



MAYUR LEATHER PRODUCTS LTD.

SAFETY AT EVERY STEP

NOTICE OF FORTY FIRST ANNUAL GENERAL MEETING

NOTICE is hereby given that the **41st (Forty First) Annual General Meeting** (hereinafter referred to as "AGM") of the members ("Members" or "Shareholders") of **Mayur Leather Products Limited** ("the company") will be held on **Tuesday, September 29, 2026 at 02.00 P.M** (Indian Standard Time) IST at "**FUSION RESTRO**" C-28, Pankaj Singhvi Marg, Main Vidhan Sabha Road, Lalkothi, Jaipur-302005, Rajasthan to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidate Financial Statements of the Company for the financial year ended March 31, 2026, and the Reports of the Board of Directors and Statutory Auditors thereon;
2. To appoint a director in place of Mr. Rajendra Kumar Poddar (DIN: 00143486), who retires by rotation at this AGM in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment; and
3. To appoint a director in place of Mr. Manish Bihani (DIN: 03466971), who retires by rotation at this AGM in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment; and
4. To appoint M/S YG & Associates., (025444C) Chartered Accountants, as Statutory Auditors of the Company for the First Term of 5 (Five) consecutive Years, and fix their remuneration

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

"RESOLVED THAT pursuant to the provisions of Section 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, Regulation 36 and other applicable regulations of the 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 Company's Policy on Appointment of Statutory Auditors, and subject to such approval, permission, consent, sanction, as may be required, under any other applicable laws and regulations and pursuant to the recommendation of Audit Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for the appointment of M/s YG & ASSOCIATES, (FRN:025444C), Chartered Accountants, as the Statutory Auditor of the Company to fill the casual vacancy arising due to the resignation of M/s JAIN PARAS BILALA & CO., Chartered Accountants (FRN: 011046C), who resigned from the office of Statutory Auditor of the Company with effect from 13th August 2026, to hold office for a term of five (5) consecutive financial years, from the conclusion of this 41st Annual General Meeting of the Company till the conclusion of the 46th Annual General Meeting of the company to be held in the year 2031 subject to their continuity of fulfillment of the applicable eligibility norms each year, at such remuneration (plus applicable taxes) as set out in the Explanatory Statement annexed to the Notice convening this meeting with authority to the Board of Directors to vary, alter, enhance or widen the remuneration payable to the Statutory Auditor, for the said tenure, from time to time, pursuant to the recommendation of the Audit Committee.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, things and matters, as may be required to give effect to the said resolution and to settle any question, difficulty or doubt that may arise

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Telephone: +91-7014261290 E-mail: Mayura220488@gmail.com Website: www.mayurgroups.com

CIN: L19129RJ1987PLC003889 GSTIN: 08AAABCM1848A1ZV



in respect of the aforesaid resolution, including but not limited to determination of roles and responsibilities/ scope of work of the Statutory Auditors, negotiating, finalising, amending, signing, delivering, executing, the terms of appointment, including any contracts or documents in this regard, without being required to seek any further consent or approval of the Members of the Company.”

SPECIAL BUSINESS:

5. Appointment of Mr. Mahesh Bhattar (DIN: 11294569) as the Non- Executive Independent Director of the Company for a term of consecutive period of 5 years.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 other applicable rules made thereunder, pursuant to the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) amended from time to time, (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), in consonance with Nomination and Remuneration Policy of the Company and relevant clauses of Articles of Association of the Company and subject to such other approval, permission, consent, sanction, as may be required, under any other applicable laws and regulations, based on the recommendation of the Nomination and Remuneration Committee and the board of Director of the company, the consent of the members of the Company be and is hereby accorded for the appointment of Mr. Mahesh Bhattar (DIN: 11294569), as Non-executive Independent Director of the Company, not liable to retire by rotation to hold the office for his First term of five consecutive years commencing from October 1, 2026 to September 30, 2031, (both days inclusive), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act read with the Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16(1) (b) of the Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors, be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution”

