



Bristol-Myers Squibb India Private Limited

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE FIFTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED WILL BE HELD ON MONDAY, SEPTEMBER 30, 2019 AT 02:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT THE INDIA BULLS FINANCE CENTRE, 6TH FLOOR, TOWER 1, SENAPATI BAPAT MARG, ELPHINSTONE (W), MUMBAI-400013 TO TRANSACT THE FOLLOWING BUSINESSSES:

ORDINARY BUSINESS:

1. To consider and adopt Audited Balance Sheet as at 31st March, 2019, Statement of Profit and Loss and Schedules along with notes to accounts, Cash Flow Statement for the year ended 31st March, 2019 along with reports of Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. To regularize the appointment of Mr. Bhavik Desai as the 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 provisions of Sections 152 and 161 of the Companies Act, 2013 (“the Act”) and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof), if any, of the Companies Act, 2013, Mr. Bhavik Desai holding (DIN: 00008452), who was appointed as Additional Director on 16th April, 2019 as recommended by the Board, be and hereby is appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to file the required form(s) with the concerned authorities and to do all such acts, deeds and things as may be required to give effect to the resolution”

3. To regularize the appointment of Ms. Ashwini Deshpande as the 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 provisions of Sections 152 and 161 of the Companies Act, 2013 (“the Act”) and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof), if any, of the Companies Act, 2013, Ms. Ashwini Deshpande holding (DIN: 08548876), who

was appointed as Additional Director with effect from the date of approval of her DIN i.e. on 28th August, 2019 as recommended by the Board, be and hereby is appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to file the required form(s) with the concerned authorities and to do all such acts, deeds and things as may be required to give effect to the resolution”

FOR BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED



NARENDRA MUNDRA
COMPANY SECRETARY

Date: 27th September, 2019

NOTES:

1. Corporate members intending to send their authorized representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013, are requested to send to the Company a declaration (Power of Attorney) authorizing their representative(s) to attend and vote on their behalf.
2. The notice shall also be available on the website of the Company: www.bmsi.co.in
3. 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 STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 02

Mr. Bhavik Desai (DIN: 00008452) has been acting as the Additional Director of the Company since 16th April, 2019. Taking in to consideration his valuable experience in various fields and the composition of the Board as required, the Board of Directors of the Company hold the opinion that appointment of Mr. Bhavik Desai (DIN: 00008452) as the Director of the Company would be in the best interest of the Company. The proposed appointment requires approval of members by passing Ordinary Resolution. Hence, the members are requested to consider the appointment of Mr. Bhavik Desai (DIN: 00008452) as a Director of the Company.

The members are requested to approve item No. 2 by way of passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the resolution.

EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 03

Ms. Ashwini Deshpande (DIN: 08548876) has been acting as the Additional Director of the Company since 28th August, 2019. Taking in to consideration her valuable experience in various fields and the composition of the Board as required, the Board of Directors of the Company hold the opinion that appointment of Ms. Ashwini Deshpande (DIN: 08548876) as the Director of the Company would be in the best interest of the Company. The proposed appointment requires approval of members by passing Ordinary Resolution. Hence, the members are requested to consider the appointment of Ms. Ashwini Deshpande (DIN: 08548876) as a Director of the Company.

The members are requested to approve item No. 3 by way of passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the resolution.

Annexure A

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

