



NOTICE OF 33rd ANNUAL GENERAL MEETING

NOTICE is hereby given that 33rd Annual General Meeting (“AGM”) of Members of Henkel Adhesives Technologies India Private Limited (the Company) will be held on Friday, September 29, 2023 at 05.00 P.M through Video Conferencing (VC) Mode to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. TO APPOINT MR. BAPPA BANDYOPADHYAY (DIN:06936428) AS DIRECTOR OF THE COMPANY:

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any amendments or modifications thereof), Mr. Bappa Bandyopadhyay (DIN:06936428), who was appointed as Additional Director on March 14, 2023 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any one of the Directors or Secretary of the Company, be and is hereby authorized to sign and submit necessary documents, papers and e-forms electronically, with the office of concerned Registrar of Companies and to do all such acts, deeds and things as may be necessary and expedient to give effect to the foregoing appointment.”

3. TO APPOINT MR. JAYESH SHAH (DIN: 10311054) AS DIRECTOR OF THE COMPANY:

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any amendments or modifications thereof), Mr. Jayesh Shah (DIN: 10311054) who was appointed as Additional Director on September 18, 2023 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any one of the Directors or Secretary of the Company, be and is hereby authorized to sign and submit necessary documents, papers and e-forms electronically, with the

Henkel Adhesives Technologies
India Private Limited

Registered Office:
Henkel Adhesives Technologies
India Private Limited
L & T Seawoods,
Grand Central, 401, B Wing,
4th Floor, Tower 1, Seawoods,
Navi Mumbai – 400 706
Maharashtra, India
Phone: +91 22 7130 1112
Website: www.henkel.in
Corporate Identification No.
U28933MH1990PTC234233

Other locations:
Arunodayam, 3rd Floor, No. 14 & 16,
Raman Street, North Boag Road,
T. Nagar, Chennai - 600 017,
Tamil Nadu, India
Phone: +91 44 7199 7000

74, Industrial Development Colony,
Mehrauli-Gurgaon Road,
Sector – 14, Gurgaon - 122 001,
Haryana, India
Phone: +91 124 509 7000

Survey No. 234, 235 and 245,
Phase 1, Hinjewadi, Pune - 411 057,
Maharashtra, India
Phone: +91 20 7199 7000

D3/D4, MIDC Industrial Estate,
Jejuri - 412 303, Taluka Purandar,
Pune District,
Maharashtra, India
Phone: +91 2115 718 000

1/1 Part – 2, TTC Industrial Area,
Thane Belapur Road, Koparkhairne,
Navi Mumbai - 400 710,
Maharashtra, India
Phone: +91 22 7191 7000

Plot No. D4/1, Kurkumbh,
Daund MIDC, Pune - 413 802
Maharashtra, India
Phone: +91 2117 718 000

71 & 72 Sector – 3 I. I. E. Pantnagar,
S. I. D. C. U. L., Udhampur Singh Nagar
Rudrapur - 263 153,
Uttarakhand, India
Phone: +91 544 250 716



office of concerned Registrar of Companies and to do all such acts, deeds and things as may be necessary and expedient to give effect to the foregoing appointment.”

4. RATIFICATION OF REMUNERATION OF COST AUDITORS FOR FY 2023-24:

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 all other applicable provisions of the Companies Act, 2013 read with Companies (Auditor & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Kishore Bhatia & Associates, Cost Accountants, Mumbai, be and is hereby appointed as the Cost Auditors of the Company to audit the Company’s Cost Records in respect of Petroleum, Organic & Inorganic Chemicals, Plastics and Polymers, Rubber & Allied Products and other Machinery for the financial year 2023-2024 on such mutually agreed terms and conditions and at a remuneration of Rs. 6,30,000/- p.a. (Rupees Six Lakhs and thirty Thousand Only) plus applicable tax and out-of-pocket expenses, subject to ratification of the remuneration by the Shareholders of the Company.

RESOLVED FURTHER THAT any one of the Directors of the Company and/ or the Company Secretary, be and are hereby authorized to sign and submit necessary documents, papers and e-forms electronically, with the office of concerned Registrar of Companies and to do all such acts, deeds and things as may be necessary and expedient to give effect to the foregoing appointment.”

**By Order of the Board of Directors
For Henkel Adhesives Technologies India Private Limited**

Date: 27th September, 2023
Place: Navi Mumbai

**Sd/-
Shilpa Belsare
Company Secretary
M. No.: ACS 28238**

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S. I. D. C. U. L., Udham Singh Nagar
Rudrapur - 263 153,
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Phone: +91 544 250 716



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PERSONS AS HIS/ HER PROXY (IES) TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. However, as there are only 2 members in the Company, the facility for appointing a proxy is not available and hence proxy form is not annexed with the Notice.
2. Pursuant to Article No. 85 (d) of Articles of Association of the Company, explanatory statement pursuant to Section 102 of the Companies Act, 2013 is not required to be annexed with this Notice.
3. Corporate members are requested to send duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting or any adjournment thereof.
4. For any further correspondence, members can reach Ms. Shilpa Belsare, Company Secretary, at shilpa.belsare@henkel.com or on Telephone: +91-9136905467.

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