By Order of the Board of Directors
For Mayur Leather Products Limited

Place: Jaipur
Date: August 13, 2026

Sd/-
Amita Poddar
Chairperson & Director
DIN: 00143486

Registered Office:

G-6 Ground Floor, S-25, Central Spine Balaji Majestic Heights, Jagatpura, Jaipur-302025, Rajasthan, India

E-mail: Mayura220488@gmail.com

Tel No.: +91-7014261290

Website: www.mayurgroups.com

CIN: L19129RJ1987PLC003889

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM), is entitled to appoint another person as a proxy to attend and vote in the meeting on behalf of him / herself and the proxy need not be a member of the Company. The instrument appointing the proxy, in order to be effective, should be duly stamped, completed and signed and must be deposited at the Company's Registered Office not less than **FORTY-EIGHT (48) HOURS** before the meeting.

In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.

2. Corporate Member/ Institutional Investors, who are Members of the Company, are encouraged to attend the AGM and vote thereat. Corporate Members/ Institutional Investors (i.e. other than individuals, HUFs, NRIs, etc.) intending to appoint their authorized representatives under Section 112 and 113 of the Act, as the case may be, to attend the meeting through or vote on the resolutions are requested to send a duly-certified copy of the Board Resolution/ Authorization Letter, alongwith attested specimen signature(s) of the duly authorized signatory(ies), either to the Company in advance or submit the same at the venue of the General Meeting.
- 3.
4. An explanatory statement, in terms of Section 102(1) of the Act, read with the rules made thereunder, setting out the material facts, relating to the resolution, in respect of special business, as detailed above and relevant information of the Directors proposed to be appointed / re-appointed, as required under Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India ("ICSI") and other applicable provisions is annexed hereto and forms an integral part of this Notice
5. In terms of the SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, holders of physical securities in the Company are advised to furnish PAN, Nomination (or Opt-out of Nomination), contact details, Bank account details, along with their specimen signature for their corresponding folio numbers, to avail any services without interruption. Investors holding securities in physical mode shall coordinate directly with the Company's RTA, inter-alia, for registering/updating the KYC details and for processing various service requests, to avoid service disruptions in future. A communication in this regard has already been sent to the Members holding equity shares in physical form at their registered e-mail address.
6. Members who hold shares in physical form are requested to send all correspondence concerning registration of transfers, transmissions, sub-division, consolidation of shares or any other shares related matter and / or change in address or bank account, to MUFG Intime India Private Limited (Formerly known as **Link Intime India Pvt. Ltd**), C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai City, Mumbai, Maharashtra, India, 400083, who is acting as our Registrar and Share Transfer Agent_(R&TA) of the Company. Please quote your folio number and our Company's name in all your future correspondences and in case of

shares held in electronic mode, to their respective Depository Participants.

