

NOTICE

Shorter Notice is hereby given that the **Thirteenth (13th) Annual General Meeting of Houlihan Lokey Advisory (India) Private Limited (Formerly known as GCA India Investment Advisers Private Limited)** will be held, on **Thursday, September 26, 2024** at the registered office of the Company situated at **146, Maker Chamber VI, Nariman Point, Mumbai, Maharashtra - 400021** at **04:00 p.m. IST** to transact the following business:

❖ ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company comprising of the Audited Balance Sheet as on March 31, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon;
2. To approve the re-appointment of M/s BSR & Co LLP (FRN:101248W/W-100022), as the Statutory Auditors of the Company for a further term of 5 Financial Years (From April 01, 2024 till March 31, 2029) and to fix their remuneration.

❖ SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass the following resolution with or without modification as an **ORDINARY RESOLUTION:**

APPOINTMENT OF MR. DANIEL WALTER ALEXANDER WILLIAMS (DIN: 10417638) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY:

“RESOLVED THAT pursuant to section 152 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Daniel Walter Alexander Williams (DIN: 10417638), who was appointed as an Additional Director of the Company with effect from February 01, 2024, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and any other applicable provisions if any, of the Act and who holds office up to the date of this Annual General Meeting, being so eligible, be and is hereby appointed as a Non-Executive Director of the Company;

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorised to file relevant E-Forms with the Ministry of Corporate Affairs, electronically, and to do such other acts, deeds and things as may be considered necessary in connection with the above appointment.”

Houlihan Lokey Advisory (India) Private Limited

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Regd. Office: 146, 14th Floor, Maker Chamber VI, Nariman Point, Mumbai 400021, India | GSTN: 27AAECG1826F1ZU | Tel. +91 22 6106 9000

Corporate office: 5th Floor, WeWork, DLF Two Horizon Centre, DLF Phase 5, Gurugram, Haryana 122002, India | GSTN: 06AAECG1826F1ZY

Corporate office: 14th Floor, We Work, Enam Sambhav C-20, G Block, Bandra Kurla Complex, Mumbai 400021, India | GSTN: 27AAECG1826F1ZU

Regulated by the Securities and Exchange Board of India as an Investment Advisor: Registration Number: INA000001217 CIN: U74900MH2011PTC215146

4. To consider and, if thought fit, to pass the following resolution with or without modification as an **ORDINARY RESOLUTION:**

APPOINTMENT OF MR. SIMON FREDERICK THE EARL OF WOOLTON (DIN: 10478309) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY:

“RESOLVED THAT pursuant to section 152 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Simon Frederick The Earl of Woolton (DIN: 10478309), who was appointed as an Additional Director of the Company with effect from February 01, 2024, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and any other applicable provisions if any, of the Act and who holds office up to the date of this Annual General Meeting, being so eligible, be and is hereby appointed as a Non-Executive Director of the Company;

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorised to file relevant E-Forms with the Ministry of Corporate Affairs, electronically, and to do such other acts, deeds and things as may be considered necessary in connection with the above appointment.”

**For Houlihan Lokey Advisory (India) Private Limited
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Daniel Williams
Additional Director
DIN: 10417638
Address: 42 Vardens Road, London SW11 1RH, United Kingdom
Email ID: dan.williams@hl.com

Dated: September 26, 2024
Place: Mumbai

Registered office address: 146, Maker Chamber VI, Nariman Point, Mumbai, Maharashtra - 400021.
CIN: U74900MH2011PTC21514

❖ **NOTES:**

- A. Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the Annual General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice.
- B. All documents referred to in the Notice are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. and 1:00 p.m. upto the date of the AGM and at the venue of the Meeting for the duration of the Meeting.
- C. Corporate members are requested to send a duly certified true copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
- D. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- E. **Route Map*** showing directions to reach the venue of the AGM is given at the end of this Notice.

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EXPLANATORY STATEMENT

(Pursuant to the provision of section 102 of the Companies Act, 2013)

SPECIAL BUSINESS

Item No.3:

Mr. Daniel Walter Alexander Williams (DIN: 10417638) was appointed as an Additional Director of the Company on February 01, 2024 by the Board of Directors of the Company. According to the provisions of Section 161 of the Companies Act, 2013, Mr. Daniel Walter Alexander Williams (DIN: 10417638), will hold office as an Additional Director only up to the date of the ensuing Annual General Meeting and hence is required to be reappointed as Non-Executive Director of the Company.

The Board of Directors recommends the passing of the Ordinary resolution for approval of the Shareholders.

Mr. Daniel Walter Alexander Williams (DIN: 10417638), is interested in the resolution in respect of his appointment. None of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the said resolution.

Brief particulars about Mr. Daniel Walter Alexander Williams (DIN: 10417638), are mentioned below:

Particulars	Information
Date of Birth	24/06/1969
Qualification	MA (Hons)
Experience	Professional experience in relevant field
Terms and conditions of appointment along with details of remuneration sought to be paid, and remuneration last drawn by such person, if applicable	As per the terms agreed with the Board of Directors
Date of first appointment	01/02/2024
Shareholding	Not Applicable
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Not Applicable
Number of meetings of the Board attended during the year	3
Other Directorships Memberships/Chairman ships of other Committees of the Board	Member of the CSR Committee of the Company

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EXPLANATORY STATEMENT

(Pursuant to the provision of section 102 of the Companies Act, 2013)

SPECIAL BUSINESS

Item No.4:

Mr. Simon Frederick The Earl Of Woolton (DIN: 10478309) was appointed as an Additional Director of the Company on February 01, 2024 by the Board of Directors of the Company. According to the provisions of Section 161 of the Companies Act, 2013, Mr. Simon Frederick The Earl Of Woolton (DIN: 10478309), will hold office as an Additional Director only up to the date of the ensuing Annual General Meeting and hence is required to be reappointed as Non-Executive Director of the Company.

