



STAR AGRIWAREHOUSING AND COLLATERAL MANAGEMENT LIMITED

CIN: U51219RJ2006PLC022427

Registered Office: G-102, Molshree Residency, Plot No. 29, Mission Compound, Ajmer Road,
Jaipur, Rajasthan, India-302006

Corp. Office: 3rd Floor, Wing B-1, NSE Exchange Plaza, Bandra-Kurla Complex, Bandra (East),
Mumbai, Maharashtra, India-400051

Phone: +91-22-26384528; Email: rubi.chaturvedi@staragri.com; Website: www.staragri.com

NOTICE

NOTICE is hereby given that an Extraordinary General Meeting of the members of Star Agriwarehousing and Collateral Management Limited ("**Company**") will be held on Tuesday, 2nd February, 2016 at 10.AM at the Corporate Office of the Company at 3rd Floor, Wing B, 'NSE' National Stock Exchange Building, Bandra - Kurla Complex, Mumbai 400 051

1. Preferential allotment of compulsorily convertible preference shares of the Company to the Series B Investor

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

"RESOLVED THAT in accordance with the Section 42 and Section 62(1)(c) of the Companies Act, 2013 and other provisions of the Companies Act, 2013 and the rules made thereunder, to the extent applicable, and the rules and regulations made thereunder, including but not limited to Rules 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014 to the extent applicable, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively the "**Rules**"), the enabling provisions in the Memorandum of Association and Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to issue and allot 615,517 (six hundred and fifteen thousand five hundred and seventeen) compulsorily convertible preference shares to Claymore Investments (Mauritius) Pte Limited ("**Subscription Shares / Series B CCPS**"), at a price of Rs. 406.2 (Rupees Four hundred and six and twenty paise) per share, aggregating to Rs. 250,000,000 (Rupees Two hundred and fifty million).which Subscription Shares shall be issued by the Company, on the terms and conditions set out in **Schedule I** which shall include the following terms and conditions:

| Sr. No. | Particulars | Terms and Conditions |
|---------|-------------------------------|--|
| 1. | Instrument | Unlisted compulsorily convertible preference shares. |
| 2. | Issue Size | Amount not exceeding Rs. 250,000,000 (Rupees Two hundred and fifty million). |
| 3. | Face value of each instrument | Rs. 20 (Rupees Twenty). |

| | | |
|-----|---|---|
| 4. | Issue Price | The fair market value of each Subscription Share is Rs. 355.80 (Rupees Three Hundred Fifty Five and Eighty Paise only) pursuant to the valuation certificate dated 27 th January 2016 issued by M/s V M Gadiya & Associates. The issue price of each Subscription Share is Rs. 406.2 (Rupees Four hundred and six and twenty paise). |
| 5. | Type of Issue | Private placement and preferential allotment. |
| 6. | Mandatory Conversion | The Subscription Shares shall be fully and mandatorily converted to equity shares of the Company at the expiry of 19 (nineteen) years from the date of issue and allotment. |
| 7. | Optional Conversion | The Series B Investor shall be entitled to require the Company to convert the Subscription Shares held by them into equity shares of the Company on the occurrence of certain early conversion events set out in Schedule I . |
| 8. | Purpose of issue | For the purpose of infusing funds into StarAgri Finance Limited. |
| 9. | Mode of holding by the Series B Investor | Dematerialised. |
| 10. | Status of Investors/holder(s) of Subscription Shares | As set out in Schedule I . |
| 11. | The priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares; | As set out in Schedule I . |
| 12. | The participation in surplus fund | As set out in Schedule I . |
| 13. | The participation in surplus assets and profits, on winding- up which may remain after the entire capital has been repaid | As set out in Schedule I . |
| 14. | The payment of dividend on cumulative or non- | Cumulative |

| | | |
|-----|---|---|
| | cumulative basis. | |
| 15. | The conversion of preference shares into equity shares. | As set out in Schedule I. |
| 16. | The voting rights | As set out in the SHA (as amended by the SHA Amendment Agreement) |
| 17. | The redemption of preference shares | The instruments are compulsorily convertible into equity shares. |

RESOLVED FURTHER THAT the Board Directors of the Company, be and are hereby authorised to negotiate, finalise, decide, alter, vary, revise and modify, determine the time and manner of issue of the above Subscription Shares on a preferential basis, on behalf of the Company, including but not limiting to filing the Form PAS-3 and other necessary forms with the Registrar of Companies, making the necessary entries in the registers maintained by the Company, payment of necessary stamp duties and file all such applications, notices, certificates, documents and other instruments, as shall appear to be necessary or appropriate with any local or foreign governmental or regulatory authorities in connection with the issue of the preference shares of the Company to the existing shareholders and the transactions contemplated therein.