7. A person, whose name is recorded in the Register of Members or Register of Beneficial Owners, maintained by the DPs as on Tuesday, September 22, 2026, being the cut-off date shall be entitled to vote on the resolutions specified in this Notice. Persons, who are not Members as on the cut-off date, but, have received this Notice, should treat this Notice for information purposes only. A person, who acquires equity shares after dispatch of the Notice, but before the cut-off date shall have the right to vote at the Meeting.
8. In accordance with the directions of the MCA Circulars and the Listing Regulations, the Annual Report of the Company and Notice of the AGM for the financial year ended on March 31, 2026 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or DP as on Friday, August 28, 2026, unless any Member has specifically requested for a physical copy of the same.
9. In addition, the Company has also sent a letter containing the web-link, including the exact path, where complete details of the Annual Report of the Company for the financial year ended on March 31, 2026 can be accessed, to those Members whose e-mail addresses are not registered with the Company or DPs, in accordance with Regulation 36(1)(b) of the Listing Regulations.
10. Members may please note that the Notice of the 41st AGM and Annual Report of the Company for the financial year ended on March 31, 2026 are also available on the website of the Company at www.mayurgroups.com, on the CDSL e-Voting website at www.evotingindia.com, and at the relevant sections of the websites of the Stock Exchanges on which the equity shares of the Company are listed, i.e., **BSE Limited** at www.bseindia.com
11. Members are requested to keep their records updated and intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile number, PAN, mandates, nominations, power of attorney (POA), bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP, in case the equity shares are held in demat form, and to the RTA, in case the equity shares are held in physical form, for receiving all the communications, including the Annual Report, Notices, Dividend, etc., from the Company electronically. Further, the Members may note that the SEBI has mandated the submission of PAN by every participant in the securities market.
12. Route Map showing Directions to reach to the venue of the Meeting is given at the end of this Notice.
13. **Members' holding shares in Multiple Folios**
Members holding shares in multiple folios in physical mode are requested to apply for consolidation to the Company or its R&TA along with relevant Share Certificates. 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 meeting.
14. **Non-Resident Members:**
Non Resident Indian Members are requested to inform Registrar and Transfer Agents, immediately of:
 - a. Change in their residential status on return to India for permanent settlement.
 - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the bank, if not furnished earlier, to enable Corporation to remit dividend to the said Bank Account directly.

15. Nomination:

Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, Members/Beneficial Owners are entitled to make nomination in respect of Shares held by them in Form No. SH-13. Holders of shares in single name and physical form are advised to make nomination in respect of their holding in the Company by submitting duly completed form No SH-13 with the Company and to their respective depository in case of shares held in electronic form. Joint Holders can also use nomination facility for shares held by them.

Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Tuesday, September 22, 2026**, may cast their vote after obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

However, if you are already registered with CDSL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on www.evotingindia.com.

16. INSPECTION OF DOCUMENTS

The Company has been maintaining, inter alia, the following statutory registers at its registered office, which are open for inspection by the members in terms of the applicable provisions of the Act, on all working days during business hours till the date of AGM of the Company at the Registered office of the company, except holidays up to the date of the AGM and at the date of the AGM all these documents are made available at the venue of the AGM:

- i. Register of contracts or arrangements in which directors are interested under section 189 of the Act. The said Register shall also be produced at the commencement of the AGM of the Company and shall remain open and accessible during the continuance of the meeting to any person having the right to attend the meeting.
- ii. Register of directors and key managerial personnel and their shareholding under section 170 of the Act. The said Register shall be kept open for inspection at the AGM of the Company and shall be made accessible to any person attending the AGM.
- iii. Relevant documents referred to in this Notice and the explanatory statement shall be open for inspection by the members at the registered office of the Company.

17. Admission Slip

Members/ Proxies and authorized representatives attending the meeting should bring the attendance slip, duly filled, for handing over at the venue of the meeting. Proxies are requested to bring their identity proof at the meeting for the purpose of identification.

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

18. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in a physical form are requested to write their Folio Number in the Attendance Slip for attending the meeting.

19. Shareholders seeking any information and having any query with regard to accounts are

requested to write to the company in advance so as to enable the Management to keep the information ready at Mayura220488@gmail.com

