



Notice & Agenda

Notice is hereby given that the Annual General Meeting of the members of the Ferrero India Private Limited will be held at shorter notice on Thursday, 20th February 2025 at the registered office of the Company at Plot No. F-13, MIDC Baramati, District Pune 413133, Maharashtra, India, at 2:00 PM 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 31st August 2024 including the audited Balance Sheet as at 31st August 2024, the Statement of Profit and Loss for the period ended on that date and Statement of Cash Flows, Notes to Financial Statements, Auditors' Report and Boards' Report thereon and in this regard pass the following resolution as Ordinary Resolution:

"RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st August 2024, including the audited Balance Sheet as at 31st August 2024, the Statement of Profit and Loss for the period ended on that date and Statement of Cash Flows, Notes to Financial Statements, Auditors' Report and Boards' Report thereon, be and are hereby considered and adopted."

Special Business:

2. Appointment of Mr. Abdelhamid Touil as 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 Mr. Abdelhamid Touil who was appointed by the Board of Directors, as an Additional Director under Section 161(1) of the Companies Act, 2013, in the Board Meeting held on 08th May 2024 upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be and are hereby authorized, severally, to do all such acts and to sign, authenticate and execute all such forms and documents as may be necessary for the effective enforcement of this resolution."

By the order of the Board of Directors
For **Ferrero India Private Limited**


Indranil Shende
General Manager & Company Secretary
ACS: 24567

20th Feb 2025
Pune

FERRERO INDIA PVT. LTD.

Corporate Office : World Trade Center, 8th Floor, Tower 3, Survey No. 1, Kharadi, Pune - 411014 (Maharashtra) India.

Phone : +91 20 6719 6000, Fax : +91 20 6719 6050

Registered Office & Factory : Plot No F-13, M.I.D.C. Baramati, District Pune - 413133 (Maharashtra) India.

Phone : +91 02112 662200, Fax : +91 02112 243236.

CIN U74300PN2004PTC147065 www.ferreroindia.com Email : customercare.india@ferrero.com



Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a Proxy need not be a member of the Company.
2. Explanatory statement pursuant to section 102 is not required due to no Special Business.
3. Members are requested to notify immediately any change in their address to the Company.
4. Pursuant to section 113 of the Companies Act, 2013, if a body corporate is a member of the Company, it may authorize a person by resolution of its Board of Directors to act as its representative at a meeting of a Company, then such a person shall be deemed to be a member present in person and counted for the purpose of quorum.
5. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the venue of the AGM.
6. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
7. A Route Map along with prominent landmark for easy location to reach the venue of AGM is annexed to this notice.

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ANNEXURE TO NOTICE

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), given hereunder sets out all material facts relating to the special business mentioned in the Notice.

Item No. 2: Appointment of Mr. Abdelhamid Touil (DIN: 10574371) as Director of the Company

Mr. Abdelhamid Touil (DIN: 10574371) was appointed as an additional director of the Company by the Board of Directors in the Board Meeting held on 08th May 2024.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (Act), the Rules framed thereunder and the Articles of Association of the Company, Mr. Abdelhamid Touil would cease to hold office at the ensuing Annual General Meeting but would be eligible for appointment as a Director.

Your Board recommends his appointment as Director of the Company not liable to retire by rotation.

None of the Directors or their relatives except Mr. Abdelhamid Touil is concerned or interested, financially or otherwise in this resolution.

By the order of the Board of Directors
For **Ferrero India Private Limited**

Indranil Shende
General Manager & Company Secretary

20th February 2025
Pune

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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]

SR. NO	PARTICULARS	DETAILS
	CIN	U74300PN2004PTC147065
	Name of the company:	Ferrero India Private Limited
	Registered office:	Plot No. F-13, MIDC Baramati, District Pune 413133, Maharashtra, India.
	Name of the member (s) :	
	Registered address :	
	E-mail Id:	
	Folio No./ Client Id :	
	DP ID :	NA

I/We, being the member (s) ofshares of the above named company, hereby Appoint

SR. NO	PARTICULARS	DETAILS
	Name	
	Address	
	Registered office	
	Name of the member (s)	
	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 Annual General Meeting/ Extraordinary general meeting of the company, to be held on Thursday 20th Feb 2025 at the registered office of the Company at Plot No. F-13, MIDC Baramati, District Pune 413133, at 03:30 PM and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.
2.
3.

