

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an **Extraordinary General Meeting (EGM)** of the Members of the Company will be held at a shorter notice on Saturday, the 11<sup>th</sup> day of April, 2020 at 10:00 A.M. at Flat No. - 103-B, The Aralias, DLF Golf Links, Golf Course Road, Galleria, DLF-IV, Gurugram - 122009, Haryana to transact the following Special Business:

### SPECIAL BUSINESS:

#### 1. APPROVAL TO CONTRIBUTE TO BONA FIDE AND CHARITABLE FUNDS ETC.

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 181 and other applicable provisions of the Companies Act, 2013 (including any re-enactment(s) and amendment(s) made there under, if any, for the time being in force) and the applicable rules thereto, consent of the members of the Company be and is hereby accorded to contribute an amount not exceeding Rs. 5,00,00,000/- (Rupees Five Crores Only), in one or more tranches, in Financial year 2020-21 to any national, charitable, social, benevolent, public or general and/or other funds/ institutions/ hospitals/ trustees/ entities etc."

RESOLVED FURTHER THAT Directors of the Company be and are hereby severally authorised to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto."


Certified True Copy  
For M3M India Private Limited



.....  
Vijay Kumar Aggarwal  
Wholetime Director  
DIN: 05170472  
Address: 1668, Sector-45 Kanahi(73)  
Gurugram 122003, Haryana

Date: 26<sup>th</sup> March, 2020  
Place: Gurugram

M3M India Private Limited  
CIN: U80903HR2007PTCO44491

 Registered Office  
Unit No.: SB/C/5L/Office/OO8,  
'M3M Urbana', Sector 67,  
Gurugram 122102, Haryana, India

Corporate Office & Correspondence Address  
6th Floor, 'M3M Tee Point', Sector 65,  
Gurugram 122002, Haryana, India

Sales Gallery  
'The Experia', Golf Course Road (Extn.),  
Sector-73, Gurugram 122004, Haryana, India

CRM Cell  
'M3M Cosmopolitan', 12th floor,  
Golf Course Road (Extn.), Sector-66,  
Gurugram 122102, Haryana, India

**NOTES:**

1. **A member entitled to attend and vote at the meeting ("the Meeting") is entitled to appoint a proxy to attend, and vote on a poll instead of himself. The proxy need not be a member of the Company. A blank proxy form is enclosed. The proxy form duly stamped and executed should be deposited at the registered office of the Company at least forty-eight hours before the time fixed for the commencement of the meeting.**
2. **Member(s)/Proxy holder(s)/Authorised Representative(s) are requested to produce at the entrance, the attendance slip for admission to the meeting room. Duplicate attendance slips will not be provided at the room.**
3. **The Explanatory Statement(s) setting out the material facts pursuant to Section 102(1) of the Companies Act, 2013 relating to special business(es) to be transacted at the meeting is annexed hereto.**
4. **During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company. All the relevant documents of the Company referred to in the Notice and accompanying Explanatory Statement(s) are open for inspection by the members at the Registered Office of the Company on all working days except Saturday and Sunday during business hours up to the date of the Extra-Ordinary General Meeting of the Company and will also be available at the venue of the meeting.**
5. **Route-Map to the venue of the Meeting is provided at the end of the Notice.**
6. **All the Statutory Registers as applicable to the Company shall be produced at the commencement of the meeting and shall also remain open and accessible for inspection during the continuance of the meeting.**
7. **The Extra-Ordinary General Meeting of the Company is being convened at a shorter notice with the written consent of the members of the Company as per Section 101(1) of the Companies Act, 2013.**

**EXPLANATORY STATEMENT**  
**(Under Section 102(1) of the Companies Act, 2013)**

**Item No. 1**

The Company, as a corporate citizen believes in Corporate Social Responsibility activities or Donations to be provided in various areas.

As per Section 181 of the Companies Act, 2013, the Board of Directors of the Company can contribute to bona fide charitable and other funds, any amount the aggregate of which, in any financial year shall not exceed 5% of its average net profits for the three immediately preceding financial years.

In order to continue CSR activities and providing for Donations, some contributions/expenditure may come under the purview of Section 181 of the Companies Act, 2013.

In view of losses, the consent of the members is sought to enable the Company to continue with CSR activities and providing of Donations.

The members are further informed that the Board in its meeting held on 26<sup>th</sup> March, 2020 had approved (subject to the approval of the members) for contributing amount of not exceeding Rs. 5,00,00,000/- (Rupees Five Crores only).

The Board of Directors, therefore, recommend the Resolution under item no. 1 to be passed as an Ordinary Resolution by the members.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

**Certified True Copy**

**For M3M India Private Limited**



.....  
**Vijay Kumar Aggarwal**

**Wholetime Director**

**DIN: 05170472**

**Address: 1668, Sector-45 Kanahi(73)**

**Gurugram - 122003, Haryana**

**Date: 26<sup>th</sup> March, 2020**

**Place: Gurugram**

**ATTENDANCE SLIP**

FOLIO NO.	
NO. OF SHARES	

**Name & Address of Shareholder / Proxy holder**

-----  
-----  
-----

I certify that I am a registered Shareholder / Proxy for the registered Shareholder of the Company. I hereby record my presence at the **Extra-Ordinary General Meeting** of the Company to be held on **Saturday, 11<sup>th</sup> April, 2020 at 10:00 A.M** at Flat No. - 103-B, The Aralias, DLF Golf Links, Golf Course Road, Galleria, DLF-IV, Gurugram - 122009, Haryana.

