

NOTICE

Notice is hereby given that the nineteenth Annual General Meeting (AGM) of **GROUPE SEB INDIA PRIVATE LIMITED** will be held on the 19th day of July 2024 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 2024 and Statement of Profit and Loss for the Financial Year ended 31st March 2024 together with the Reports of the Directors and Auditors thereon.

SPECIAL BUSINESS:

1. To approve change of Financial Year

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

“RESOLVED THAT pursuant to the provisions of Section 2(41) of the Companies Act, 2013 and rules framed thereunder, including any amendments thereto from time to time, and subject to the approval of Central Government, the financial year 2024-25 of the company commencing from 1st April 2024 and ending on 31st March 2025 be ended on 31st December 2024 instead and the accounts shall be prepared for the said financial year for a period of 9 (nine) months.

RESOLVED FURTHER THAT the subsequent financial years of the Company be for a period of 12 (twelve) months commencing from 1st January of the year and ending on 31st December of the year.

RESOLVED FURTHER THAT an application be made to the Central Government/ Regional Director and any other appropriate authority, as may be required, for seeking approval for change in the finance year as per the first proviso of Section 2(41) of the Companies Act 2013.

RESOLVED FURTHER THAT Mr. Ashish Kakkar, Director & CEO and Mr. Ayush Goyal, Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds and things as may be necessary or the purpose of giving effect to the foregoing resolution.”

Place: Gurgaon
Date: 15th July 2024

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: 15th July 2024

By Order of the Board

Ayush Goyal
Company Secretary
ICSI Mem no. F8190

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

Change of Financial year:

The Company is 100% wholly owned subsidiary of France based company, SEB Internationale SAS and ultimate subsidiary of SEB SA, which is a listed company in Paris Stock Exchange.

The financial year of the parent company SEB Internationale, SEB Developpement, ultimate parent company SEB SA and all the other entities of the group is commencing from 1st January and ending on 31st December. The company is regularly facing challenges in the integration and consolidation of the financials of Groupe SEB India into its books and timely reporting as per local laws.

In this regard, it is proposed to change the financial year from 1st April-31st March to 1st January-31st December in order to align with global practice in line with first proviso of Section 2(41) of the Companies Act.

Due to the above change, the current financial year will be from 1st April 2024 to 31st December 2024, only for a period of 9 months and all the future financial years will be of 12 months starting on 1st January and ending on 31st December.

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

Place: Gurgaon
Date: 15th July 2024

By Order of the Board

Ayush Goyal
Company Secretary
ICSI Mem no. F8190

ROUTE MAP TO REGISTERED OFFICE OF THE COMPANY

(3rd floor, Above Nathu Sweets)

