



INBREW BEVERAGES PRIVATE LIMITED

(Formerly known as Molson Coors India Private Limited)

CIN: U99999DL1972PTC318242

Registered Office: 406 KUSAL BAZAR 32-33 NEHRU PLACE NEW DELHI 110019

Email: intimation@inbrew.com

NOTICE

SHORTER NOTICE IS HEREBY GIVEN THAT EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF INBREW BEVERAGES PRIVATE LIMITED ("COMPANY") WILL BE HELD ON TUESDAY, THE 14TH DAY OF FEBRUARY 2023 AT 05:00 P.M. (IST) AT 501, 5TH FLOOR, BLOCK 3B, DLF CORPORATE PARK, MG ROAD, GURUGRAM, HARYANA-122002 TO TRANSACT THE FOLLOWING BUSINESS:

ITEM NO. 1: APPOINTMENT OF MR. VAIBHAV GUPTA (DIN: 07560542) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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 149, 150, 152, 160 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Mr. Vaibhav Gupta (DIN: 07560542), who was appointed as an additional Director of the Company in Independent Category and who holds office upto the date of ensuing annual general meeting, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for term of five consecutive years with effect from 15.11.2022 to 14.11.2027 at a sitting fees amounting INR 50,000 per meeting.

“FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board
For Inbrew Beverages Private Limited**

Place: New Delhi

Date: 13.02.2023

Ruchi Negi

Company Secretary

M.No.A39287

**Add: J-56, F-1, F/F, Dilshad Colony,
Delhi-110095**

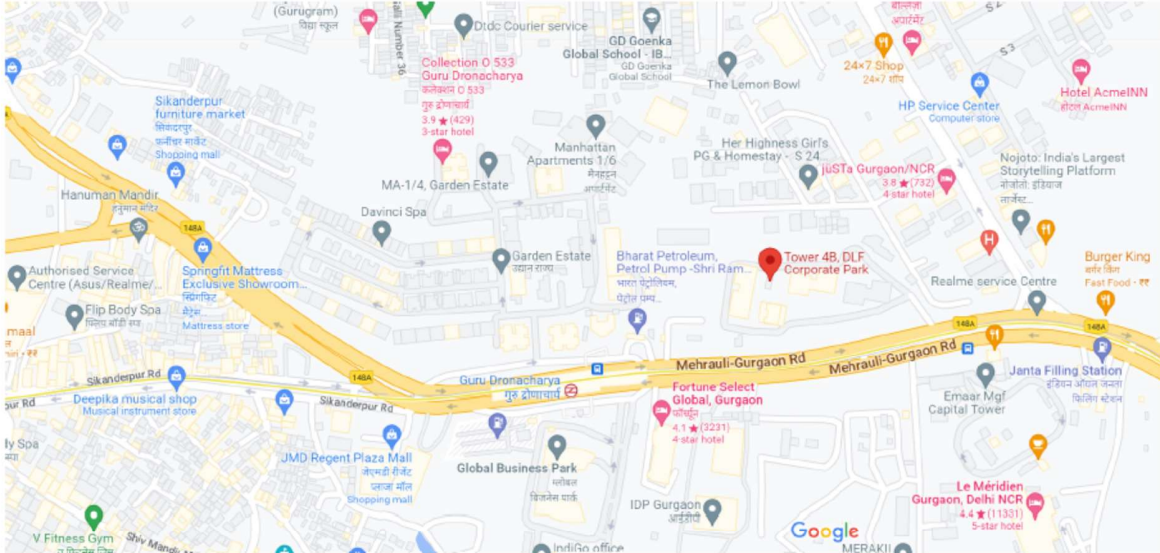
NOTES:

- (a) The Meeting is being convened at a shorter notice, hence consent of members shall be obtained prior to the commencement of the meeting as per the prescribed requirement.
- (b) *A member entitled to attend and vote at the Extraordinary General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company before the commencement of the Meeting. A person can act as a proxy on behalf of members holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.*
- (c) *Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.*

