

NOTICE

NOTICE IS HEREBY GIVEN THAT THE EIGHTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED WILL BE HELD ON TUESDAY, 27TH SEPTEMBER, 2022 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT THE ONE INTERNATIONAL CENTER, 6TH FLOOR, TOWER 1, SENAPATI BAPAT MARG, ELPHINSTONE (W), MUMBAI-400013 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Balance Sheet as at 31st March, 2022, Statement of Profit and Loss, Schedules along with Notes to accounts and Cash Flow Statement for the year ended 31st March, 2022 along with reports of the Board of Directors and Auditors thereon.

2. To approve the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration Number - 117366W/W-100018) as the Statutory Auditors for the Company.

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No.: 117366W/W-100018) be and are hereby reappointed as Statutory Auditors of the Company to hold office for a term of five years from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held for the financial year ended 31st March, 2027 on such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors of the Company;

RESOLVED FURTHER THAT Board of Directors be and is hereby authorized to do all such acts, deeds and things which are required to give effect to the aforesaid resolution.”

SPECIAL BUSINESS:

3. To consider the appointment of Mr. Sanjay Sharma (DIN: 08771174), as a Director of the Company, and if thought fit, to pass, with or without modification(s):

“**RESOLVED THAT** pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s), amendment(s) thereto or re-enactment thereof), Mr. Sanjay Sharma (DIN: 08771174), appointed as an Additional Director of the Company with effect from 24th May, 2022 pursuant to the provisions of section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT any director of the company be and is hereby authorized to issue a copy of this resolution as certified true copy to the relevant authorities.”

FOR BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED

Narendra



**NARENDRA MUNDRA
COMPANY SECRETARY**

Date: 19th September, 2022

NOTES:

1. Corporate Members intending to send their Authorised representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution/authorization letter together with the respective specimen signatures of those representative(s) authorised under the said resolution/letter to attend and vote on their behalf at the Meeting.
2. Members of the Company had appointed M/s. Walker Chandiook & Co LLP, Chartered Accountant, (Firm Registration No. 001076N/N500013), as Statutory Auditors for a consecutive period of five years commencing from financial year 2017-18 until the conclusion of Annual General Meeting to be held for financial year 2021-22 , however due to Auditor Rotation applicability, the board has decided to appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company for a period of 5 years starting from the conclusion of ensuing Annual General Meeting. Necessary resolution for appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (having Firm's registration Number: FRN 001076N/N500013) has been included in the notice of this Annual General Meeting.
3. The notice of the Annual General Meeting along with the Financial Statements (including Report of Board of Directors, Auditors' Report or other documents required to be attached therewith are being sent by electronic mode to those members whose e-mail addresses are registered with the Company. All the requisite documents required under Companies Act, 2013 are available for inspection during business hours and through online mode.
4. The Voting at the meeting shall be conducted by show of hands unless a poll in accordance with section 109 of the Companies Act, 2013 is demanded by any member.
5. The members can pose questions concurrently at the Meeting or they can submit questions or queries regarding the agenda items on the designated email address through which the notice has been sent.
6. The route map and prominent landmark are enclosed herewith as Annexure A. The formats of the attendance slip (along with instructions thereto) are enclosed as Annexure B.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES
ACT, 2013:**