**Member's / Proxy's Signature**

(Shareholder attending the meeting in person or by proxy is requested to complete the attendance slip and handover at the entrance of the Meeting.)

---

**FORM – 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:** U80903HR2007PTC044491

**Name of the company:** M3M India Private Limited

**Registered office:** Unit No. SB/C/5L/Office/008, M3M Urbana, Sector-67, Gurugram Manesar Urban Complex, Gurugram, Haryana-122102

<b>Name of the member (s) :</b> <b>Registered address :</b> <b>E-mail Id:</b>
---

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:** .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at **Extra Ordinary General Meeting of the Company to be held on Saturday, 11<sup>th</sup> April, 2020 at 10:00 A.M at Flat No. - 103-B, The Aralias, DLF Golf Links, Golf Course Road, Galleria, DLF-IV, Gurugram - 122009, Haryana** and at any adjournment thereof in respect of such resolutions as are indicated below:

<u>Resolution</u>	<u>Resolution</u>	<u>For</u>	<u>Against</u>
<b>Special Business:</b>			
1.	Approval to contribute to bona fide and charitable funds etc.		

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

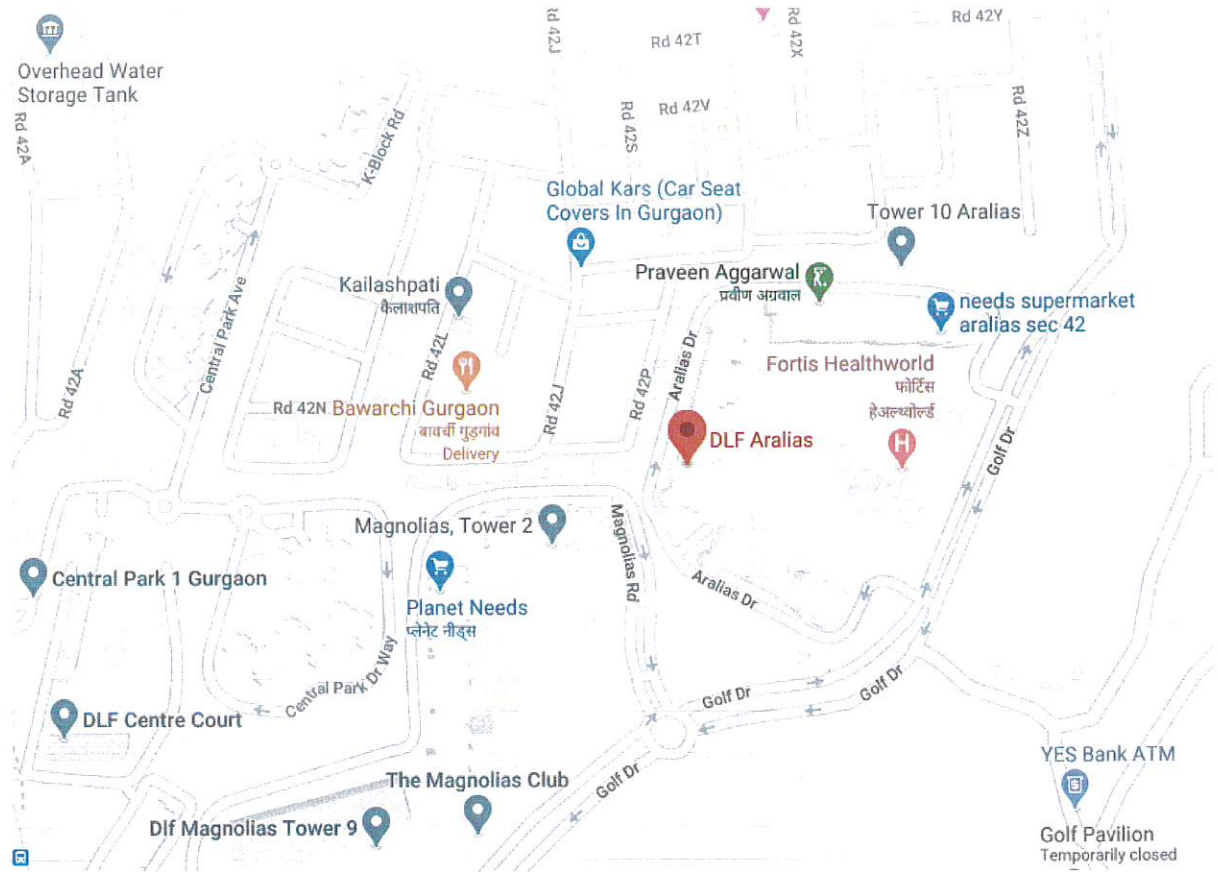
Affix Re.1/- Revenue Stamp
-------------------------------------

**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.**

**ROUTE MAP FOR THE VENUE OF EXTRA ORDINARY GENERAL OF M3M INDIA PRIVATE LIMITED TO BE HELD ON 11<sup>TH</sup> APRIL, 2020**



Source: Google Maps

**Address: Flat No. - 103-B, The Aralias, DLF Golf Links, Golf Course Road, Galleria, DLF-IV, Gurugram - 122009, Haryana**