

MACMILLAN EDUCATION INDIA PRIVATE LIMITED

Regd Off: 21, Patullos Road, Chennai-600002

CIN – U22219TN2008PTC067704

Email: seema.rajwanshi@macmillaneducation.com

www.macmillaneducation.com Ph. 044-30915100

NOTICE CONVENING THE SIXTEENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Sixteenth Annual General Meeting of the members of the Company will be held on Thursday, the 26th day of September 2024 at 3:00 PM through video conferencing facility to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2024 including the audited Balance Sheet as at 31st March 2024 and the statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To declare final dividend:

To consider, and if thought fit to pass, with or without, modification the following resolution as Ordinary Resolution:

“RESOLVED THAT in terms of the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby granted for payment of Final Dividend on Equity Shares at the rate of 200% (Two Hundred per cent) [i.e. 20/- (Rupees Twenty Only) per Equity Share of Face Value of 10/- (Rupees Ten Only)] for the Financial Year ended March 31, 2024.”

Special Business:

1. Regularization of Additional Director, Mr. Aakarshan Mookim (DIN: 10441738) as Director of the Company.

To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Aakarshan Mookim (DIN: 10441738), who was appointed as an Additional Director who holds office up to the date of this Annual General Meeting in terms of Section of the Company by the Board of Directors with effect from 25th day of January, 2024 as per section 161(1) of the Companies Act, 2013 (the “Act”) and who is eligible for appointment and has

consented to act as Director of the Company and in respect of whom the Company be and is hereby appointed as a Director of the Company.”

By Order of the Board

DocuSigned by:
Seema Rajwanshi
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Seema Rajwanshi
Company Secretary

Place : Noida
Date : 22 August 2024

NOTES:

1. In view of the COVID 19 pandemic, the Ministry of Corporate Affairs vide its Circular dated 5th May, 2020 read with Circulars dated 8th April, 2020, 13th April, 2020 and 28th December 2022 (collectively referred to as 'Circulars'), has introduced certain measures enabling companies to convene their Annual General Meetings (AGM/ Meeting) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and also send notice of the Meeting and other correspondences related thereto, through electronic mode. In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2024 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (collectively referred to as Notice) have been sent to members through their e- mail ids registered with the Company or the Registrar and Share Transfer Agent and no physical copy of the Notice has been sent by the Company to any member.
2. The Notice of the 16th Annual General Meeting has also been hosted on the website of the Company.
3. The meeting shall be deemed to be conducted at the Registered Office of the Company situated at 21, Patullos Road, Chennai – 600002.
4. Members may attend the AGM using VC facility by joining on the link [Join the meeting now](#) through their desktop/laptop/mobile. Members shall be required to keep their camera on so as to enable the participants to see each other. Members who face technical difficulty in accessing the meeting may contact Ms. Richa Singh at +91 8851180045.
5. The meeting will be conducted following the below process:
 - i. The link for joining the meeting will be made active 15 minutes prior to the meeting i.e. at 2:45p.m on 26th September 2024. Members are requested to join the meeting on time.
 - ii. Since this meeting is being held through video conferencing, physical attendance of members has been dispensed with. Therefore, appointment of proxies is not applicable.
 - iii. Pursuant to Section 113 of the Act, corporate members are requested to send the intimation authorizing their representative to attend and vote at the AGM, by e-mail to seema.rajwanshi@springernature.com not less than 48 hours before the meeting.

6. 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 and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice can be inspected in electronic mode by sending a request on email to seema.rajwanshi@springernature.com.

EXPLANATORY STATEMENT ANNEXED ALONGWITH THE NOTICE AS PER

SECTION 102 OF THE COMPANIES ACT, 2013

Regularization of Additional Director, Mr. Aakarshan Mookim (DIN: 10441738) as Director of the Company.

Mr. Aakarshan Mookim was first inducted to the Board at the Board Meeting held on 25th January 2024 and in the same meeting he was appointed as the Additional Director. In terms of Section 161(1) of the Companies Act, 2013, Mr. Aakarshan Mookim can hold office only up to the date of the ensuing Annual General Meeting.

The Board is of the opinion that the appointment and presence of Mr. Aakarshan Mookim on the Board of the Company will be desirable, beneficial and in the best interest of the Company. The Board recommends the resolution set out in item no. 1 of Special Business for approval of the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives, in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.