



SHORTER NOTICE OF THE TWENTY FIFTH ANNUAL GENERAL MEETING

To,
The Members
Videojet Technologies (I) Private Limited

Shorter Notice is hereby given that the Twenty Fifth Annual General Meeting (“**AGM**”) of the members of Videojet Technologies (I) Private Limited (the “**Company**”) will be held at 4004-A wing, Estrella Building, Lodha New Cuffe Parade, Wadala East, Mumbai – 400037, Maharashtra, India, on Monday, 26 September 2022 at 4:30 PM IST through audio-video visual means – Microsoft Teams Meeting to transact the following business:

ORDINARY BUSINESS

- 1. To consider and adopt the audited Balance Sheet, the Statement of Profit and Loss account and the Cash Flow Statement together with the Auditor’s Report and the Board’s Report for the Financial Year ended as on 31 March 2022.**

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

“**RESOLVED THAT** the Balance Sheet, the Statement of Profit and Loss Account and the Cash Flow Statement along with the schedules and notes to accounts appended thereto, including the Auditor’ Report and the Board’s Report for the financial year ended as on 31 March 2022 as placed before the meeting be and are hereby considered and adopted.”

SPECIAL BUSINESS:

- 2. To consider and approve the regularisation of the appointment of Mr. Ashit Dwarkadas Shah (DIN: 09531997) as a Managing 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 applicable provisions of the Companies Act, 2013 and related Rules issued thereon, Mr. Ashit Dwarkadas Shah (DIN: 09531997) who was appointed as an Additional Director of the Company with effect from 25 March 2022 and Managing Director of the Company with effect from 10 May 2022 on the Board of the Company, be and is hereby regularized as a Managing Director of the Company.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do such acts, deeds, matters and things as may be required to give effect to the above resolution including filings with the Registrar of Companies and other statutory authorities, as may be considered necessary.”

BY ORDER OF THE BOARD OF DIRECTORS
For **Videojet Technologies (I) Private Limited**

Name: Umesh Bej
Designation: Director
DIN: 08457476
Address: 704, Winona, Hiranandani Estate, Patli Pada,
Ghodbunder Road, Thane West, Thane – 400607, Maharashtra, India

Date: 23 September 2022
Place: Mumbai

Videojet Technologies (I) Pvt. Ltd.

Regd. Off.: Unit Nos. S-220A & F-201, 2nd Floor, Eastern Business District (Neptune Mall), Lal Bahadur Shastri Marg, Bhandup (West), Mumbai – 400078, Maharashtra, India.
Tel: +91 22 49824501, Toll Free No. 18001034812, Website: www.videojet.co.in, CIN: U99999MH1995PTC087146

NOTES:

1. The notice being sent at shorter notice pursuant to the provisions of Section 101 of the Companies Act, 2013 (the “Act”). Shareholders are requested to express their consent as prescribed under the applicable statutory provisions of the Act.
2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.

Authorized representatives of the Corporate Members attending the AGM through VC / Other Audio Visual Means (“OAVM”) shall be reckoned for the purpose of quorum under Section 103 of the Act.

3. The Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 05, 2022 read together with circulars dated January 13, 2021 dated April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as “MCA Circulars”) permitted convening the AGM through VC or OAVM, without the physical presence of the members at a common venue. In accordance with the MCA Circulars and provisions of the Companies Act, 2013, the AGM of the Company is being held through VC.

Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the Attendance Slip is not annexed hereto.

4. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
 5. All the statutory registers maintained by the Company and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to Milind.kanade@videojet.com
 6. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Financial Statements and Board’s report for the Financial Year 2021-22 is being sent only through electronic mode to the e-mail addresses of the Members, registered with the Company.
 7. Guidelines for joining AGM through VC/ OAVM -
 - The Shareholders can join the VC Meeting by clicking the following attendee link – Microsoft Teams Meeting – <https://teams.microsoft.com/l/meetup-join/19%3ameeting>
 - The facility for joining the meeting will be available 15 minutes before the start of the Meeting and will be kept open for 15 minutes after the designated time of meeting.
 - During the Meeting, where poll on any item is demanded, the members shall exercise their voting right only by sending emails through their email addresses registered with the Company to the email ID Milind.kanade@videojet.com. If poll is not demanded, the voting will be conducted by show of hands.
 - If any of the member has any queries or needs any technical assistance for using the VC facility, the members may get in touch with –
- Name:** Mr. Milind Kanade
Mobile No.: 99308 96428
Email ID: Milind.kanade@videojet.com
8. Explanatory statement pursuant to Section 102 of the Act with respect to the item of special business is annexed hereto as **Appendix - 1**.

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Appendix - 1

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

Item No. 2:

Regularisation of the appointment of Mr. Ashit Dwarkadas Shah (DIN: 09531997) as a Managing Director of the Company

The Board of Directors at the meeting held on 10 May 2022 approved the appointment of Mr. Ashit Dwarkadas Shah (DIN: 09531997) as a Managing Director of the Company to hold office for a period of 5 years commencing from 10 May 2022 to 9 May 2027. He was earlier appointed as an Additional Director with effect from 25 March 2022.

In accordance with the provisions of Section 161 (1) of the Companies Act, 2013 read with the relevant Company rules, the Directors hereby recommend to the shareholders, the regularization of the appointment of Mr. Ashit Dwarkadas Shah (DIN: 09531997) as a Managing Director of the Company.

The Board recommends the Ordinary Resolution set out at **Item no. 2** of the notice for approval by the shareholders.

Mr. Ashit Dwarkadas Shah is interested in the resolution set out in **Item no. 02** since it relates to his regularization of appointment as a Managing Director. None of the other Directors of the Company and their relatives are concerned or interested financially or otherwise in the said resolution.

BY ORDER OF THE BOARD OF DIRECTORS
For **Videojet Technologies (I) Private Limited**

Name: Umesh Bej

Designation: Director

DIN: 08457476

Address: 704, Winona, Hiranandani Estate, Patli Pada,
Ghodbunder Road, Thane West, Thane, Maharashtra – 400607, India

Date: 23 September 2022

Place: Mumbai

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The details of Directors seeking appointment/re-appointment/revision of remuneration as per Secretarial Standards 2 issued by the Institute of Company Secretaries of India.

Sr. No.	Particulars	Details
1.	Name of the Director	Mr. Ashit Dwarkadas Shah
2.	Date of birth	8 September 1971
3.	Date of first appointment as a Managing Director on the Board	10 May 2022
4.	Qualification	BE (Electronics), MMS (Marketing)
5.	Experience and expertise in specific functional areas	Managing Director - India & South Asia
6.	Directorship held in other Companies in India	Not Applicable
7.	Chairman/Member of Committee of the Board of other Companies in which he is a Director	Not Applicable
8.	Shareholding in the Company	Nil
9.	Inter-se relationship between Directors/Key Personnel/Managers	None
10.	Terms and Conditions of appointment/re-appointment and remuneration	The Director shall continue to hold unless otherwise resigned under Section 168 of Companies Act, 2013
11.	Remuneration last drawn	Nil
12.	Number of Board meetings attended during the year	3 nos. (post 25 March 2022 meetings held during FY 2022-23)

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