2. Increase in the Authorised Share Capital of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the Authorised share capital of the company be and is hereby increased from Rs. 30,00,00,000/- (Rupees Thirty Crores) divided into 2,40,00,000 (Two Crore Forty Lac) equity shares of Rs. 10/- (Rupees Ten) each and 30,00,000 (Thirty Lac) compulsorily convertible preference shares of Rs. 20/- (Rupees Twenty) each to Rs. 31,00,00,000/- (Rupees Thirty One Crore) divided into 2,40,00,000 (Two Crore Forty Lac) equity shares of Rs. 10/- (Rupees Ten) each and 35,00,000 (Thirty five Lac) compulsorily convertible preference shares of Rs. 20/- (Rupees Twenty) each ranking pari passu in all respect with the existing Shares of the Company and that Clause V of the Memorandum of Association of the Company be and is hereby altered as follows:

V. The Authorized Share Capital of the Company is Rs. 31,00,00,000/- (Rupees Thirty One Crore) divided into 2,40,00,000 (Two Crore Forty Lac) equity shares of Rs. 10/- (Rupees Ten) each and 35,00,000 (Thirty five Lac) compulsorily convertible preference shares of Rs. 20/- (Rupees Twenty) each.

“RESOLVED FURTHER THAT Mr. Suresh Chandra Goyal, Mr. Amit Kumar Goyal, Mr. Amit Khandelwal and Mr. Amith Agarwal, Directors, Mr. Sanjay Gupta, Chief Financial Officer and Ms. Rubi Chaturvedi,



Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds, matters and things which are necessary to give effect to the aforesaid resolution.”

Schedule I

TERMS OF SERIES B CCPS

Capitalised terms used, but not defined in these terms, shall have the meaning ascribed to them in the shareholders’ agreement dated 22 March 2014 between, *inter alios*, Claymore Investments (Mauritius) Pte. Limited, IDFC Private Equity Fund III, Mr. Amith Agarwal, Mr. Amit Khandelwal, Mr. Amit Kumar Goyal, Suresh Chandra Goyal (as amended by the amendment and supplementary agreement to the shareholders’ agreement dated 1 February 2016 between the parties named therein) (“**SHA**”), save and except that for the purposes of this **Schedule I**, the term “**Series B CCPS**” shall mean 2,422,977 (two million four hundred twenty two thousand nine hundred seventy seven) compulsorily convertible preference shares issued to the Series B Investor at First Completion and the Tranche 2 Subscription Shares.

1 Face value

The face value of each Series B CCPS shall be INR 20 (Indian Rupees Twenty).

2 Maturity Period

The Series B CCPS shall have a maximum maturity period of 19 (nineteen) years from the date of their issuance (“**Maturity Period**”), on the expiry of which the Series B CCPS shall compulsorily and automatically convert into Shares in accordance with Clause 3 of these terms subject to the Valuation in relation to the Purchase Shares having been determined.

3 Conversion

Notwithstanding the Maturity Period, the Series B CCPS may at any time be, fully or partly converted into Shares at the sole option and discretion of the holder of the Series B CCPS upon the holder of the Series B CCPS providing a written notice to the Company and the Promoters, unless mandatorily required under applicable laws in which case the Series B CCPS shall convert as per applicable law (collectively, “**Trigger Event**”).

