

NOTICE

Notice is hereby given that the eighteenth Annual General Meeting (AGM) of **GROUPE SEB INDIA PRIVATE LIMITED** will be held on the 3rd day of August 2023 at the registered office of the Company at C-67, 3RD Floor, DDA Sheds, Okhla Phase-1, Delhi-110020 at 10:00AM to transact the following business:

ORDINARY BUSINESS:

1. To receive consider and adopt the Balance Sheet as at 31st March 2023 and Statement of Profit and Loss for the Financial Year ended 31st March 2023 together with the Reports of the Directors and Auditors thereon.

SPECIAL BUSINESS:

1. Appointment of Mr. Olivier Elie NACCACHE as Director of the Company

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

“RESOLVED THAT pursuant to the provision of Section 152 of Companies Act and other applicable provisions read with rules made thereunder and of Articles of Association of the Company, consent of shareholders of the Company be and is hereby accorded to Appoint Mr. Olivier Elie NACCACHE (DIN: 10049247), Additional Director of the Company, as Director of the Company with immediate effect.

RESOLVED FURTHER THAT Mr. Ayush Goyal, Company Secretary of the Company be and is hereby authorized to file all the forms with Registrar of Companies and to do all such acts, deeds and things as are necessary to give effect to the aforesaid resolution.”

Place: Gurgaon
Date: 11th July 2023

By Order of the Board

Ayush Goyal
Company Secretary
ICSI Mem no. F8190

NOTES:

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote instead of himself only at poll and the Proxy need not be a member of the Company.
2. The instrument appointing a proxy, duly filled, signed and stamped must be deposited with the Company at the registered office of the Company not less than 48 hours before the time for holding the meeting.
3. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Special Business is attached to the Notice.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send certified true copy of board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Members are requested to bring in their attendance slip to the meeting.

Place: Gurgaon
Date: 11th July 2023

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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to special business mentioned in the accompanying Notice:

ITEM NO. 1

Mr. Olivier Elie NACCACHE was appointed as Additional Director of the Company with effect from 24th March 2023 to hold the office till the date of this Annual General Meeting. Mr. Olivier Elie NACCACHE desirous of being appointed as Director has submitted his consent to act as Director of the Company.

As Mr. Olivier Elie NACCACHE possesses qualification and expertise that would contribute to the growth and development of the Company, the Board seeks the approval of the Members of the Company by way of Ordinary Resolution to the appointment of Mr. Olivier Elie NACCACHE as the Director of the Company.

Details of Mr. Olivier Elie NACCACHE are mentioned as under:

Age (years)	61 years
Qualification	Doctorate
Experience (years)	38 years
Terms and Conditions of appointment	As per appointment letter
Remuneration to be paid	NA
Last remuneration drawn	NA
Date of 1 st Appointment	24 th March 2023
Shareholding	Nil
Relationship with other directors, KMP	NA
No. of meetings of BOD attended	1

None of the Directors, Key Managerial Personnel and their relatives are in anyway concerned, interested in the said resolution.

Place: Gurgaon
Date: 11th July 2023

By Order of the Board

Ayush Goyal
Company Secretary
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ROUTE MAP TO REGISTERED OFFICE OF THE COMPANY

(3rd floor, Above Nathu Sweets)

