and FMCG and across geographies including India and the Asia Pacific region. He is an expert in launching and scaling up new businesses, portfolios and products and has deep understanding of end-to-end customer long-term value creation.

Shri Pandit started his career in 1996 at Win Medicare Ltd. as a Brand Manager. He then joined Unichem Laboratories Limited in 1999 as a Group Brand Manager. In 2002, he joined Johnson & Johnson and worked there on the leadership team for 10 years and headed its Pharma business for India. Later, he joined the Coca Cola Company as a Vice President and worked there for 6 years. His last employment was with J.K. Fenner (India) Limited as Senior Vice President & Business Head – India and SAARC.

His multi-cultural experience (working across countries including Japan, China, Australia and other ASEAN countries), analytical and strategic skills, strong general management and P&L skills with hands-on experience in functions like sales & distribution across sectors is an asset to the organisation.

Shri Kuldeep Kumar Pandit attended all the four Board Meetings of the Company held during the financial year ended 31st March 2026. He does not hold any Equity Shares of the Company. His Director Identification Number is 08381208.

Shri Pandit does not hold directorships in any other company. He is also a member of the Company's Audit Committee and the Stakeholders Relationship Committee.

2 **Past Remuneration:** Shri Kuldeep Kumar Pandit was appointed as 'President & Director' of the Company for a term of three (3) years commencing 24th November 2023 on the terms and remuneration approved by the Members of the Company via Special Resolution Passed through postal ballot on 20th January 2024. During the F.Y. 2025-26, Shri Pandit was paid remuneration of ₹ 288.24 Lacs.

(3) **Job Profile and his suitability:** Shri Kuldeep Kumar Pandit, President & Director of the Company is vested with the powers of management subject to the control, direction and superintendence of the Board of Directors, the Chairman and the Managing Director of the Company.

His job responsibilities require a high level of policy planning, vision and strategy, techno-commercial skills, analytical ability, communication and leadership skills. It also calls for an in-depth

understanding of the agri-business sector. As Shri Pandit possesses all these competencies in abundant measures, he is ideally suited for the job. The Board has therefore been considered that it will be in the interest of the Company to continue with the services of Shri Pandit and re-appoint him as a Whole-time Director with the designation 'President & Director' of the Company for a further period of three year.

(4) **Remuneration proposed:** The Nomination and Remuneration Committee and the Board of Directors of the Company at their respective meetings held on 8th May 2026 approved the terms of remuneration for the three years tenure of Kuldeep Kumar Pandit commencing 23rd November 2026 as under:-

A. Salary: ₹9 Lacs per month in the salary range of ₹ 8 Lacs to ₹ 15 Lacs per month with such increments including increment falling due on 1st July 2026, as may be decided by the Chairman/ Managing Director of the Company from time to time.

B. Perquisites, allowances and benefits: Perquisites comprising provision of residential accommodation or house rent allowance in lieu thereof together with furnishings, reimbursement of medical expenses incurred including hospitalization and surgical charges for self and family and travel relating thereto and leave travel including foreign travel for self and family, club fees, premium on personal accident insurance, car(s) with driver, telephone etc., and such other perquisites, benefits and allowances as may be decided by the Chairman/ Managing Director of the Company. The perquisites shall be evaluated as per the actual cost or the Income-tax Rules, as applicable.

   The above perquisites, allowances and benefits will be as per the schemes, policies and rules of the Company as applicable from time to time subject to any change as may be decided by the Chairman/ Managing Director of the Company.

C. Performance Linked Incentive.

D. Contribution to Provident Fund, Superannuation Fund or Annuity Fund as per rules of the Company.

E. Gratuity at the rate of 15 days salary for each completed year of service.

F. Encashment of unavailed leave as per Rules of the Company.

G. The Chairman or Managing Director of the Company may, from time to time, determine increase or variation in the salary range, subject to the limits approved herein.

H. In the event of inadequacy or absence of profits under Sections 197, 198 and other applicable provisions of the Act, in any financial year or years, the President & Director shall be entitled to such remuneration as he may be then drawing, as specified in paras A, B and C above, as minimum remuneration and be also entitled to perquisites mentioned in paras D, E and F above, which shall not be included in the computation of the ceiling on minimum remuneration in terms of provisions of Section IV of Part II of Schedule V of the Act or any statutory modification(s) or re-enactment(s) thereof.

(5) **Comparative remuneration profile with respect to Industry, size of the Company, profile of the position and person:** The executive remuneration in the industry is on the rise. The "Nomination and Remuneration Committee" constituted by the Board in terms of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 perused the remuneration of managerial personnel prevalent in the industry and other companies comparable with the size of the Company, industry benchmarks in general, financial position of the Company, qualifications, experience, past performance, past remuneration, profile and responsibilities of Shri Kuldeep Kumar Pandit and other factors, before approving the remuneration as proposed herein before.

