

**CNH Industrial Capital  
(India) Private Limited**

**Registered Office:**  
Level-4, Rectangle-I  
D4, Behind Marriot Hotel  
Commercial Complex, D-4,  
Saket, New Delhi – 110017  
Tel: 011-66544146

**Corporate Office**  
4<sup>th</sup> Floor, Plot no. 14A, Sector  
18  
ATC Building, Maruti Industrial  
Complex,  
Gurugram – 122015 Haryana,  
India  
Tel : +91 124-6659104  
E-mail :  
cnhicapindia@cnhind.com

**CIN:**  
**U65999DL2017PTC325228**

## NOTICE

**NOTICE** is hereby given that the **6<sup>th</sup> Annual General Meeting** of the Members of **CNH Industrial Capital India Private Limited** will be held at the Corporate Office of the Company at 4<sup>th</sup> Floor, Plot No.14A, ATC Building, Maruti Industrial Complex, Sector-18, Gurugram-122015, Haryana India on **Thursday, September 28, 2023, at 11:30 AM** to transact the following business.

### Ordinary Business:

- I. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023, together with the Reports of Directors and the Auditor's thereon.

### Special Business:

- I. Appointment of Mr. Narinder Mittal (DIN: 07382202) as a Director of the Company:

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

**“RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of Companies Act, 2013 and any rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Narinder Mittal (DIN: 07382202) who was appointed by the Board of Directors as an Additional Director of the Company with effect from February 10, 2023, whose term of office expires in this Annual General Meeting and who is eligible for appointment and has consented to act as a Director, be and is hereby appointed as a Director of the Company with immediate effect.”

**By order of the Board  
For & on behalf of  
CNH Industrial Capital (India) Private Limited**

**Rini Jangid  
Company Secretary  
ACS 24950**

Date: September 05, 2023  
Place: Gurugram

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**NOTES:**

- a. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE VALID AND EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
- b. Bodies corporate can be represented at the meeting by such person(s) as are authorised. Copies of resolution under section 113 of the Companies Act, 2013, authorising such person(s) to attend the meeting should be forwarded to the Company prior to the meeting.
- c. Proxy Form and Attendance Slips have been annexed with the Notice. Members are required to bring their admission slips to the AGM, the Company will not be able to provide duplicate admission slips or copies of the Report and Accounts at the AGM venue.
- d. Members who have not registered their email addresses so far are requested to register their email address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.
- e. Route map and details of prominent landmark of the venue of AGM is annexed with this Notice.

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**EXPLANATORY STATEMENT**

As required under Section 102 of the Companies Act, 2013 (“Act”) the following Explanatory Statement sets out all material facts relating to the business mentioned under Special Business Item Nos. I of the accompanying Notice:

Item No. I: Mr. Narinder Mittal (DIN: 07382202) was appointed on the Board of the Company as a Non-Executive Director with effect from February 10, 2023. Mr. Narinder Mittal is the Managing Director of the holding company, CNH Industrial India Private Limited. Due to change in management of the holding company, Mr. Narinder Mittal was appointed as an Additional Director w.e.f. February 10, 2023. Mr. Narinder Mittal is eligible to be appointed as a director and has also consented to act as Director of the Company. The Board considers it desirable that the Company should continue to benefit from his association.

Narinder has 20+ years of experience in Industrial Operations comprising of manufacturing, Purchase, Supply Chain, SQE and quality.

He is a Mechanical Engineering Graduate from the Institute National Institute of Technology (REC) - Calicut, India backed by Post graduation in Marketing, Sales and Service and Masters in Business Administration.

The Board recommends the resolution at Item No. 1 of the accompanying Notice for approval of the shareholders.

Mr. Narinder Mittal is deemed to be concerned or interested in Resolution at Special Business Item No. I. None of the other Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the aforesaid Resolution

**By order of the Board  
For & on behalf of  
CNH Industrial Capital (India) Private Limited**

**Rini Jangid  
Company Secretary  
ACS 24950**

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**Attendance Slip**

Name of the Company : CNH Industrial Capital India Private Limited  
Registered Address : 4th Floor, Rectangle No. 1, Behind Marriot Hotel, Commercial Complex,  
D-4, Saket, New Delhi – 110017  
CIN : U65999DL2017PTC325228  
Email : [cnhicapindia@cnhind.com](mailto:cnhicapindia@cnhind.com)  
Telephone : 011-66544081/0124-6659104  
Website : [www.cnhindustrialcapital.com](http://www.cnhindustrialcapital.com)

6<sup>th</sup> Annual General Meeting of the Company on September 28, 2023, at 11:30 a.m at the Corporate Office at 4<sup>th</sup> Floor, Plot No. 14A, ATC Building, Maruti Industrial Complex, Sector -18, Gurugram – 122015, Haryana.

|  |  |
|--|--|
| Folio No. / DP ID Client ID No.                                |  |
| Name of First named Member/Proxy/<br>Authorised Representative |  |
| Name of Joint Member(s), if any:                               |  |
| No. of Shares held   |  |

I/we certify that I/we am/are member(s)/authorised representative/ proxy for the member(s) of the Company.

