

AFL/14/2022-2023

05th September, 2022

To,
BSE Limited
P J Towers, Dalal Street,
Fort, Mumbai – 400 001.

Scrip Code 959738

Dear Sir/Madam,

Sub: Notice convening 27th Annual General Meeting of Agriwise Finserv Limited**Ref: Regulation 50(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 ("Listing Regulations")**

Pursuant to regulation 50(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby intimate that 27th Annual General Meeting (AGM) of Agriwise Finserv Limited (Erstwhile StarAgri Finance Limited) is scheduled to be on Thursday, 29th September, 2022 at 11:00 a.m. at the registered office of the Company at 601-604, A-wing, Bonanza Building, Sahar Plaza, J.B. Nagar, Andheri (E) Mumbai – 400059. A copy of AGM notice is enclosed herewith.

We request you to please take the above on records.

Thanking you.
Yours faithfully,

**For Agriwise Finserv Limited
(Erstwhile StarAgri Finance Limited)**

SANKARI**MUTHURAJ**

Digitally signed by
SANKARI MUTHURAJ
Date: 2022.09.05
09:29:21 +05'30'

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

AGRIWISE FINSERV LIMITED
(Erstwhile StarAgri Finance Limited)
(CIN: U65999MH1995PLC267097)

Registered office: 601-604, A-wing, Bonanza Building,
Sahar Plaza, J.B. Nagar, Andheri (E) Mumbai – 400059
Email ID: compliance@agriwise.com
Website: www.agriwise.com
Tel No.: (020) 40467777 Fax No.: (020) 40467788

NOTICE TO THE ANNUAL GENERAL MEETING

Notice is hereby given that 27th Annual General Meeting (AGM) of members of Agriwise Finserv Limited (Erstwhile StarAgri Finance Limited) (CIN: U65999MH1995PLC267097) will be held on Thursday, 29th September, 2022 at 11:00 a.m. at the registered office of the Company at 601-604, A-wing, Bonanza Building, Sahar Plaza, J.B. Nagar, Andheri (E) Mumbai – 400059, to transact the following:

Ordinary business

1. Adoption of Financial Statements

To receive, consider and adopt audited financial statements of the Company for the year ended 31st March, 2022, including audited Balance Sheet as at 31st March, 2022, the statement of audited Profit and Loss Account and Cash Flow Statement for the financial year ended on that date together with the reports of Board of Directors and Auditors thereon.

2. Re-Appointment of retiring director

To appoint a director in place of Mr. Amith Khandelwal [DIN: 00809249], who retires by rotation and, being eligible, seeks re-appointment.

3. Appointment of Statutory Auditor

To appoint M/s M.K. Dandekar & Co, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration and to pass following resolution as an Ordinary resolution thereof:

"RESOLVED THAT pursuant to provisions of section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s M.K. Dandekar & Co, Chartered Accountants (FRN.: 000679S), be and are hereby appointed as Statutory Auditors of the Company for a period of five years from the conclusion of this Annual General Meeting (AGM) till the conclusion of 32nd AGM to be held in the year 2027, at such remuneration as may be mutually agreed between the Board of Directors and the Auditors."

Special Business:

4. Approval for Related Party Transactions

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

"RESOLVED THAT pursuant to provisions of section 188 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or any amendment thereto or re-enactment thereof for the time being in force), and the Company's policy on Related Party transaction(s), approval of members be and are hereby accorded to Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with related parties within the meaning of Section 2(76) of the Act for the financial year 2022-23 as per the statement as detailed below:

