



NOTICE OF 05TH ANNUAL GENERAL MEETING

Notice is hereby given that the 05th Annual General Meeting of the members of Del Monte Foods India (North) Private Limited will be held at a shorter notice on Wednesday, July 31, 2024 at 10:15 A.M. at the registered office of the Company at C2, First Floor, Plot No. 16, Udyog Vihar, Phase – IV, Gurugram – 122 015, to transact the following businesses:

ORDINARY BUSINESS:

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

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Section 152, and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder and Articles of Association of the Company, Abhinav Kapoor (DIN: 10704134) who was appointed as an Additional Director of the Company by the Board of Directors with effect from July 15, 2024 and whose term of office expires at this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.

By Order of the Board
For Del Monte Foods India (North) Private Limited



Kavita
Company Secretary

Membership No: A27174

Address: 04th Floor, Unitech Commercial Tower
II, Block B, Greenwood City,
Sector 45, Gurugram, Haryana - 122003

Date: 16th July 2024

DEL MONTE FOODS INDIA (NORTH) PRIVATE LIMITED

(100% subsidiary of Del Monte Foods Private Limited)

CIN. U15420HR2012PTC003100

Registered Office: Tower C-2, First Floor, Plot No. 16, Udyog Vihar, Phase – IV, Gurugram – 122015, Haryana, India
Corporate Office: 4th Floor, Unitech Commercial Tower 2, Greenwoods City, Block B, Sector 45, Gurugram- 122003, Haryana, India
Website: www.delmontefoods.in | email: info@delmontefoods.in | Tel: +91-124-4109400 | Fax: +91-124-4109390



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/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument of proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly stamped and signed, not less than 48 hours before the time fixed for the Meeting.
3. A person can act as a 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.
4. In case of a member being a body corporate, an extract of the board resolution nominating a representative to attend the meeting on its behalf as per provisions of section 113 of the Companies Act, 2013 be sent to the company.
5. Members are requested to notify immediately any change of address to the Company.
6. The Notice of this AGM has been uploaded on the website of the Company.

DEL MONTE FOODS INDIA (NORTH) PRIVATE LIMITED

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CIN: U15490HR2019PTC083488

Registered Office: Tower C-2, First Floor, Plot No. 16, Udyog Vihar, Phase – IV, Gurugram – 122015, Haryana, India
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Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013

Item No: 2

Abhinav Kapoor (DIN: 10704134) was appointed as an Additional Director under Section 161 of the Companies Act, 2013 by the Board of Directors of the Company with effect from July 15, 2024 and holds office up to the date of this Annual General Meeting.

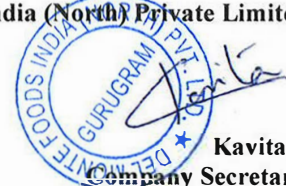
A brief profile of Abhinav Kapoor is provided below:

Particulars	Details
Date of Birth	05/11/1977
Nationality	Indian
Date of first appointment on the Board	15/07/2024
Qualification	MBA Sales & Marketing
Experience	Abhinav Kapoor has more than 23 years of rich experience in Sales, Modern Trade and has proven track record in various leadership roles in the Fast-Moving Consumer Goods industry.
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable.	As approved by the Board of Directors of the Company
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
Number of Meetings of the Board attended during the year	1 (one)
Directorships, Membership/ Chairmanship of Committees of other Boards	Del Monte Foods Pvt. Ltd.

Accordingly the Board recommends the appointment of Abhinav Kapoor as a Director and consent of the members is sought for passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company, their relatives are, in any way, concerned or interested, financial or otherwise, in the resolution/s set out at Item No. 2 of the Notice.

**By Order of the Board
For Del Monte Foods India (North) Private Limited**



**Kavita
Company Secretary
Membership No: A27174**

Address: 04th Floor, Unitech Commercial Tower II, Block B, Greenwood City, Sector 45, Gurugram, Haryana - 122003

Date: 16th July 2024

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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 : U15490HR2019PTC083488
Name of the Company : Del Monte Foods India (North) Private Limited
Registered Office : C 2, First Floor, Plot No. 16, Udyog Vihar,
Phase IV, Gurugram – 122 015
Name of the member (s) : _____
Registered address : _____
E-mail ID : _____
Folio No./DP ID/Client ID : _____

I/We, being 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 : _____ | Or failing him |
| (3) | Name : _____ | Address : _____ | |
| | E-mail ID : _____ | Signature : _____ | Or failing him |

as my/our proxy to attend and vote (on a poll) for me/us and on my /our behalf at the 04th Annual General Meeting of the Company, to be held on Wednesday July 31, 2024 at 10:15 P.M at C 2, First Floor, Plot No. 16, Udyog Vihar, Phase – IV, Gurugram – 122 015 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.