Item No. 3

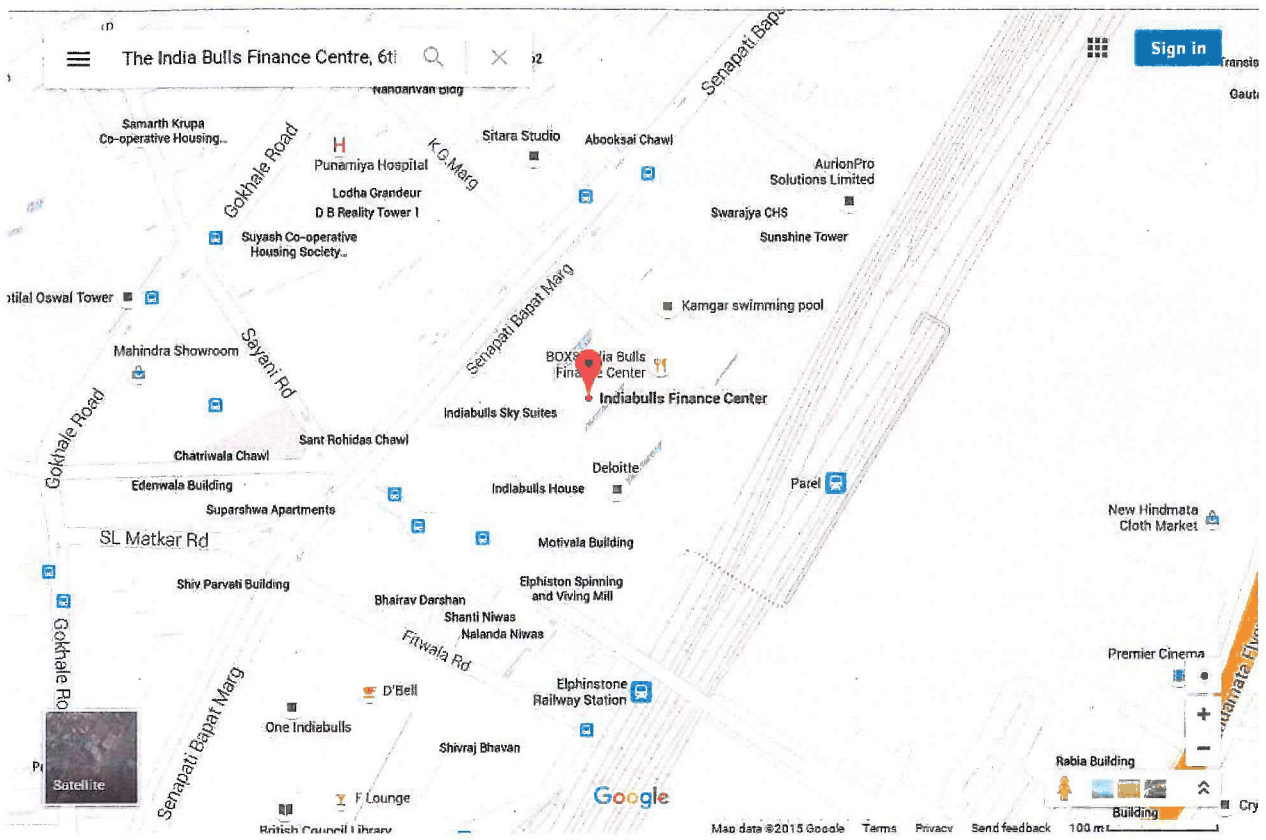
Mr. Sanjay Sharma (DIN: 08771174), was appointed as Additional Director with effect from 24th May, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. Sanjay Sharma (DIN: 08771174), on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 3 for approval by the members of the Company.

None of the Directors, Key Managerial Personnel, their relatives except Mr. Sanjay Sharma himself, in any way concerned or interested, in the said resolution.

The Board recommends the resolution for the approval of the shareholders.

Annexure A

ROUTE MAP OF REGISTERED OFFICE OF BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED



Annexure B

BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED

**Regd. Office: One International Center, 6th Floor, Tower 1, Senapati Bapat Marg,
Elphinstone (W), Mumbai – 400013**

[Corporate Identity Number (CIN): U24230MH2004FTC147232]

ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

	Name and Address:	No. of Shares held:
*DP Id No. _____	_____	
*Client Id No. _____	_____	
Regd. Folio No__		

I hereby record my presence at the **Annual General Meeting** of **Bristol-Myers Squibb India Private Limited** held on Wednesday, September 21, 2022 at 03:00 P.M. at the registered office of the Company.

Signature of the Member / Proxy

*Applicable to members holding shares in electronic form.

BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED

**Regd. Office: One International Center, 6th Floor, Tower 1, Senapati Bapat Marg,
Elphinstone (W), Mumbai - 400013**

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