I/we hereby record my/our presence at the 6<sup>th</sup> Annual General Meeting of the Company being held on September 28, 2023, at 11:30 a.m. at Corporate Office at 4<sup>th</sup> Floor, Plot No. 14A, ATC Building, Maruti Industrial Complex, Sector -18, Gurugram – 122015, Haryana.

.....  
Signature of First holder/Proxy/Authorised Representative

Signature of 1<sup>st</sup> Joint holder

Signature of 2<sup>nd</sup> Joint holder

Note(s):

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the Meeting Venue.
2. Only shareholders of the Company and/or their Authorised Representative/ Proxy will be allowed to attend the Meeting.

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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 : U65999DL2017PTC325228  
Name of the Company : CNH Industrial Capital India Private Limited  
Registered Address : 4th Floor, Rectangle No. 1, Behind Marriot Hotel, Commercial Complex,  
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|                         |                    |
|-------------------------|--------------------|
| Name of the member (s): | E-mail Id:         |
|                         | No. of shares held |
| Registered address:     | Folio No.          |
|                         | DP ID*             |
|                         | Client ID*         |

\* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above named Company hereby appoint:

| S. No. | Name | Address | Email address |                |
|--------|------|---------|---------------|----------------|
| 1      |      |         |               | or failing him |
| 2      |      |         |               | or failing him |
| 3      |      |         |               |                |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 6<sup>th</sup> Annual General Meeting of the Company to be held on September 28, 2023, at 11:30 a.m. at the Corporate Office at 4<sup>th</sup> Floor, Plot No. 14A, ATC Building, Maruti Industrial Complex, Sector -18, Gurugram – 122015, Haryana, and at any adjournment thereof in respect of such resolutions as are indicated below:

I wish my above Proxy to vote in the manner as indicated in the box below:

| S. No.                   | Resolution   | For | Against |
|--------------------------|--|-----|---------|
| <b>Ordinary Business</b> |  |     |         |
| 1                        | To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023, together with the Reports of Directors and the Auditor's thereon |     |         |
| <b>Special Business</b>  |  |     |         |
| 1                        | Appointment of Mr. Narinder Mittal (DIN: 07382202) as a Director of the Company  |     |         |

Signed this ..... day of..... 2023

Signature of shareholder.....

Signature of Proxy holder(s) (1) ..... (2) .....(3) .....

Affix  
Revenue  
Stamp not  
less than  
Rs.1

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**Notes:**

1. 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.
2. A Proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 6<sup>th</sup> Annual General Meeting.
6. Please complete all details including details of member(s) in above box before submission.

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Form No. MGT-12  
Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies  
(Management and Administration) Rules, 2014]

Name of the Company : CNH Industrial Capital India Private Limited  
Registered Address : 4<sup>th</sup> Floor, Rectangle No. 1, Behind Marriot Hotel, Commercial Complex,  
D-4, Saket, New Delhi – 110017

**Polling Paper – Sixth Annual General Meeting**

|  |  |
|--|--|
| Name of the First named shareholder(s) |  |
| Postal Address                         |  |
| E mail Id                              |  |
| Folio/DP ID-Client ID No.              |  |
| Class of Share                         |  |

I hereby exercise my vote in respect of Ordinary / Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

| Resolu<br>tion<br>No. | Resolution   | Vote                          |                |
|-----------------------|--|-------------------------------|----------------|
|                       |  | No of<br>shares held<br>by me | For<br>Against |
|                       | Ordinary Business:   |                               |                |
| I                     | To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023, together with the Reports of Directors and the Auditor's thereon |                               |                |
|                       | Special Business:  |                               |                |
| I                     | Appointment of Mr. Narinder Mittal (DIN: 07382202) as a Director of the Company  |                               |                |

ROUTE MAP OF THE CORPORATE OFFICE ADDRESS OF THE COMPANY**CNH Industrial Capital  
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