

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 FIFTY FIRST ANNUAL GENERAL MEETING ("AGM") of ARIES AGRO LIMITED will be held on Thursday, the 23rd September, 2021 at 4.30 p.m.(IST) through Video Conferencing ("VC")/Other Audio Visual Means("OAVM") to transact Ordinary and Special business as set out in the Notice convening the AGM. Pursuant to Sections 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 51st AGM ('said Notice'), Board's Report with annexures and Audited Financial Statements for the Financial Year ended 31st March, 2021 (both Standalone and Consolidated) are being sent through electronic mode to all the Members whose email IDs are registered with the Company / Depository Participants.

The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with General Circular No. 17/ 2020 and General Circular No. 02/ 2021 and Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, ("Circulars").

A copy of the Annual Report (containing the NOTICE of the AGM) is available on Company's website www.ariesagro.com and also available on the website of M/S Aarathi Consultants Private Limited i.e. www.aarathiconsultants.com. Notice can also be accessed from the websites of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

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

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 Sunday, 19th September, 2021 (10.00 a.m. IST) and ends on Wednesday, 22nd September, 2021 (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. Wednesday, 15th September, 2021. 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. Details of the person responsible to address the grievances connected with facility for voting by electronic means is as follows:

Name: Mr. Rakesh Dalvi

Designation: Sr. Manager

Address: A Wing, 25th Floor, Marathon Futorex, Mafatal Mill Compounds, N M Joshi Marg, Lower Parel (E), Mumbai - 400013.

Email id: helpdesk.evoting@cdslindia.com

Phone Number: 022-23058542/43

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investorrelations@ariesagro.com or info@aarathiconsultants.com (Company/RTA email id).
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investorrelations@ariesagro.com or info@aarathiconsultants.com (Company/RTA email id).
3. The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the shareholders.
4. To facilitate Members to receive the Notice of AGM electronically and cast their vote electronically, the Company has made special arrangement with Aarathi Consultants Private Limited for registration of e-mail addresses in terms of the MCA Circulars. Eligible Members who have not submitted their e-mail address to Aarathi Consultants Private Limited, are required to provide their e-mail address to the RTA on the email ID info@aarathiconsultants.com, on or before 5:00 p.m. (IST) on Wednesday, 15th September, 2021 pursuant to which, any Member may receive on the e-mail address provided by the Member the Annual Report for F.Y. 2020-2021 and the procedure for remote e-Voting along with the login ID and password.

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. 15th September, 2021 may obtain the Login ID and Password by sending a request at aries@aarathiconsultants.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.

PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM 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 AGM IS BEING HELD THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THE NOTICE.

DIVIDEND RELATED INFORMATION

Subject to approval of the Members at the AGM, the dividend will be paid on 20th October, 2021, to the Members whose names appear on the Company's Register of Members as on the Record Date i.e. 15th September, 2021, and in respect of the shares held in dematerialised mode, to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. Payment of dividend shall be made through electronic mode to the Members who have updated their bank account details. Dividend warrants / demand drafts will be despatched to the registered address of the Members who have not updated their bank account details.

Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and Company/Aarathi Consultants Private Limited (if shares held in physical form).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to investorrelations@ariesagro.com / aries@aarathiconsultants.com by 11.59 p.m. IST on 8th September, 2021. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF/JPG Format) by e-mail to investorrelations@ariesagro.com / aries@aarathiconsultants.com. The aforesaid declarations and documents need to be submitted by the shareholders by 11.59 p.m. IST on 8th September, 2021.

For Aries Agro Limited

Sd/-

Qaiser P. Ansari

Company Secretary &

Senior V. P. (legal)

Place : Mumbai

Date : 26th August, 2021