20. The company whole-heartedly welcomes members/proxies at the annual general meeting of the company. The members/ proxies may please note that no gifts/gift coupons will be distributed at the annual general meeting.
21. Pursuant to SEBI circular dated April 20, 2018, the Company is required to update the PAN and Bank details of shareholders holding shares in physical form, in case their folios do not have or are having incomplete details with regard to PAN and Bank particulars. Accordingly, the Company has sent reminder letters to such shareholders, requesting them to furnish their PAN and Bank details to the Company for updation. Shareholders holding shares in physical form are requested to update the same along with requisite supporting documents.
22. In compliance with the requirements of Rule 20 of the Companies (Management and Administration) Rules, 2014, read with MCA Circulars, the details pertaining to this Notice will be published in an English Language newspaper and Hindi (Vernacular) Language newspaper.
23. In terms of Regulation 40(1) of the Listing Regulations, the requests for effecting transfer of securities shall not be processed, unless the securities are held in the dematerialized form. Similarly, the transmission or transposition of securities held in either physical or dematerialised form shall be effected only in dematerialised form. As transfers in electronic form are processed through the DPs with no involvement of the Company, Members are strongly advised to dematerialize their physical holdings to avail these benefits. For assistance with the dematerialization (Demat) process, Members may contact the Company's RTA.
24. SEBI, vide its Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023 (updated on December 28, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") which harnesses online conciliation and arbitration for resolution of disputes arising in the Indian Securities Market. Pursuant to the aforesaid circular, investors, after exhausting all options available for resolution of their grievances with the RTA/Company directly and through the existing SEBI SCORES platform, can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>
25. **e-Voting: CDSL**

In compliance with the provisions of section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Amendment Rules, 2015 and the Rules framed thereunder read with Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings as issued by ICSI, Company is offering e-voting facility to the shareholders to enable them to cast their vote electronically on the items as mentioned in the Notice. For this purpose, the company has engaged the services of **Central Depository Services (India) Limited (CDSL)** for providing e-voting facility to enable the shareholders to exercise their right to vote through electronic means in respect of businesses to be transacted in the AGM. Those shareholders, who do not opt to cast their vote through e-voting, may cast their vote through Ballot Paper at the AGM. The detailed instructions for Voting forms part of this Notice, which, the Members are requested to read carefully before casting their vote.

The e-voting shall commence on **Saturday, September 26, 2026 (9.00 A.M. IST) and ends on Monday, September 28, 2026 (5.00 P.M. IST)**. The e-voting module shall be disabled by CDSL for voting thereafter and shall not be allowed to change it subsequently. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized

form, as on the cut-off date of **Tuesday, September 22, 2026** will be eligible to cast their vote electronically.

The voting rights of members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date of **Tuesday, September 22, 2026**.

The facility for voting through ballot paper/e-Voting shall be made available at the AGM and in such case, the members attending the meeting who have not cast their vote by remote e-Voting shall be able to exercise their right at the meeting through ballot paper/electronic voting.

Shri Tara Chand Sharma, Practicing Company Secretary (PCS), (Membership No. FCS 5749) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-Voting process in a fair and transparent manner.

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

The results of AGM declared along with Scrutinizer Report shall be placed on the Company's website www.mayurgroups.com & also on the website of the CDSL at www.cdslindia.com within 2 working days from the conclusion of the Meeting and be also communicated to BSE where the shares of the company are listed.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

The voting period begins on **Saturday, September 26, 2026 (9.00 A.M. IST) and ends on Monday, September 28, 2026 (5.00 P.M. IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Tuesday, September 22, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System My Easi Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System My Easi 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 with NSDL
Depository

If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL.

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. 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. 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.

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>

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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

For OTP based login you can click one <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 Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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. 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 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.

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. CDSL and NSDL

Login type	Helpdesk details
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
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

The shareholders should log on to the e-voting website www.evotingindia.com.

Click on "Shareholders" module.

Now enter your User ID

For CDSL: 16 digits beneficiary ID,
 For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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.

If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders 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 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.

After entering these details appropriately, click on "SUBMIT" tab.

Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Click on the **EVS N 260826011** for the relevant MAYUR LEATHER PRODUCTS LIMITED on which you choose to vote.

On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the 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.

Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

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.

Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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

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.

There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only. Non-Individual shareholders (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 emailed 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.

