



Shell Energy Marketing and Trading India Pvt. Ltd.

**Communication Address:**

**Tel:** +91-22-40325000; **Fax:** +91-22-40058930

**Email:** [GXSEI-Marketing@shell.com](mailto:GXSEI-Marketing@shell.com)

BG House, Lake Boulevard

Hiranandani Business Park, Powai, Mumbai - 400 076, India

**SHORTER NOTICE OF 12<sup>th</sup> (TWELFTH) ANNUAL GENERAL MEETING**

SHORTER NOTICE is hereby given that the **12<sup>th</sup> ANNUAL GENERAL MEETING** of the members of Shell Energy Marketing and Trading India Private Limited (the '**Company**') will be held on Monday, 30 September 2024 at 12:30 p.m. IST at Unit 401 to 1401, Block 2 Commerzone, Pallikaranai, No.2, 200 feet Radial Road, Pallikaranai, Kanchipuram, Tambaram- 600100, Tamil Nadu, India, through video conferencing to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited Financial Statements for the financial year ended 31 March 2024 together with the Independent Auditors' Report and Board's Report thereon.

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

**"RESOLVED THAT** that the audited Financial Statements for the financial year ended 31 March 2024 together with the Auditors' Report and Board's Report thereon, be and are hereby received, considered and adopted."

**SPECIAL BUSINESS:**

2. To regularize the appointment of Mr. Santhanam Sai Giridhar (DIN: 09258702) as Director of the Company

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

**"RESOLVED THAT** that pursuant to the provisions of Sections 152 and 161 and any other applicable provisions of the Companies Act, 2013, read with the Rules made thereunder, consent of the Shareholders be and is hereby accorded for regularization and appointment of Mr. Santhanam Sai Giridhar (DIN: 09258702) who was previously appointed as Additional Director of the Company w.e.f. 13 December 2023, as Director of the Company with immediate effect.

**RESOLVED FURTHER THAT** the Directors and the Company Secretary of the Company be and are hereby severally authorized for and on behalf of the Company to file necessary intimation with the Registrar of Companies using their digital signature certificate and do or cause to do such acts, deeds and things as may be considered necessary in connection with or incidental to give effect to this resolution including issuing a certified true copy of the resolution thereon."

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**Website:** [www.shell.in](http://www.shell.in) **CIN:** U11200TN2012PTC124501



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By Order of the Board of Directors

For **Shell Energy Marketing and Trading India Private Limited**

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**Vaishnavi Lakshmanan**  
**Company Secretary**  
**Membership No. 69091**

**Date: 27 September 2024**

**Place: Chennai**

**Registered Office:** Unit Nos. 401 to 1401, Block 2, Commerzone Pallikaranai, No.2, 200 feet Radial Road, Pallikaranai, Chennai – 600100, Tamil Nadu, India

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**NOTES**

1. Shareholders are requested to express their consent for holding the 12th Annual General Meeting at a notice shorter than 21 days.
2. The Ministry of Corporate Affairs ('MCA') has vide its circular dated 19 September 2024 read together with circular dated 25 September 2023, 28 December 2022, 13 January 2021, May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') permitted convening the Annual General Meeting ('AGM') through Video Conferencing ('VC') or other Audio Visual Means ('OAVM') and that the physical presence of the shareholders/authorized representatives are not required at the scheduled venue. Accordingly, the 12<sup>th</sup> AGM of the Company is being held through VC/OAVM.
3. Since this AGM is being held through VC/OAVM, physical attendance of the shareholders has been dispensed with. However, the authorized representatives of the body corporate shareholders attending the meeting through VC/OAVM is required to sign the attendance slip (annexed hereto) in respective counter parts.
4. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. Shareholders/authorized representatives of the body corporate shareholders attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under section 103 of the Companies Act, 2013.
6. Corporate shareholders intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
7. In compliance with the aforesaid MCA Circulars, the notice for the AGM along with the audited financial statements, auditor's report, Board's report, and the annexures for the financial year ended as on 31 March 2024 is being sent only through electronic mode to the e-mail addresses of the shareholders/authorized representatives of the shareholders which are registered with the Company.
8. All the statutory registers maintained by the Company and the relevant documents referred to in the notice will be available electronically for inspection by the members during the AGM. All documents referred to in the notice will also be available electronically for inspection without any fee by the members from the date of circulation of this notice up to the date of AGM. Members seeking to inspection such documents can send an email to [Vaishnavi.Lakshmanan@shell.com](mailto:Vaishnavi.Lakshmanan@shell.com).

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9. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 with respect to the items of special business is annexed hereto.

