

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING

To

1. Directors

S.No.	Name of the Director	DIN	Address
1.	Dr. Pratap Chandra Reddy	00003654	No.19, Bishop Garden, Raja Annamalaipuram, Chennai – 600 028
2.	Ms. Suneeta Reddy	00001873	NO. 14-D, Boat Club Road, Raja Annamalaipuram, Chennai – 600 028
3.	Ms. Sindoori Reddy	00278040	NO. 14-E, Boat Club Road, Raja Annamalaipuram, Chennai – 600 028
4.	Mr. C Natarajan	06392905	10/4 6 th Street, B Block, Anna Nagar East, Chennai – 600102
5.	Mr. Suresh Raj Madhok	00220582	11, Palm Terrace, South Mada Street Sri Nagar Colony, Saidapet Chennai-600015

2. Shareholders of the Company

3. Statutory Auditors

4. Key Managerial Personnel

Notice is hereby given that Sixteenth Annual General Meeting of the Members of **FABER SINDOORI MANAGEMENT SERVICE PRIVATE LIMITED** will be held on Thursday, the 28th September 2023 at the Registered Office of the Company at No.404, Old no. 218 KH Complex, 1st and 2nd Floor, TTK Road, Alwarpet, Chennai 600 018 at 11.30 AM to transact the following business:

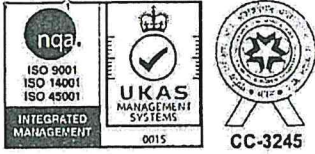
Faber Sindoori Management Services Private Limited

(ISO 9001:2015 QMS, ISO 45001:2018 OH&S, ISO 14001:2015 EMS & ISO 17025:2017 NABL CALIBRATION Certified Company)

Pottipati Plaza, 4th Floor, No. 77, Nungambakkam High Road, Chennai - 600 034.

Ph: (+91) 44 4264 9403 / 04

Website: www.sindoorifaber.com CIN: U85100TN2007PTC064527



ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint Auditors and fix their Remuneration and in this regard to consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the members do and hereby appoint SRSV & Associates Chartered Accountants (FRN 015041S), as the Statutory Auditors of the Company from the conclusion of this Meeting to hold office for a period of 5 years till the conclusion of the Twenty First Annual General Meeting, to conduct the audit for the financial year(s) 2023-2024 TO 2027-2028, on such remuneration as may be mutually agreed to with the Statutory Auditors.

RESOLVED FURTHER THAT any one of Directors or Key Managerial Personnel be and is hereby authorized to digitally sign and complete the necessary formalities with the Registrar of Companies.

3. To appoint of Dr. Prathap Chandra Reddy (DIN: 00003654) as a Director, who retire by rotation, the following resolution as ordinary resolution

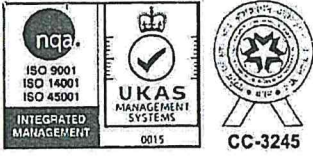
RESOLVED THAT in accordance with provisions of Companies Act, 2013, Dr. Prathap Chandra Reddy (DIN: 00003654), Director retiring by rotation, be and is hereby reappointed as Director of the Company.

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SPECIAL BUSINESS

4. To approve change in designation of Mr. Suresh Raj Madhok as Director

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

RESOLVED THAT Mr. Suresh Raj Madhok (DIN: 00220582) who was appointed as an Additional Director of the Company by the Board of Directors on 18th May 2023 in terms of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company and whose term of office expires at the Annual General Meeting, be and is hereby appointed as a Director (Non Executive/Professional) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any one of Directors or Key Managerial Personnel be and is hereby authorized to digitally sign and complete the necessary formalities with the Registrar of Companies.