It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; Mayura220488@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Company/RTA email id.
2. For Demat shareholders, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. **1800 21 09911**.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, 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 toll free no. 1800 21 09911

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, FORMING PART OF THE NOTICE

The following detailed explanatory statement sets out all the material facts relating to the special business(es), cited in the accompanying Notice of the AGM, as per Section 102 of the Companies Act, 2013 and Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ITEM NO. 4

M/s. **JAIN PARAS BILALA & CO.**, Chartered Accountants (Firm Registration No. [011046C]), Statutory Auditors of the Company, resigned from the office of Statutory Auditor of the Company with effect from **August 13, 2026**, resulting a casual vacancy in the office of Statutory Auditor.

Based on the recommendation of the Audit Committee, it is proposed to re-appoint **M/s. YG & ASSOCIATES**, Chartered Accountants, for a first term of 5 (five) consecutive financial years commencing from 41ST Annual General Meeting until the conclusion of 46th Annual General Meeting.

Consequently, The Board of Directors at its meeting held on **August 13, 2026**, has recommended the appointment of M/s. **YG & ASSOCIATES**, Chartered Accountants for a term of 5 (Five) years to hold office from the conclusion of this 41st Annual General Meeting of the Company till the conclusion of the 46th Annual General Meeting of the company to be held in the year 2031 at such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditor.

Proposed fee payable to Statutory Auditors

The proposed remuneration to be paid to **M/s YG & ASSOCIATES**, Chartered Accountants for the financial year 2026-27 is INR 1.60 Lakh per annum as also the payment of taxes, as applicable and reimbursement of travelling and out of pocket expenses incurred in connection with the audit.

The fee for subsequent financial years during their tenure will be determined by the Board, based upon the recommendation of the Audit Committee.

M/s. YG & Associates, Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the Members, would be within the limits prescribed under the Companies Act, 2013.

There is no significant change in the proposed fee compared with the fee paid to the outgoing auditor. The proposed fee does not represent any significant increase/decrease in comparison with the fee paid to the outgoing auditor.

Details in relation to credentials of the statutory auditor(s) proposed to be appointed:

M/s. YG & Associates is a Chartered accountants firm with head office in Jaipur. The team of M/s. YG & Associates consists of distinguished Chartered Accountants, Corporate Financial Advisors and Tax Consultants having deep knowledge of auditing, accounting, finance, IT, Mergers Acquisitions, Restructuring, Revival and many more areas combined with years of

experience in their respective professions. The firm also has 4 branches Mumbai, Chittorgarh, Bharatpur, Purnia.

After evaluating and considering various factors such as industry experience, competence of the audit team, efficiency in conduct of the audit, independence, etc., the Board of Directors of the Company based on recommendation of the Audit Committee at its meeting held on August 13, 2026 also recommend the appointment of M/s YG & Associates, as Statutory Auditors of the Company to the members of the company.

The Resolution at Item No. 4 of the Notice is being recommended by the Board of Directors for approval of the members as an Ordinary Resolution pursuant to section 139 of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are deemed to be concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 5

The Nomination and Remuneration Committee, at its meeting held on August 13, 2026, after taking into account the skills, knowledge, acumen, expertise, experience of Mr. Mahesh Bhattar (DIN: 11294569) has recommended to the Board his appointment further, the board of director in the board meeting held on August 13, 2026 has also recommended his appointment subject to the approval of the member for a first term of five consecutive years effective from October 01, 2026.

Pursuant to the provisions of Section 149, 150, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("Act"), read with the Schedule IV therein and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and any other rules made thereunder, and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), it is proposed to seek approval of the Members by way of ordinary resolution, for the appointment of Mr. Mahesh Bhattar (DIN: 11294569), as a Non-Executive Independent Director of the Company, to hold the office for the First term of 5 consecutive years with effect from October 01, 2026 to September 30, 2031 (both days inclusive).

Mr. Mahesh Bhattar is a qualified Chartered Accountant with extensive experience in finance, accounting, corporate governance, regulatory compliance, taxation, and risk management. He currently serves as the Chief Accounting Officer (CAO) at Aikyam Capital Group, headquartered in Mumbai, is a multifaceted financial services firm offering institutional brokerage, investment banking, and stressed asset management

Since joining Aikyam Capital Group in March 2023, he has been responsible for overseeing the finance and accounting functions of the organization, ensuring robust financial controls, regulatory compliance, accurate financial reporting, and effective governance practices. His leadership has contributed to strengthening financial discipline and supporting strategic business objectives.