Within 5 (five) days following (i) the occurrence of a Trigger Event, or (ii) the expiry of the Maturity Period (both (i) and (ii) being referred to as “**Conversion Events**”), the Company shall convert all, and not less than all, of the Series B CCPS such that the resultant shareholding of the holder of the Series B CCPS in the Company shall be equivalent to 25.12% (twenty five point one two percent) of the share capital of the Company in aggregate and on a Fully Diluted Basis (the Shares issued being, “**Conversion Shares**”, and the resultant price of each such Conversion Share determined by dividing the sum of the Subscription Consideration and the Tranche 2 Subscription Consideration (assuming that the Series B CCPS being converted includes the Tranche 2 Subscription Shares) by the number of Conversion Shares, as adjusted for (a), (b) and (c) below, being, “**Conversion Price**”). It is clarified, subject to the provision of this Schedule 13, that on the Second Completion Date, the aggregate number of the Series B CCPS shall be



deemed to be equivalent to the aggregate number of Conversion Shares, determined in accordance with the principles set out in the preceding sentence.

Notwithstanding the above, it is clarified that the Conversion Price shall further be adjusted for the following events:

1. any anti-dilution adjustments and other protections/adjustments to which the holder of the Series B CCPS may be entitled to under the Agreement; and
2. in the event that the Purchase Shares were purchased at Second Completion on the basis of the Valuation and subsequently the Recalculated Valuation is determined, then the Conversion Price shall be adjusted such that the holder of the Series B CCPS also receives such number of additional Shares as it would have received had the Purchase Shares been acquired under the SSPA on the basis of the Recalculated Valuation; and
3. any indemnity payments owed by the Company to the Series B Investor under the Transaction Documents, including pursuant to the Promoters requiring the Company to make indemnity payments pursuant to the SSPA.

It is further clarified that no fractional Conversion Shares shall be issued upon conversion of the Series B CCPS. In the event that the number of Conversion Shares to be issued to the holder of the Series B CCPS, calculated in accordance with this Clause 3, results in a fraction, then: (i) in case the fraction is below 0.5, the number of Conversion Shares to be issued shall be rounded off to the immediately preceding (lower) whole number; and (ii) in case the fraction is 0.5 or more, then the number of Conversion Shares to be issued shall be rounded off to the immediately succeeding (higher) whole number.

Upon the occurrence of a Conversion Event, the Company shall provide a written notice to the holder of the Series B CCPS requiring the holder of the Series B CCPS to surrender the relevant certificates representing the Series B CCPS at the office of the Company. Thereupon, as soon as reasonably practicable, but in no event later than 2 (two) Business Days after the date on which the certificates representing the Series B CCPS are surrendered by the holder of the Series B CCPS to the Company, the Company shall issue the Conversion Shares to the holder of the Series B CCPS and deliver or cause to be delivered to the holder of the Series B CCPS the duly stamped and valid share certificates representing such Conversion Shares in favour of the holder of the Series B CCPS along with certified true copies of Form PAS-3 duly filed with the Registrar of Companies and the receipt in respect of such filing reflecting the issuance of the Conversion Shares and such other requisite forms filed with Governmental Authorities, if any required, in connection with the conversion and issuance of the Conversion Shares. Subsequent to the said conversion, all certificates evidencing the Series B CCPS shall thereupon be deemed to have been retired and cancelled.

It is clarified that immediately prior to the Conversion Event, the Company and the Board and the Shareholders of the Company shall ensure that authorised share capital of the Company permits the conversion and issuance of the Conversion Shares.

The Company shall pay any and all documentary, stamp duty or similar issue or transfer tax or any other taxes, costs and expenses that may be payable in respect of any issue or delivery of



the Conversion Shares to the holder of the Series B CCPS Investor on conversion of the Series B CCPS pursuant to the terms provided herein.

4 Dividend

The Series B CCPS shall bear a coupon dividend rate of 0.0001% per annum. In the event that the Company is unable to declare the agreed dividend in any year due to absence of profits or the absence of a new issue of shares as per the Companies Act in any year, the obligation to pay the dividend to the holder of the Series B CCPS shall be carried forward to the subsequent year/s and Company shall declare and pay without any interest such Dividend in the succeeding year or in the first succeeding year in which there is a profit or a new issuance, by way of an additional dividend, such amount as has not previously been paid on the Series B CCPS so as to maintain the cumulative dividend.