5. To Re-appoint Ms. Sindoori Reddy (DIN 00278040) as executive director of the company for term of three years.

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

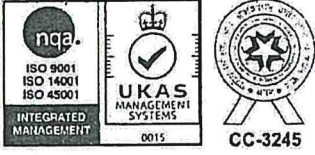
RESOLVED THAT pursuant to the provisions of Sections 164 and 196, and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Schedule V to the Act (including any statutory modification or re-enactment thereof, for the time

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being in force), and subject to such approvals as may be necessary, members of the Company be and is hereby accorded to the re-appointment of Ms. Sindoori Reddy (DIN 00278040) as Executive Director of the Company for a period of 3 years, w.e.f. 28.09.2023, at gross remuneration of Contact for details Contact for details Contact for details Only) per annum along with other perquisites as applicable to her, as per Company policy, in excess of the statutory limits prescribed under the Act

Annual Revision

The salary and performance linked bonus shall be revised with an annual increment as may be decided by the Board. The annual increments will be merit based and taking into account the Company's performance.

Employee benefits

During the term of office, Ms. Sindoori Reddy will be entitled to all Employee benefits as per the policies of the company. Subject to the approval of the Board, Ms. Sindoori Reddy will be included as part of all incentive schemes of the Company;

Expenses

The company will reimburse the expenses incurred by Ms. Sindoori Reddy in furtherance of or in connection with the performance of her duties, in accordance with company's policy.

RESOLVED FURTHER THAT in the event of continuation of inadequacy of profits/loss, the above mentioned remuneration will be the minimum remuneration in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder.

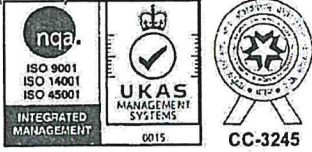
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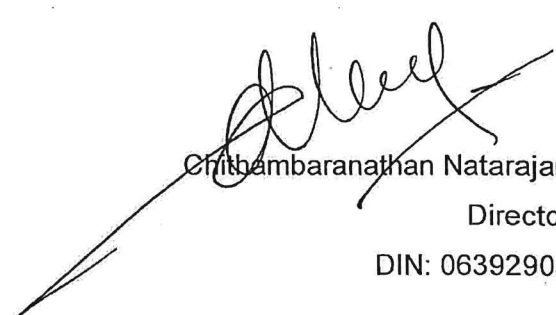
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RESOLVED FURTHER THAT any one of Directors or Key Managerial Personnel be and is hereby authorized to digitally sign and complete the necessary formalities with the Registrar of Companies.

FURTHER RESOVLED THAT any one of the Directors of the Company or any one of the Key Managerial Personnel of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto, including filing of e-forms with the Registrar of Companies.

**By order of the Board
For FABER SINDOORI MANAGEMENT SERVICES
PRIVATE LIMITED**


Chithambaranathan Natarajan

Director

DIN: 06392905

Date: 13.09.2023

Place: Chennai

NOTES:

1. A member entitled to attend and vote at the General Meeting is entitled to appoint a proxy to attend and vote on behalf of himself/ herself and the proxy need not be a member of the Company.
2. The Proxy Form, duly completed, stamped and signed should be lodged at the Registered Office of the Company not later than (48) hours before the commencement of the Meeting. A person can act as a proxy on behalf of

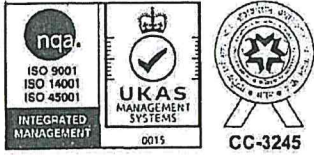
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members not exceeding fifty and holding in aggregate not more than ten percent of the total Share Capital of the Company carrying Voting Rights may appoint as single person as proxy and such person shall not act as a proxy for any other person or member. A blank Proxy Form in **Form MGT -11** is enclosed.

3. Corporate Members 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.
4. Only bonafide members of the Company whose names appear on the Register of Members/ Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the Meeting.
5. Members/ Proxies are requested to kindly take note that Attendance Slip, as sent herewith, is required to be produced at the venue duly filed-in and signed, for attending the Meeting.
6. The Relevant documents pertaining to business of this Meeting and the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 ("the Act") and Register of Contracts or Arrangements in which directors are interested maintained under section 189 of the Act shall be open for inspection at the Registered Office of the Company during normal business hours of the Company

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