



Mercedes-Benz

**Mercedes-Benz Research and Development India Private Limited**

**Regd. Off.:** "Embassy Crest", Plot No. 5-P, EPIP Zone, Phase 1,  
Whitefield Road, Bengaluru, Karnataka - 560 066  
**CIN:** U74110KA1996PTC021375

### NOTICE OF ANNUAL GENERAL MEETING

**Short Notice** is hereby given that the Twenty Sixth Annual General Meeting of the Members of Mercedes-Benz Research and Development India Private Limited ("Company") will be held on Friday, 30<sup>th</sup> day of June, 2023 at 1:00 PM through Video Conferencing/ Other Audio-Visual Means at the Registered Office of the Company at "Embassy Crest", Plot No. 5-P, EPIP Zone, Phase 1, Whitefield Road, Bengaluru, Karnataka - 560 066 to transact the following business:

#### Ordinary Business:

1. To receive, consider, approve and adopt the Financial Statements viz., Audited Balance Sheet as at March 31, 2023, the Profit and Loss Account and the Cash flow Statement together with Notes thereon for the financial year ended on that date, the Board's Report and the Auditors' Report thereon.
2. To confirm interim Equity dividend declared & paid during the Financial Year 2022-2023 and to approve Final dividend for the Financial Year 2022-23.

By order of the Board

Manu Ramachandra Saale



Managing Director and CEO DIN:  
05258053

Place: Unterturkheim - Stuttgart,  
Germany

Date: June 27, 2023

## NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Members/Proxies and Authorized representatives are requested to bring to the Meeting, the attendance slips enclosed herewith duly completed and signed mentioning therein details of their Folio No. Corporate Members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of the Act are requested to send to the Company, a certified copy of the Board Resolution authorising the representative to attend and vote on their behalf at the Meeting.
3. Due to outbreak of COVID-19, MCA vide its General Circular No. 20/ 2022 dated May 5, 2022 read with General Circular No. 20/2020 dated May 5, 2020, General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021 and also vide General Circular No.10/2022 dated December 12, 2022 has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till September 30, 2023.
4. The Company is pleased to inform that the AGM of the Company will be held through the two-way Video Conferencing facility.
5. The web-link of the meeting shall be provided separately. To access and participate in the meeting, shareholders and other participating stakeholders are requested to install CISCO Webex application and then click on the link provided.
6. The proceedings of the meeting shall be recorded and shall be kept in the safe custody of the Company. Such recording shall be made available at the request of the members.
7. The notice of the Annual General Meeting is being sent by electronic mode to those members whose e-mail addresses are registered with the Company.
8. The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after the scheduled time of the meeting.
9. Attendance of members is allowed at the meeting through Video Conferencing and the same shall be counted for quorum as requirement.
10. All the other relevant documents in relation to the items of the Agenda are made available for inspection on demand made by members via screen shared through Video Conferencing.
11. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) from 10.00 a.m. to 1.00 p.m., except holidays, upto the date of the Annual General Meeting.