10. Guidelines for joining AGM through VC/OAVM-

a. The shareholders can join the VC Meeting by clicking the following attendee link –

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_OTZhZmQ2NzctMTg5ZC00NWQwLWJmYjMtY2QyMDgwOTlyNjZk%40thread.v2/0?context=%7b%22Tid%22%3a%22db1e96a8-a3da-442a-930b-235cac24cd5c%22%2c%22Oid%22%3a%2244925d73-9141-49b9-9e3b-afbde662d36a%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_OTZhZmQ2NzctMTg5ZC00NWQwLWJmYjMtY2QyMDgwOTlyNjZk%40thread.v2/0?context=%7b%22Tid%22%3a%22db1e96a8-a3da-442a-930b-235cac24cd5c%22%2c%22Oid%22%3a%2244925d73-9141-49b9-9e3b-afbde662d36a%22%7d)

b. The facility for joining the meeting will be available 15 minutes before the start of the meeting and will be kept open for 15 minutes after the designated time of meeting.

c. During the Meeting, where poll on any item is demanded, the members shall exercise their voting right only by sending emails through their email addresses registered with the Company to the email Id [Vaishnavi.Lakshmanan@shell.com](mailto:Vaishnavi.Lakshmanan@shell.com). If Poll is not demanded, the voting will be conducted by show of hands.

d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

e. If any of the shareholder has any queries or needs any technical assistance for using the VC facility, the member may get in touch with –

<b>Name of the Contact person</b>	Vaishnavi Lakshmanan
<b>Designation of the Contact person</b>	Company Secretary
<b>Email ID</b>	<a href="mailto:Vaishnavi.Lakshmanan@shell.com">Vaishnavi.Lakshmanan@shell.com</a>
<b>Phone No.</b>	+91 9840716821

By Order of the Board of Directors

For **Shell Energy Marketing and Trading India Private Limited**

**Vaishnavi Lakshmanan**  
**Company Secretary**  
**Membership No. 69091**

**Date: 27 September 2024**  
**Place: Chennai**

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

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement set out all material facts relating to the business mentioned under Item No. 2 of the accompanying notice.

**SPECIAL BUSINESS:**

**Item No. 2**

To regularise the appointment of Mr. Santhanam Sai Giridhar (DIN: 09258702) as Director of the Company.

The Board appointed Mr. Santhanam Sai Giridhar (DIN: 09258702) as Additional Director of the Company at its Board Meeting with effect from 13 December 2023, to hold the office till the conclusion of the upcoming Annual General Meeting.

In this regard, the Board recommends the appointment and regularisation of Directorship of Mr. Santhanam Sai Giridhar (DIN: 09258702) to be passed as an Ordinary Resolution.

None of the Director (except Mr. Santhanam Sai Giridhar) and their relatives, are in any way, concerned or interested in the resolution.

The details of the Director as per Secretarial Standards 2 issued by the Institute of Company Secretaries of India are provided below.

Sl. No.	Particulars	Details
1	<b>Name of the Director</b>	Santhanam Sai Giridhar
2	<b>Date of birth</b>	11 January 1976
3	<b>Date of first appointment as Additional Director on the Board</b>	13 December 2023
4	<b>Qualification</b>	Chartered Accountant
5	<b>Experience and expertise in specific functional areas</b>	20 Years of experience related to human capital, business operations, controllership activities, treasury operations, valuation and contract management.
6	<b>Directorship held in other Companies in India</b>	6 (Six) 1. BG LNG Regas India Private Limited 2. BG India Energy Solutions Private Limited 3. BG India Energy Services Private

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		Limited 4. Hazira Port Private Limited 5. Shell Energy India Private Limited 6. BG India Energy Private Limited
7	<b>Chairman/Member of Committee of the Board of other Companies in which he is a Director</b>	1. Member of CSR Committee of Hazira Port Private Limited 2. Member of CSR Committee of Shell Energy India Private Limited
8	<b>Shareholding in the Company</b>	Nil
9	<b>Inter-se relationship between Directors/Key Managerial Personnel/Managers</b>	None
10	<b>Terms and Conditions of appointment/re-appointment and remuneration</b>	Nil
11	<b>Remuneration last drawn</b>	Nil
12	<b>Number of Board meetings attended after appointment</b>	2

For **Shell Energy Marketing and Trading India Private Limited**

\_\_\_\_\_  
**Vaishnavi Lakshmanan**  
Company Secretary  
Membership No. 69091

**Date: 27 September 2024**  
**Place: Chennai**

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**ATTENDANCE SLIP**

**SHELL ENERGY MARKETING AND TRADING INDIA PRIVATE LIMITED  
12<sup>th</sup> (Twelfth) Annual General Meeting**

Registered No.

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No. of Shares:

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

I hereby record my presence at the Twelfth Annual General Meeting of the members of **Shell Energy Marketing and Trading India Private Limited** held on Monday, 30 September 2024 at 12:30 p.m. IST Unit 401 to 1401, Block 2 Commerzone, Pallikaranai, No.2, 200 feet Radial Road, Pallikaranai, Kanchipuram, Tambaram- 600100, Tamil Nadu, India, through video conferencing.

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

\_\_\_\_\_

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

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