



April 12, 2024

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Mumbai – 400001
Scrip Code - 509820

The Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East),
Mumbai 400 051
Symbol – HUHTAMAKI

Sub.: Notice of 74th Annual General Meeting for the Financial Year 2023.

Dear Sir / Madam,

The 74th Annual General Meeting ('AGM') of the members of the Company will be held on Thursday, May 09, 2024 at 2.30 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'). The Notice convening the AGM is enclosed herewith.

The AGM Notice for year ended December 31, 2023 is also available on the Company's website at www.flexibles.huhtamaki.in

We request you to kindly note the same and acknowledge receipt.

Thanking you.

For Huhtamaki India Limited

Abhijaat Sinha
Company Secretary & Legal Counsel

Encl. As above

Registered Office:
Huhtamaki India Ltd.
A-802, Crescenzo,
C-38/39, G - Block
Bandra Kurla Complex,
Bandra (E), Mumbai-400 051
Maharashtra.

Tel: +91 (022) 6260 6800/6260 6900
CIN: L21011 MH1950FLC145537
www.flexibles.huhtamaki.in

NOTICE OF THE SEVENTY FOURTH ANNUAL GENERAL MEETING

Notice is hereby given that the 74th Annual General Meeting (AGM) of the Members of **Huhtamaki India Limited** will be held on **Thursday, May 9, 2024 at 2.30 p.m.** (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). The venue of the meeting shall be deemed to be the registered office of the Company.

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the Company for the financial year ended December 31, 2023, including the Balance Sheet as at December 31, 2023, the statement of Profit and Loss for the year ended on that date along with the reports of the Board of Directors and of Auditors thereon.
2. To declare dividend on equity shares for the financial year ended December 31, 2023.
3. To appoint a director in place of Mr. Stefan Lotz (DIN: 09511913), who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. **Ratification of the remuneration payable to the Cost Auditors of the Company for the Financial Year 2024.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148(3) of Companies Act, 2013 and other applicable provisions, if any, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force), the Company hereby ratifies the remuneration of ₹8,50,000/- (Rupees Eight lakhs fifty thousand only) (plus applicable taxes and out of pocket expenses, if any), as approved by the Board of Directors, payable to M/s. R. Nanabhoy & Co., Cost Accountants, for conducting audit of the cost records of the Company for year ending December 31, 2024".

5. **Payment of commission / remuneration to Independent Directors.**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule V to the Act, and the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, and further based on the recommendation of the Board of Directors, consent of the members be and is hereby accorded for payment of commission / remuneration to the Non-executive Independent Directors of the Company (in addition to the sitting fees paid for attending the meetings of the Board or the Committee thereof) for each of the three financial years

commencing from January 1, 2024, in such amounts or proportions and in such manner and in all respects as may be decided and directed by the Board of Directors, notwithstanding that the remuneration may exceed the limits prescribed under Section 197 of the Act.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any of the three financial years commencing from January 1, 2024, during the term of office of the Non-executive Independent Directors, the Company will pay such Directors of the Company in respect of such financial year(s) in which such inadequacy or loss arises, the remuneration, in accordance with the provisions of Section 197(3) subject to the limits prescribed under Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as may be necessary and expedient to give effect to the aforesaid resolution".

6. **Shifting of Registered Office of the Company.**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for shifting the Registered Office of the Company from A - 802, Crescenzo, C-38/39, G" Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 to 7th Floor, Bellona, The Walk, Hiranandani Estate, Ghodbunder Road, Thane West - 400 607 within the jurisdiction of Kasarvadavli Police Station, with effect from May 09, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as may be necessary and expedient to give effect to the aforesaid resolution".

By Order of the Board
For **Huhtamaki India Limited**

Abhijaat Sinha

Place: Mumbai Company Secretary & Legal Counsel
Date: March 22, 2024 (ACS 13519)

Registered Office:

A - 802, Crescenzo, C-38/39, G" Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051



NOTES:

- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out material facts concerning the business under Item Nos. 4 to 6 of the accompanying Notice, is annexed hereto and forms part of this Notice. The Board of Directors of the Company at its meeting held on March 22, 2024 considered that the special business under Item Nos. 4 to 6, being considered unavoidable, be transacted at the 74th AGM of the Company.
- The Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular Nos. 20/2020 and 10/2022 dated May 5, 2020 and December 28, 2022, respectively, read with General Circular No. 09/2023 dated September 25, 2023 and other circulars issued in this respect ("MCA Circulars") has permitted, inter-alia, holding of the AGM through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility on or before September 30, 2024, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations"). In compliance with these Circulars, provisions of the Act and the Listing Regulations, the 74th AGM of the Company shall be conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 74th AGM shall be the Registered Office of the Company.
- In terms of the MCA Circulars, physical attendance of members has been dispensed with and therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 74th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members, who are Bodies Corporate / Institutional shareholders, may attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board or governing body resolution / authorisation etc., authorising their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting. The said resolution / authorisation shall be sent to the Company by e-mail on its registered e-mail address to investor.communication@huhtamaki.com with a copy marked to evoting@nsdl.co.in.
- Since the AGM is being held through VC/ OAVM facility, the Route Map is not required to be annexed in this Notice.
- Members may join the AGM through VC/ OAVM facility, by following the procedure as mentioned in the notice and the facility for participation shall be kept open for the members from 2.15 p.m. i.e. 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/ OAVM facility 30 minutes after the scheduled time to start the AGM.
- Members may note that the VC/ OAVM facility provided by NSDL, allows participation of 1000 members on a first-come-first-served basis. The large members (i.e. members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on first-come-first-served basis.
- Attendance of the members participating in the AGM through VC/ OAVM facility using their login credentials shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars, as amended, the Company is providing remote e-Voting facility to its members in respect of the business to be transacted at the 74th AGM and facility for those members participating in the 74th AGM to cast vote through e-Voting system during the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency and NSDL will be providing facility for voting through remote e-Voting, for participation in the 74th AGM through VC/ OAVM facility and e-Voting during the AGM. Members may note that NSDL may use third party service provider for providing participation of the members through VC/ OAVM facility.
- In terms of the MCA Circulars, the Notice convening the 74th AGM and Annual Report for the financial year 2023, will be available on the website of the Company at www.flexibles.huhtamaki.in, on the website of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and also on the website of National Securities Depositories Limited ("NSDL") at www.evoting.nsdl.com.

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- Electronic copy of the Annual Report for the financial year 2023 is being sent to all the members whose email addresses are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same.

In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2023 and Notice convening the 74th AGM of the Company, may send request to the Company's e-mail address at investor.communication@huhtamaki.com mentioning the folio no./ DP ID and Client ID.
- The details required under Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standards on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment / re-appointment at this AGM form part of the Notice.
- Members who would like to express their views/ask questions during the meeting may register themselves as a speaker and/or send their questions at least 2 days in advance i.e. on or before 3.00 p.m. on Tuesday, May 7, 2024 by mentioning their name, demat account number/ folio number, email id, mobile number at email: investor.communication@huhtamaki.com to enable the Company to reply suitably during the AGM. The Chairman will endeavour to respond to the same at the AGM. Queries received after this time and date may not be responded to, at the AGM. Further, the Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- The dividend for the financial year ended December 31, 2023, as recommended by the Board, if approved at the AGM, will be paid within 30 days of declaration, to those members whose name appears in the Register of members of the Company as on Wednesday, April 24, 2024, which will be the record date for determining the shareholders who are entitled to receive dividend on equity shares.
- Members can submit details with the Company for receiving dividend directly in their bank accounts through Electronic Clearing Services (ECS) by writing an email to investor.communication@huhtamaki.com or csg-unit@tcplindia.co.in.
- Members are requested to note that pursuant to a scheme of amalgamation approved by the National Company Law Tribunal, Company's R & T Agents M/s. TSR Consultants Private Limited has merged into Link Intime India Pvt. Ltd. effective December 22, 2023. The team servicing the Company and its shareholders shall remain unchanged.
- All correspondence for shares held in physical form relating to transmission of shares, loss of share certificates, issue of duplicate shares, change of address, dividend mandates, etc. quoting their folio numbers should be sent to the Registrar & Transfer Agents (R&T Agents) only, at their following address:

Link Intime India Pvt. Ltd. (TSR Consultants Private Limited, now merged with Link Intime)
(Unit: Huhtamaki India Limited)

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai – 400 083
Tel 91 22 810 811 8484 Fax 91 22 6656 8494
Website: <https://www.tcplindia.co.in>
E-mail: csg-unit@tcplindia.co.in
- Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at prescribed rates. The shareholders are requested to update their valid PAN linked with Aadhaar and the R&T Agents/Company (in case of shares held in physical mode).