Signed this day of 20 ...

Affix

Revenue

Signature of shareholder

Signature of Proxy holder(s)

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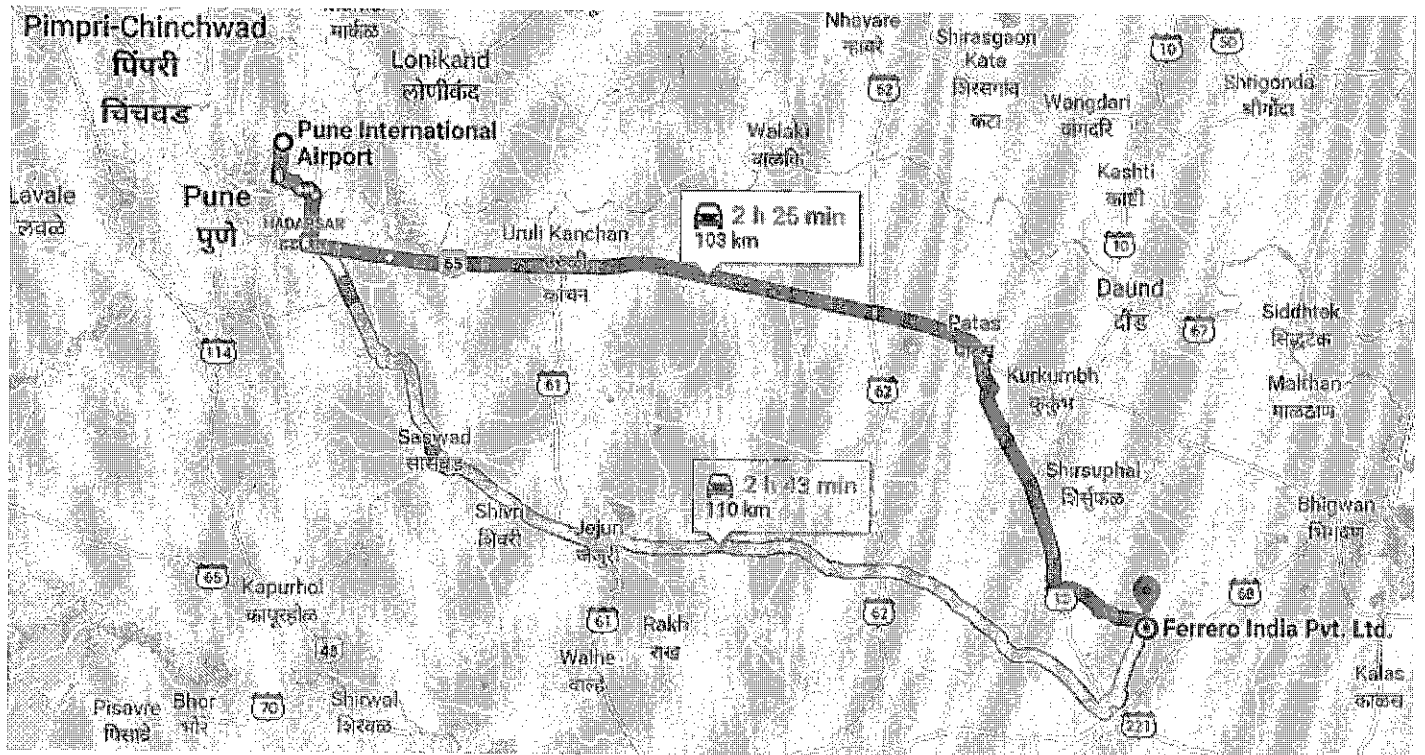
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FERRERO

Route Map: Pune Airport to Ferrero India Pvt. Ltd. Plot No. F-13, MIDC Baramati, District Pune 413133, Maharashtra, India.



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