Special Business:

2. Appointment of Abhinav Kapoor as Director

Signed this _____ day of _____, 2024

Signature of Shareholder

Signature of Proxy holder(s)

Affix Revenue
Stamp of Rs. 1

Notes:

- a. This form of proxy 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.
- b. Notwithstanding the above, the proxies can vote on such other items which may be tabled at the meeting by the members present.

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05th ANNUAL GENERAL MEETING

Del Monte Foods India (North) Private Limited

CIN: U15490HR2019PTC083488

**Registered Office: C2, First Floor, Plot No. 16, Udyog Vihar,
Phase – IV, Gurugram – 122 015**

Admission Slip

Folio No./DP ID/Client ID		
No of Equity Shares held		
Name of the Shareholder		
Name of the Proxy		

I/we hereby record my/our presence at the 05th Annual General Meeting of the members of the Company held on Wednesday, July 31, 2024 at 10:15 P.M. at C 2, First Floor, Plot No. 16, Udyog Vihar, Phase – IV, Gurugram – 122 015.

Please ✓ in the box:

Member ☐

Proxy ☐

Member's Signature

Proxy's Signature

Note :

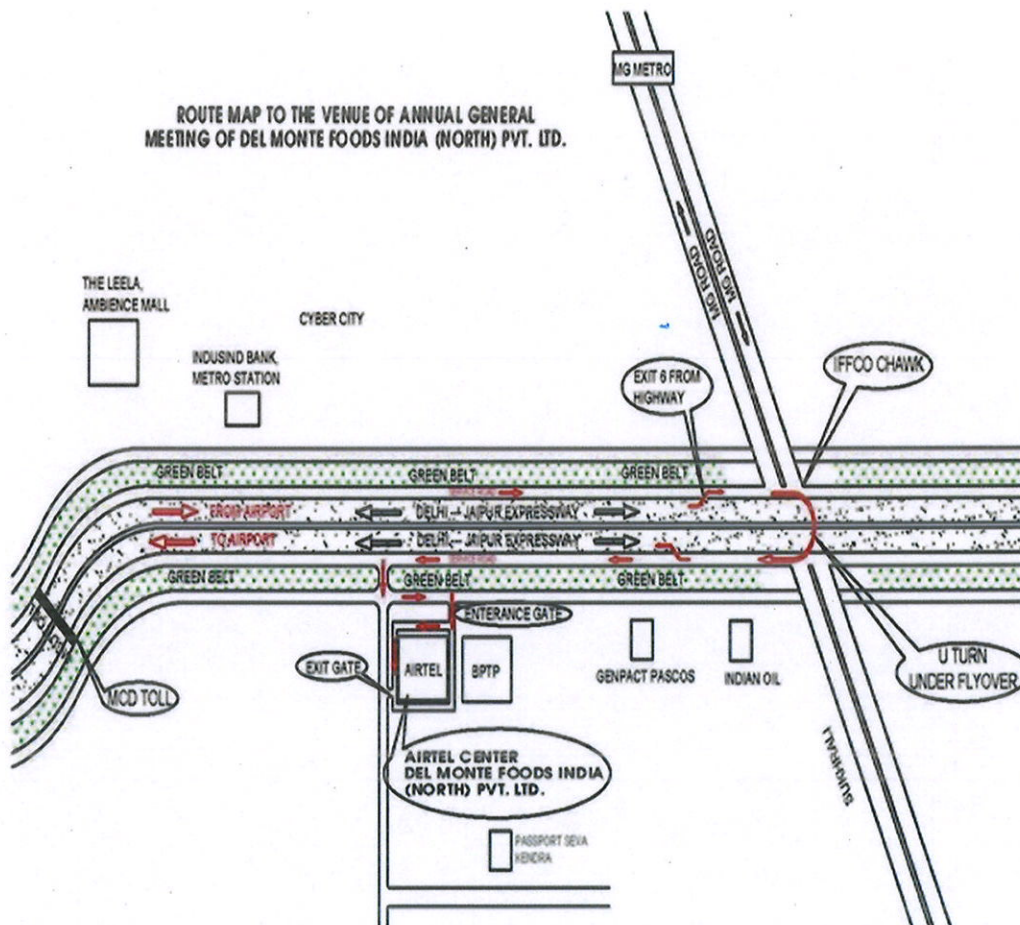
- a) This form should be signed and handed over at the Meeting venue

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