(6) **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:** Besides the proposed remuneration, Shri Kuldeep Kumar Pandit does not have any pecuniary relationship with the Company and is not related to any other Director and Key Managerial Personnel of the Company.

III. OTHER INFORMATION

(1) **Reasons of inadequate profits:** The seed industry has continued to operate in a challenging environment over the past few years. However, during the first term of Shri Kuldeep Kumar Pandit, the Company achieved a turnaround at the Profit Before Tax (PBT) level, improving from a loss of Rs. (15.28) crore in FY 2022–23 to a profit of Rs. 0.26 crore in FY 2025–26. Additionally, during the year 2025-2026, Company generated a cash profit before tax of Rs. 4.13 crore and significantly improved its working capital.

During the year, the Company's domestic business recorded modest growth despite industry headwinds, due to widespread availability of illegal glyphosate-resistant BT cotton seeds. The proliferation of such unapproved seeds adversely impacted demand for approved BT cotton seeds, leading to unexpected returns of placed inventory. A significant portion of India's agricultural acreage remains dependent on the variability of monsoon rainfall. During the year, delayed monsoon conditions in parts of northern Rajasthan, Madhya Pradesh, and western Uttar Pradesh adversely affected demand for long-duration Bajra hybrids for the second consecutive Kharif season. In addition, demand for packaged wheat seeds declined as farmers in several regions relied on farm-saved seeds following strong yields in the previous season. On the export front, geopolitical challenges in key markets such as Bangladesh, Sudan, and Nepal resulted in a decline of approximately 30% in the Company's export business compared to the previous year. Collectively, these factors exerted pressure on the Company's overall profitability during the year.

(2) Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms: The Company continues to implement strategic initiatives to enhance operational efficiency and strengthen its market position. During the year, it undertook restructuring of its distribution network and intensified brand-building efforts. A comprehensive rightsizing exercise across the supply chain, sales, and other functions has led to improved operational focus and cost optimization. The sales structure has been streamlined through a significant reduction in sales territories, enabling more efficient resource utilization. The Company has also adopted a cost-effective processing and packing model by transitioning operations from in-house manufacturing to tolling arrangements. In addition, various digital initiatives have been implemented to support growth and improve business performance.

The outlook for the Indian seed industry remains positive, driven by structural shifts in agriculture. Hybrid seeds continue to dominate due to superior yields, while climate-resilient and stress-tolerant varieties are gaining importance amid increasing weather variability.

(3) The Company has not defaulted in repayment of dues to any Bank or Public Financial Institution or non-convertible debenture holders or any other secured creditors.

IV DISCLOSURES: Requisite details with respect to remuneration of Managerial Persons and other connected matters are given in the Corporate Governance Section of the Annual Report for the financial year 2025-2026.

Relevant documents setting out the terms and conditions of the re-appointment of Shri Kuldeep Kumar Pandit as President & Director of the Company, will be available for inspection by the Members at the Registered Office of the Company during normal business hours on any working day up to and including the date of this AGM.

Except Shri Kuldeep Kumar Pandit and his relatives to the extent of their shareholding, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the aforesaid Resolution.

The Board recommends the Special Resolution as set out at item No. 3 of the Notice for approval of the Members by means of Special Resolution.

Regd. Office:
7, Council House Street,
Kolkata–700 001

By Order of the Board
For **JK Agri Genetics Ltd**

Date: 29th June 2026
Place : New Delhi

Anoop Singh Gusain
Company Secretary

FOR ATTENTION OF THE MEMBERS

1. Members are requested to intimate and/or update changes, if any, pertaining to their name and KYC details such as postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations and bank details such as, name of the bank, branch details, bank account number, MICR code, IFSC code, etc.:

(a) **For shares held in Demat form:** Please update said details with your respective Depository Participants (DPs).

For Individual Demat Shareholders – Please update your email id & mobile no. with your respective DPs which is mandatory while e-Voting & joining virtual meetings through Depository.

(b) **For shares held in physical form:** Please provide Form ISR-1, and other relevent forms duly filled as per instructions stated therein along with the supporting documents to the Company's Registrar and Share Transfer Agent ("RTA"), Alankit Assignments Limited at Alankit House, 4E/2, Jhandewalan Extension, New Delhi-110055 or E-mail: rta@alankit.com. A physical letter is being sent by the Company to all Members holding shares in physical form to furnish their PAN, KYC details and nomination etc., in aforesaid forms. These forms are available on the Company's website at www.jkagri.com

SEBI vide its Master Circular dated 6th February 2026, and subsequent notifications thereto, have made it mandatory for holders of physical securities to furnish details of PAN & KYC. Any service request or complaint received from the Members will not be processed until the aforesaid details/documents are not provided to the RTA.

