

BARODA BNP PARIBAS ASSET MANAGEMENT INDIA PRIVATE LIMITED
(FORMERLY BNP PARIBAS ASSET MANAGEMENT INDIA PRIVATE LIMITED)

CIN: U65991MH2003PTC142972

Regd. Office: Crescenzo, 7th floor, Plot no. C 38/39, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051.

Web-site: www.barodabnpparibasmf.in **Toll Free:** 022-69209600 **Fax:** +91 (22) 6920 9606/607

NOTICE

NOTICE IS HEREBY GIVEN THAT the 20th Annual General Meeting of the members of Baroda BNP Paribas Asset Management India Private Limited (Formerly BNP Paribas Asset Management India Private Limited) will be held on Monday, May 29, 2023 at 11.00 a.m. at the Registered Office of the Company at Crescenzo, 7th floor, Plot no. C 38/39, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 to transact with or without modifications, as may be permissible, the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements comprising of Balance Sheet as at March 31, 2023, Profit and Loss Account including Cash flow statement for the year ended March 31, 2023 along with Schedules and Notes thereto, the Auditor's Report and the Directors' Report thereon.

SPECIAL BUSINESS:

2. Regularization of Additional Director, **Ms. Shinjini Kumar (DIN 02954112)** as Director of the Company and in that regard 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 160, 161, other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Ms. Shinjini Kumar (DIN 02954112) who was appointed as an Additional Director of the Company with effect from August 01, 2022, and who holds office till the date of this Annual General Meeting be and is hereby appointed as a Director of the Company.

“FURTHER RESOLVED THAT any one of the Directors or Ms. Richa Parasrampur, Head-Compliance, Legal and Secretarial be and is hereby authorised to take all the relevant steps in this regard and do all consequential acts, deeds, matters and things as may be necessary in this behalf including requisite reporting and filings with Registrar of Companies and any other regulatory authorities if required.”

3. Regularization of Additional Director, **Mr. Sanjeev Dobhal (DIN 10055078)** as Director of the Company and in that regard 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 160, 161, other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Mr. Sanjeev Dobhal (DIN 10055078) who was appointed as an Additional Director of the Company with effect from April 24, 2023, and who holds office till the date of this Annual General Meeting be and is hereby appointed as a Director of the Company.

“**FURTHER RESOLVED THAT** any one of the Directors or Ms. Richa Parasrampur, Head-Compliance, Legal and Secretarial be and is hereby authorised to take all the relevant steps in this regard and do all consequential acts, deeds, matters and things as may be necessary in this behalf including requisite reporting and filings with Registrar of Companies and any other regulatory authorities if required.”

By Order of the Board of Directors

Baroda BNP Paribas Asset Management India Private Limited
(Formerly BNP Paribas Asset Management India Private Limited)



Richa Parasrampur
Head-Compliance, Legal & Secretarial

Place: Mumbai

Date: _03.05.2023

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 and the proxy need not be a member. The proxies, in order to be valid, should be duly completed, stamped and signed. A format of proxy is enclosed. 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 provided that 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 proxy for any other person or member.**
- 2. Proxy form is annexed hereto. Proxies should bring their Attendance slip duly completed for attending the meeting.**
- 3. The Explanatory Statement pursuant to provisions of Section 102 (1) of the Companies Act, 2013 relating to special business to be transacted at the AGM, is annexed hereto.**
- 4. Corporate members are requested to send duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting.**
- 5. Vide notification dated May 7, 2018, the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at every Annual General Meeting.**
- 6. The Register of Directors and Key Managerial Personnel and their Shareholdings maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 are open for inspection at the Registered Office of the Company during the office hours on all working days, between 9.00 am to 6.00 pm upto the date of the Annual General Meeting and will be open for inspection during the Annual General Meeting also.**
- 7. Members are requested to:**
 - (a) Notify immediately any change in their address to the Company.**
 - (b) Quote your account number in all correspondence with the Company.**

ANNEXURES TO THE NOTICE

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013

SPECIAL BUSINESS:

Item 2:

The Board at its meeting held on Monday, 25th July 2022 appointed Ms. Shinjini Kumar (DIN:02954112) as Additional Director (in the category of Independent) with effect from August 01, 2022 pursuant to Section 161 of the Companies Act, 2013 ("the act"). Hence, as per the provisions of the act, she will hold office up to the date of this Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Ms. Shinjini Kumar as Director of the Company.

