Saffire
GROW TOGETHER

Saffire Crop Science Pvt. Ltd.

Regd. & Corp Off : B-95, Wazirpur Industrial Area, Wazirpur, Delhi-110052, India
Tel.: +91-11-49007100
Fax : +91-11-49007200
Website : www.saffirecrop.com
CIN No. : U74999DL2017PTC319908

NOTICE

Notice is hereby given that the Extraordinary General Meeting of the Members of **Saffire Crop Science Private Limited** will be held on Monday, May 27, 2024, at 04:00 PM at B-95, Wazirpur Industrial Area, Delhi-110052, to transact the following business:

Special Business:

1. **To approve the related party transaction for FY 2024-25:**

To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 2(76), 188 and Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, and other applicable provisions of the Companies Act, 2013, read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the members of the Company be and is hereby accorded, to enter into/ ratify certain related party transactions as mentioned in the below table during the FY 2024-25:

S. No.	Name of Related Party	Nature of Transactions	FY 2024-25 Amount (in Crores)	Whether at arm's length	Whether in normal course of business
1.	Crystal Crop Protection Limited	Purchases of Goods	135.48	Yes	Yes
2.	Nexus Crop Science Private Limited	Purchases of Goods	54.00	Yes	Yes
	TOTAL		**189.48**		

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized to do all such other acts, deeds, matters and things as they may, in their absolute discretion, deem fit, necessary, desirable, incidental and/or consequential to give effect to the above resolution."

By Order of the Board of Directors
For Saffire Crop Science Private Limited

SAFFIRE CROP SCIENCE PVT. LTD.

Date: April 12, 2024
Place: Delhi

Ankur Aggarwal
Director
DIN: 00074325
Address: B-95, Wazirpur Industrial, Area, Delhi 110052

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF THE PROXY IS ENCLOSED. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE MEETING. The duly completed and signed instrument appointing a proxy, must be deposited with the Company at its registered office, not less than 48 hours before the time of commencement of the meeting.

2. Proxies submitted on behalf of the Company must be supported by an appropriate resolution/authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than ten percent (10%) 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 proxy for any other person or shareholder.

3. The Explanatory Statement under Section 102 of the Companies Act, 2013, as amended, in respect of the special business is annexed herewith and forms part of the notice.

4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013, Article of Association of the Company and all other relevant documents referred in the accompanying Notice and in the Explanatory Statement can be inspected by the members of the Company at its Registered Office of the company on all working days (Monday to Friday) between 09:00 AM and 06:00 PM upto the date of Extra Ordinary General Meeting and will also be available for inspection at the meeting

6. 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.

7. A Route Map along with prominent landmark for easy location to reach the venue of Extra-Ordinary General Meeting is annexed to the notice.

8. Members/Proxies/Authorized Representatives are requested to bring the duly filled attendance slip enclosed herewith to attend the meeting.

9. The notice of EGM is being sent to those members whose name shall appear in the register of members of the Company as on April 12, 2024.

SAFFIRE CROP SCIENCE PVT. LTD.

EXPLANANTORY STATEMENT

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXURE TO AND FORMING PART OF THE NOTICE DATED APRIL 12, 2024

Item No. 1

The Members are hereby informed that the management is proposing to enter into certain related party transactions (RPTs), exceeding the prescribed limits as mentioned under the provisions of the Companies Act, 2013 (the "**Act**").

Section 188 of the Act provides that no Company shall enter into any contract or arrangement with a related party, except with the consent of the Board of Directors and wherein the said transactions, exceed the prescribed limits as provided under the provisions of the Act, prior approval of the members is required.

The Board of Directors in its meeting held on March 08, 2024, and April 12, 2024, have approved the said transaction(s) with the related party(ies), as per the terms & conditions, explained herein, subject to approval of the members of the Company.

The following disclosure(s) for rendering any services to the related party is made in accordance with the provisions of the Companies Act, 2013:

1. Name of related party: Crystal Crop Protection Limited and Nexus Crop Science Private Limited;

2. Name of Director/KMP who is related, if any: Mr. Ankur Aggarwal, Director of the Company

3. Nature of relationship: Interested in the capacity as a Director and Member of the said companies.

4. Nature, Material terms, monetary value and particulars of the contract or arrangement:

The details of the related party are as detailed below:

S. No.	**Name of Related Party**	**Nature of Transactions**	**FY 2024-25**	**Whether at arm's length**	**Whether in normal course of business**
			Amount (in INR Crores)		
1.	Crystal Crop Protection Limited	Purchases of products	135.48	Yes	Yes
2.	Nexus Crop Science Private Limited	Purchases of products	54.00	Yes	Yes
	TOTAL		**189.48**		

5. any other information relevant or important for the members to take a decision on the proposed resolution: NIL

SAFFIRE CROP SCIENCE PVT. LTD.

Mr. Ankur Aggarwal, Director of the Company is deemed to be interested in the transactions entered between the Company and the aforesaid RPTs, in the resolution as set out in Item No. 1 of the Notice

The Board of Directors accordingly recommends the resolution set out in Item no. 1 of the accompanying Notice for the approval of the Members.

By Order of the Board of Directors
For Saffire Crop Science Private Limited

SAFFIRE CROP SCIENCE PVT. LTD.

