

ROS AGRO PLC

NOTICE OF EXTRAORDINARY GENERAL MEETING (EGM)

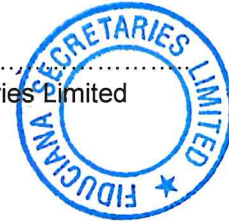
NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held at the Company's registered office in Nicosia, Cyprus, on 27th of March 2025 at 11:00 a.m. (Cyprus time) to transact the business on the agenda outlined within Schedule A and Schedule B attached hereto.

BY ORDER OF THE BOARD

For and on behalf of

Ros Agro Plc


.....
Fiduciana Secretaries Limited
Secretary



Date: 11th March 2025
Ros Agro Plc,
Registered Office:
25 Aphrodite Street, 3rd floor
office 300, 1060 Nicosia, Cyprus
Fax: +357 22766022
E-mail: anna@corporate.cy

NOTE: Should any member of the Company wish to discuss any other item during the meeting, they are kindly requested to contact the Company Secretary as soon as possibly convenient in order to have the additional item inserted on the Agenda list. All appendices/materials relating to the additional item should also be provided to the Company Secretary for circulation.

Any member of the Company entitled to attend, speak and vote at the abovementioned meeting may appoint a proxy to attend, speak with the same rights as the member and, on a poll, vote instead of the member. A proxy may demand, or join in demanding, a poll. A proxy need not be a member of the Company. A specimen of the proxy is attached hereto as Schedule B. Please return the notice of attendance or proxy form by regular mail, facsimile or e-mail by 27th of March 2025 to:

Ros Agro Plc,
Registered Office:
25 Aphrodite Street, 3rd floor
office 300, 1060 Nicosia, Cyprus
Fax: +357 22766022
E-mail: anna@corporate.cy

Each person entitled to attend the Meeting may appoint a Proxy to represent them in the Meeting in a form attached to this Notice as Appendix B.

ROS AGRO PLC is a public limited liability company incorporated under the laws of the Republic of Cyprus. As of the date of this notice, the Company has issued 27,333,333 shares, of EUR 0,01 shares, each of which represents one vote. The shares also have equal rights in all other respects. For the purpose of this Extraordinary General Meeting, the record date shall be the 27th of March 2025; only those members who are registered shareholders on that date have the right to participate and vote at the meeting.

This notice and its appendices, as well as the company's articles of association and the memorandum of association, are also available at the Company's homepage: <http://www.rusagrogroup.ru/>.

Schedules:

- A. Agenda of the Extraordinary General Meeting
- B. Notice of attendance and proxy form

For any further clarifications or assistance please contact the Company Secretary at anna@corporate.cy

SCHEDULE A

ROS AGRO PLC (the "Company")

Agenda – Extraordinary General Meeting

Nicosia, Cyprus 27th of March 2025

1. Approval of the standalone financial statements of the Company for the year 2021.
2. Appointment of Elympus Audit Ltd (Company number: HE 338192) as the auditor for the financial statements of the Company for the year 2021.
3. Cancellation of the previously approved standalone financial statements of the Company for the year 2022.
4. Approval of the standalone financial statements of the Company for the year 2022.
5. Appointment of Elympus Audit Ltd (Company number: HE 338192) as the auditor for the financial statements of the Company for the year 2022.
6. Approval of the standalone financial statements of the Company for the year 2023.
7. Appointment of Elympus Audit Ltd (Company number: HE 338192) as the auditor for the financial statements of the Company for the year 2023.
8. Approval of the delisting of the Global Depositary Receipts (GDRs) of PLC from the Moscow Exchange and AIX.
9. Any other matters proposed by the Directors at the Board of Directors' Meeting.

SCHEDULE B

NOTICE OF ATTENDANCE

EXTRAORDINARY GENERAL MEETING 27TH OF MARCH 2025 OF ROS AGRO PLC

Notice of your attendance at the Extraordinary General Meeting of ROS AGRO PLC on the 27th of March 2025 can be given using this notice. The notice should be sent to ROS AGRO PLC so that it is received by the company by 27th of March 2025.

Address:

Ros Agro Plc,
Registered Office:
25 Aphrodite Street, 3rd floor
office 300, 1060 Nicosia, Cyprus
Fax: +357 22766022
E-mail: anna@corporate.cy

If you have registered but are unable to attend, you are entitled to appoint another person to attend the meeting on your behalf by submitting a signed and dated proxy to the Company at the address set out above or to the Company Secretary by 27th of March 2025.

The undersigned will attend the Extraordinary General Meeting of ROS AGRO PLC on 27th of March 2025 and *(please tick)*:

<input type="checkbox"/>	Vote for my/our shares
<input type="checkbox"/>	Vote for shares pursuant to the enclosed proxy(ies)

Number of shares: _____

The name and address of the shareholder:

(please use capital letters)

Date place signature of the shareholder*

***IMPORTANT NOTICE: PLEASE INCLUDE TITLE OF AUTHORISED SIGNATORY AND ATTACH EVIDENCE OF AUTHORITY**

PROXY

WE/I, _____, of _____, being a member of the above-named Company, hereby appoint Ms./Mr. _____, holder of I.D/passport No. _____ or failing her/him Ms./Mr. _____, holder of I.D./passport No. _____ as our/my proxy to attend the Extraordinary General Meeting of Ros Agro Plc on 27th of March 2025, and at any adjournment thereof.

WE/I expressly instruct our/my proxy to vote on the following matters, as shown below:

1. Approval of the standalone financial statements of the Company for the year 2021.

FOR/AGAINST/ABSTAIN

2. Appointment of Elympus Audit Ltd (Company number: HE 338192) as the auditor for the financial statements of the Company for the year 2021.

FOR/AGAINST/ABSTAIN

3. Cancellation of the previously approved standalone financial statements of the Company for the year 2022.

FOR/AGAINST/ABSTAIN

4. Approval of the standalone financial statements of the Company for the year 2022.

FOR/AGAINST/ABSTAIN

5. Appointment of Elympus Audit Ltd (Company number: HE 338192) as the auditor for the financial statements of the Company for the year 2022.

FOR/AGAINST/ABSTAIN

6. Approval of the standalone financial statements of the Company for the year 2023.

FOR/AGAINST/ABSTAIN

7. Appointment of Elympus Audit Ltd (Company number: HE 338192) as the auditor for the financial statements of the Company for the year 2023.

FOR/AGAINST/ABSTAIN

8. Approval of the delisting of the Global Depository Receipts (GDRs) of PLC from the Moscow Exchange and AIX.

FOR/AGAINST/ABSTAIN

9. Any other matters proposed by the Directors at the Board of Directors' Meeting.

UP TO THE DISCRETION OF MY PROXY