

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 15th Annual General Meeting of the Members of Greenstar Fertilizers Limited will be held on Monday, 29th day of September, 2025 at 11.00 A.M. at the Registered Office of the Company at “SPIC House” No.88, Mount Road, Guindy, Chennai - 600 032 to transact the following business:-

ORDINARY BUSINESS

1. To consider and adopt the audited Financial Statements of the Company for the year ended 31st March 2025 and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).
2. To appoint a Director in place of Ms. Devaki Muthiah Chardon (DIN 10073541), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution).

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder read with the provisions of Companies (Cost Records and Audit) Rules, 2014 including any statutory amendment(s), modification(s) and re-enactment thereof for the time being in force, the appointment of M/s. B Y & Associates, Chennai, Cost Accountants, (Firm Registration No. 003498) as Cost Auditor to conduct the Cost Audit pertaining to Cost Accounts and Records of the Fertilizer Division of the Company for the financial year ending 31st March 2026, on a remuneration of 1,75,000/- (Rupees One lakh Seventy Five thousand only) plus reimbursement of actual out of pocket expenses and subject to applicable taxes and levies be and is hereby approved and ratified.”

**By Order of the Board of Directors
For Greenstar Fertilizers Limited**

Date: 11.08.2025
Place: Chennai

SD/-
Karthick Palaniappan
Company Secretary

Greenstar Fertilizers Limited

CIN: U24100TN2010PLC077127

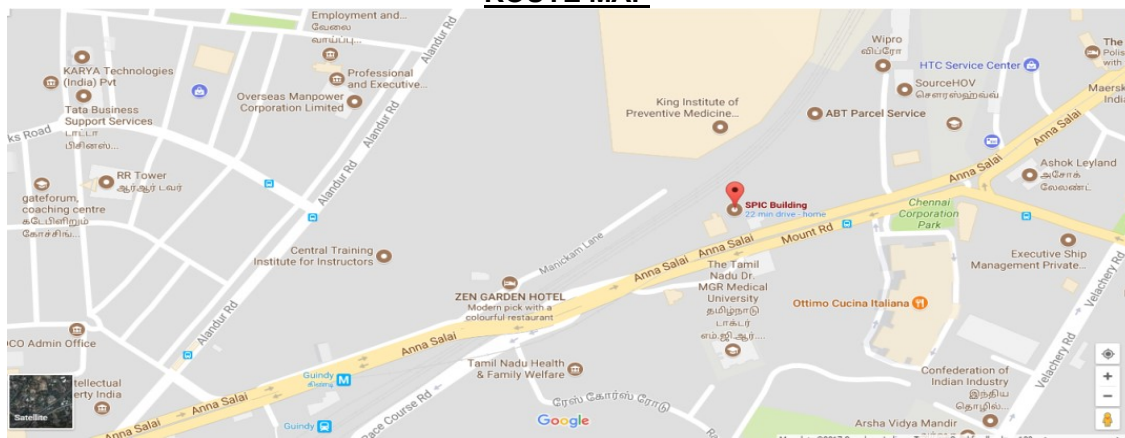
REGISTERED OFFICE: “SPIC HOUSE”, No. 88 Mount Road, Guindy, Chennai – 600032, Tamilnadu, India.

T: +91(44) 2235 0147 | E: feedback@greenstar.net.in | Web: www.greenstarfertilizers.com

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (HEREIN AFTER REFERRED AS “THE MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THAT PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument appointing the proxy (Form attached) should, however, be deposited at the registered office of the Company, duly completed and signed not less than forty-eight hours before the commencement of the Meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/ authority, as applicable.
3. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the 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 shareholder.
4. All documents referred to in accompanying Notice and Statement pursuant to section 102 shall be open for inspection at the Registered Office of the Company during the office hours on all working days between 9 A.M. to 5 P.M. till the date of conclusion of the Meeting.
5. Members / Proxies should bring the Attendance Slips duly filled in, for attending the meeting. Corporate Members are requested to send in advance, duly certified copy of the Board Resolution/ Power of Attorney authorizing their representative to attend the AGM pursuant to section 113 of the Act.
6. Members can inspect the register of director and key managerial personnel and their shareholding, required maintained under section 170 of the Companies Act 2013 and register if contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act 2013 during the course of the meeting at the venue.

ROUTE MAP



Greenstar Fertilizers Limited

CIN: U24100TN2010PLC077127

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO. 3**

The Board of Directors on the recommendation of the Audit Committee at its meeting held on 14th May, 2025 approved the appointment of M/s. B Y & Associates, (Firm Regn. No. 003498) Cost Accountants as the Cost Auditor to conduct the audit of cost accounts and records of the Company for the financial year ending March 31, 2026 and fixed his remuneration at Rs 1,75,000/- plus applicable GST and reimbursement of actual out of pocket expenses incurred in connection with the audit. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditor has to be ratified by the Shareholders of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out in Item No.3 of the Notice for ratification of remuneration payable to the Cost Auditor for the financial year ending March 31, 2026.

Memorandum of Interest:

None of the Directors, Key Managerial Personnel or their relatives is interested in this Resolution.

By Order of the Board of Directors
For Greenstar Fertilizers Limited

Date: 11.08.2025
Place: Chennai

SD/-
Karthick Palaniappan
Company Secretary

Greenstar Fertilizers Limited

CIN: U24100TN2010PLC077127

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GREENSTAR FERTILIZERS LIMITED
Regd. Office: 88 Mount Road, Guindy, Chennai 600 032
CIN: U24100TN2010PLC077127

Proxy form

| | |
|-----------------------------|--|
| Name of the Member (s) | |
| Registered Address | |
| E-mail Id | |
| Folio No / DP ID- Client ID | |

I / we being the Member(s) of _____ shares of the above named Company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15th Annual General Meeting of the Company, to be held at Registered Office of the Company, at SPIC House, No.88 Mount Road, Guindy, Chennai - 600 032, on Monday, 29th of September, 2025 at 11.00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

| Res.No | Resolution | For | Against |
|--------|--|-----|---------|
| 1 | To consider and adopt the audited Financial Statements of the Company for the year ended 31 st March 2025 and the Reports of the Board of Directors and Auditors thereon. | | |
| 2 | To appoint a Director in place of Ms. Devaki Muthiah Chardon (DIN 10073541), who retires by rotation and being eligible, offers herself for re-appointment. | | |
| 3 | To approve the appointment of M/s. B Y & Associates, Chennai, Cost Accountants, (Firm Registration No. 003498) as Cost Auditor and ratify the payment of remuneration. | | |

Signed this ____th day of September 2025

Affix Revenue
Stamp

| |
|------------------------------|
| Signature of the shareholder |
| |

| |
|----------------------------------|
| Signature of the Proxy holder(s) |
| |

Note: 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 48 hours before the commencement of the meeting.

Greenstar Fertilizers Limited

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