Mr. Bhattar's core areas of expertise include Financial Management & Strategic Planning, Corporate Accounting & Financial Reporting, Regulatory Compliance & Corporate Governance, Internal Controls & Risk Management, Alternative Investment Funds (AIFs), Taxation & Statutory Compliance, Audit Coordination, and Financial Due Diligence.

Further, he is independent of the Management of the Company and the terms and conditions of the appointment of Independent Directors are available on the website of the Company at www.mayurgroups.com.

The Company has also received the following documents from Mr. Mahesh Bhattar, in compliance with the regulatory requirements:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with the sub-section (1) and (2) of Section 164 of the Act;
- (iii) Declaration of Independence pursuant to sub-section (6) and (7) of Section 149 of the Act and Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Regulation 16(1)(b) and 25 (1) of Listing Regulations; and
- (iv) Declaration that he is not debarred or disqualified from holding the office of a Director by virtue of any Securities and Exchange Board of India (SEBI) order or any other such relevant authority.

The requisite details and information, in compliance with Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), as on the date of the Notice, is attached herewith as **Annexure-A**.

The Board firmly believes that appointment of Mr. Mahesh Bhattar is highly beneficial for the Company's long-term future growth and stability. In view of his qualifications and professional experience in Finance, accounting, corporate governance the Board is of the opinion that Mr Mahesh Bhattar possesses the requisite skills and capabilities required for the role and will contribute effectively to the deliberations of the Board

Accordingly recommends the resolution set out in Item No. 5 for approval of the members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested in the resolution.

By Order of the Board of Directors
For Mayur Leather Products Limited

Place: Jaipur

Date: August 13, 2026

Sd/-
Amita Poddar
Chairperson & Director
DIN: 00143486

Registered Office:

G-6 Ground Floor, S-25, Central Spine Balaji Majestic Heights, Jagatpura, Jaipur-302025, Rajasthan, India

E-mail: Mayura220488@gmail.com

Tel No.: +91-7014261290

Website: www.mayurgroups.com

CIN: L19129RJ1987PLC003889

Annexure to the Notice of the Annual General Meeting

Annexure A

Details of Directors seeking appointment/re-appointment vide this Notice, pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standards on General Meetings issued by Institute of Company Secretaries of India (ICSI) are as follows:

Name of Director	Mr. Manish Bihani	Mr. Mahesh Bhattar	Mr. Rajendra Kumar Poddar
DIN	03466971	11294569	00143571
Age (Years)	43	32	71
Qualifications	B. COM.	CA	B. COM. (HONS.)
Experience (including expertise in specific functional area)/ brief Resume	Manish Bihani is having vast experience in the financial field. He has also exposure to deal with banks, NBFC for finance and Project funding. He is also having experience of Steel trading of more than 4 years.	Mr. Mahesh Bhattar is a qualified Chartered Accountant with extensive experience in finance, accounting, corporate governance, regulatory compliance, taxation, and risk management. He currently serves as the Chief Accounting Officer (CAO) at Aikyam Capital Group, headquartered in Mumbai, is a multifaceted financial services firm offering institutional brokerage, investment banking, and stressed asset management Since joining Aikyam Capital Group in March 2023, he has been responsible for overseeing the finance and accounting functions of the organization, ensuring robust financial controls, regulatory compliance, accurate financial reporting, and effective governance practices. His leadership has contributed to strengthening	Mr. Rajendra Kumar Poddar (DIN: 00143571) has been associated with the Company since 1987, playing a pivotal role in its growth and development over the decades. A seasoned leader with extensive industry knowledge and expertise, he has contributed significantly to the Company's strategic vision and operational excellence. Mr. Poddar holds a Bachelor's degree in Commerce (B.Com Hons) and brings a deep understanding of financial and business management. With his dedication and leadership, he has been instrumental in navigating the Company through various phases of its journey, ensuring its sustained growth and success.