Name of the Related Party	Name of the Directors or KMP's who is related	Nature of Relationship	Nature & particulars of the contracts or arrangements or transactions	Monetary value of contracts or arrangements or transactions
Star Agriware housing and Collateral Management Limited (SACML)	Mr. Sureshchandra Goyal, Mr. Amith Agarwal, Mr. Amit Khandelwal and Mr. Amit Goyal, Directors	Holding Company	Contract for availing collateral Management services on a continuous basis at a market competitive rate and at par with other vendors.	Rs. 1,25,00,000/-
			Transactions of rent expenses for sharing common branch offices situated at different states/cities as per the respective lease agreement	As per agreement
			Transactions of rent income for use of Chakala Office as per sub lease agreement dated 15 September, 2021.	Rs. 60,000
Star Agribazaar Technology Limited (SATL)	Mr. Suresh Chandra Goyal, Mr. Amith Agarwal, Mr. Amit Khandelwal and Mr. Amit Goyal, Directors	A private company where directors are member and director	Transactions of rent income for use of Chakala Office as per sub lease agreement dated 15 September, 2021.	Rs. 60,000
Farmers Fortune (India) Private Limited (FFIPL)	Mr. Sureshchandra Goyal, Mr. Amith Agarwal, Mr. Amit Khandelwal and Mr. Amit Goyal, Directors	Fellow Subsidiary	Transactions of rent income for use of Chakala Office as per sub lease agreement dated 15 September, 2021.	Rs. 60,000/-
Star Agriinfrastructure Private Limited (SAIPL)	Mr. Sureshchandra Goyal, Mr. Amith Agarwal, Mr. Amit Khandelwal and Mr. Amit Goyal, Directors	Fellow Subsidiary	Transactions of rent income for use of Chakala Office as per sub lease agreement dated 15 September, 2021.	Rs. 60,000/-
Star Agrilogistics Private Limited (SALPL)	Mr. Sureshchandra Goyal, Mr. Amith Agarwal, Mr. Amit Khandelwal and Mr. Amit Goyal, Directors	Fellow Subsidiary	Transactions of rent income for use of Chakala Office as per sub lease agreement dated 15 September, 2021.	Rs. 60,000/-
Shri Krishna Motor Company	Mr. Amith Agarwal, Director	Firm in which Director is a Partner	Transaction of Rent payment for use of Chakala Office as per leave and license agreement dated 03 September, 2021.	Rs. 41,00,000/-
Prashant Agarwal	Mr. Amith Agarwal, Director	Relative of a Director	Transaction of Rent payment for use of Alwar branch office as per leave and license agreement dated 20 October, 2020.	Rs. 3,30,000/-

RESOLVED FURTHER THAT consent, sanction, permission or approval of members be and are hereby accorded to Board of Directors of the Company to enter into loan transactions in an ordinary course of business with holding Company and fellow subsidiary companies, related parties, provided that an aggregate value of transaction does not exceed INR 40,00,00,000 (Indian rupees forty crore only);

RESOLVED FURTHER THAT as per the Policy, consent of members is also accorded to Board of Directors of the Company for transactions which cannot be foreseen at the beginning of the year provided the value per transaction does not exceed INR 1,00,00,000 (Rupees One Crore Only)."

5. Increasing the Borrowing Powers under Section 180(1) (c) of the Companies Act, 2013 up to INR 800 crores

To consider and if thought fit to pass, with or without modification, the following Resolution as a Special Resolution:

"RESOLVED THAT in supersession of resolution passed by members of the Company at their meeting held on 04th February, 2015 and pursuant to provisions of section 180(1)(c) and any other applicable provisions of the Companies Act 2013 read with the rules made there under (including any statutory modification(s) or any amendment thereto or re-enactment thereof for the time being in force), consent of members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute for this purpose) for borrowing from time to time, any sum or sums of monies from bank(s), financial or other institution(s), investor(s), foreign lender(s), any body corporate entity(ies), authority(ies) or any other persons by way of cash credit, loans, overdraft, issuance of bonds, notes, debentures or other securities whether convertible into equity/ preference shares or not, either in Indian rupees or in such other foreign currencies as may be permitted under law from time to time and on such terms and conditions as the Board may deem fit, up to an amount not exceeding INR 800 Crores (Indian rupees eight hundred crores), notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), may exceed aggregate of paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose;

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalise, settle, and execute all such documents / deeds / writings / papers / agreements / and instruments as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, expedient, proper or desirable for giving effect to the above resolution."

6. Creation of charges, mortgages, hypothecation on the immovable and movable properties of the Company under Section 180(1)(a) of the Companies Act, 2013

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

"RESOLVED THAT in supersession of the resolution passed by members of the Company at their meeting held on 04th February, 2015 and pursuant to provision of Section 180(1)(a) and any other applicable provisions of the Companies Act 2013 read with the rules made there under (including any statutory modification(s) or any amendment(s) thereto or re-enactment(s) thereof for the time being in force), consent of members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute for this purpose) to pledge, mortgage, lien, hypothecate and/or create charge, whether fixed or floating, in addition to existing hypothecation, pledge, lien, mortgage, charges created by the Company, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the immovable properties and movable assets (both tangible and intangible) of the Company, both present and future, in favour of bank(s), financial institution(s), investor(s), debenture holder(s) or any other lender(s) and their agents or trustees (together, the "Lenders") to secure any borrowings, debentures, financial assistance or financial indebtedness availed by the Company or any third party (in foreign currency and/or rupee currency) from time to time (including without limitation, the due payment of the principal and/or together with interest, at the respective agreed rates, additional interest, compound interest, accumulated interest, liquidated damages, commitment charges, remuneration of the agent(s), trustee(s), prepayment premium, all other costs, charges and expenses and all other monies payable by the Company) (together, the "Financial Indebtedness") in terms of the financing documents, or any other documents, entered into or to be entered into between the Company and any Lender(s) in respect of the Financial Indebtedness, on such terms and conditions as may be agreed between the Company and any Lender(s), provided that the maximum extent of the Financial Indebtedness secured by the assets of the Company does not exceed INR 800 crores (Indian rupees eight hundred crores) at any time;

