

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Tenth Annual General Meeting of RBS FOUNDATION INDIA will be held at 414 Empire Complex - East Wing, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400013 on 28th August 2017 at 3.45 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2017, the Reports of the Directors and Auditors thereon.
2. To ratify appointment of Statutory Auditors and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 139 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 (“the Act”), the consent of the Members of the Company be and is hereby accorded to ratify the appointment of M/s. S. R. Batliboi & Associates, LLP, Chartered Accountant, (Firm Registration No. 101049W/E300004) as the Statutory Auditors of the Company for the financial year ending 31st March, 2018 on such terms and conditions of the appointment as approved by the Members at its Annual General Meeting of the Company held on 9th September, 2016 to hold office until the conclusion of the 11th Annual General Meeting .

RESOLVED FURTHER THAT a certified true copy of the said resolution be provided to the Auditors for their record and any of the directors of the Company be and is hereby authorized to take necessary action and steps to give effect to this resolution.”

ANY OTHER BUSINESS

**By order of the Board
RBS Foundation India**

N Sunil Kumar

Director

DIN: 03519333

Address: Flat no. 22, 2nd floor,
'D' building, Century Park,
Kashinath Dhuru Lane, Prabhadevi,
Mumbai 400 025

Place: Mumbai

Date: 18 August 2017

Registered Office:

414 Empire Complex - East Wing,

Senapati Bapat Marg, Lower Parel (West),

Mumbai - 400013

Notes:

- 1) A member who is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the Meeting and vote thereat instead of himself/herself and such proxy need to be a member of the Company. A person appointed as proxy shall act on behalf of such member or number of members not exceeding fifty. However, 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 proxy for any other person or shareholder. A proxy shall not vote except on a poll.

The proxy forms should be lodged with the company at the registered office at least 48 hours before the time of the meeting.

Under section 107 of Companies Act, 2013, voting is by show of hands unless a poll is demanded by the members present in person or by proxy, where allowed. The person demanding poll shall have not less than one-tenth of the voting power or shall have shares on which an aggregate sum of not less than five lakh rupees has been paid-up.

- 2) Members /Proxies should bring duly-filled Attendance Slips sent herewith to attend the meeting.
- 3) All documents referred to in the notice are open for inspection at the registered office of the Company between 9.00 A.M. and 6.00 P.M. on all working days up to the date of the Meeting.
- 4) The relevant explanatory statement as per section 102(1) of the Companies Act, 2013 is enclosed herewith.

(To be printed on the letter head of the Company)

Attendance Slip

Registered Folio / DP ID & Client ID	
Name	
Address of Shareholder	
No. of Shares held	

I/We hereby record my/our presence at the 9th Annual General Meeting of the Company at its Registered Office at 414 Empire Complex - East Wing, Senapati Bapat Marg, Lower Parel (West) Mumbai - 400013 on 9th day of September, 2016 at time

Signature of Shareholder / Proxy Present.....

Note: 1.

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy please bring copy of notice and annual report for reference at the meeting

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: U45200MH2007NPL167933

Name of the Company: RBS FOUNDATION INDIA

Registered office: 414 Empire Complex - East Wing, Senapati Bapat Marg,
Lower Parel (West), Mumbai - 400013

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

Sr. no	Name	Address	E-mail Id	Signature
1				
2				
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at theAnnual general meeting/ Extraordinary general meeting of the company, to be held on the..... day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.

1.....

2.....

Affix Revenue Stamp

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

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