		financial discipline and supporting strategic business objectives. Mr. Bhattar's core areas of expertise include Financial Management & Strategic Planning, Corporate Accounting & Financial Reporting, Regulatory Compliance & Corporate Governance, Internal Controls & Risk Management, Alternative Investment Funds (AIFs), Taxation & Statutory Compliance, Audit Coordination, and Financial Due Diligence.	His vast experience and unwavering commitment continue to be invaluable assets to the Company.
Expertise in specific functional areas	Finance, banking & NBFC liaison, project funding, and steel trading	Finance, accounting, corporate governance, regulatory compliance, taxation, and risk management	Strategic Leadership, Financial Management
Date of First Appointment on the Board	27/09/2025	01/10/2026	17.06.1987
Shareholding in the Company as on March 31, 2026	NIL	NIL	NIL
Terms and Conditions of Appointment/ Re-Appointment	Non- Executive Non - Independent Director, liable to retire by rotation	Non- Executive Independent Director, Not liable to retire by rotation	Executive Non Independent Director, liable to retire by rotation
Details of Remuneration last drawn (FY 2025-26)	NIL	NA	NIL
Details of proposed remuneration	Remuneration as may be approved by the Board of Directors in accordance with applicable provisions of law	NA	Remuneration as may be approved by the Board of Directors in accordance with applicable provisions of law

Relationship with other Director/ Key Managerial Personnel	NA	NA	Amita Poddar- Wife Akhilesh Poddar- Son
Number of meetings of the Board attended during the financial year 2025-26	3 of 3	NA	6 of 6
Chairperson/ Members of the Statutory Committee (s) of Board of Directors of the Company as on date	NA	NA	NA
Directorship of other Board as on March 31, 2026 excluding Directorship in Private and Section 8 Companies. [along with listed entities from which the person has resigned in the past three years]	1. Oasis Securities Ltd 2. Kalajohare Private Limited	1. Barracks Retail India Private Limited 2. Zeal India Opportunities Private Limited 3. Samyak India Opportunities Private Limited 2 4. Samyak India Opportunities Private Limited 1	NA
Chairperson/ Members of the Statutory Committee (s) of Board of Directors of other companies as on March 31, 2026 excluding Directorship in Private and Section 8 Companies [along with listed entities from which the person has resigned in the past three years];	1.Oasis Securities Limited a)Audit Committee - Memembr b) Nomination and Remuneration Committee-member c) Stakeholder Relationship Committee-member	NA	NA
Information as required pursuant to circular no. LISR/ COMP/14/2018-19dated June, 2018 w. r.t Enforcement of SEBI Orders Regarding appointment of Directors by listed companies	He is not debarred from holding the office as a director by virtue of any SEBI order or any other such authority.	He is not debarred from holding the office as a director by virtue of any SEBI order or any other such authority.	He is not debarred from holding the office as a director by virtue of any SEBI order or any other such authority.

In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	NA	The Company requires an Independent Director with relevant knowledge, skills and experience in business management, finance, governance, strategic planning and regulatory matters. In view of his qualifications and professional experience in Finance, accounting, corporate governance the Board is of the opinion that Mr Mahesh Bhattar possesses the requisite skills and capabilities required for the role and will contribute effectively to the deliberations of the Board	NA
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ROUTE MAP:

Venue of the Meeting:- “FUSION RESTRO” C-28, Pankaj Singhvi Marg, Main Vidhan Sabha Road, Lalkothi, Jaipur-302005, Rajasthan

Landmark:- Near Vidhan Sabha

The Red Mark denotes the location of the venue of the meeting.

Route Map to the AGM Venue:

