



ADEKA India Private Limited

Unit No. 206, Wing-A, Dynasty Business Park,
Andheri - Kurla Road, Andheri (East), Mumbai - 400 059. India.
Tel. 022-4026 3301/2/3 Fax: 022-4026 3306
E-mail: info@adekaindia.com Web: https://www.adekaindia.com
Corporate Identity Number (CIN): U24200MH2007FTC173713

NOTICE

Notice is hereby given that the 16th Annual General Meeting of the Members of Adeka India Private Limited will be held at a **Shorter Notice** at 10.00 A.M. on Friday, 2nd June, 2023 at the Registered Office to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Annual Financial Statements of the Company for the year ended 31st March, 2023 along with the Auditors' Report and the Directors' Report thereon.

SPECIAL BUSINESS:

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

"RESOLVED THAT pursuant to Section 196 and any other applicable provisions of the Companies Act, 2013 and Rules thereto, approval of the members be and is hereby accorded to re-appoint Mr. Kailash C. Trehan (DIN: 06703133) as a Director and Manager for a period of 1 (One) year on the terms and conditions, including remuneration, as set out in the Employment Agreement between the Company and Mr. Trehan, effective 1st April, 2023."

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

"RESOLVED THAT Mr. Masaru Nagahama, who was appointed as an Additional Director with effect from 27th September, 2022 as per Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting be and is appointed as a Director of the Company.

RESOLVED FURTHER THAT Mr. Kailash C. Trehan, Director be authorized to file necessary e-forms with the Registrar of Companies, Mumbai and to do all such acts as may be necessary to give effect to the above resolution."

Date: 25th May, 2023

**By Order of Board of Directors,
for ADEKA India Private Limited**

Regd. Office: Unit No. 206, 'A' Wing
Dynasty Business Park,
Andheri-Kurla Road,
Andheri East, Mumbai - 400059

Sd/-
NAOSHI KAWAMOTO, Ph.D.
Chairman & Director
DIN: 09120880

Notes:

- a. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company.
- b. A proxy, in order to be valid, should reach the Company, not less than 48 hours before the meeting. The proxy need not be a member of the Company.
- c. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a 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.
- d. Pursuant to section 20(2) of the Companies Act, 2013 read with rule 35 of the Companies (Incorporation) Rules, 2014, as amended, Companies are permitted to send official documents to their shareholders electronically.
- e. All the documents referred to in the Notice are available for inspection at the Registered Office of the Company on all the working days between 10.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.
- f. Members can raise any queries on the financial statements in advance by sending their queries to email id: trehankc@adekaindia.com or can raise queries at the meeting.
- g. A route map to the venue of the meeting is attached with this Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item No. 2:

Mr. Kailash C. Trehan's Employment Agreement expired on 31st March, 2023. Vide a Board Resolution passed on 23rd March, 2023 Board reappointed Mr. Trehan as a Director and Manager for a period of 1 (One) year with effect from 1st April, 2023 and approved execution of

a fresh agreement effective from that date. This appointment is subject to approval by the Members at the Annual General Meeting. A copy of Employment Agreement is attached as Annexure I to this Notice.

Mr. Trehan has been a Manager in the Company since its incorporation in 2007 and a Director since September, 2013. Previously, Mr. Trehan was engaged as a General Manager with Takaroku Shoji Company Limited.

Except Mr. Trehan, none of the other directors are interested, financially or otherwise, in this Resolution.

Board recommends the Ordinary Resolution set out at Item No. 2 of this Notice for approval by the Members.

Item No. 3:

Mr. Masaru Nagahama (DIN: 09722868) was appointed as an Additional Director by the Board of Directors with effect from 27th September, 2022 in accordance with the provisions of Section 161 of the Companies Act, 2013.

Pursuant to Section 161 of the Companies Act, 2013, an Additional Director holds office only up to the date of ensuing Annual General Meeting. Board proposes ratification of Mr. Nagahama as a Director of the Company.

Mr. Nagahama is a Managing Director in ADEKA (Asia) Pte. Ltd., Singapore. Previously, he held the position of Deputy General Manager in Corporate Planning and Strategy Division of ADEKA Corporation. He has experience of 24 years in Polymer Additives R&D and 5 years in Corporate Planning & Strategy Division.

Except Mr. Nagahama, none of the other directors are interested, financially or otherwise, in this Resolution.

Board recommends resolution under Item No. 3 to be passed as an ordinary resolution.

Date: 25th May, 2023

**By order of Board of Directors,
For ADEKA India Private Limited**

Regd. Office: Unit No 206, 'A' Wing,
Dynasty Business Park,
Andheri-Kurla Road,
Andheri (E), Mumbai - 400059.

Sd/-
NAOSHI KAWAMOTO, Ph.D.
Chairman & Director
DIN: 09120880

Form No. MGT-11

Proxy Form

*[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014*

CIN: U24200MH2007FTC173713

Name of the Company: Adeka India Private Limited

Registered Office: Unit No. 206, 'A' Wing, Dynasty Business Park, Andheri-Kurla Road,
Andheri (E), Mumbai - 400059.

Name of the Member:
Registered Address:
Email id:
Name of the Authorised Representative:

I/we, being the authorized representative of the member who holds _____
shares of the above named company, hereby appoint:

1. Name:

Address:

Email Id:

Signature:

Or failing him

2. Name:

Address:

Email Id:

Signature:

as my proxy to attend and vote (on a poll) for me and on my behalf at the 16th Annual
General Meeting of the Company, to be held on 2nd day of June, 2023 at 10.00 a.m. at the
Registered Office of the Company and at any adjournment thereof in respect of such
resolutions as are indicated below:

	Resolution No.	Description	Type of Resolution
Ordinary Business			
	1.	Receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2023, the Directors' Report and the Auditors' Report thereon.	Ordinary
Special Business			
	2	Reappointment of Mr. Kailash C. Trehan as Director and Manager of the Company for a period of 1 (one) year with effect from 1 st April, 2023.	Ordinary
	3.	Appointment of Mr. Masaru Nagahama as a Director in the Company	Ordinary

Signed this _____ day of _____ 2023.