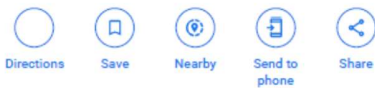
- (d) Attendance slip, proxy form MGT-11 and route map of the venue of the Meeting are annexed hereto.*
- (e) A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.*
- (f) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.*
- (g) Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.*

ROUTE MAP TO THE VENUE OF THE EGM

Tower 4B, DLF Corporate Park



Tower 4B, DLF Corporate Park
Building



1, Mehrauli-Gurgaon Rd, Garden Estate, DLF Phase 3, Sector 24, Gurugram, Haryana 122002

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

ITEM NO. 1: APPOINTMENT OF MR. VAIBHAV GUPTA (DIN: 07560542) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Mr. Vaibhav Gupta was appointed as an Additional Director of the company on 15.11.2022 in terms of Section 161 (1) of the Companies Act, 2013 in the category of 'Non-Executive Independent' in terms of the Companies Act, 2013. Mr. Vaibhav Gupta, an Additional Director shall hold office up to the date of the ensuing General Meeting of the Company (within 3 months) and be eligible for appointment to the office of a Director at General Meeting in terms of Section 160 of the Companies Act, 2013. Mr. Vaibhav Gupta is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given his consent to act as Director (in the category of Independent Director). The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Vaibhav Gupta as an Independent Director. In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of Mr. Vaibhav Gupta as 'Non-executive Independent Director' for a term up to 5 (five) consecutive years commencing from the date of his appointment as an Additional Director i.e. 15.11.2022 to 14.11.2027. Accordingly, the Board of Directors recommends the passing of the above resolution as a Special Resolution as set out in the item no.1 of the notice for appointment of Mr. Vaibhav Gupta.

Save and except Mr. Vaibhav Gupta, Independent Director, being an appointee, none of the other Directors/Key Managerial Personnel and their relatives is in any way interested or concerned financially or otherwise, in the Resolution set out in the notice.

**By Order of the Board
For Inbrev Beverages Private Limited**

Place: New Delhi

Date: 13.02.2023

Ruchi Negi

Company Secretary

M.No.A39287

**Add: J-56, F-1, F/F, Dilshad Colony,
Delhi-110095**

ATTENDANCE SLIP

INBREW BEVERAGES PRIVATE LIMITED

CIN: U99999DL1972PTC318242

Registered Office:

406 KUSAL BAZAR 32-33 NEHRU PLACE NEW DELHI 110019.

Email: intimation@inbrew.com

EXTRA ORDINARY GENERAL MEETING

I/ We hereby record my/our presence at the Extra General Meeting of the Company ***on TUESDAY, the 14th day of February 2023 at 05.00 P.M. (IST) at 501, 5TH FLOOR, BLOCK 3B, DLF CORPORATE PARK, MG ROAD, GURUGRAM, HARYANA-122002.***

.....
Member Folio No	Member's Name in Capital Letters	Members Signature

Note:

Please complete the Folio No. and name, sign the attendance slip and handover at the attendance verification counter at the meeting hall.

NOTE: All logged members may share attendance in the chat box by writing their Member Folio No, Members name.

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]

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CIN: U99999DL1972PTC318242

Registered

Office:

406 KUSAL BAZAR 32-33 NEHRU PLACE NEW DELHI 110019.

Email: intimation@inbrew.com,

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

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:....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the / Extraordinary general meeting of the company, to be held on the 14th day of February 2023 At 05:00 p.m. at 501, 5th Floor, Block 3b, DLF Corporate Park, MG Road, Gurugram, Haryana-122002 (place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No. 1.....

Resolution No. 2.....

Resolution No. 3.....

Resolution No. 4.....

Resolution No. 5.....

Resolution No. 6.....

Signed this..... day of..... 20....

Affix	Rs.1
revenue	
Stamp	

Signature of shareholder

Signature of Proxy holder(s)

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.
