

ARIES AGRO LIMITED

Registered Office, Aries House, Plot No. 24, Deonar, Govandi (East), Mumbai - 400 043.

Website: www.ariesagro.com, email: investorrelations@ariesagro.com

CIN: L99999MH1969PLC014465

NOTICE

1. Annual General Meeting:

NOTICE is hereby given that the FORTY EIGHTH ANNUAL GENERAL MEETING ("AGM") of ARIES AGRO LIMITED will be held on Friday, 28th September, 2018 at 10.00 a. m. at The Chembur Gymkhana, 16th Road, Chembur, Mumbai-400 071 to transact the Ordinary and Special business as set out in the Notice convening the AGM. Pursuant to Section 101 and 136 of the Companies Act, 2013 ("Act") read with Rule 18 of the Companies (Management and Administration) Rules, 2014, the Annual Report of the Company, including Notice convening the 48th AGM ('said Notice'), Board's Report with annexures and Audited Financial Statements for the Financial Year ended 31st March, 2018(both Standalone and Consolidated) are being sent through electronic mode to all the Members whose email IDs are registered with the Company / Depository Participants.

A copy of the Annual Report is available on the Company's website www.ariesagro.com and also available on the website of M/S Aarthi Consultants Private Limited i.e. www.aarthiconsultants.com. Members, who wish to receive physical copies of the Annual Report, may e-mail their request to the Company at investorrelations@ariesagro.com or to M/S Aarthi Consultants Private Limited at aries@arthiconsultants.com.

2. Book Closure for AGM and Payment of Dividend:

Further, Notice is hereby given that, pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, ("LODR") the Register of Members and the Share Transfer Books of the Company shall remain closed from Saturday, 15th September, 2018 to Friday, 28th September, 2018 (both days inclusive) for payment of dividend for the year ended 31st March, 2018, if approved by the Members at the AGM and Dividend will be paid on 24th October, 2018 to those Members whose names appear on the Register of Members as on 14th September, 2018.

3. Voting through Electronic Mode (Remote e-Voting):

Pursuant to the provisions of Regulation 44 of LODR and Section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their votes electronically, through the remote e-Voting facilities provided by Central Depository Services (India) Limited (CDSL), on all the resolutions set forth in the Notice of the AGM. The e-Voting period commences on Monday, 24th September, 2018 (10.00 a.m. IST) and ends on Thursday, 27th September, 2018 (5.00 p.m. IST). The e-Voting module shall be disabled thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company as on the Cut-Off date i.e. Friday, 14th September, 2018. The procedure for e-voting is available in the Notice, email communication to shareholders by CDSL as well as on the website of CDSL <https://www.cdslindia.com/evoting/evotingproc.html>. In case of any queries / grievances, the Members may contact CDSL by emailing their queries / grievances at helpdesk.evoting@cdslindia.com. The Name, Designation, Address, email ID and Phone Numbers of the person responsible to address the grievances connected with facility for voting by electronic means is as follows:

Name: Mr. Rakesh Dalvi

Designation: Manager

Address: A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill

Compounds, N M Joshi Marg, Lower Parel (E), Mumbai - 400013.

Email id: helpdesk.evoting@cdslindia.com

Phone number: 1800225533

A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot at the AGM. If a Member casts votes by both modes, then voting done through e-voting shall prevail and physical Ballot shall be treated as invalid.

Any person who acquires the shares of the Company and becomes the Member of the Company after despatch of the Notice of AGM and holding shares as on the Cut Off date i.e. 14th September, 2018 may obtain the Login ID and Password by sending a request at aries@arthiconsultants.com and investorrelations@ariesagro.com. However, if a person is already registered with CDSL for e-voting then the existing user ID and password can be used for casting vote.

A Member entitled to attend and vote is entitled to appoint one or more Proxies to attend and vote instead of himself / herself and the Proxy need not be a Member. Proxies, in order to be effective, must comply with the provisions of Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014, and be received at the Company's Registered Office not less than 48 hours before the Meeting.

For Aries Agro Limited

Sd/-

Place : Mumbai

Kaiser P. Ansari

Date : 3rd September, 2018

Company Secretary And Senior V. P. (Legal)