A Resident individual shareholder who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/ 15H, to avail the benefit of non-deduction of tax at source by email to investor.communication@huhtamaki.com. The shareholders are requested to note that in case their PAN is not registered, tax shall be deducted at higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits etc., may send the requisite documents by email to investor.communication@huhtamaki.com. The aforesaid declarations and documents need to be submitted by the shareholders by 11.59 P.M. IST on or before Wednesday, April 24, 2024.
- **Unclaimed/Unpaid Dividend & Shares**

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, dividend which remains unpaid or unclaimed for a period of 7 years is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Accordingly, the unclaimed dividends upto the financial year 2015 have already been transferred to IEPF. The unclaimed dividend for the year 2016 and all subsequent years must be claimed as early as possible, failing which



it would be transferred to IEPF as per the (tentative) dates mentioned herein below.

Financial Year	Date of Declaration of Dividend	Tentative date for transfer to IEPF
2016	June 15, 2017	July 17, 2024
2017	May 11, 2018	June 7, 2025
2018	May 14, 2019	May 25, 2026
2019	June 30, 2020	July 1, 2027
2020	June 29, 2021	July 1, 2028
2021	May 12, 2022	June 11, 2029
2022	May 11, 2023	June 10, 2030

Further, pursuant to the provisions of the amended IEPF Rules read with Section 124(5) and Section 124(6) of the Companies Act, 2013, all shares on which dividend has not been encashed or claimed for seven consecutive years or more shall be transferred to demat account of IEPF Authority. It may be noted that all corporate benefits on such shares viz Bonus shares, split of shares and dividend shall be credited to the IEPF. It may be noted that once the unclaimed dividend/share is transferred to the IEPF as above, no claim shall lie in respect thereof with the Company.

The members/ claimant whose shares and unclaimed dividend have been transferred to IEPF and are desirous to claim the same are requested to submit their KYC along with self attested copies of the supporting documents to RTA and seek the procedure for obtaining Entitlement Letter. On completion of required documentation by the Claimant, RTA shall issue Entitlement Letter. Shareholders/ Claimant should thereafter make an application to IEPF Authority in Form IEPF-5 (available on www.iepf.gov.in) along with requisite fee as decided by the Authority from time to time. Post making the online application the shareholder shall send at the Company's Registered Office the duly signed Form IEPF- 5 along with requisite documents to the Nodal Officer at the Company's Registered Office for verification of the claim and payment/transfer of the shares by IEPF Authority.

- The Member/Claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules and amendments thereto.
- The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 are available for inspection in electronic mode. Members who wish to inspect the documents are requested to send an email to investor.communication@huhtamaki.com mentioning their name, folio no. / client ID and DP ID,

and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

- Members holding shares in dematerialised form:
 - (a) may contact their Depository Participant(s) for recording nomination in respect of their shares;
 - (b) are requested to intimate all changes pertaining to their bank details, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their DP only. Changes intimated to the DP will then be automatically reflected in the Company's records.
 - (c) Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held in electronic form. Members may therefore give instructions regarding bank accounts in which they wish to receive dividend, to their Depository Participants;
 - (d) Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.

As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. Further, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form w.e.f January 24, 2022. SEBI, vide its circular dated January 25, 2022 has clarified that listed companies, with immediate effect, shall issue the securities in dematerialised form only while processing investor service request pertaining to issuance of duplicate share certificate, exchange of securities, endorsement, subdivision/consolidation of share certificates etc. In view of this as also to eliminate all risk associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holding to dematerialised form. Members can contact the Company or Registrar & Share Transfer Agent, M/s. Link Intime India Pvt. Ltd. (earlier TSR Consultants Private Limited) for assistance in this regard. Members holding shares in physical form are requested to notify immediately any change in their address/mandate/bank details to the Company or to the office of the Registrar & Share Transfer Agent, M/s. Link Intime India Pvt. Ltd. (earlier M/s TSR Consultants Private Limited) quoting their folio number.

