

NOTICE

NOTICE IS HEREBY GIVEN THAT THE NINETEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED WILL BE HELD ON FRIDAY, 29TH SEPTEMBER, 2023 AT 5.00 P.M. AT A SHORTER NOTICE 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 CONSIDER AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2023 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON:**

The members are requested to pass the following resolution with or without modification as an **ORDINARY RESOLUTION:**

“RESOLVED THAT the audited Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement along with schedules and notes attached thereto for the year ended 31st March, 2023 together with Directors’ Report and Auditors Report be and is hereby approved and adopted.”

SPECIAL BUSINESS:

2. **TO APPOINT MR. K. SRIVATSAN KRISHNAN (DIN: 10303764) AS DIRECTOR OF THE COMPANY:**

“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. K. Srivatsan Krishnan (DIN:10303764), appointed as an Additional Director of the Company with effect from 29th September, 2023 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 with immediate effect;

RESOLVED FURTHER THAT any Directors or Company Secretary of the Company be and are hereby severally authorized to file all the necessary e-forms with the Registrar of Companies (ROC) including Form DIR-12 and do all such acts, deeds, matters and things as may be required in this connection and to resolve all the questions, difficulties, or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/actions as the Directors deem fit to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director or Authorized Signatory of the Company be and are hereby severally authorized to sign, submit and issue certified copy of this resolution.”

FOR BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED



**NARENDRA MUNDRA
COMPANY SECRETARY**

Membership No.: 31498

**Address: One International Center,
6th floor, Tower 1, Senapati Bapat Marg,
Elphinstone (W), Mumbai – 400 013**

Date: 29th September 2023

Place: Mumbai

NOTES:

A member entitled to attend and vote at the meetings is entitled to appoint a proxy or proxies to attend and vote on a poll only, instead of himself and a proxy so appointed need not be a member of the company. The proxy in order to be effective must be deposited at the registered office of the company not less than 48 hours before the meeting.

A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board resolution / power of attorney/Authorization letter authorizing their representative to attend and vote on their behalf at the meeting.

Members/proxies should bring duly attendance slip sent herewith to attend the meeting.

Members are requested to bring their copy of the Annual Report at the Annual General Meeting.

Members seeking any information on the Accounts or the Documents of the Company are requested to write to the Company, which should reach the Company at least three days before the date of the Annual General Meeting so as to enable the Management to keep the information ready. Replies will be provided only at the Annual General Meeting.

Route map giving directions to the venue of the meeting and attendance slip are annexed to the Notice.

STATEMENT SETTING OUT ALL MATERIAL FACTS CONCERNING THE BUSINESS(ES) TO BE DEALT AT THE 19TH ANNUAL GENERAL MEETING AS STATED IN THE NOTICE.

[Pursuant to Section 102 of the Companies Act, 2013]

Item No. 2

Mr. K Srivatsan Krishnan (DIN:10303764), was appointed as Additional Director with effect from 29th September, 2023, 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 the Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. K Srivatsan Krishnan (DIN:10303764), on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 2 for approval by the members of the Company.

Director	Mr. K Srivatsan Krishnan
Type	Director
Date of Birth	09/July/1970
Age	53
Qualification	MBA, Master of Science (MS), Electrical Engineering
No. of Equity Shares held	NA
Expertise in Specific Functional area	Pharmaceutical R&D operations, alliance management, technology management, pharmaceutical development and commercialization lifecycle
Brief resume of the Director	<p>Mr. K. Srivatsan Krishnan has more than 28 years in the pharmaceutical industry in the USA and India. An experienced and proven leader with over 27 years with Bristol-Myers Squibb, he brings a variety of experiences in Pharmaceutical R&D operations, alliance management, technology management and is very familiar with the pharmaceutical development and commercialization lifecycle.</p> <p>He has been associated with the Biocon BMS R&D Center (BBRC) in Bangalore for nearly 14 years and has helped drive multiple and significant rounds of business expansion. The site is part of the BMS R&D ecosystem and is one of a few integrated pharmaceutical R&D centres of its kind in this part of the world.</p>
Terms and Conditions	As may be decided by the Board of Directors from time to time

