



SHORTER NOTICE OF THE TWENTY SIXTH ANNUAL GENERAL MEETING

To,
The Members
Videojet Technologies (I) Private Limited

Shorter Notice is hereby given that the Twenty Sixth Annual General Meeting (“AGM”) of the members of Videojet Technologies (I) Private Limited (the “Company”) will be held at Unit No. S-220A & F-201, 2nd Floor, Eastern Business District (Neptune Mall), LBS Marg, Bhandup West Mumbai – 400078, Maharashtra, India on Friday, 29 September 2023 at 1.15 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 2023.**

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 2023 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 Ms. Sampada Katdare (DIN: 09816443) as a 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 provisions of Section 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013, read with Rules framed thereunder, consent of the shareholders be and is hereby accorded for the appointment of Ms. Sampada Katdare (DIN: 09816443), who was previously appointed as an Additional Director w.e.f. 26 December 2022, as a 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.”

3. **To consider and approve the regularisation of the appointment of Mr. Vasudevan Sridharan (DIN: 09816312) as a 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 provisions of Section 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013, read with Rules framed thereunder, consent of the shareholders

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be and is hereby accorded for the appointment of Mr. Vasudevan Sridharan (DIN: 09816312), who was previously appointed as an Additional Director w.e.f. 26 December 2022, as a 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: Sampada Katdare
Designation: Additional Director
DIN: 09816443



Date: 27 September 2023
Place: Mumbai

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 authorised representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorising 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 28 December 2022 read together with circulars dated 08 April 2020, 13 April 2020, 05 May 2020, 13 January 2021, 05 May 2022 (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, provisions of the Companies Act, 2013 ("the Act") the AGM of the Company is being held through VC / OAVM.
4. 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.
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 2022-23 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_MTg2ZGNlZDMtODNmNyooOWQ1LWlXZTktYWU2YjJkYjllNDMy%40thread.v2/o?context=%7b%22Tid%22%3a%222c518df7-6644-41f8-8350-3f75e61362ac%22%2c%22Oid%22%3a%22aa0549de-od9d-478f-b745-7382edd3f369%22%7d
- 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**.

Appendix - 1

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

Item No. 2:

Regularisation of the appointment of Ms. Sampada Katdare (DIN: 09816443) as a Director of the Company

The Board of Directors at the meeting held on 26 December 2022 approved the appointment of Ms. Sampada Katdare (DIN: 09816443) as an Additional Director on the Board with effect from 26 December 2022 to hold the office up to the date of the ensuing Annual General Meeting of the Company.

In this regard, the Directors hereby recommends to the shareholders the regularisation of appointment of Ms. Sampada Katdare (DIN: 09816443) as a Director of the Company.

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

Ms. Sampada Katdare is interested in the resolution set out in **Item no. 02** since it relates to her regularisation of appointment as a Director. None of the other Directors of the Company and their relatives are concerned or interested financially or otherwise in the said resolution.

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	Information
1	Directors Identification Number (DIN)	09816443
2	Name (in full)	Sampada Katdare
3	Date of birth	13 March 1983
4	Date of first appointment as Additional Director on the Board	26 December 2022
5	Qualification	Chartered Accountant
6	Experience and expertise in specific functional areas	-
7	Directorship held in other Companies in India	NA
8	Chairman/Member of Committee of the Board of other Companies in which she is a Director	NA
9	Shareholding in the Company	NIL
10	Inter-se relationship between Directors/Key Managerial Personnel/Managers	None
11	Terms and Conditions of appointment/re-appointment and remuneration	As per Section 152 and 161 of the Companies Act, 2013 and the Board resolution
12	Remuneration last drawn	-
13	Number of Board meetings attended after appointment	4

Item No. 3:**Regularisation of the appointment of Mr. Vasudevan Sridharan (DIN: 09816312) as a Director of the Company**

The Board of Directors at the meeting held on 26 December 2022 approved the appointment of Mr. Vasudevan Sridharan (DIN: 09816312) as an Additional Director on the Board with effect from 26 December 2022 to hold the office up to the date of the ensuing Annual General Meeting of the Company.

In this regard, the Directors hereby recommends to the shareholders the regularisation of appointment of Mr. Vasudevan Sridharan (DIN: 09816312) as a Director of the Company.

The Board recommends the Ordinary Resolution set out at **Item no. 3** of the notice for approval by the shareholders.

Mr. Vasudevan Sridharan is interested in the resolution set out in **Item no. 03** since it relates to his regularization of appointment as a Director. None of the other Directors of the Company and their relatives are concerned or interested financially or otherwise in the said resolution.

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	Information
1	Directors Identification Number (DIN)	09816312
2	Name (in full)	Vasudevan Sridharan
	Date of birth	02 December 1974
3	Date of first appointment as Additional Director on the Board	26 December 2022
4	Qualification	MMS Operations Management, BE Mechanical Engineering
5	Experience and expertise in specific functional areas	-
6	Directorship held in other Companies in India	NA
7	Chairman/Member of Committee of the Board of other Companies in which she is a Director	NA
8	Shareholding in the Company	NIL
9	Inter-se relationship between Directors/Key Managerial Personnel/Managers	None
10	Terms and Conditions of appointment/re-appointment and remuneration	As per Section 152 and 161 of the Companies Act, 2013 and the Board resolution
11	Remuneration last drawn	-
12	Number of Board meetings attended after appointment	4

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

Sampada Katdare



Name: Sampada Katdare
Designation: Additional Director
DIN: 09816443

Date: 27 September 2023
Place: Mumbai