For avoidance of doubt, any profit in any year shall be first appropriated to payment of the dividends to the holder of the Series B CCPS (and in relation to the Series B CCPS), along with the payment of the dividend to any other 'Investor' as defined under the SHA (as amended from time to time), and only after all dividends to date until then have been fully declared shall any such profit or proceeds be used by the Company for any other purpose.

In addition to the above, the holder of the Series B CCPS shall be entitled to such proportionate dividends as distributed to the other Shareholders of the Company, determined on a Fully Diluted Basis.

5 Liquidation Preference

Upon the occurrence of the events described in Clause 16.7.3(a) and Clause 16.7.3(b) of the SHA (as amended from time to time), the holder of the Series B CCPS along with any other 'Investor' as defined under the SHA (as amended from time to time) (including without limitation the Series A Investor), shall be entitled to receive distributions as set out in Clause 16.7 and/or Clause 16.9, prior, and in preference, to any dividend or distribution of any of the assets or surplus funds of the Company to the other existing Shareholders of the Company.

6 Amendment/Modification

The terms and conditions herein shall not be amended, modified or waived without the written consent of the holder of the Series B CCPS.

7 Transferability

The Series B CCPS shall be Transferable in accordance with the SHA (as amended from time to time).

8 General

The Series B CCPS shall be governed by and construed in accordance with the SHA (as amended from time to time). In the event of any conflict between the terms of the Series B CCPS and the SHA, the SHA shall prevail.



Regd Off:

**For Star Agriwarehousing and Collateral
Management Limited**
G-102, Molshree Residency, Plot No. 29,
Mission Compound, Ajmer Road, Jaipur
302006, India

**By Order of the Board of Directors
For Star Agriwarehousing and Collateral
Management Limited**

**Rubi Chaturvedi
Company Secretary
February 01, 2016**

NOTES:

1. A Member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. Duly filled in proxy forms shall be deposited at the registered office of the Company before the Extraordinary General Meeting.
2. Corporate Members intending to send their authorised representatives to attend the Extraordinary General Meeting are requested to send a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Extraordinary General Meeting.
3. Written consent of all the shareholders for holding the meeting at a shorter notice has been received by the company.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Extraordinary General Meeting is annexed hereto.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

EXPLANATORY STATEMENT:

The following explanatory statement pursuant to section 102 of the Companies Act, 2013, sets out all material facts relating to the business mentioned in the accompanying notice.

ITEM NO. 1:

Subject to certain conditions precedent (and other terms and conditions), the Company proposes to issue and allot to Claymore Investments (Mauritius) Pte Limited ("**Series B Investor**"), on a preferential basis, up to 615,517 (six hundred and fifteen thousand five hundred and seventeen) compulsorily convertible preference shares of the Company of the face value of Rs. 20 (twenty rupees) each ("**Subscription Shares**"). The following may be noted in relation to the aforesaid proposed preferential allotment of the Subscription Shares to the Series B Investor:

- (a) the object of the issue is to infuse funds into StarAgri Finance Limited;
- (b) the total number of shares to be issued are 615,517 (six hundred and fifteen thousand five hundred and seventeen) ("**Subscription Shares**") and the aggregate price at which the Subscription Shares are proposed to be issued and allotted is Rs. 250,000,000 (Rupees Two hundred and fifty million);
- (c) the price has been arrived on the basis of the price mutually agreed between the Series B Investor and the Company, per a valuation report dated 27th January 2016, annexed separately;
- (d) the relevant date with reference to which the price has been arrived at is 30th Sep 2015;
- (e) the Subscription Shares are intended to be allotted to the Series B Investor, who is on date, a shareholder of the Company;
- (f) the promoters, directors or key managerial personnel do not propose to subscribe to the offer;
- (g) the allotment of each of the Subscription Shares shall be completed within the time mutually agreed between the Company and the Series B Investor and in any case within (a) 12 (twelve) months of passing of the special resolution; and (ii) 60 (sixty) days of receipt of Subscription Consideration;
- (h) the name of the proposed allottee and the percentage of the post preferential offer capital that may be held by the allottee is as follows:

