

Notice of Annual General Meeting

NOTICE is hereby given that the Eighteenth Annual General Meeting of members of Societe Generale Global Solution Centre Private Limited will be held on Monday, the August 13, 2018 at 11.30 A.M. IST at the Registered Office of the Company at Voyager Building, 10th Floor, Ascendas ITPB SEZ, International Tech Park, Whitefield Road, Bangalore 560 066, to transact the following business:

Ordinary Business

1. To receive, consider, approve and adopt the financial statements of the Company for the year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.
2. To declare a dividend of Rs. 110/- per equity share for the year ended March 31, 2018.
3. To appoint a director in place of Mr. Christophe Leblanc, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a director in place of Ms. Veronique Sani, who retires by rotation and being eligible, offers herself for re-appointment.
5. To appoint a director in place of Mr. Sunil Shah, who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

6. Appointment of Mr. Janaggen Robin Samee as a 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 provision of Section 161 the Companies Act, 2013 and as per the Articles of Association of the Company, Mr. Janaggen Robin Samee (DIN – 07991219) who was appointed as an Additional Director by the Board of Directors effective from December 19, 2017 and who holds office up to the date of Annual General Meeting be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to file necessary Forms with Registrar of Companies in this regard.”

7. Appointment of Ms. Padma Priya Saraswatula as a 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 provision of Section 161 the Companies Act, 2013 and as per the Articles of Association of the Company, Ms. Padma Priya Saraswatula (DIN – 07358801) who was appointed as an Additional Director by the Board of Directors effective from December 19, 2017 and who holds office up to the date of Annual General Meeting be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to file necessary Forms with Registrar of Companies in this regard.”

**By the order of the Board
for Societe Generale Global Solution Centre Pvt. Ltd.**

Sd/-
Veronique Sani
Director
DIN : 07214443

Date: July 9, 2018
Place: Bangalore

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business is annexed hereto.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend or vote on a poll instead of himself/ herself and such proxy need not be a member of the company.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 6 & 7

The Board of Directors of the Company at their meeting held on December 19, 2017 appointed Mr. Janaggen Robin Samee and Ms. Padma Priya Saraswatula as additional directors of the Company in accordance with the provisions of Section 161 of the Companies Act, 2013 and Article of Association of the Company.

Pursuant to Section 161 of the Companies Act, 2013 the above directors hold office up to the date of the ensuing Annual General Meeting. The Company has received from aforesaid directors, the consent in writing to act as directors in Form DIR 2 and intimation in Form DIR 8 stating that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mr. Janaggen Robin Samee and Ms. Padma Priya Saraswatula as Director of the Company pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder.

No Director, Key Managerial Personnel or their relatives, other than the Mr. Janaggen Robin Samee and Ms. Padma Priya Saraswatula are interested or concerned in the respective resolutions.

The Board recommends the resolution set forth in Item no. 6 and 7 for the approval of the members.

ATTENDANCE SLIP

Eighteenth Annual General Meeting – August 13, 2018

Registered Folio no.:

Number of shares held:

I certify that I am a member / proxy / authorized representative for the member of the Company.

I hereby record my presence at the Eighteenth Annual General Meeting of the Company at 10th Floor, Voyager Building, International Tech Park, Whitefield Road, Bangalore 560066 India on Monday, August 13, 2018, at 11:30 a.m. IST.

.....
Name of the member / proxy
(In BLOCK letters)

.....
Signature of the member / proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.

PROXY FORM

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

Name of the Member(s):

Registered Address:

E-mail ID:

Folio No. : _____

I being the Member(s) of _____ equity shares of Rs. 10 each of Societe Generale Global Solution Private Limited, hereby appoint:

1. Name : _____ E-mail Id: _____

Address: _____

Signature : _____ or failing him

2. Name : _____ E-mail Id: _____

Address: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eighteenth Annual General Meeting of the Company, to be held on Monday, August 13, 2018 at 11.30 a.m. at 10th Floor, Voyager Building, International Tech Park, Whitefield Road, Bangalore 560066 and at any adjournment(s) thereof, in respect of the resolutions, as indicated below:

1. Adoption of the Financial statement for the year ending March 31, 2018 together with the reports of the Board of Directors and auditors thereon.
2. Declaration of Dividend
3. Re-appointment of rotational directors
5. Appointment of Mr. Janaggen Robin Samee as a Director of the Company
6. Appointment of Ms. Padma Priya S as a Director of the Company

Signed this _____ day of _____ 2018

Signature of Member(s): _____

Signature of the Proxy holder(s) : _____

Affix
Revenue
Stamp

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

Societe Generale GSC Private Limited Registered Office, Route Map

