



TO: ALL SHAREHOLDERS

NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the Shareholders of Tetra Pak India Private Limited will be held at the Registered Office of the Company at Plot no. B-53, Chakan MIDC, Phase II, Village Vasuli, Tal-Khed, Pune - 410 501 on Wednesday the 30th day of September, 2020 at 11.00 am to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the financial year ended 31st March 2020, and the Report of Directors and Auditors thereon.
2. To declare dividend for the financial year ended 31st March, 2020.
3. To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the 37th Annual General Meeting and to fix their remuneration.

“RESOLVED THAT pursuant to Sections 139, 142 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. Ahuja Valecha & Associates LLP, Chartered Accountants (FRN.: 126791W/W100132), be and is hereby appointed as the Statutory Auditors of the Company commencing from the conclusion of this Annual General Meeting till the conclusion of 37th Annual General Meeting at a remuneration to be fixed by the Board of Directors of the Company, in addition to the re-imbursment of applicable taxes and actual out of pocket.”

SPECIAL BUSINESS:

4. Appointment of Mr. Kamal Multani (DIN 08718429) as Director.

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 Section 149, 152 and 161 and other applicable rules and provisions (including any modification and re-enactment thereof), if any, of the Companies Act, 2013, Mr. Kamal Multani (DIN 08718429) who was appointed by the Board of Directors of the company as an Additional Director with effect from 24th March, 2020 and who shall hold such office until the conclusion of this Annual General Meeting, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT, any of the Directors and the Company Secretary be and is hereby severally authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

Date: 04 September, 2020

By order of the Board of Directors
TETRA PAK INDIA PRIVATE LIMITED



Registered Office:
Plot no B-53, Chakan MIDC,
Phase II, Village Vasuli, Tal-Khed
Pune – 410 501

Sunil Tembe
Company Secretary
A7772

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. The proxy form should, however, be deposited at the Registered Office not less than 48 hours before the meeting.
2. A Statement explaining the material facts pursuant to the provisions of Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted at the meeting is appended hereto.

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

Item No. 3

In terms of Section 139 of the Companies Act, 2013 (“the Act”), and the Companies (Audit and Auditors) Rules, 2014, made thereunder, the Company is required to appoint Auditor for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting.

The Board of Directors at its meeting held on 17th February, 2020 had appointed M/s. Ahuja Valecha & Associates LLP, Chartered Accountants (FRN.: 126791W/W100132), as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W / W-100022) subject to approval of the members. The Statutory Auditors shall hold office for a period of five consecutive terms from the conclusion of the 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company.

M/s. Ahuja Valecha & Associates LLP, Chartered Accountants (FRN.: 126791W/W100132), have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act, 2013 and the rules made thereunder.

Pursuant to Section 139 of the Companies Act, 2013, approval of the members is required for appointment of the Statutory Auditors and fixing their remuneration by means of an ordinary resolution. Accordingly, approval of the members is sought for appointment of M/s. Ahuja Valecha & Associates LLP, Chartered Accountants (FRN.: 126791W/W100132) as the Statutory Auditors of the Company and to fix their remuneration.

Item No. 4

Mr. Kamal Multani (DIN 08718429) was appointed as an Additional Director by the Board of Directors w.e.f. 24th March 2020 in accordance with the provisions of Section 161 of the Companies Act, 2013.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Kamal Multani holds office up to the date of the ensuing Annual General Meeting.

Mr. Kamal Multani is a Chartered Accountant by qualification. He began his career in 1991 with Business Universal Incorporated an export house as a Manager – Finance & Accounts. Mr. Multani joined Tetra Pak in the year 1996 and has held various positions within Tetra Pak. His vast knowledge and experience in the Company’s business activities, would be beneficial to the company and hence the Board of Directors recommends the said Resolution No. 4 for approval by the members of the Company.

Mr. Kamal Multani does not hold any shares in the Company and is not related with any other Director of the Company.

None of the Directors, except Mr. Kamal Multani is concerned or interested financially or otherwise in this resolution.

Date: 04 September, 2020

By order of the Board of Directors
Tetra Pak India Private Limited



Registered Office:
Plot no B-53, Chakan MIDC,
Phase II, Village Vasuli, Tal-Khed
Pune – 410 501

Sunil Tembe
Company Secretary
A7772

TETRA PAK INDIA PVT. LTD.

CIN: U21014PN1987PTC012926

Regd. Office: Plot no. B-53, MIDC Chakan Phase -II, Village Vasuli, Tal. Khed, Dist. Pune 410501

ATTENDANCE SLIP

Regd. Folio No. _____ **No. of Shares held:** _____

I certify that I am a member/Proxy for the member of the Company.

I hereby record my presence at the 32nd Annual General Meeting of the Company at Plot no. B-53, Chakan MIDC, Phase II, Village Vasuli, Tal-Khed, Pune - 410 501 on Wednesday, the 30th day of September, 2020 at 11.00 a.m.

Member's / Proxy's Name
[NAME BLOCK LETTERS]

Signature of Member/Proxy

TETRA PAK INDIA PVT. LTD.

CIN: U21014PN1987PTC012926

Regd. Office: Plot no. B-53, MIDC Chakan Phase -II, Village Vasuli, Tal. Khed, Dist. Pune 410501

Form No. MGT-11

PROXY FORM

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

CIN: U21014PN1987PTC012926

Name of the Company: Tetra Pak India Private Limited

Registered office: Plot no. B-53, Chakan MIDC, Phase II, Village Vasuli, Tal-Khed, Pune - 410 501

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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

1. Name:
Address:
E-mail Id:
Signature:....., or failing him

2. Name:
Address:
E-mail Id:
Signature:....., or failing him

3. 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 **32nd Annual General Meeting** of the Company, to be held on **Wednesday, the 30th day of September, 2020 at 11.00 a.m.** at **Plot no. B-53, Chakan MIDC, Phase II, Village Vasuli, Tal-Khed, Pune - 410 501** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Summary of Business to be transacted at the Annual General Meeting
Ordinary Business	
1.	To receive, consider and adopt the audited financial statements for the financial year ended 31st March 2020, and the Report of Directors and Auditors thereon.
2.	To declare dividend for the financial year ended 31st March, 2020.
3.	To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the 37 th Annual General Meeting and to fix their remuneration.
Special Business	
4.	Appointment of Mr. Kamal Multani (DIN 08718429) as Director.

Signed this..... day of..... 2020

Signature of shareholder

Signature of Proxy holder(s)

Affix one Rupee Revenue Stamp
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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.