Brief profile of Ms. Shinjini Kumar is given below for reference of the members:

Ms. Shinjini Kumar has extensive experience in the financial industry of over 23 years which includes 17 years with Reserve Bank of India and 3 years with Citibank India. She is the co-founder and Director of Seven Salts Private Limited And Five Salts Private Limited. She is currently also the Director of Foster Payments Network Limited, PAYTM Payments Bank Limited and Nium Forex India Private Limited.

Your Directors feel that this regularisation as a Director would be in the best interest of the Company and accordingly recommend the passing of the resolution.

The Members are requested to pass the aforesaid resolution as Ordinary Resolution.

None of the Directors apart from Ms. Shinjini Kumar is concerned or interested in the Resolution.

Item 3:

The Board vide circular resolution dated April 17, 2023 appointed Mr. Sanjeev Dobhal (DIN: 10055078) as Additional Director (in the category of Non-Executive Nominee Director) with effect from April 24, 2023 pursuant to Section 161 of the Companies Act, 2013 (“the act”). Hence, as per the provisions of the act, he will hold office up to the date of this Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Sanjeev Dobhal as Director of the Company.

Brief profile of Mr. Sanjeev Dobhal is given below for reference of the members:

Mr. Sanjeev Dobhal has extensive experience in the financial and banking sector of over 12 years. Mr. Sanjeev Dobhal is currently Chief General Manager in Bank of Baroda and is heading the Subsidiaries and Joint Ventures Division and is also responsible for Special Projects, IT Strategy & Development. Mr. Dobhal is associated with Bank of Baroda since May 2010 in different positions. Mr. Dobhal has done his Masters in Certified Associate of Indian Institute of Bankers.

Your Directors feel that this regularisation as a Director would be in the best interest of the Company and accordingly recommend the passing of the resolution.

The Members are requested to pass the aforesaid resolution as Ordinary Resolution.

None of the Directors apart from Mr. Sanjeev Dobhal is concerned or interested in the Resolution.

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PROXY FORM Form No. MGT – 11

[Pursuant to section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

20th Annual General Meeting – • May 29, 2023

Name of the member (s):

Registered address:

E-mail Id:

Folio. No. / DP ID No / Client ID No.:

I/We, being the member (s) ofshares of the above named company, hereby appoint:

1.Name: **Address:**

E-mail Id: **Signature:**, or failing him/her

2.Name: **Address:**

E-mail Id: **Signature:**, or failing him/her

3.Name: **Address:**

E-mail Id: **Signature:**, or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual General Meeting of the Company to be held on • May 29, 2023 at •11.00 a.m. at Crescenzo, 7th floor, Plot no. C 38/39, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Vote* (Please mention no. of shares)		
		For	Against	Abstain
Ordinary business				
1	Consider and adopt the Audited financial statements comprising of Balance Sheet as at March 31, 2023, Profit and Loss Account including Cash flow statement for the year ended March 31, 2023 along with Schedules and Notes thereto, the Auditor’s Report and the Directors’ Report thereon.			
Special business				
2	Regularization of Additional Director, Ms. Shinjini Kumar (DIN 02954112) as Director of the Company.			
3	Regularization of Additional Director, Mr. Sanjeev Dobhal (DIN 10055078) as Director of the Company			

Signed this..... day of 2023

Signature of Proxy holder(s) Signature of shareholder

Affix
revenue
stamp
of Re. I

Note: This form of proxy in order 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.

***Optional:** It is Optional to put 'X' in the appropriate column against the resolution indicated. If you leave the vote as blank against all or any of the resolutions, your Proxy shall be entitled to vote in the manner he/she thinks appropriate.