Date: April 12, 2024
Place: Delhi

Ankur Aggarwal
Director
DIN: 00074325
Address: B-95, Wazirpur Industrial, Area, Delhi 110052

ATTENDANCE SLIP

Name of the Company: Saffire Crop Science Private Limited

Registered Office: B-95, Wazirpur Industrial Area, Delhi 110052

CIN:U74999DL2017PTC319908; **Email:**investor@crystalcrop.com; **Telephone:**011-49007100

Extraordinary General Meeting of Members of Saffire Crop Science Private Limited dated Monday, May 27, 2024.

***DP ID Client ID No. /Folio No:**

No of Share(s) held.

Name of the Member/Proxy:

Address of the Member/Proxy:

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I hereby record my/our presence at the Extraordinary General Meeting of the Company being held on Monday, May 27, 2024, at 04:00 PM at B-95, Wazirpur Industrial Area, Delhi 110052.

____

Signature of First holder/Proxy/Authorised Representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

*Applicable for member holding shares in electronic form

Note(s):

1. *Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.*
2. *Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.*

SAFFIRE CROP SCIENCE PVT. LTD. *

Form No. MGT-11

PROXY FORM

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

SAFFIRE CROP SCIENCE PRIVATE LIMITED
(CIN: U74999DL2017PTC319908)
Email: investor@crystalcrop.com; **Telephone:** 011-4900 7100;
Extraordinary General Meeting- Monday, May 27, 2024 at 04:00 PM

Name of the member(s):	
Registered Address:	
Email Id:	
Folio No/ Client Id:	
DP ID:	

I/ We, being the member(s) of ______________________________
shares of Saffire Crop Science Private Limited, hereby appoint:

1) Name:______________________________
Address:______________________________
E-mail Id ______________ Signature ____________ or failing him/her;

2) Name:______________________________
Address:______________________________
E-mail Id ______________ Signature ____________ or failing him/her;

3) Name:______________________________
Address:______________________________
E-mail Id ______________ Signature ____________ or failing him/her;

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Monday, May 27, 2024 at 04:00 PM at B-95, Wazirpur Industrial Area, Delhi 110052 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional*	
		For	Against
Special Business			
1.	To approve the related party transaction for FY 2024-25		

Signed this ....day ….............2024
Signature of Shareholder(s)______________________
Signature of Proxy holder(s)______________________

Affix Revenue Stamp of Rs. 1

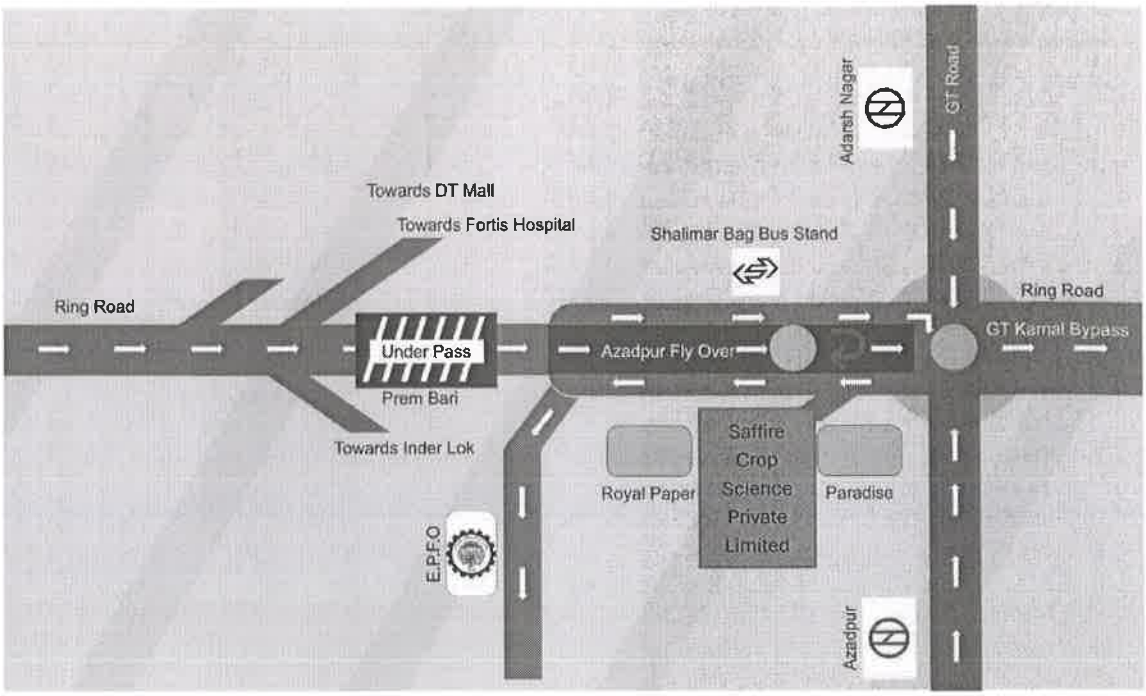
Notes:
(1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
(2) *It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box, if you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
(3) Please complete all details including details of member(s) in above box before submission.
(4) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extraordinary General Meeting.

SAFFIRE CROP SCIENCE PVT. LTD.

ROUTE MAP TO THE VENUE OF THE EXTRAORDINARY GENERAL MEETING

Venue: Saffire Crop Science Private Limited

B-95, Wazirpur Industrial Area, Delhi-110052



SAFFIRE CROP SCIENCE PVT. LTD.