

Dear Member,

You are cordially invited to attend the Twelfth (12th) Annual General Meeting of the members of HellermannTyton Private Limited ("the Company") to be held on **Thursday, September 19, 2024**, at 11:00 AM Indian Standard Time ("IST"). The notice of the meeting, containing the business to be transacted, is enclosed herewith.

Very truly yours,



Nishant Sharma
(Director)
DIN: 07009033

Address: C-1, 2005, Prateek Grand City
Siddharth Vihar, Ghaziabad,
Uttar Pradesh, 201009

Date: September 12, 2024

Place: Delhi NCR

Enclosures:

1. Shorter Notice of 12th Annual general Meeting
2. Instructions for participation through Video Conferencing (VC)
3. Explanatory Statement to the notice
4. Consent of Shareholder for shorter notice

Note: Attendees who require technical assistance to access and participate in the meeting through VC are requested to contact the helpline number: +91-9971447984

Shorter Notice of the 12th Annual General Meeting
(Pursuant to Section 101 of the Companies Act, 2013)

Notice is hereby given that the Twelfth (12th) Annual General Meeting of the members of HellermannTyton Private Limited (“Company”) will be held on **Thursday, September 19, 2024**, at 11:00 A.M. Indian Standard Time (‘IST’) at the registered office of the company situated at 602, Kanchenjunga Building, 18 Barakhamba Road, New Delhi 110001 India in order to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, comprising of Balance Sheet as on March 31, 2024, the Profit & Loss Account along with Cash Flow Statements and related Notes thereto for the financial year ended March 31, 2024, together with the Board’s report and Auditor’s Report thereon. In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended on March 31, 2024, comprising of Balance Sheet as on March 31, 2024 and Profit & Loss Account along with Cash Flow Statements and related Notes thereto for the financial year ended March 31, 2024 together with Board’s Report and Auditor’s Report thereon, as placed before the members, be and are hereby considered, adopted and approved by the Company.”

“**RESOLVED FURTHER THAT** any of the directors of the company, be and is hereby, authorized to do all such acts, things and deeds as may be deemed necessary to give effect to the above stated resolutions.”

SPECIAL BUSINESS:

2. **REGULARISATION OF MR. ALASDAIR CHARLES JAMES ABERCROMBIE-BARNETT FROM ADDITIONAL DIRECTOR TO THE NON-EXECUTIVE DIRECTOR (DIN: 10610855) OF THE COMPANY**

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

“RESOLVED THAT Mr. Alasdair Charles James Abercrombie-Barnett holding **DIN 10610855** who was appointed as an Additional Director of the Company, by the board of Directors in their meeting held on April 30, 2024 under Section 161 of the Companies Act, 2013 (‘the Act’) and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof) and applicable provisions of the Articles of Association of the Company and who holds office upto the date of this (twelfth) Annual General Meeting, be and is hereby appointed as the Non-Executive Director of the Company.”

"FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, any of the Director of the Company, be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-Form with the Registrar of Companies.”

**For and on behalf of the Board of Directors
HellermannTyton Private Limited**


(Nishant Sharma)
Director

DIN: 07009033

Address: C-1, 2005, Prateek Grand City
Siddharth Vihar, Ghaziabad,
Uttar Pradesh, 201009



Date: September 12, 2024

Place: Delhi NCR

Notes:

1. A member of the company, entitled to attend and vote at the meeting, is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the company. Proxies, in order to be valid and effective, must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty 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 cannot act as a proxy for any other person or shareholder. Kindly sign and stamp the enclosed proxy form and send it to the company.
2. Members desirous of getting any information about the accounts and operations of the Company or intending to raise any query at the AGM are requested to forward the same at least 10 days prior to the date of the meeting at the registered office of the Company so that the information required can be made readily available at the meeting.
3. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business set out above is annexed hereto.
4. The proceedings of the AGM shall be conducted at the Registered office of the Company situated at 602, Kanchenjunga Building, 18 Barakhamba Road, New Delhi, Central Delhi -110001 India. The Route Map is annexed in this notice.
5. Corporate members are requested to send a duly certified copy of the Board Resolution or authorisation letter for authorizing their representative to attend and vote on their behalf at the meeting.
6. Relevant documents referred to in the Notice are open for inspection at the registered office of the Company on all working days (barring Saturday, Sunday and Holidays) between 11:00 a.m. to 1:00 p.m. up to the date of the AGM.
7. It may please be noted that the Notice of the Annual general Meeting has been issued pursuant to the provisions of Section 101(1) of the Companies Act, 2013 and that the consent for the "Shorter Notice" is required to be received by the Company from at least

ninety-five percent of the members entitled to vote thereat, for conducting Annual General Meeting.

- 8.** In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report 2023-24, is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company.

- 9.** Members are requested to produce the annexed Attendance Slip duly filled & signed as per specimen signature recorded with the Company / DPs for admission to the meeting venue.

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

Item No. 2

Mr. Alasdair Charles James Abercrombie-Barnett was first inducted to the Board at the Board Meeting held on April 30, 2024 and in the same meeting he was appointed as the Non-Executive Additional Director of the Company with effect from May 01, 2024.

In terms of Section 161(1) of the Companies Act, 2013, Mr. Alasdair Charles James Abercrombie-Barnett (**DIN 10610855**) can hold office only up to the date of the ensuing Annual General Meeting.

Mr. Alasdair Charles James Abercrombie-Barnett (**DIN 10610855**), aged about 41 years holds a Executive Program. He has an extensive experience of over 13 years in Consulting and Business advisory including directorship.

He does not hold shares in the Company and is not related to the Directors and Key Managerial Personnel of the Company.

All documents referred to in Item No. 2 and the explanatory statement is open for inspection at the Registered Office of the Company between 10:00 A.M. to 5:00 P.M. on any working day till the date of the Annual General Meeting of the Company.

Accordingly, the resolution in Item No. 2 of this Notice is proposed to be passed as an Ordinary Resolution at the proposed Annual General Meeting of the Company.

Mr. Alasdair Charles James Abercrombie-Barnett (**DIN 10610855**) is interested in the resolution mentioned in Item No. 2 of this notice with regard to his appointment. Other than Mr. Alasdair Charles James Abercrombie-Barnett (**DIN 10610855**), no other Director, Key Managerial Personnel, or their respective relatives are concerned or interested, financially or otherwise in the resolution mentioned in Item No. 2 of the accompanying the Notice.

CONSENT BY SHAREHOLDER FOR SHORTER NOTICE OF ANNUAL GENERAL MEETING

[Pursuant to section 96(2) of the Companies Act, 2013]

The Board of Directors,
HellermannTyton Private Limited
602, Kanchenjunga Building,
18 Barakhamba Road, New Delhi,
Delhi-110001

Sub: Consent for conducting 12th Annual General Meeting of HellermannTyton Private Limited on Shorter notice

We, _____ having office at _____ holding _____ Equity Shares of INR 1/- (INR one Only) each in **HellermannTyton Private Limited** ('the Company') in our name, hereby give consent, pursuant to Section 96(2) of the Companies Act, 2013, to hold the twelfth (12th) Annual General Meeting of the Company on September 19, 2024 at 11:00 A.M. Indian Standard Time ('IST') at the Registered Office of HellermannTyton Private Limited i.e. 602, Kanchenjunga Building, 18 Barakhamba Road, New Delhi, Delhi-110001, India.

For _____

(_____ Stamp and sign _____)

Name & Designation:

Date:

Place:

THE ROUTE MAP