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ATTENDANCE SLIP

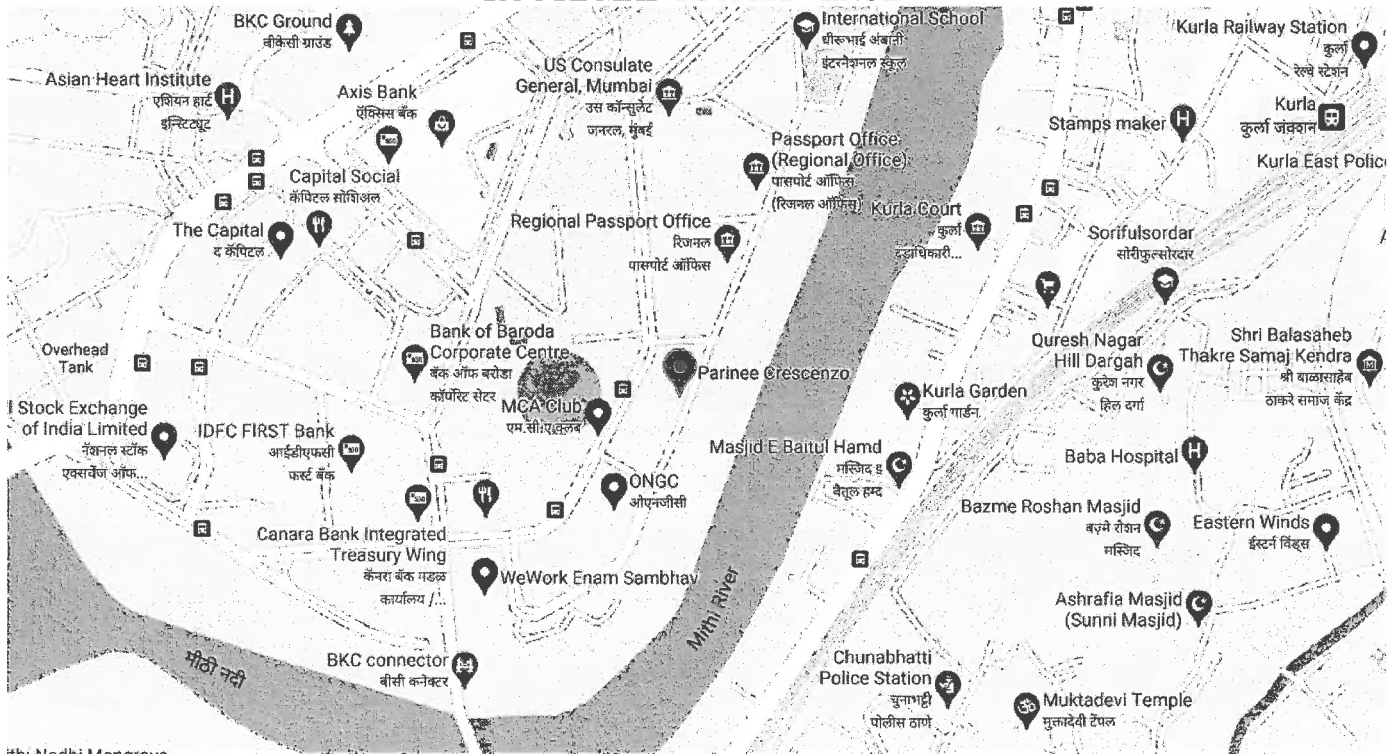
20th Annual General Meeting – • May 29, 2023

I/We hereby record my/our presence at the Annual General Meeting of the Company to be held on • at Crescenzo, 7th floor, Plot no. C 38/39, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 at •.11.00 a.m.

Name of the Member/ Proxy
(In Block Letters)

Signature of the Member/ Proxy

ROUTE MAP TO AGM VENUE



AGM VENUE:

Crescenzo, 7th floor, Plot no. C 38/39, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051