After the allotment:

| S. No. | Name of Allottee | No. of Subscription Shares to be allotted | % Shareholding |
|--------|----------------------|---|----------------|
| 1. | Claymore Investments | 615,517 | 25.12% |

| | | | |
|--|-------------------------|--|--|
| | (Mauritius) Pte Limited | | |
|--|-------------------------|--|--|

| S. No. | Category | Pre Issue | | Post Issue | |
|--------|--------------------------------|--------------------|-----------------|--------------------|-----------------|
| | | No. of Shares held | % share holding | No. of Shares held | % share holding |
| A. | Promoters' holding: | | | | |
| 1. | Indian: | | | | |
| | Individual | 10,000,000 | 54.27 | 10,000,000 | 52.52 |
| | Bodies Corporate | NIL | NIL | NIL | NIL |
| | Sub Total | 10,000,000 | 54.27 | 10,000,000 | 52.52 |
| 2. | Foreign Promoters | NIL | NIL | NIL | NIL |
| | Sub Total (A) | 10,000,000 | 54.27 | 10,000,000 | 52.52 |
| B. | Non-Promoters' holding: | | | | |
| 1. | Institutional Investors | 8,426,409 | 45.73 | 9,041,926 | 47.48 |
| 2. | Non Institution: | NIL | NIL | NIL | NIL |
| | Private Corporate Bodies | NIL | NIL | NIL | NIL |
| | Directors and Relatives | NIL | NIL | NIL | NIL |
| | Indian Public | NIL | NIL | NIL | NIL |
| | Others (Including NRIs) | NIL | NIL | NIL | NIL |

| | | | | | |
|--|----------------------|-------------------|------------|-------------------|------------|
| | Sub Total (B) | 8,426,409 | 45.73 | 9,041,926 | 47.48 |
| | GRAND TOTAL | 18,426,409 | 100 | 1,904,1926 | 100 |

- (i) pursuant to the preferential offer, there would be no change in control in the Company and the Series B Investor will hold 25.12% (twenty five point one two per cent) of the total issued, subscribed and paid up share capital of the Company after the allotment;
- (j) no other allotment has been made on preferential basis during the year.
- (k) the allotment is proposed to be made for cash consideration; and
- (l) the pre issue and post issue shareholding pattern of the Company shall be as follows:

The certificate of a registered valuer regarding a fair valuation of the Subscription Shares is annexed separately and the same is also available for inspection at the registered office of the Company during the normal working hours of the Company.

The additional disclosures are as follows:

| Particulars | Disclosures of Information |
|---|--|
| the size of the issue and number of preference shares to be issued and nominal value of each share | Size: Rs. 250,000,000 (Rupees Two hundred and fifty million) Number: 615,517 (six hundred and fifteen thousand five hundred and seventeen) Nominal Value: Rs. 20 (twenty rupees) |
| the nature of such shares i.e. cumulative or non - cumulative, participating or non - participating, convertible or non - convertible | Compulsorily convertible and cumulative preference shares |
| the objectives of the issue | For the purpose of infusing funds into StarAgri Finance Limited. |
| the manner of issue of shares | Preferential allotment |
| the price at which such shares are proposed to be issued | Rs. 406.2 (Rupees Four hundred and six and twenty paise) |
| the basis on which the price has been arrived at | Price is a negotiated price and is higher than the price arrived at on the basis of the discounted cash flow basis. |
| the terms of issue, including terms and rate of dividend on each share, etc. | As negotiated and finalised by the Board |

| Particulars | Disclosures of Information |
|--|--|
| the terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are convertible, the terms of conversion | The instruments are compulsorily convertible into equity shares. |
| the manner and modes of redemption | NA |
| the current shareholding pattern of the company | As set out above. |
| the expected dilution in equity share capital upon conversion of preference shares | As set out above. |

In terms of the provisions of Section 62(1)(c) and Section 42 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the approval of the members of the Company is required by way of Special Resolution for issuance and allotment of the Subscription Shares on a preferential basis to the Series B Investor. Therefore, the members are requested to consider and approve the proposed resolution.

The Board has, at their meeting held on 1st February 2016, 3.30pm, accorded its in-principle approval for the issuance and allotment of the Subscription Shares on a preferential basis to the Series B Investor, as stated above.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 1 except as members.

ITEM No 2

The current Authorized Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores) divided into 2,40,00,000 (Two Crore Forty Lac) equity shares of Rs. 10/- (Rupees Ten) each and 30,00,000 (Thirty Lac) Compulsorily convertible preference shares of Rs. 20/- (Rupees Twenty) each.