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OTHER INFORMATION

Members of the Company had approved the appointment of M/s. B S R & Co. LLP, Chartered Accountants, as the Statutory Auditors at the Seventieth AGM of the Company, which is valid till Seventy Fifth AGM of the Company. In accordance with the Act, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

The Company has appointed Ms. Malati Kumar, Practicing Company Secretary (COP 10980) or failing her Mr. S. N. Viswanathan, Practicing Company Secretary (COP 24335) of S. N. ANANTHASUBRAMANIAN & CO., Company Secretaries, ICSI Unique Code: P1991MH040400 as Scrutiniser to scrutinise the voting and remote e-voting process and the voting at the Meeting in a fair and transparent manner. The members desiring to vote through remote e-voting are requested to refer to the detailed procedure given below. Members whose email ids are not registered with the depositories are requested to refer the instructions provided at serial no. 21 for procuring user id and password and registration of email ids for e-voting for the resolutions.

The Results declared along with the report of the Scrutiniser shall be placed on the website of the Company at www.flexibles.huhtamaki.in and on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of Results by the Chairman or a person authorised by him. The Results shall also be forwarded to the BSE Limited and National Stock Exchange of India Limited.

The Securities and Exchange Board of India (SEBI) has recently mandated furnishing of PAN, KYC details (i.e., Postal Address with Pin Code, email address, mobile number, bank account details), specimen signature and nomination details by holders of securities. Effective from January 1, 2022, any service requests or complaints received from the member, will not be processed by RTA till the aforesaid details/ documents are provided to RTA. SEBI has extended the timeline for providing choice of nomination in demat accounts till June 30, 2024.

Mandatory Payment of Dividend in electronic mode effective April 1, 2024

SEBI, vide its circular dated November 3, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and November 17, 2023) mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 1, 2024, upon their furnishing all the aforesaid details in entirety.

In case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend/ interest etc. shall be paid only through electronic mode with effect from April 1, 2024 upon furnishing all the aforesaid details in entirety.

If a security holder updates the PAN, Choice of Nomination, Contact Details including Mobile Number, Bank Account Details and Specimen Signature after April 1, 2024, then the security holder would receive all the dividends/ interest etc declared during that period (from April 1, 2024 till date of updation).

In your interest, we therefore request you to kindly update the KYC details at the earliest to enable the Company to pay the proposed dividend to you after receipt of shareholders approval.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER

The remote e-voting period begins on Monday, May 6, 2024 at 09:00 A.M. and ends on Wednesday, May 8, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. May 2, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being May 2, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.



Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorized to vote, to the Registrar & Share Transfer Agent, M/s Link Intime India Private Limited by e-mail to csg-unit@tcplindia.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022-2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investor.communication@huhtamaki.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor.communication@huhtamaki.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

NOTICE OF THE SEVENTY FOURTH ANNUAL GENERAL MEETING

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.

EXPLANATORY STATEMENT

The following explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, sets out all material facts relating to the special business mentioned in the accompanying notice of the AGM.

Item No. 4:

Ratification of remuneration payable to the Cost Auditors of the Company for the Financial Year 2024 (Ordinary Resolution)

Pursuant to Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Board of Directors of the Company, based on the recommendations of the Audit Committee, approved the appointment of M/s. R. Nanabhoy & Co., Cost Accountants (Firm Registration No. 7464), as Cost Auditors to conduct audit of cost records of the Company for year ending December 31, 2024 at a remuneration of ₹850,000/- (Rupees Eight lakhs fifty thousand only) plus applicable Goods and Service Tax and out of pocket expenses.

In accordance with the provisions of Section 148 (3) of the Act read with Rule 14(a)(ii) of the Rules, the remuneration payable to Cost Auditor needs to be ratified by the members of the Company.

Accordingly, consent of the members is being sought by way of an Ordinary Resolution as set out at Item no. 4 of the Notice for ratification for the remuneration payable to the Cost Auditors.

None of the Directors, Promoters and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 4 of the Notice.

The Board recommends the Ordinary resolution set out at Item No. 4 of the Notice for approval of the members.

Item No.5:

Payment of commission / remuneration to Independent Directors (Special Resolution)

In terms of Regulation 17(6) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (as amended), the Board shall recommend all fees or compensation, if any, to be paid to non-executive directors, including Non-Executive Independent Directors and shall require approval of shareholders in general meeting. The said requirement does not apply to payment of sitting fees to non-executive directors, if made within the prescribed limits of the Companies Act, 2013.