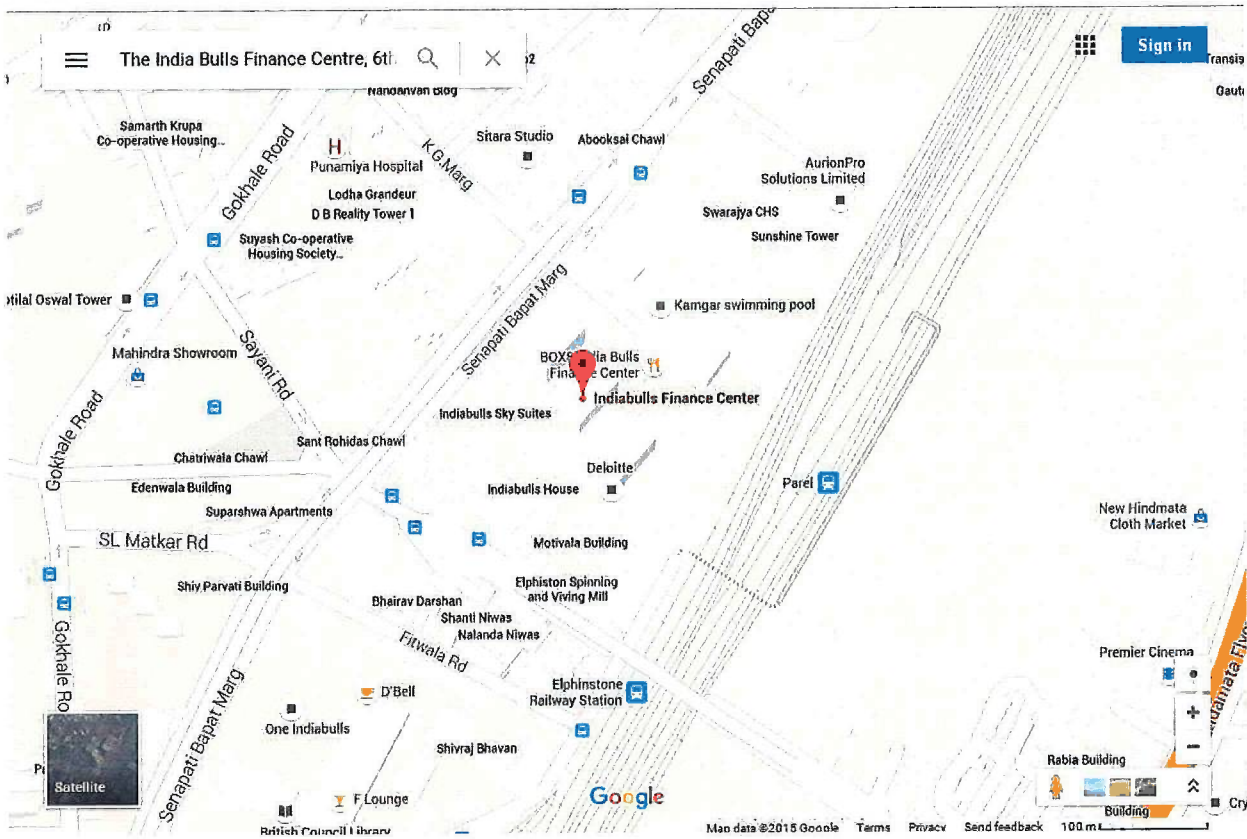
Date of first appointment	29/Sep/2023
Directorships held in other Companies	0
Particulars of Committee Chairmanship/Membership held in other Companies (including this company)	NIL
Relationship with other Directors inter-se	NIL
No. of board meetings attended during the financial year 2022-23	-
Remuneration last drawn	NA
Remuneration proposed to be paid	Subject to the HR Policy or as may be fixed by the Board of Directors of the Company from time to time

None of the Directors, Key Managerial Personnel, their relatives except Mr. K Srivatsan Krishnan 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 **19th Annual General Meeting** of Bristol-Myers Squibb India Private Limited held on Friday, 29th September, 2023 at 05:00 P.M. at the registered office of the Company.

Signature of the Member / Proxy

*Applicable to members holding shares in electronic form.

**Annexure C
PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the
Companies (Management and Administration) Rules, 2014]

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]

Name of the Member (s):
Registered address:
Email ID:
Folio No/ Client Id:
DP ID:

I/We, being the member (s) of shares of the above named Company, hereby appoint

Name:
Address:

E-mail Id:
Signature:, or failing him

Name:
Address:

E-mail Id:
Signature:, or failing him

Name:
Address:

E-mail Id:
Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **19th Annual General Meeting** of the Company to be held on Friday, 29th September, 2023 at 05:00 P.M. at registered office and at any adjournment thereof in respect of such Resolutions as are indicated below:

1. To consider and adopt the audited profit and loss account of the company for the year ended 31st march, 2023 and the balance sheet as at that date and the reports of the directors and auditors thereon.
2. To appoint Mr. K. Srivatsan Krishnan (DIN: 10303764) as Director of the Company.

Signed this _____ day of _____, 2023.

Signature of shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.