12. As part of the Green Initiative circulars issued by the Ministry of Corporate Affairs, the Notice and Annual Report of the Company are being sent to the shareholders on their respective e-mail addresses registered with the Company. In case any member desires to have a different e-mail address to be registered, they may please update the same with the Company.
13. In terms of Rule 18 of the Companies (Management and Administration) Rules, 2014, a company may give notice through electronic mode addressing to the person entitled to receive such e-mail as per the records of the Company or as provided by the depository, provided that the company shall provide an advance opportunity at least once in a financial year, to the member to register his e-mail address and changes therein and such request may be made by only those members who have not got their email id recorded or to update a fresh email id and not from the members whose e-mail ids are already registered.
14. The Statutory Registers required to be maintained under the Companies Act, 2013 are open for inspection by Members on all working days during business hours. The said Registers shall be kept open for inspection at the Annual General Meeting of the Company.
15. The Annual Report viz., Auditors Report, audited Balance Sheet as at March 31, 2023, Profit and Loss account, Cash Flow statement and the notes thereon for the financial year ended March 31, 2023 and draft of Board's Report are enclosed.
16. Notice convening the Twenty Sixth Annual General Meeting will be available on the website of the Company.
17. Please find the Joining link and guidelines below:
  - Event Name: 26<sup>th</sup> Annual General Meeting
  - Date & Time: 30/06/2023 1:00 PM to 1:30 PM
  - Link to participate the session from Laptop:  
<https://corpmeet.webex.com/corpmeet/j.php?MTID=me10ec4399eeb47885981e0b9ed75256b>
  - To **join from Cisco Video system:** Dial [27401370726@corpmeet.webex.com](tel:27401370726)
  - Password: 236911
  - Guidelines for Attendees:
    - a. Kindly turn off VPN if you are working from home.
    - b. Use Google Chrome Browser for better audio experience.
    - c. Application download is not mandatory and you can use, "Join from your Browser" to continue the meeting from browser.
    - d. Link will be able to access before 15 minutes from the actual timing.

**Mercedes-Benz Research and Development India Private Limited**

**Regd. Off.:** "Embassy Crest", Plot No. 5-P, EPIP Zone, Phase 1,  
Whitefield Road, Bengaluru, Karnataka - 560 066  
**CIN:** U74110KA1996PTC021375

---

**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 : U74110KA1996PTC021375  
Name of the company : Mercedes-Benz Research and Development India Private Limited  
Registered Office : "Embassy Crest", Plot No. 5-P, EPIP Zone, Phase 1, Whitefield Road,  
Bengaluru, Karnataka - 560 066

Name of the member (s): Registered address: E-mail Id: Folio No/ Client Id: DP ID:
--

I/We, being the member (s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name: \_\_\_\_\_  
Address:  
E-mail Id:  
Signature: \_\_\_\_\_, or failing him
2. Name: \_\_\_\_\_  
Address:  
E-mail Id:  
Signature: \_\_\_\_\_, or failing him
3. Name: \_\_\_\_\_  
Address:  
E-mail Id:  
Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Sixth Annual General Meeting of the Company, to be held on the Friday, the 30<sup>th</sup> day of June, 2023, at 01:00 PM at Registered Office of the Company at “Embassy Crest”, Plot No. 5-P, EPIP Zone, Phase 1, Whitefield Road, Bengaluru, Karnataka - 560 066 and at any adjournment thereof in respect of such resolutions as are indicated below:

Agenda/Resolution No.:

**Ordinary Business:**

1. Approval and Adoption of Audited Financial Statements for the financial year ended March 31, 2023, Directors and Auditors Report thereon
2. To confirm interim Equity dividend declared & paid during the Financial Year 2022-2023 and to approve Final dividend for the Financial Year 2022-23.

Signed this \_\_\_\_\_ day \_\_\_\_\_ 2023

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue  
Stamp

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.

**ATTENDANCE SLIP**

*(To be presented at the entrance)*

I hereby record my presence at the Twenty Sixth Annual General Meeting of the Company Friday, the 30<sup>th</sup> day of June, 2023, at 01:00 PM at the Registered Office of the Company at “Embassy Crest”, Plot No. 5-P, EPIP Zone, Phase 1, Whitefield Road, Bengaluru, Karnataka - 560 066 and at any adjournment thereof.

Member ID: \_\_\_\_\_

Name of the Member: \_\_\_\_\_

Signature: \_\_\_\_\_

Name of the Proxyholder/  
Authorised representatives: \_\_\_\_\_

Signature: \_\_\_\_\_

1. Only Members/Proxies and Authorised representatives can attend the Meeting.
2. Members/Proxies and Authorised representatives should bring his/her copy of the Annual Report for reference at the Meeting.

**Route map of the venue of the Twenty Fifth Annual General Meeting of the Company**

