

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRA ORDINARY GENERAL MEETING NO. 1/2021-22 OF THE MEMBERS OF AGRIWISE FINSERV LIMITED (ERSTWHILE STARAGRI FINANCE LIMITED) ("COMPANY") WILL BE HELD AT SHORTER NOTICE ON FRIDAY, 24TH SEPTEMBER, 2021 AT 11.30 A.M. AT 601-604, A-WING, BONANZA BUILDING, SAHAR PLAZA, J.B. NAGAR METRO STATION, J.B. NAGAR, ANDHERI (E) MUMBAI - 400059 TO TRANSACT THE FOLLOWING BUSINESS:

AS A SPECIAL BUSINESS:

Item No. 1 : Appointment of statutory auditors to fill casual vacancy:

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

"RESOLVED THAT pursuant to provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or amendment thereto or re-enactment thereof for the time being in force) and as recommended by the Board of Directors of the company, M/s S.N. Kulkarni & Co., Chartered Accountants (FRN.: 105441W), be and are hereby appointed as Statutory Auditors of the Company to fill casual vacancy caused by resignation of M/s. Mukund M. Chitale & Co., Chartered Accountants (FRN.:106655W);

RESOLVED FURTHER THAT M/s S.N. Kulkarni & Co., Chartered Accountants (FRN.: 105441W) shall hold the office of the Statutory Auditors of the Company upto the conclusion of the ensuing 27th Annual General Meeting and that they shall conduct Statutory Audit for the financial year ended on 31st March, 2022 on such remuneration as may be fixed by the Board of Directors in consultation with them;

RESOLVED FURTHER THAT Mr. Sureshchandra Goyal, Managing Director and/or Mr. Amith Agarwal, Whole Time Director and/or Ms. Sankari Muthuraj, Company Secretary of the Company be and are hereby severally authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies."

**By order of the Board
For Agriwise Finserv Limited
(Erstwhile StarAgri Finance Limited)**

Sd/-

**Sankari Muthuraj
Company Secretary
Membership No: A25427**

**Date: 23rd September, 2021
Place: Mumbai**

NOTES:

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (“the Act”), in respect of the Special Business as set above is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution/authority as applicable.
3. A body corporate being a member shall be deemed to be personally present at the meeting if represented in accordance with the provisions of Section 113 of the Companies Act, 2013. The representative so appointed, shall have the right to appoint a proxy.
4. Members/Proxies should fill the Attendance Slip (as attached) for attending the Meeting and bring their Attendance Slips along with their copy of the EGM Notice to the Meeting.
5. Notice of 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.agriwise.com.
6. Route Map for the convenience of the members is also enclosed with the Notice.

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

Item No. 1:

Pursuant to the Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) issued by RBI, the audit firm has been restricted on number of NBFC’s for taking up statutory audit. As such, M/s. Mukund M. Chitale & Co., Chartered Accountants (FRN.:106655W) have tendered their resignation from the position of Statutory Auditors of the Company, resulting into a casual vacancy in the office of Statutory Auditors of the company as envisaged by section 139(8) of the Companies Act, 2013 (“Act”).

Casual vacancy caused by resignation of auditors can only be filled up by the Company in general meeting. The Board at its meeting held on 23rd September, 2021 proposed that M/s S.N. Kulkarni & Co., Chartered Accountants (FRN.: 105441W), be appointed as Statutory Auditors of the Company to fill casual vacancy caused by resignation of M/s. Mukund M. Chitale & Co., Chartered Accountants and has recommended the resolution at Item No.1 of this Notice as an Ordinary Resolutions for members’ approval.

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

Accordingly, Ordinary Resolution is submitted to the meeting for consideration and approval of members.

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 Agriwise Finserv Limited
(Erstwhile StarAgri Finance Limited)**

Sd/-

**Sankari Muthuraj
Company Secretary
Membership No: A25427**

PROXY FORM
Form No. MGT-11

[Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

CIN : U65999MH1995PLC267097
 Name of the company : AGRIWISE FINSERV LIMITED (ERSTWHILE STARAGRI FINANCE LIMITED)
 Registered office: 601-604, A-wing, Bonanza Building, Sahar Plaza, J.B. Nagar Metro Station, J.B. Nagar, Andheri (E) Mumbai - 400059.
 Name of the member(s) : _____
 Registered Address: _____
 E-mail ID : _____
 Folio/ DP ID - Client ID No. : _____

I/We, being the member (s) of _____ shares of the above named company, hereby appoint:

(1)	Name : _____	Address : _____	or failing
	Email Id : _____	Signature : _____	him / her
(2)	Name : _____	Address : _____	or failing
	Email Id : _____	Signature : _____	him / her
(3)	Name : _____	Address : _____	
	Email Id : _____	Signature : _____	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting No. 1/2021-22 of the company, to be held on Friday, 24th September, 2021 at 11:30 a.m. at the registered office of the Company at 601-604, A-wing, Bonanza Building, Sahar Plaza, J.B. Nagar Metro Station, J.B. Nagar, Andheri (E) Mumbai – 400059 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution number	Resolution	Vote (Optional see Note) (Please mention no. of		
		For	Agai	Abstain
Special Business				
1.	Appointment of M/s S.N. Kulkarni & Co., Chartered Accountants (FRN.:105441W) as Statutory Auditors of the Company for FY 2021-22.			

Signed this _____ day of _____ 20____

Affix
 Revnue
 stamp

Signature of member(s)

Signature of proxy

Notes:

1. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate
2. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting.

Attendance Slip

AGRIWISE FINSERV LIMITED (ERSTWHILE STARAGRI FINANCE LIMITED)
REGISTERED & CORP. OFFICE: 601-604, A-wing, Bonanza Building, Sahar Plaza,
J.B. Nagar Metro Station, J.B. Nagar, Andheri (E) Mumbai – 400059.
CIN: U65999MH1995PLC267097 **Website:** www.agriwise.com

Folio No. / DP ID / Client ID:

Number of shares held

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the Extraordinary General Meeting No. 1/2021-22 (the 'EGM') of members of Agriwise Finserv Limited (Erstwhile StarAgri Finance Limited) held on Friday, 24th September, 2021 at 11.30 a.m. at registered office of the Company at 601-604, A-wing, Bonanza Building, Sahar Plaza, J.B. Nagar Metro Station, J.B. Nagar, Andheri (E) Mumbai – 400059.

Name of the Member / Proxy (in Block Letters)

Signature of the Member / Proxy

Note:

- 1. Please complete the Folio/DPID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.*
- 2. Member/Proxyholder desirous of attending the meeting should bring his copy of the Notice for reference at the meeting*

Route Map to the Venue of Extra Ordinary General Meeting

from Andheri East, Mumbai, Maharashtra
to Sahar Plaza Bonanza I, Andheri - Kurla Rd, Bhim Na

7 min (1.2 km)
via RK Mandir Rd and Andheri - Kurla Rd/Sir Mathuradas VasANJI Rd
Fastest route, despite the usual traffic

Andheri East
Mumbai, Maharashtra

- ↑ Head south on Maheshwari Rd toward Kondivta Rd
55 m
- ↙ Maheshwari Rd turns left and becomes Kondivta Rd
260 m
- ↙ Turn left after Regent Hotel (on the right)
290 m
- ↘ Turn right after Apna Dhaba Family Restaurant and Bar (on the left)
Pass by JB Nagar Fish Market (on the left)
450 m
- ↘ Make a U-turn at ICICI Bank ATM
Destination will be on the left
200 m

Sahar Plaza Bonanza I

Map data ©2019 Google India Terms Send feedback 100 m