The Company's Non-executive Independent Directors are leading professionals and bring with them significant professional expertise and rich experience across a wide



spectrum of functional areas such as business and strategy skills, strong leadership and management experience, governance, industry and sector knowledge, financial and risk management, global business/ international expertise, philanthropy etc.. They have helped in shaping and steering the long-term strategy and make invaluable contributions towards the same.

The members had approved payment of commission to Non-executive Independent Directors (in addition to the sitting fees paid for attending the meetings of the Board or the Committee thereof) on June 12, 2017 and thereafter, in partial modification of the said approval, on May 12, 2022, the members approved the payment of commission for each of the three financial years commencing from January 1, 2021, in such proportion and manner as the Board of Directors may deem fit, notwithstanding that the remuneration may exceed the limits prescribed under Section 197, subject to limits specified in Schedule V to the Act. The validity of the aforesaid approval has expired.

Pursuant to provisions of Sections 149, 197 and any other relevant provisions of the Act, Listing Regulations and the Nomination & Remuneration Policy of the Company and taking into account the increased participation of the directors in Board and Committee meetings, roles and responsibilities of the directors, the Board of Directors, at its meeting held on February 6, 2024, has recommended the proposal for payment of remuneration to Non-executive Independent Directors of the Company, by way of commission or otherwise, for a period of 3 (three) years effective from the financial year 2024, in such proportion and manner as the Board of Directors may deem fit, notwithstanding that the remuneration may exceed the limits prescribed under Section 197 of the Act.

Further, in the event of loss or inadequacy of profits in any of the three financial years commencing from January 1, 2024, during the term of office of the Non-executive Independent Directors, it is proposed that the Company will pay such Directors of the Company in respect of such financial year(s) in which such inadequacy or loss arises, the remuneration, in accordance with the provisions of Section 197(3) subject to the limits prescribed under Schedule V to the Act. The payment of such remuneration shall be in addition to the sitting fees for attending Board/Committee meetings.

Accordingly, it is proposed to seek approval of the shareholders for payment of commission to Independent Directors by way of a special resolution.

Except for Independent Directors to whom the resolution relates and their relatives (to the extent of their shareholding interest in the Company), none of the other Directors, Promoters and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 5 of the Notice.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the members.

Disclosure as required under Section II of Part II of Schedule V to the Companies Act, 2013 and the corresponding rules are given in Annexure 1-B.

Item No.6:

Shifting of registered office of the Company (Special Resolution)

Presently, the Company's Registered Office is located at A - 802, Crescenzo, C-38/39, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. With a view to consolidate its offices at multiple locations into one location in Thane and to enable its employees to work from one office, the Board of Directors at its meeting held on March 22, 2024 approved the shifting of the Registered Office of the Company from the aforesaid location to its corporate office at '7th Floor, Bellona, The Walk, Hiranandani Estate, Ghodbunder Road, Thane West - 400 607 Maharashtra' subject to the approval of the members of the Company.

As per provisions of Section 12 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, shifting of Registered Office of the Company outside the local limits but within the same State requires approval of the Members by way of Special Resolution. Though Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 requires the Company to pass the resolution for shifting of registered office outside the local limits of any city, town or village through Postal Ballot, as per the Companies (Amendment) Act, 2017, any item of business required to be transacted by means of postal ballot, may be transacted at a general meeting by a Company which is required to provide the facility to members to vote by electronic means. As the Company has more than 1,000 shareholders the Company is providing facility to the members to vote electronically at the Annual General Meeting.

None of the Directors, Promoters and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 6 of the Notice.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the members.

By Order of the Board
For **Huhtamaki India Limited**

Abhijaat Sinha

Place: Mumbai Company Secretary & Legal Counsel
Date: March 22, 2024 (ACS 13519)

Registered Office:

A - 802, Crescenzo, C-38/39, G^o Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

NOTICE OF THE SEVENTY FOURTH ANNUAL GENERAL MEETING

ANNEXURE 1 – A

Profile of the Director being appointed/re-appointed as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 –

