



**Shell India Markets Private Limited**  
Level 9A, Two Horizon Centre,  
Golf Course Road, DLF Phase 5, Sector – 43,  
Gurgaon – 122 002, Haryana, India  
**Tel +91 124 666 1500**

## NOTICE

NOTICE is hereby given that the **19<sup>th</sup> ANNUAL GENERAL MEETING** of the members of Shell India Markets Private Limited (the 'Company') will be held on Friday, 29 September 2023 at 02:30 P.M. at Level 9A, Two Horizon Center, Golf Course Rd, DLF Phase 5, Sector 43, Gurugram – 122002, Haryana, India to transact the following business.

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the audited Financial Statements for the financial year ended 31 March 2023 together with the Independent Auditors' Report and Board's Report thereon.

### **SPECIAL BUSINESS**

2. Approval of the remuneration payable to M/S S. Mahadevan & Co., Cost Accountants (Firm Registration No. 000007), Cost Auditor of the Company for Financial Year ending 31 March 2024

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the shareholders be and is hereby accorded for the payment of remuneration of INR 3,75,000 (Indian Rupees Three Lakhs Seventy Five Thousand), exclusive of applicable taxes and out of pocket expenses, to M/S S. Mahadevan & Co., Cost Accountants (Registration No. 000007), Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31 March 2024.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office:  
2<sup>nd</sup> Floor Campus 4A,  
RMZ Millenia Business Park,  
143 Dr. M.G.R Road, Perungudi  
Chennai – 600, 096, India  
Tel: +91-44-43450000 Fax: +91-44-43451516  
Website: <http://www.shell.com/india>  
CIN-U23201TN2004PTCD53147



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**By order of the Board**  
**Shell India Markets Private Limited**

**Gaurav Dhingra**  
**Senior Legal Counsel & Company Secretary**  
**Membership No.: ACS 19491**

**Date: 1 September 2023**  
**Place: Gurgaon**

#### **NOTES**

1. Shareholders are requested to express their consent to holding of the 19<sup>th</sup> Annual General Meeting at the place situated in the city other than the city where the registered office of the Company is situated.
2. Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013, relating to Special Business is annexed hereto.
3. Corporate Members are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The documents related to the business transacted above will be available for inspection by the members at the Annual General Meeting and such documents or copies thereof will also be available for inspection in physical or electronic form during business hours at the Registered Office of the Company.
5. The route map and attendance slip are annexed hereto.

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

The following Explanatory Statement sets out all material facts related to special business listed in the attached Notice.

**Item No. 2**

The Board of Directors of the Company appointed M/S S. Mahadevan & Co., Cost Accountants (Registration No. 000007), Cost Auditor of the Company for the Financial ended 31 March 2024, at the Board Meeting held on 26 May 2023.

Under the provisions of the Companies Act, 2013, the remuneration payable to a Cost Auditor shall be determined by the members.

Save and except the above, none of the Directors or Key Managerial Personnel of the Company or their relatives has any interest in the resolutions proposed.

The Board recommends passing of an Ordinary Resolution by the Members.

**By order of the Board**  
**Shell India Markets Private Limited**

**Gaurav Dhingra**  
**Senior Legal Counsel & Company Secretary**  
**Membership No.: ACS 19491**

**Date: 1 September 2023**  
**Place: Gurgaon**

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**ATTENDANCE SLIP**

**SHELL INDIA MARKETS PRIVATE LIMITED**  
**Nineteenth Annual General Meeting**

Registered No.   No. of Shares

I certify that I am the Authorized Representative for \_\_\_\_\_, the Registered Shareholder of the Company.

I hereby record my presence at the Nineteenth Annual General Meeting of Shell India Markets Private Limited held on Friday, 29 September 2023 at 02:30 P.M. at Level 9A, Two Horizon Center, Golf Course Rd, DLF Phase 5, Sector 43, Gurugram – 122002, Haryana, India.

**Name of the Authorized Representative in BLOCK letters** : \_\_\_\_\_

**Signature of the Representative of the Registered Shareholder** : \_\_\_\_\_

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