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalise, settle, and execute all such documents / deeds / writings / papers / agreements / and instruments as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, expedient, proper or desirable for giving effect to the above resolution and to settle any question, difficulty or doubt that may arise in regard to creating mortgages / charges as aforesaid.”

7. Approval u/s section 180(1)(a) of the Companies Act 2013, to sell, transfer and/or dispose of the loan assets and receivables of the company through securitisation or direct assignment

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

“RESOLVED THAT pursuant to section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read with rules and regulations made thereunder, the applicable provisions of the Guidelines/Circulars/notifications issued by the Reserve Bank of India from time to time, Memorandum and Articles of Association of the Company and such consents, approvals and permissions, if any required, being obtained from appropriate authorities to the extent applicable and necessary, consent of members be and is hereby accorded to sell, transfer and/or dispose of, through securitization or direct assignment, the loan assets and receivables of the Company (including without limitation all rights, title, interests and benefits of the Company in such assets and receivables and the corresponding security interests, if any which have been created in favour of the Company), up to an aggregate amount of INR 1000 crores (Indian rupees one thousand crores only) in such manner and upon such terms and conditions as may be decided by the Board of Directors of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company (or any other persons authorized in this regard by the Board of Directors), be and are hereby severally authorized to do such acts, deeds, things and execute all such documents including Agreements, deeds of assignment and other ancillary documents as may be deemed necessary, expedient, proper or desirable for giving effect to the above resolution.”

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

**Sd/-
Sankari Muthuraj
Company Secretary
Membership No: A25427**

Place: Mumbai

Date: 10th August, 2022

NOTES:

1. The Explanatory Statement setting out the material facts pursuant to section 102 of the Companies Act, 2013 (“the Act”), in respect of Special Business as set above and the details as required under Secretarial Standard on General meeting (SS-2) in respect of the Directors seeking appointment/ re-appointment at this General Meeting is annexed hereto.
2. A REGISTERED EQUITY MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY, THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT REGISTERED OFFICE OF THE COMPANY DULY COMPLETED AND SIGNED, NOT LESS THAN 48 (FORTY-EIGHT) HOURS BEFORE COMMENCEMENT OF MEETING OF EQUITY MEMBERS.

3. A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10% of total share capital of the Company carrying voting rights. A member holding more than 10% of 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 person or member. 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.
4. Corporate members are required to send to the Company Secretary a certified copy of Board Resolution, pursuant to section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at 27th AGM.
5. Notice of 27th AGM along with Financial Statement 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. A member or his/her Proxy is requested to bring the copy of notice to Meeting and produce the attendance slip, duly completed and signed, at the entrance of the Meeting venue.
7. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
8. The Company has been maintaining, inter alia, the following statutory registers at its registered office:
 - i) Register of contracts or arrangements in which directors are interested under section 189 of the Act.
 - ii) Register of directors and key managerial personnel and their shareholding under section 170 of the Act.

The said registers will be made accessible for inspection and shall remain open and be accessible to any member during the continuance of the meeting.
9. members are requested to:
 - a) Notify immediately any change in their address to the Company.
 - b) Quote their Folio Numbers in all correspondence with the Company.
10. Route-map to the venue of the Meeting is provided at the end of the Notice.
11. For ease of conduct, members who would like to ask questions/express their views on the items of the businesses to be transacted at the meeting can send in their questions/comments in advance via email at compliance@agriwise.com.

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

Item No. 4:

Pursuant to provisions of section 188 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014, the contract(s) or arrangement(s) or transaction(s) with a Related Party as mentioned in clause (a) to (g) of the said section require a Company to obtain approval of Board of Directors and subsequently members of the Company by way of an ordinary resolution in case the value of Related Party Transactions exceeds the stipulated thresholds prescribed in Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and transactions other than in an ordinary course of business and on arm's length basis.