Name of Director	Mr. Stefan Lotz (DIN: 09511913)
Date of Birth and age	09/02/1973 51 years
Nationality	German
Date of Appointment & designation	18/02/2022 Non-executive Director
Terms and Conditions of appointment / reappointment including remuneration, if any	Re-appointment as a Non-executive, Non-independent Director under Section 152(6) of Companies Act, 2013
Remuneration/ Variation in Remuneration/ details of remuneration last drawn.	The Director is not entitled to any remuneration or sitting fees.
No. of Board meetings attended during the year	6
Qualification	Master of Economics and Engineering from the University of Europe for Applied Sciences in Hamburg. Completed Strategic Leadership Programme from IMD Business School.
Expertise in specific field	Mr. Stefan Lotz is a proficient business professional with more than 20 years of experience in financial management and strategy. He held considerable leadership roles in multinational consumer goods and industrial companies in Singapore, Dubai, Hungary, London and Germany. Recently he joined Huhtamaki as VP Finance Flexible Packaging after working many years in Asia as a CFO for Perfetti van Melle, the largest global confectionary manufacturer. Prior to this, he held various senior finance roles in Europe for British American Tobacco (BAT).
Name of other Companies in which he holds Directorship*	Nil
Name of Listed Companies in which he holds Directorship	Nil
Names of listed entities from which the person has resigned in the past three years	Nil
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board[§]	Nil
No. of Shares held in Huhtamaki India Ltd.	Nil
Inter se relationship with other Directors and Key Managerial Personnel	Nil

Note: *excludes directorships held in private limited companies which are not subsidiaries or holding companies of public limited companies, unlimited companies, foreign companies and Companies formed under Section 8 of the Companies Act, 2013.

[§] includes Chairmanship/ membership of the Audit Committee and Stakeholders Relationship Committee of only public limited companies, whether listed or not.



ANNEXURE 1 – B(i)

STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V TO THE COMPANIES ACT, 2013 (AS AMENDED)

I. General Information:	
1.	Nature of Industry
	A member of Huhtamaki Oyj, the Company offers a wide portfolio of packaging solutions that include flexible packaging in a variety of pouching solutions, labelling technologies, shrink sleeve solutions, tube laminates, promotional, holographic and security solutions, cylinders and specialised films for high-barrier packaging.
2.	Date or expected date of commencement of commercial production: June 11, 1951
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
4.	Financial performance based on given indicators: (Amt. in ₹ Mn)
	FY2023
	Particulars
	Revenue from Operations 25,494.4
	Profit / (Loss) before tax 5,000.4
	Tax expenses 904.1
	Net Profit / (Loss) 4,096.3
	Earnings per Equity Share (Face Value ₹ 2/- each) 54.2
5.	Foreign investments or collaborations, if any: The Company is step down subsidiary of Huhtamaki Oyj, Finland based MNC which holds 67.73% equity shares through its subsidiary Huhtavefa BV.
II Information about the appointee:	
1	Background details: please refer Annexure 1-B(ii)
2	Past remuneration
	Remuneration paid in FY2023 (₹ In Mn)
	Sr. No. Name of Director
	i) Mr. Murali Sivaraman 3.2
	ii) Ms. Seema Modi 2.7
	iii) Mr. Ashok Barat 2.7
3	Recognition or awards: please refer Annexure 1-B(ii)
4	Job profile and suitability: please refer Annexure 1-B(ii)
5	Remuneration proposed: The remuneration for Non-executive Independent Directors may be decided by the Board, considering the financial performance of the Company and provisions of Schedule V, in the event of inadequacy of profits in any financial year.
6	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):
	The remuneration of the Independent Directors is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and nature of its business. The remuneration of the Independent Directors will be determined by the Board after perusal of the industry benchmarks in general, remuneration prevalent in the industry, profile and responsibilities of the aforesaid Independent Directors and other relevant factors, including the financial performance and the legal provisions, in the event of inadequacy of profits in any financial year.
7	Pecuniary relationship directly or indirectly with the Company, or relation with the managerial personnel, if any:
	Besides receiving remuneration as stated hereinbefore, the said Directors do not have any pecuniary relationship with the Company. Their relatives, to the extent of their shareholding, if any, in the Company may be deemed to be interested in the proposed resolutions. Further, the said directors are not related to each other or any other directors or key managerial personnel of the Company.
III Other Information:	
1	Reasons of loss or inadequate profits Not applicable, as the Company has posted a net profit after tax of ₹ 4,096.3 Million for the financial year 2023.
	Steps taken or proposed to be taken for improvement
	Expected increase in productivity and profits in measurable terms The Company is seeking approval in terms of Part II of Schedule V as a matter of abundant caution so that minimum remuneration can be paid to Non-executive Independent Directors in case on inadequacy of profits.