2. Members may note that, SEBI vide its Circular dated 25th January 2022 read with the SEBI Master Circular dated 6th February 2026, has mandated listed companies to issue securities in dematerialised form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, the format of which is available on the website of the Company at www.jkagri.com. It may be noted that any service request can be processed only after the Folio is KYC Compliant.

Further, with effect from 2nd April 2026, SEBI has done away with the requirement to issue a Letter of Confirmation (LOC) for investor service requests, such as the issuance of duplicate securities, transmission, or transposition, and has mandated RTAs to credit the securities directly to the investor's demat account within 30 days, subject to necessary due diligence.

Any LOC issued prior to 2nd April 2026, remains valid and may be submitted by the shareholder to their Depository Participant (DP) for dematerialisation within a maximum window of 120 days from its date of its issuance. In case shareholder fails to submit such above-mentioned LOC within the mandated 120-day timeline, the RTA / Issuer Company shall structurally credit those underlying securities to the Suspense Escrow Demat Account of the Company, from which the security holder or claimant can subsequently retrieve them only upon submitting a fresh claim and prescribed documentation to the RTA.

3. In compliance with the SEBI Circular dated 24th December 2025, on the simplification of procedures and standardisation of formats for the issuance of duplicate securities, the monetary threshold limit for processing duplicate share certificate requests under simplified documentation has been enhanced from ₹5 Lakhs to ₹10 Lakhs per listed issuer. Consequently, requests for securities valued up to ₹10 Lakhs do not require FIR/Police complaint or newspaper advertisement and shall be processed via a single, standardised Affidavit-cum-Indemnity Bond.

4. SEBI vide its notification dated 24th January 2022 read with the SEBI Master dated February 6, 2026, has mandated that all requests for transfer of securities, including transmission and transposition requests, shall be processed only in dematerialised form. In view of the same, and

to eliminate all risks associated with physical shares and to avail benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form. Members can contact the Company's RTA for assistance in this regard or may write to the Company Secretary at its Secretarial Office. Dematerialisation facility is available both on NSDL and CDSL. Company's ISIN is INE690O01011. For guidance on how to dematerialise the shares, please visit our website at www.jkagri.com.

5. SEBI vide its Circular dated 31st July 2023 (updated as on 4th August 2023 and 20th December 2023) read with Master Circular dated 11th August 2023 (updated as on 28th December 2023) has established a common Online Dispute Resolution Portal ("ODR") for resolution of disputes. Post exhausting the option to resolve their grievances with the RTA/Company directly, investors can escalate their complaints via the upgraded SEBI Complaint Redress System (SCORES 2.0) portal, which features a strict 21-day time-bound resolution protocol. If the investor remains dissatisfied with the outcome, they can formally initiate dynamic dispute resolution, conciliation, or arbitration through the unified SMART ODR Portal. Relevant circulars are available on the website of the Company at www.jkagri.com.

6. Investor Grievances and related correspondence should be addressed to the Company's RTA. in case RTA's response is not received within a week, please write to the Company Secretary at its Secretarial Office at Gulab Bhawan (Rear Wing), 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi – 110 002 or E-mail: jkaglshareholder@jkmail.com.

7. **Electronic Payment of Dividend:** Members may note that pursuant to the SEBI Listing Regulations, the fallback provisions allowing physical corporate payouts have been permanently omitted. In view of this statutory amendment, the issuance of physical dividend warrants, cheques, or demand drafts has been entirely discontinued, and all corporate benefits and dividends must be processed strictly through electronic mode. Accordingly, Members are requested to immediately register, update, and send their correct bank account details, including the nine-digit MICR and IFSC codes, with their Depository Participant (for demat folios) or the Company's RTA (for physical folios). Failure to update valid bank credentials will prevent the direct electronic credit of dividend amounts, and such entitlements will be withheld by the Company/ RTA until complete submission of mandated bank KYC data.

8) **Investor Education and Protection Fund:**

(a) **Transfer of Unclaimed Dividend to IEPF Authority -** Pursuant to Sections 124,125 and other applicable provisions, if any, of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), amended from time to time, the unclaimed dividend shall be transferred to the Investor Education and Protection Fund ("IEPF") on expiry of 7 years from the date of transfer of such dividend to the Unpaid Dividend Account of the Company.

