



Boehringer Ingelheim India Private Ltd. · Mumbai 400 051 · India

**Boehringer Ingelheim India
Private Ltd.**

Notice is hereby given that the 17th Annual General Meeting of the members of Boehringer Ingelheim India Private Limited will be held at the Registered Office of the Company at 1102, 11th Floor, Hallmark Business Plaza, Guru Nanak Hospital Road, Bandra (East), Mumbai - 400 051 on Monday, 9th November 2020 at 11.00 a.m. at shorter notice to transact the following business:

Date: 16.10.2020

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement, comprising of Balance Sheet as on March 31, 2020 and Statement of Profit and Loss for the financial year ended on that date and Cash Flow Statement together with the Notes to Financial Statement and the Reports of the Board of Directors and Auditors thereon.

Phone: +91-22-26456477 (B)
Fax: +91-22-26456163

Mailing Address &
Registered Office:
1102, 11th Floor
Hallmark Business Plaza
Gurunanak Hospital Road
Near Gurunanak Hospital
Bandra East
Mumbai – 400 051
INDIA

www.boehringer-ingelheim.in

CIN:U24230MH2003PTC143499

SPECIAL BUSINESS:

2. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), a new set of regulation be and are hereby approved and adopted as the Article of Association the Company in total exclusion, substitution and superseding of the existing Article of Association of the Company.””

For and on behalf of the Board of Directors
Boehringer Ingelheim India Private Limited

Board of Directors
Sharad Tyagi
Sandip Agrawal
Delvin Jacob Mathews
Deutsche Bank AG, Mumbai
Account No. 0537019
Swift: DEUTINBBXXX

DocuSigned by:

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Delvin Jacob Mathews
Director
DIN- 07747171
Flat no. 202, wing 29,
Vijay Nagari Annex, , Thane west, 400607,
Place: Mumbai
Date: 16th October, 2020

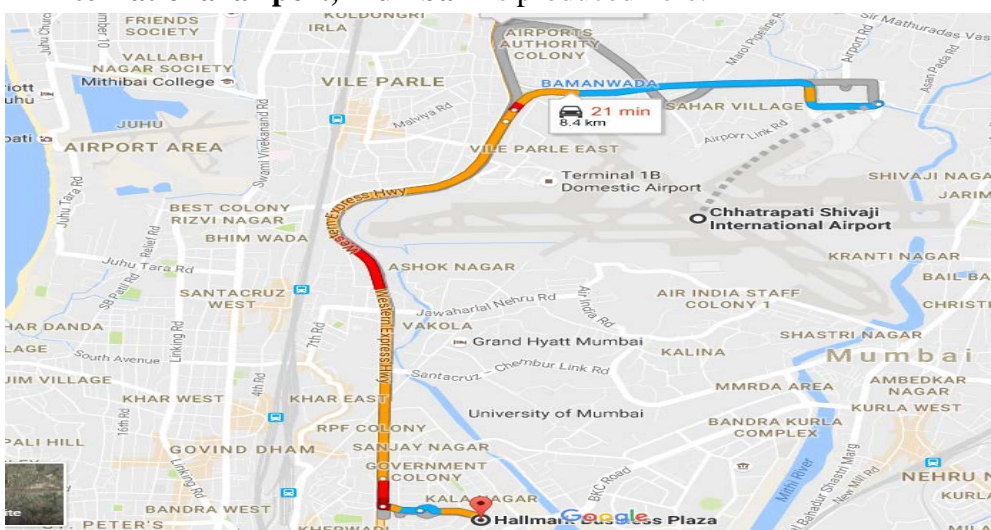
NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto and forms part of notice.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

The instrument appointing the Proxy must be filled, stamped, duly signed and deposited at the Registered Office of the Company before the commencement of the Meeting.

4. The Register of Contracts or Arrangements maintained under Section 189 and 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 AGM.

Route map to the venue of the meeting from “Chhatrapati Shivaji International airport, Mumbai” is produced here:



ANNEXURE TO NOTICE

An Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, to the items of special business to be transacted at the Annual General Meeting to be held on Monday, 9th November, 2020.

Item No. 3:

The existing Articles of Association of Company was adopted wide special resolution dated 7th March, 2015 to align its regulations with the provisions of the Companies Act, 2013. Post that the Companies Act, 2013 is amended many times whereby the Ministry has given several exemptions to Private Companies. Accordingly various clauses in the existing Articles of Association necessitate amendment and/or alteration in order to avail various exemptions and hence, it is proposed to wholly replace the existing Articles of Association by new set of Regulations.

As per the provisions of Section 14 of the Companies Act, 2013, alteration in Articles of Association of the Company require prior approval of the shareholders of the Company by the way of a Special Resolution. Your Board recommends passing of this Special resolution for adoption of a new set of Articles of Association.

None of the Directors, key managerial personnel and their relatives are interested in the passing of the resolutions except to the extent of shares, if any, they may be holding in the share capital of the Company.

For and on behalf of the Board of Directors
Boehringer Ingelheim India Private Limited

DocuSigned by:

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Delvin Jacob Mathews
Director
DIN- 07747171
Flat no. 202, wing 29,
Vijay Nagari Annex, , Thane west, 400607,
Place: Mumbai
Date: 16th October, 2020

Certificate Of Completion

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Certificate Pages: 1	Initials: 0
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Envelopeld Stamping: Enabled	Sonal Sharma
Time Zone: (UTC+01:00) Amsterdam, Berlin, Bern, Rome, Stockholm, Vienna	Binger Straße 173
	Ingelheim, Rheinland-Pfalz CT 55216
	sonal.sharma@boehringer-ingelheim.com
	IP Address: 165.225.110.215

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10/21/2020 3:06:11 PM	sonal.sharma@boehringer-ingelheim.com	

Signer Events

Mathews, Delvin
 delvin.mathews@boehringer-ingelheim.com
 Boehringer Ingelheim Pharma GmbH & Co. KG
 Security Level: Email, Account Authentication (None)

Signature



Signature Adoption: Drawn on Device
 Using IP Address: 165.225.110.214

Timestamp

Sent: 10/21/2020 3:13:08 PM
 Viewed: 10/21/2020 3:18:20 PM
 Signed: 10/21/2020 3:18:33 PM

Signature Provider Details:

Signature Type: DS Electronic

Electronic Record and Signature Disclosure:

Not Offered via DocuSign

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

Timestamp

Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

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Certified Delivered	Security Checked	10/21/2020 3:18:20 PM
Signing Complete	Security Checked	10/21/2020 3:18:33 PM
Completed	Security Checked	10/21/2020 3:18:33 PM

Payment Events

Status

Timestamps