NOTICE OF THE SEVENTY FOURTH ANNUAL GENERAL MEETING

IV. Disclosures

The Corporate Governance Report is annexed to the Board's Report which forms part of this Annual Report. The Company paid remuneration to Independent Directors by way of sitting fees and commission on the net profits in the past years. Non-executive Non-independent Directors of the Company do not accept any sitting fees / commission. Remuneration to Directors is paid within the limits as approved by the members of the Company, from time to time.

Please refer point no. 5 of this Annexure for details of remuneration proposed to be paid to the Directors for FY2023.

By Order of the Board
For **Huhtamaki India Limited**

Abhijaat Sinha

Company Secretary & Legal Counsel
(ACS 13519)

Place: Mumbai
Date: March 22, 2024

Registered Office:
A - 802, Crescenzo, C-38/39, Gth Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051



ANNEXURE 1 – B(ii)

INFORMATION RELATING TO NON-EXECUTIVE INDEPENDENT DIRECTORS IN RESPECT OF APPROVAL OF THEIR COMMISSION / REMUNERATION AT THE 74TH ANNUAL GENERAL MEETING

Name	Mr. Murali Sivaraman	Ms. Seema Modi	Mr. Ashok Kumar Barat
Category of Director/ Designation	Non-executive - Independent Director, Chairman	Non-executive – Independent Director	Non-executive – Independent Director
DIN	01461231	05327073	00492930
Date of Birth / Age	21/04/1961 63 years	09/02/1965 59 years	05/12/1956 67 years
Profile / Background Details, Recognition or awards	Mr. Murali Sivaraman is an accomplished business leader who has worked for most of his career with global multinational companies including Philips and Akzo Nobel in India, Singapore, China, Canada and the UK. His last position was President of Growth Markets for Philips Lighting (Now called Signify) based out of Singapore. Previous positions held within Philips were - CEO for Domestic Appliances based in Shanghai and Vice Chairman/Managing Director for Philips India. He has relocated to Mumbai and was the Non-executive Chairman of Signify Innovations India Limited. He is presently Independent Director of Bharat Forge Limited, ICICI Lombard General Insurance Company Limited, Welspun Living Limited, Pidilite Industries Limited* and MedPlus Health Service Limited	Ms. Seema Modi is presently the Director – Commercial, Marketing, Supply Chain and Display at Trent Hypermarket Private Limited. She has over 31 years' experience in reputed organisations such as Heinz, Parle and Colgate. Ms. Modi has also worked as the Marketing Director at a global level with Heinz ASEAN and Heinz ABC (Indonesia) and was the first woman Managing Director for Heinz India Private Limited. During her stint with Heinz, she won many awards for driving growth, the most notable one being H.J. Heinz Chairman's Award 2010 for driving consistent double-digit growth.	Mr Ashok Kumar Barat has held executive leadership roles in Hindustan Unilever, Pepsi, Telstra, Forbes & Company Limited etc. He is presently an Independent Director on the Boards of Bata India Limited, Alembic Pharmaceuticals Limited, Mahindra Accelo Limited, Everest Industries Limited* and JSW Paints Private Limited. He is a member of the Managing Committee of ASSOCHAM and a Certified Mediator. He is a Fellow of the Institute of Chartered Accountants of India and the Institute of Company Secretaries of India, Associate of the Institute of Chartered Accountants of England and Wales and CPA, Australia.
Qualifications	Chartered Accountant, Cost Accountant, MBA from the Indian Institute of Management, Ahmedabad, India and has also completed an Advanced Management Programme from Harvard	Post-graduate in Organic Chemistry from Mumbai University and MBA from Narsee Monjee Institute of Management Studies, Mumbai.	A Fellow Member of the Institute of Chartered Accountants of India, Fellow Member of the Institute of Company Secretaries of India Associate of the Institute of Chartered Accountants of England & Wales and CPA, Australia.
Date of first appointment on the Board	01/01/2019	01/01/2020	01/04/2020

* Appointed post December 31, 2023.

Notes: Please refer Annexure 1 – B(i) to the Notice and the Report on Corporate Governance, which is a part of this Annual Report, for other information about the directors as required under Clause 1.2.5 of the Secretarial Standard – 2 (Revised) as issued by the Institute of Company Secretaries of India and Schedule V to the Companies Act, 2013.