



NOTICE

Notice is hereby given that the 30th Annual General Meeting of the members of the Company will be held on Thursday, the 29th September, 2022 at 1st Floor, Tower – A, Global Business Park, Mehrauli- Gurugram Road, Gurugram – 122002 (Haryana) at 03:00 P.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Financial Statements for the financial year ended 31st March, 2022 and the report of independent Auditors and Directors thereon.
2. To re-appoint M/s Deloitte Haskins and sells, Chartered Accountants, (firm registration no. 0154125N), as statutory auditors of the company for the next five financial years i.e. from conclusion of the forthcoming Annual General Meeting till conclusion of the 35th Annual General Meeting, and to authorise the Board of Directors of the Company to fix their remuneration.

To consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the consent of the Board of Directors of the Company, M/s Deloitte Haskins & Sells, Chartered Accountants, having registration No. 015125N be and are hereby re-appointed as the Statutory Auditors of the Company for term of five consecutive years, who shall hold office from the conclusion of this 30th Annual General Meeting till the conclusion of the 35th Annual General Meeting on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.”

SPECIAL BUSINESS

3. Ratification of remuneration of Cost Auditor

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

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Always innovating what confectionery can do

Perfetti Van Melle India Pvt. Ltd.

Regd. Office :-

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E-Mail consumercare@in.pvmgrp.com

Website www.perfettivanmelle.in

Corporate Office:-

Global Business Park Tower-A, 1st Floor, Gurgaon-122002 (Haryana),
Mehrauli Gurgaon Road, Tel : +91 124 6726371 Fax : +91 124 2803212

CIN US1909HR1992PTC036116



"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14(b) of The Companies (Audit and Auditors) Rules, 2014, the remuneration payable to M/s Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2023, amounting to Rs.2.00 Lacs as also the payment of relevant tax and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

Notes:

1. **A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself on a poll only and the proxy need not be a member of the company.**
2. **The instrument appointing Proxy should be deposited at the Registered Office of the company at least 48 hours before the time of the commencement of the meeting.**
3. **A member holding more than 10% of the total share capital of the company carrying voting rights may appoint one person as Proxy and such person shall not act as a Proxy for any other person or member. A person can act as a proxy on behalf of the members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the company.**

For and on behalf of the Board of Directors
Perfetti Van Melle India Private Limited

Anand Kumar Tiwari
Company Secretary

Place: Gurugram
Date: 02.09.2022



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3

The Board of Directors of the Company approved the appointment and remuneration of M/s Sanjay Gupta and Associates, Cost accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2023. In terms of the provisions of Section 148(3) of the companies Act, 2013, read with rule 14(b) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to cost auditors is required to be ratified by the Members of the company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors.

None of the Directors and their relatives are concerned or interested (financially or otherwise) in this Resolution. The Board recommend the Ordinary Resolution set out at Item No. 3 for approval of the members.

For and on behalf of the Board of Directors

Perfetti Van Melle India Private Limited


Anand Kumar Tiwari
Company Secretary

Place: Gurugram

Date: 02.09.2022

ATTENDANCE SLIP

30th ANNUAL GENERAL MEETING - 29th SEPTEMBER, 2022

Registered Folio No./DP ID No./Client ID No.:

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Number of Shares heldp

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

I hereby record my presence at the Annual General Meeting of the Company to be held at 1st Floor, Tower – A, Global Business Park, Mehrauli- Gurugram Road, Gurugram – 122002 (Haryana) on Thursday, the 29th September, 2022 at 03:00 P.M.

Name of the member/proxy
(in BLOCK Letters)

Signature of the
member/proxy

Note:

1. Shareholders/Proxy holders wishing to attend the meeting should bring the duly filled attendance slip for the meeting.

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]

30th ANNUAL GENERAL MEETING ON 29th SEPTEMBER, 2022

Name of the Member(s):
Registered address:
E-mail Id:
Folio No/ Clint Id:
DP ID:

I/ We, being the Member of Equity Shares of Perfetti Van Melle India Pvt. Ltd hereby appoint:

1. Name:
Address:
E-mail Id:
Signature:, or failing him/her
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 30th Annual General Meeting of members of the Company, to be held on Thursday, the 29th September, 2022 at 1st Floor, Tower – A, Global Business Park, Mehrauli- Gurugram Road, Gurugram – 122002 (Haryana) at 03:00 P.M and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolution	Vote (optional see Note 2) (Mention number of shares)		
		For	Against	Abstain
1.	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2022, and the Reports of the Board and Auditors.			
2.	To re-appoint M/s Deloitte Haskins and sells, Chartered Accountants, (firm registration no. 0154125N), as statutory auditors of the company			

Special Business				
3.	Ratification of the remuneration payable to cost auditors for the financial year ending 31 st March, 2023			

Signed this day of September 2022

Signature of Shareholder:

Signature of Proxy holder(s):

Affix
Revenue
Stamp of
Rs.1

Note:

1. 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 Annual General Meeting.

2. If you leave the "for", "against", "abstain" column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ROUTE MAP OF REGISTERED OFFICE

