

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRA ORDINARY GENERAL MEETING NO. 2/2020-21 OF THE MEMBERS OF STARAGRI FINANCE LIMITED (“COMPANY”) WILL BE HELD AT SHORTER NOTICE ON MONDAY, 31ST AUGUST, 2020 AT 03.45 P.M. THROUGH VIDEO CONFERENCING TO TRANSACT THE FOLLOWING BUSINESS:

AS A SPECIAL BUSINESS:

Item No. 1 :

Change of name of the Company and subsequent alteration of Memorandum of Association of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 read with Rule 29 of Companies (Incorporation) Rules, 2014 and any other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Central Government and subject further to the approval of the Reserve Bank of India (RBI) and subject to any permissions, sanctions and consents as may be required from any regulatory and other appropriate authorities, the consent of the members of the Company be and is hereby accorded to change the name of the Company from “**StarAgri Finance Limited**” to “**Agriwise Finserv Limited**”;

RESOLVED FURTHER THAT the existing Clause I (name clause) of the Memorandum of Association of the company be and is hereby altered by substituting the same with the following:

I. The name of the company is “Agriwise Finserv Limited”.

CIN: U65999MH1995PLC267097

Registered & Corporate Office: 601-604, A-wing, Bonanza Building, Sahar Plaza, J.B. Nagar Metro Station, J.B. Nagar, Andheri (E), Mumbai – 400 059

www.staragrifinance.com info@staragrifinance.com 022-4046 7777 22 4046 7788

RESOLVED FURTHER THAT in terms of Section 14 of the Companies Act, 2013 the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized, on behalf of the Company, to do all such acts, deeds, matters and things as may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle any question or difficulty that may arise with regard to the above or any other matters incidental or consequential thereto.”

**By order of the Board
For StarAgri Finance Limited**

Sd/-

**Amith Agarwal
Director
DIN: 01140768**

Date: 29th August, 2020

Place: Mumbai

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020 and 13 April 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020 permitted holding of the Extra-Ordinary General Meeting (EGM) through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the EGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-EGM'.
2. The deemed venue for Extra-Ordinary General Meeting No. 2/2020-21 shall be 44 B, High Tide Apartment Juhu Tara Road, Santacruz West Mumbai 400049.

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3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM 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 EGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Corporate Members are required to send to the Company Secretary a certified copy of the Board Resolution, pursuant to section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at e-EGM.
5. An Explanatory Statement with respect to the special business to be transacted at the meeting, as required under Section 102(1) of the Companies Act, 2013, is annexed hereto.
6. Notice of e-EGM is being sent only through electronic mode to those members whose email addresses are registered with the Company. Members may note that the Notice will also be available on the Company's website at www.staragrifinance.com.
7. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
8. The details of video conferencing shall be shared separately through email.

EXPLANATORY STATEMENTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 1:

The Company is intending to change its present name in order to expand its agriculture lending business activities and also to provide digital lending using digital means witnessing a paradigm shift towards digitisation and automation in the lending landscape.

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The Company is intending to change its name from “**StarAgri Finance Limited**” to “**Agriwise Finserv Limited**”;

The Board of Directors of the Company through circular resolution on 07th August, 2020, approved to change name of the Company.

The name “**Agriwise Finserv Limited**” has been duly approved and made available for changing the name by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs vide its name approval letter dated 24th August, 2020 which is valid for 60 days.

The change of name of the Company would result in amending Articles of Association and the name clause of the Memorandum of the Company and accordingly clause I (name clause) in the memorandum of association of the company is to be altered by substituting the same with new clause as under:

I. The name of the company is “Agriwise Finserv Limited”.

The proposed change of name will not affect any of rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

The members are hereby informed that the Company had obtained No-Objection from the Reserve Bank of India for proposed change of name “StarAgri Finance Limited” to “Agriwise Finserv Limited”.

As per the provisions of Sections 13 of the Companies Act, 2014, approval of Members is required to be accorded for changing name of the Company & consequent alteration in the Memorandum and Articles of Association of the Company by way of passing a Special Resolution. Hence, the resolution is put up for Members’ approval.

Memorandum & Articles of Association shall be made available for inspection in physical or in electronic form during specified business hours at the Registered Office of the Company.



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None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested, financially or otherwise, in the said resolution.

**By order of the Board
For StarAgri Finance Limited**

Sd/-

**Amith Agarwal
Director
DIN: 01140768**

**Date: 29th August, 2020
Place: Mumbai**



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