Accordingly, Audit Committee and Board of Directors of the Company at their meeting held on 19th May, 2022 have considered and approved the proposed contract(s) or arrangement(s) or transaction(s) with a Related Party, in one or more tranches, for financial year 2022-23 as per the statement provided in the resolution and also Board has recommended the Resolutions at Item No.4 of this Notice as an Ordinary Resolutions for your approval.

Hence, approval of members by way of an Ordinary Resolution under section 188 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 is being sought to enable the Company to enter into proposed contract(s) or arrangement(s) or transaction(s), in one or more tranches, with a related party, for financial year 2022-23 as per the statement provided in the resolutions.

The Board recommends the resolutions as set out in Item No. 4 of notice for approval of members of the Company as an Ordinary Resolution.

All the relevant documents can be inspected at the office hours on working days at the registered office of the Company.

Except Mr. Suresh Chandra Goyal, Mr. Amith Agarwal, Mr. Amit Khandelwal, Mr. Amit Kumar Goyal none of the Directors and/or Key Managerial Personnel or their relatives, in any way, concerned or interested, financially or otherwise, in the said resolutions.

Item No. 5&6:

Pursuant to provisions of section 180(1)(c) of the Companies Act, 2013 ("the Act"), the Board of Directors of a Company cannot borrow money together with the money already borrowed, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), in excess of the aggregate paid up capital and its free reserves, without approval of members in a general meeting by way of a special resolutions.

The members of the Company at their meeting held on 04th February, 2015 has approved by way of a Special Resolution under Section 180(1)(c) of the Companies Act, 2013, empowering the Board of Directors to borrow money upto INR 750 crores (Indian rupees seven hundred fifty crores only) in excess of aggregate paid up share capital and free reserves of the Company.

As the approval was taken in the year 2015, it is proposed to take a fresh approval and to increase the borrowing limit from INR 750 crores to INR 800 crores in order to further expand its business and to meet increased financial needs.

The borrowings of the Company are in general required to be secured by suitable mortgage or charge on all or any of the movable or immovable properties of the Company, in such form, manner and ranking as may be determined by the Board of Directors / any of it's authorised Committee of the Company from time to time, in consultation with the lender(s).

It is therefore, necessary for the members to pass a Special Resolution under section 180(1)(a) and 180(1)(c) of the Companies Act, 2013, as set out at Item No. 5 and Item No. 6 of the Notice, to enable the Board of Directors to borrow money upto INR 800 crores (Indian rupees eight hundred crores) and inter alia, authorised the Board to secure its borrowing by mortgage / charge on any of the movable and/or immovable properties and/or the whole or any part of the undertaking(s) of the Company.

The Board recommends the resolutions as set out in Item No. 5 & 6 of notice for approval of members of the Company as a Special Resolution.

All the relevant documents can be inspected at the office hours on working days at the registered office of the Company

None of the Directors and the Key Managerial Personnel of the Company and their respective relatives, in any way, concerned or interested, financially or otherwise, in the said resolutions.

Item No. 7:**Approval u/s section 180(1)(a) of the Companies Act 2013, to sell, transfer and/or dispose of the loan assets and receivables of the company through securitisation or direct assignment**

The members of the Company are requested to note that section 180(1)(a) of the Companies Act, 2013 mandates that the Board of Directors of a company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the approval of members of the Company by way of a special resolution. Explanation (i) to section 180 (1)(a) of the Companies Act, 2013 states that the meaning of an 'undertaking' for the purposes of section 180(1) of the Companies Act, 2013 is an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year. Explanation (ii) to section 180 (1)(a) of the Companies Act, 2013 states that the meaning of 'substantially the whole of the undertaking' for the purposes of section 180(1) is in any financial year, twenty percent or more of the value of the undertaking as per the audited balance sheet of the preceding financial year.

The Company, from time to time, enters into transactions with different parties, for sale and transfer of loan assets and receivables, through securitization or direct assignment, on terms and conditions which are negotiated and agreed to by the management. In light of the current situation in the financial markets, the Company may, on a going forward basis, enter into one or more transactions for sale and transfer of loan assets and receivables of the Company, through securitization or direct assignment, which may constitute a 'substantially the whole of the undertaking of the company', in terms of section 180(1)(a) of the Companies Act, 2013.

Accordingly, pursuant to section 180(1)(a) of the Companies Act, 2013, members of the Company are requested to note that consent of the Board has been sought in its meeting dated 10th August, 2022 to sell, transfer and/or dispose of, through securitization or direct assignment, the loan assets and receivables of the Company (including without limitation all rights, title, interests and benefits of the Company in such assets and receivables and the corresponding security interests, if any which have been created in favour of the Company), of an aggregate amount of upto INR 1,000 crores (Indian rupees one thousand crores).

