

VOLKSWAGEN INDIA PRIVATE LIMITED

Regd. Office: E1, MIDC Industrial Area (Phase III), Village Nigoje, Mhalunge, Tal:
Khed, Chakan, Pune - 410501, Maharashtra, India
Ph.: +91 22135 66/331000 • Fax: +91 22135 331872 • CIN: U70102PN2007FTC133117



NOTICE is hereby given that the Twelfth (12th) ANNUAL GENERAL MEETING of the Members of the Company will be held on Friday, 27th September, 2019 at 10.00 A.M. at the Registered Office at E1, MIDC Industrial Area (Phase III), Village Nigoje, Mhalunge, Tal: Khed, Chakan, Pune - 410501, Maharashtra, India, to transact the following business:

Your reference
Your letter from
Our reference
Extension
Telefax
E-mail:
Date

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Financial Statements of the company for the year ended 31st March, 2019 along with the Reports of the Board of Directors and the Auditors thereon.

Volkswagen India Pvt. Ltd.
E-1, MIDC Industrial Area (Phase III),
Village Nigoje Mhalunge,
Kharabwadi, Tal: Khed, Chakan,
Pune - 410501.
India

Telephone +91 (0) 2135-661024
Telefax +91 (0) 2135- 661047

CIN - U70102PN2007FTC133117

SPECIAL BUSINESS :

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

APPOINTMENT OF MR. JAN FRYDRYCH AS A DIRECTOR:-

“RESOLVED THAT the appointment of Mr. Jan Frydrych (DIN: 08389430), who was appointed as an Additional Director by the Board on 1st April, 2019, and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director with immediate effect upto 30 September, 2020.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary be and are hereby severally authorized to do such acts and deeds as may be necessary to bring the above resolution into effect”

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

**APPOINTMENT OF MR. CHRISTIAN CAHN VON SEELEN
AS A DIRECTOR.**

“RESOLVED THAT the appointment of Mr. Christian Cahn Von Seelen (DIN: 06665592), who was appointed as an Additional Director by the Board on 1st July, 2019, and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director.

“REOLVED FURHTER THAT Mr. Christian Cahn Von Seelen shall be a non-executive Director on the Board of the Company.”

“RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary be and are hereby severally authorized to do such acts and deeds as may be necessary to bring the above resolution into effect”.

By Order of the Board of Directors
For **Volkswagen India Private Limited**

sd/-
Anoop Kumar Pillai
General Manager Legal & Company Secretary
anoopkumar.pillai@volkswagen.co.in
FCS 3620

Place: Pune
Date: 4 September, 2019

8. All documents, including financial statements, referred to in this Notice will be available for inspection at the Company's registered office during normal business hours (from 09.00 A.M. to 05.00 P.M.) on any working day up to the date of ensuing AGM. The shareholders may also ask for a copy of the documents by sending their request via e-mail to anoopkumar.pillai@volkswagen.co.in or by post addressed to Mr. Anoop Pillai, General Manager – Legal & Company Secretary.
9. Electronic copy of the Financial Statement alongwith the Directors' report and Auditors' Report is being sent to all the Members unless a Member has requested for a hard copy. If a Member desires to get a hard copy of the same then the Member shall send a request to anoopkumar.pillai@volkswagen.co.in or by post addressed to Mr. Anoop Pillai, General Manager – Legal & Company Secretary.
10. None of the Directors excepting Mr. Jan Frydrych, Mr. Martin Mahlke & Mr. Mojmir Hajek, Mr. Christian Cahn von Seelen are interested in the aforesaid resolutions.

By Order of the Board of Directors
For **Volkswagen India Private Limited**

sd/
Anoop Kumar Pillai
GM Legal & Company Secretary
anoopkumar.pillai@volkswagen.co.in
FCS 3620

Place: Pune
Date: 4 September, 2019

Item No.4 of the Notice :

Members may kindly note that Mr. Mojmir Hajek was appointed as an Additional Director w.e.f. 1 July, 2019 in the meeting of the Board of Directors held on 24 June 2019, pursuant to the provisions of Article 46 of the Articles of Association of the company and Section 161(1) of the Companies Act, 2013. In view thereof his appointment will be valid only upto this Annual General meeting. It will be advisable to appoint him as Director in the ensuing Annual General meeting.

Excepting Mr. Mojmir Hajek none of the Directors, Key Managerial Personnel or their relatives are interested or concerned in the said resolution.

The Board recommends approval of the Members by way of an **Ordinary Resolution.**

Item No.5 of the Notice :

Members may kindly note that Mr. Christian Cahn von Seelen was appointed as an Additional Director in the meeting of the Board of Directors held on 24 June, 2019, pursuant to the provisions of Article 46 of the Articles of Association of the company and Section 161(1) of the Companies Act, 2013. In view thereof his appointment will be valid only upto this Annual General meeting. It will be advisable to appoint him as Director in the ensuing Annual General meeting.

Excepting Mr. Christian Cahn von Seelen none of the Directors, Key Managerial Personnel or their relatives are interested or concerned in the said resolution.

LAND MARK:- off Volkswagen Road

ROUTE MAP:-

Route Summary:

Route Description	Distance	Estimated Time
via Alandi Rd/Pune - Alandi Rd	29.9 km	1 h 6 min
via Mumbai - Pandharpur Rd/Old Mumbai Rd/Old Mumbai - Pune Hwy	36.0 km	1 h 29 min

Map Labels: Volkswagen Pune Plant - India, Pune International Airport, Pimpri-Chinchwad, Dehu Road, Kurali, Chimbali, Marunji, HUNJAWADI, WAKAD, BANER, AUNDH, Lavale, Chandkhed, Rihe, Urise, Talegaon Dabhade, Induri, Pimpalgaon, Koy, Markal.

Resolution Number	Business to be Transacted
ORDINARY BUSINESS	
1	To receive, consider and adopt the audited Financial Statements for the year ended 31 st March, 2019 along with the Reports of the Board of Directors and the Auditors thereon.
SPECIAL BUSINESS	
2	Confirmation of Appointment of Mr. Jan Frydrych as a Director of the company.
3	Confirmation of Appointment of Mr. Martin Mahlke as a Director of the company.
4	Confirmation of Appointment of Mr. Mojmir Hajek as a Director of the company.
5	Confirmation of Appointment of Mr. Christian Cahn von Seelen as a Director of the company.

Signed this _____ day _____ of _____ 2019

Revenue Stamp of Re. 1/-

Signature of Shareholders

Signature of Proxy holder(s)

Note:

- a. This form of proxy in order to be effective should be duly filled, stamped, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- b. The proxy may not be a member of the company.
- c. Appointing a proxy does not prevent a members from attending the meeting in person if he / she so wishes.
- d. The Proxy holder should bring his/her identity proof at the time of attending the meeting.