Accordingly, the unclaimed dividend will be transferred to the IEPF as under:

Dividend	Due date for transfer to the IEPF
Financial Year ended 31.03.2019 -15% Dividend	25th September 2026
Financial Year ended 31.03.2021 -15% Dividend	6th October 2028
Financial Year ended 31.03.2022 -15% Dividend	7th October 2029

Members who have not claimed their Dividend for the said Financial Years may write to the Company Secretary at its Secretarial Office, for payment.

(b) **Transfer of Shares to IEPF Authority -** Pursuant to the provisions of Section 124 of the Companies Act 2013 read with the IEPF Rules, as amended, during the Financial Year 2026-27, the Company is liable to transfer all shares in respect of which dividend remained unpaid / unclaimed for seven consecutive years or more to IEPF authority, within the prescribed time. The details of shares transferred to the IEPF Authority are available on the website of the Company.

With respect to dividend and shares due for transfer to IEPF in the Financial Year 2026-27, the notice is being sent to all the Members whose dividends are lying unclaimed for seven consecutive years or more to claim the same at the earliest by writing to the Company Secretary at its Secretarial Office along with request letter, self-attested copy of PAN card, cancelled cheque leaf of Bank Account stating your name as account holder, Bank Account No., branch address, MICR Code and IFSC Code.

(c) Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back. Concerned Members are advised to visit the website of IEPF at www.iepf.gov.in or contact the Company for claiming the Shares and/or refund of dividend from the IEPF Authority.

(d) **Special assistance to senior citizen claimants -** The IEPF Authority has implemented a dedicated special window facility for senior citizens aged 75 years and above. Under this facility, claims submitted via the revamped smart webform IEPF-5 on the MCA21 V3 Portal are automatically prioritised by the system through backend PAN database verification. The Company actively supports this ease-of-living initiative and will expedite the corporate evaluation to file the corresponding e-verification reports on absolute priority. Senior citizen claimants may write to the Company Secretary and Nodal Officer at anoops@jkmail.com or call 011-68201891 for dedicated, step-by-step assistance. Additionally, direct official tracking queries can be routed to the IEPF Authority's dedicated helpline at seniorcitizen.iepfa@mca.gov.in or via their centralised investor support line at 14453.

9. **Nomination:** Pursuant to Section 72 of the Companies Act, 2013, read with the SEBI Circular on Ease of Doing Investments dated May 29, 2026, the facility for making nominations is available for Members in respect of the shares held by them. In line with these latest regulatory relaxations, the processing of Nomination Form (Form SH-13) has been simplified by entirely removing the requirement for a witness signature. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out of a nomination or cancel an earlier nomination to record a fresh choice, they may submit Form ISR-3 or Form SH-14, as the case may be. Furthermore, for joint accounts, nomination documentation is optimised to become operational only upon the demise of all joint holders. The relevant forms can be downloaded directly from the Company's website at www.jkagri.com. Members are requested to submit these details to their respective Depository Participant (DP) if shares are held in dematerialised form, or to the Registrar and Share Transfer Agent (RTA) if shares are held in physical form.

   Members are requested to quote their Folio No./ DPID- Client ID and details of shares held in physical/dematerialised forms, e-mail IDs and Telephone/Mobile Nos. for prompt reply to their communications.

10. **Special Window for Re-lodgement of Physical Share Transfers:** In continuation of the previous relief windows, Members are hereby informed that SEBI, vide its circular dated January 30, 2026, has opened an extended one-year special window operating from February 5, 2026, to February 4, 2027. This facility is exclusively available for the re-lodgement of physical share transfer deeds that were executed or purchased prior to April 1, 2019, and subsequently rejected, returned, or left unaddressed due to documentation deficiencies, process issues, or signature mismatches. Eligible investors wishing to claim their rightful access must submit their rectified transfer documents, original physical share certificates, and an updated Client Master List (CML) to the Company's RTA i.e., Alankit Assignments Limited. In compliance with SEBI mandates, all successfully validated requests under this extended window will be processed and credited strictly in dematerialised form.

11) **Participation in the "Saksham Niveshak" Campaign:** Investor Education and Protection Fund Authority (IEPFA), Ministry of Corporate Affairs had earlier initiated a 100-day campaign named "Saksham Niveshak" from 28th July 2025 to 6th November 2025 for KYC and other related updations and Shareholder Engagement to Prevent Transfer of Unpaid/Unclaimed Dividends to IEPF. In continuation of the same, IEPFA relaunched Second 100-Day Campaign – "Saksham Niveshak" from 1st April 2026 to 9th July 2026 for KYC and other related updations with an expanded scope, aimed at further facilitating the direct payment of unclaimed or unpaid dividends to the rightful shareholders by companies, and at strengthening shareholder engagement.