Therefore, the approval of members is sought u/s 180(1)(a) of the Companies Act, 2013 by passing special resolution to sell, transfer and/or dispose of the loan assets and receivables of the Company through securitization or direct assignment of an aggregate amount of upto INR 1,000 crores.

The Board of Directors recommends the resolution of accompanying notice at item no. 7, for the approval of members of the Company by way of a Special Resolutions.

All the relevant documents can be inspected at the office hours on working days at the registered office of the Company.

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

**By Order of Board of Directors
For Agriwise Finserv Limited
(Erstwhile StarAgri Finance Limited)**

Sd/-

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

**Place: Mumbai
Date: 10th August, 2022**

Details of Mr. Amit Khandelwal, Director seeking appointment (Disclosure relating to Directors pursuant to Secretarial Standards on General Meetings):

Name of Director	Mr. Amit Khandelwal (DIN: 00809249)
Age	44 years
Date of Birth	08 th April, 1978
Date of first appointment	04 th August, 2014
Qualification	M.Com
Experience	Mr. Amit Khandelwal is associated with the agriculture and commodity sectors for over a decade and has been involved in development of custom products for contract farming, weather financing and seed financing. He is expertise in commodity Procurement and warehousing.
Shareholding in the Company	Nil
No. of Board meeting attended during FY 2021-22	4
Terms and condition of appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	The terms and conditions are as agreed between Mr. Amit Khandelwal and the Company. He is holding non-executive Directorship and as such not drawing any remuneration from the Company.
Other Directorship	<ol style="list-style-type: none"> 1. Star Agriwarehousing and Collateral Management Limited 2. Bharat Jyoti Dairy Products Limited 3. Star Agribazaar Technology Private Limited 4. Bikaner Agrimarketing Private Limited 5. Star Agriinfrastructure Private Limited 6. Star Agrilogistics Private Limited 7. Farmersfortune (India) Private Limited 8. Morpawala Realcon Private Limited
*Membership/Chairmanship of Committee of other Boards	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Mr. Amit Khandelwal is not related to any other Director and Key Managerial Personnel of the Company.

*Memberships/ Chairmanships of only Audit, Nomination & Remuneration and CSR Committee in all other public limited companies have been considered.

**By Order of Board of Directors
For Agriwise Finserv Limited
(Erstwhile StarAgri Finance Limited)**

Sd/-

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

**Place: Mumbai
Date: 10th August, 2022**

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 Mumbai City MH 400059.
 Name of the Member(s) : _____
 Registered Address: : _____
 E-mail ID : _____
 Folio/ DP ID - Client ID : _____

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

(1)	Name	:	_____	Address	:	_____	or failing him
	Email Id	:	_____	Signature	:	_____	/ her
(2)	Name	:	_____	Address	:	_____	or failing him
	Email Id	:	_____	Signature	:	_____	/ 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 27th Annual General Meeting of the company, to be held on Thursday, 29th September, 2022 at 11:00 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 shares)		
		For	Against	Abstain
Ordinary Business				
1.	Adoption of Audited Financial Statements for the year ended 31 st March, 2022 and the Reports of the Directors' and Auditors' thereon.			
2.	Re-appointment of Mr. Amith Khandelwal [DIN: 00809249], who retires by rotation.			
3.	Appointment of M/s M.K. Dandekar & Co, Chartered Accountants (FRN.: 000679S) as Statutory Auditors of the Company.			
Special Business				
4.	To consider and approve proposed Related Party Transactions, for F.Y. 2022-23.			
5.	To consider and approve increase in Borrowing Powers under section 180(1) (c) of the Companies Act, 2013.			
6.	To consider and approve creation of charges, mortgages, hypothecation on the immovable and movable properties of the Company under section 180(1)(a) of the Companies Act, 2013.			
7.	To consider and approve sale, transfer and/or dispose of the loan assets and receivables of the company through securitisation or direct assignment under section 180(1)(a) of the Companies Act, 2013.			

Signed this _____ day of _____ 20____

Signature of member

Signature of proxy

Affix
Revenue
stamp

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:

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Number of shares held

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

I hereby record my presence at the 27th Annual General Meeting (the 'AGM') of members of Agriwise Finserv Limited (Erstwhile StarAgri Finance Limited) held on Thursday, 29th September, 2022 at 11.00 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 27th Annual General Meeting