The Board of Directors recommend the passing of the Ordinary resolution for approval of the Shareholders.

Mr. Simon Frederick The Earl Of Woolton (DIN: 10478309) is interested in the resolution in respect of his appointment. None of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the said resolution.

Brief particulars about Mr. Simon Frederick The Earl Of Woolton (DIN: 10478309), are mentioned below:

Particulars	Information
Date of Birth	24/05/1958
Qualification	MA (Hons)
Experience	Professional experience in relevant field
Terms and conditions of appointment along with details of remuneration sought to be paid, and remuneration last drawn by such person, if applicable	As per the terms agreed with the Board of Directors
Date of first appointment	01/02/2024
Shareholding	Not Applicable
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Not Applicable
Number of meetings of the Board attended during the year	3
Other Directorships Memberships/Chairman ships of other Committees of the Board	None

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**For Houlihan Lokey Advisory (India) Private Limited
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Daniel Williams

Additional Director

DIN: 10417638

Address: 42 Vardens Road, London SW11 1RH, United Kingdom

Email ID: dan.williams@hl.com

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HOULIHAN LOKEY ADVISORY (INDIA) PRIVATE LIMITED

Regd. Office: 146, Maker Chamber VI, Nariman Point, Mumbai, Maharashtra

Tel No.: 91 22 6106 9000 E-mail: sameer.jindal@hl.com

CIN: U74900MH2011PTC215146

ENTRANCE PASS/ ATTENDANCE SLIP

(To be presented at the entrance)

THIRTEENTH (13th) ANNUAL GENERAL MEETING ON THURSDAY, SEPTEMBER 26, 2024 TO BE HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED 146, MAKER CHAMBER VI, NARIMAN POINT, MUMBAI, MAHARASHTRA - 400021, AT 04:00 P.M. IST, AT A SHORTER NOTICE

1. Name(s) of First named member/ Authorized Representative:
(Including joint-holders, if any)
2. Registered Address of the First named member:
3. Registered Folio No./
DPID/ Client ID No :
4. No. of shares held :

I certify that I am a Registered Shareholder of the Company as per details above. I hereby record my presence at this Thirteenth (13th) Annual General Meeting of the Company being held, at shorter notice, on **Thursday, September 26, 2024** to be held at the registered office of the Company situated at **146, Maker Chamber VI, Nariman Point, Mumbai, Maharashtra - 400021** at **04:00 p.m. IST**.

Signature of the First named member/ Authorized Representative

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 will be allowed to attend the Meeting.

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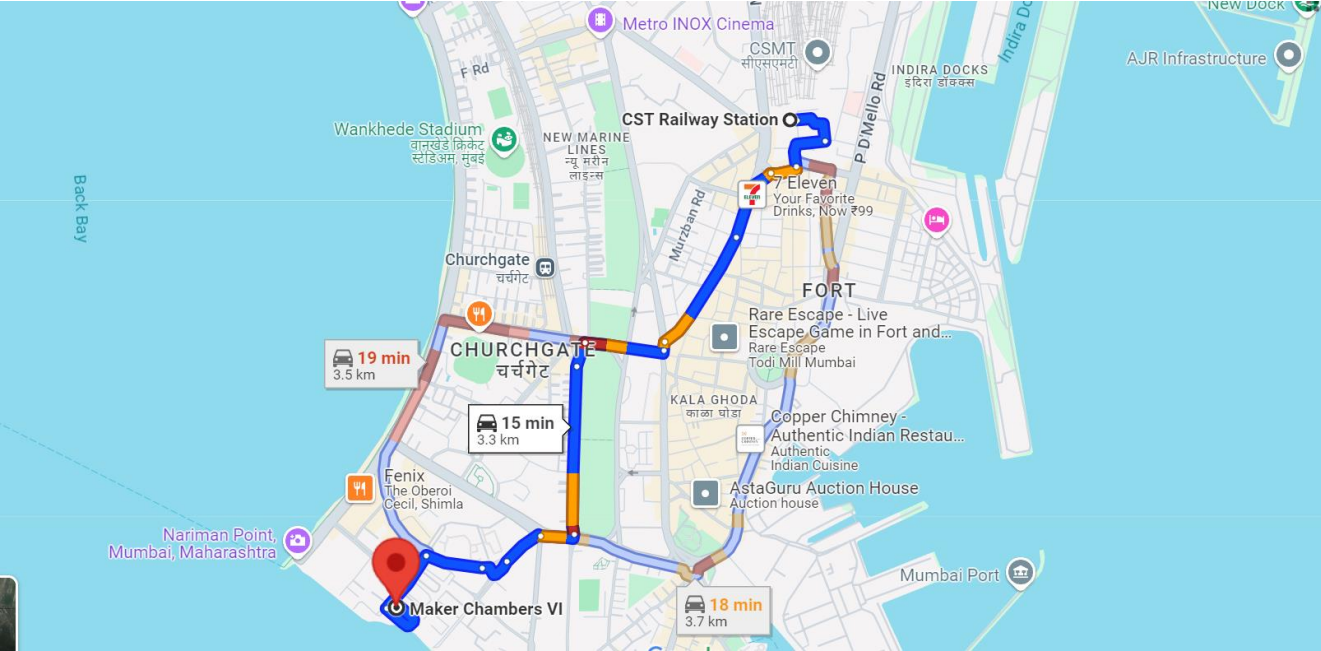
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***Route Map**



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