Considering the requirement of the business and its expansion plan, it is necessary to infuse more funds into the Company to support its growth at a faster pace. Thus, it is proposed to increase the Authorized Capital to Rs. 31,00,00,000/- (Rupees Thirty One Crore) divided into 2,40,00,000 (Two Crore Forty Lac) equity shares of Rs. 10/- (Rupees Ten) each and 35,00,000 (Thirty five Lac) compulsorily convertible preference shares of Rs. 20/- (Rupees Twenty)

The Board recommends these resolutions for approval by the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 1 except as members.



Regd Off:

**Star Agriwarehousing and Collateral
Management Limited
G-102, Molshree Residency, Plot No. 29,
Mission Compound, Ajmer Road, Jaipur
302006, India**

**By Order of the Board of Directors
For Star Agriwarehousing and Collateral
Management Limited**

**Rubi Chaturvedi
Company Secretary**

1st February 2016



STAR AGRIWAREHOUSING AND COLLATERAL MANAGEMENT LIMITED

CIN: U51219RJ2006PLC022427

Registered Office: G-102, Molshree Residency, Plot No. 29, Mission Compound, Ajmer Road, Jaipur,
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Phone: +91-22-26598020; Email: rubi.chaturvedi@staragri.com; Website: www.staragri.com

PROXY FORM

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

| Extra-Ordinary General Meeting on Tuesday, 2 nd February, 2016 |
|---|
| Name of member(s) : |
| Name of the Joint holder, if any: |
| Registered address : |
| E Mail Id: |
| Folio No. / DP ID - Client ID |
| No. of share(s) held |

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

Name: _____

Email: _____

Address: _____

Signature _____ or failing him

Name: _____

Email: _____

Address: _____

Signature _____ or failing him

Name: _____

Email: _____

Address: _____

Signature _____



as my/our proxy to attend and vote for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company to be held on Tuesday, 2nd February, 2016 at 10.AM at the Corporate Office of the Company at 3rd Floor, Wing B-1, NSE Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai, India-400051 and at any adjournment thereof in respect of the resolution as are indicated overleaf:

| Resolution No. | Resolution description | Vote | | |
|------------------|--|------|---------|---------|
| | | For | Against | Abstain |
| Special Business | | | | |
| 1. | Preferential allotment of compulsorily convertible preference shares of the Company to the Series B Investor | | | |
| 2. | Increase in the Authorised Share Capital of the Company | | | |

Signed this Day of 2016.

Affix
Revenue
Stamp of
Re.0.15

Signature of Member

Signature of Proxy Holder(s).....

NOTES

1. This form of proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than FORTY-EIGHT HOURS before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the - for, against or abstain column blank against all or any of the resolutions, your proxy will be entitled to vote in the manner as he /she may deemed appropriate.
3. In case of multiple proxies, the Proxy later in time shall be accepted.
4. Those members who have multiple folios with different joint-holders may use copies of this Attendance Slip/Proxy.



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CIN: U51219RJ2006PLC022427

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Corp. Office: 3rd Floor, Wing B-1, NSE Exchange Plaza, Bandra-Kurla Complex, Bandra (East),
Mumbai, Maharashtra, India-400051

Phone: +91-22-26598020; Email: rubi.chaturvedi@staragri.com; Website: www.staragri.com

ATTENDANCE SLIP

(to be completed and presented at the entrance)

Extra-Ordinary General Meeting on **Tuesday, 2nd February, 2016**

| | |
|---|--|
| Registered Folio No. / DP ID & Client ID | |
| Name and address of the Shareholder(s) | |
| Joint Holder 1 | |
| Joint Holder 2 | |
| Number of shares held | |

I certify that I am a member / proxy for the member of the Company. I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Company to be held on Tuesday, 2nd February, 2016 at 10.AM at the at the Corporate Office of the Company at 3rd Floor, Wing B-1, NSE Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai, India-400051

.....

Name of the Member / Proxy

(in BLOCK letters)

.....

Signature of the Member / Proxy

Note:

1. Please fill in the Folio/DPID-Client ID No., name and 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

