

BY HAND/E- MAIL

N O T I C E

Notice is hereby given that the Extra Ordinary General Meeting of **Carlsberg India Private Limited** will be held as per the schedule given below:

Day and Date	:	Saturday, 28th November, 2015
Time	:	09:00 a.m. -11:00 a.m.
Place	:	05 th Floor, Tower-B, Paras Twin Towers, Sector-54, Gurgaon, Haryana-122002.

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of The Sick Industrial Companies (Special Provisions) Act, 1985, the fact, causes of erosion of Company’s net worth beyond fifty percent or more of its peak net worth during the immediately preceding four financial years and the remedial measures to make the net worth positive be and are hereby noted.

FURTHER RESOLVED THAT an intimation in terms of Section 23 of The Sick Industrial Companies (Special Provisions) Act, 1985 be and is hereby filed with the Board for Industrial and Financial Reconstruction (BIFR).

FURTHER RESOLVED THAT Mr. Michael Jensen, Managing Director and Ms. Roopali Singh, Company Secretary of the Company, be and is hereby severally authorised to file the necessary forms, intimations, papers, clarifications, documents etc and to present before the Board (BIFR), if required, in this regard and to do all such acts, deeds, things and matters as may be necessary/ required under the said Act.”

Sd/-

	By Order of the Board
	For Carlsberg India Private Limited
	Roopali Singh
	Company Secretary
Date : 06 th November 2015	Membership No. ACS 15006
Place : Gurgaon	Address: 05th Floor, Rower-B, Paras Twin Towers, Sector-54, Gurgaon, Haryana-122002

NOTES:

1. The Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 setting out the material facts relating to the business is annexed hereto.
2. A Member entitled to attend and vote at the General Meeting (the Meeting) is entitled to appoint a proxy to attend and vote on a poll, instead of herself/himself and the proxy need not be a member of the Company. The instrument appointing a proxy should, however, be deposited at the registered office of the Company not less than 48 hours before the commencement of the Meeting.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution authorising their representatives to attend and vote at the Meeting. The attendance slip and the proxy form are enclosed with the Notice. Members/Proxies should fill the Attendance slip for attending the Meeting.
4. The Meeting is being convened pursuant to the provisions of section 96 of the Companies Act, 2013.
5. Pursuant to Section 100 of Companies Act, 2013 the Notice is being sent to all the Members, whose names appeared in the Register of Members as on date, the auditors and directors of the Company electronically at their email ids registered with the Company.
6. The Route Map for the Registered Office is annexed herewith & the prominent landmark near the Registered Office of Company is Saket City Hospital.

STATEMENTS AS REQUIRED U/S 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

The members are informed that pursuant to the provisions of Sick Industrial Companies (Special Provisions) Act, 1985 (SICA), this year the Company again attains the status of "Potential Sick Company" in terms of Section 23 of SICA as the accumulated losses of a Company at the end of the financial year exceeds the peak Net worth of the immediately preceding four financial years, by more than 50%.

In terms of Section 23 of SICA the Company is required to hold general meeting of the members and take its approval for such erosion.

Accordingly the above resolution is proposed as an Ordinary Resolution for the approval of the members of the Company.

None of the director, or any other key managerial personnel or their relatives are concerned or interested whether financial or otherwise, in any manner, in respect of Ordinary Resolution proposed at Item No.1.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

Further, the disclosure related to interest of the promoters, directors and all other key managerial personnel in any other company are not applicable in the present matter as the proposed Ordinary Resolution relates only to the Company itself and is not in relation to any other company.

Sd/-

	By Order of the Board
	For Carlsberg India Private Limited
	Roopali Singh
	Company Secretary
Date : 06 th November 2015	Membership No. ACS 15006
Place : Gurgaon	Address: 05th Floor, Rower-B, Paras Twin Towers, Sector-54, Gurgaon, Haryana-122002