Affix Revenue Stamp

Signature of Shareholder/ Authorised Representative:

Signature of Proxy holder:

Note: This proxy form 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.

SHORTER NOTICE CONSENT
[pursuant to provisions of Section 101(1) of the Companies Act, 2013]

To,

The Board of Directors,
Adeka India Private Limited,
206, 'A' Wing, Dynasty Business Park,
Andheri-Kurla Road, Andheri East,
Mumbai - 400059.

Subject: Consent to hold 16th Annual General Meeting at Shorter Notice

We, _____ (Name of the shareholder) having registered office at _____, Member of Adeka India Private Limited, holding _____ (_____) number of shares of Rs. 10- each (representing __% of total paid-up capital of the Company) hereby give consent pursuant to provisions of Section 101(1) of the Companies Act, 2013 to hold the 16th Annual General Meeting of the company at 10.00 a.m. on Friday, 2nd June, 2023 at the Registered Office of the Company at a Shorter Notice.

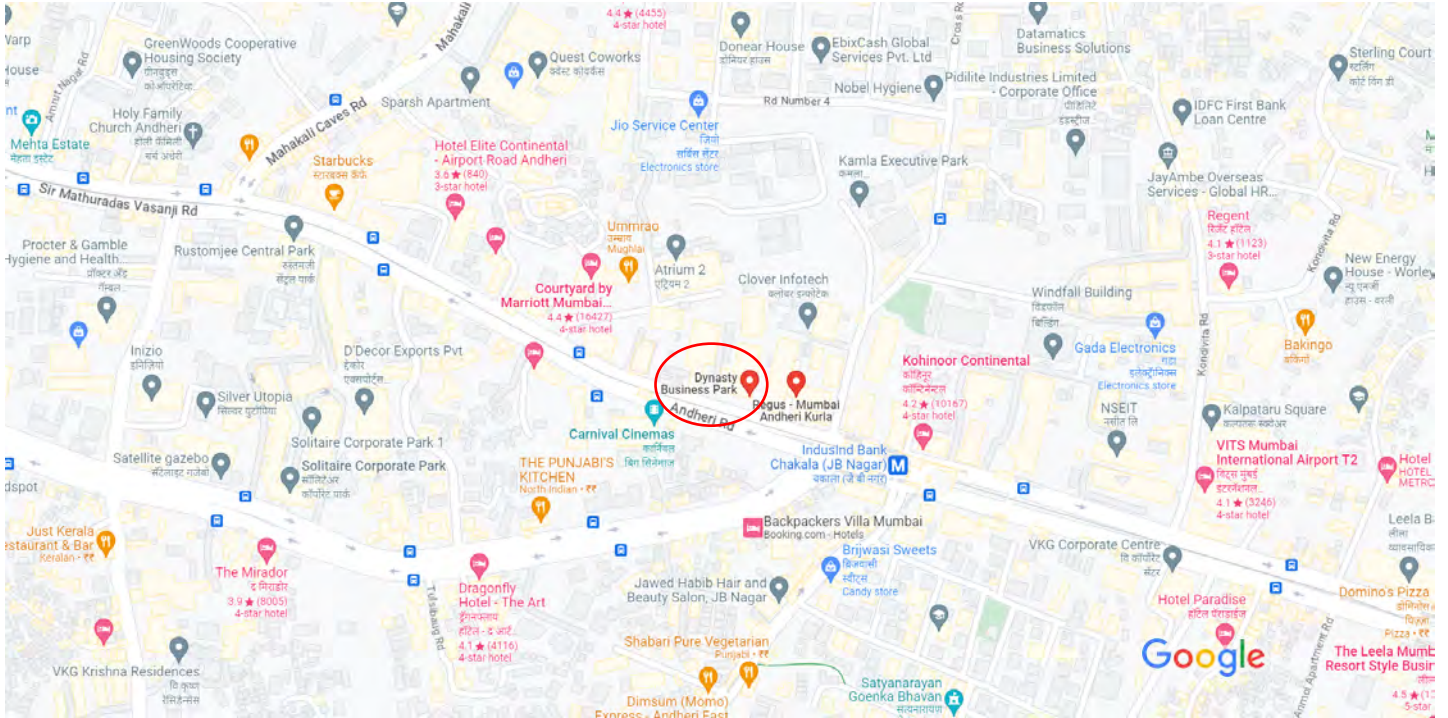
Authorised Signatory

Date:

Place:



route map of Dynasty Business Park, Andheri Kurla Road, Andheri East, Mumbai - 400059



Map data ©2023 100 m

- Rating
- Hours
- All filters

Dynasty Business Park

4.0 (394)

Corporate campus · Metro Station, Near, Andheri - Kurla Rd



Open 24 hours

"Goggle map made it easy to accessible."

Regus - Mumbai Andheri Kurla

3.9 (40)

Office space rental agency · Level 4, Dynasty Business Park, Andheri - Kurla Rd



Website



Directions

Open 24 hours · 022 6786 9191

Online appointments

Dyna Business Park

4.0 (87)

Corporate office · 56-A, Rd Number 1
Closed · Opens 9 am Thu



Website



Directions