



Level 6, 4, North Avenue,
Maker Maxity
Bandra Kurla Complex
Bandra East
Mumbai
400051
India
Tel no: +912268421401
www.bernsteinresearch.com

Date : 26th September 2022

To,

ALL THE MEMBERS

NOTICE OF ANNUAL GENERAL MEETING

Shorter Notice is hereby given that the 5th Annual General Meeting of the Members of the Company will be held on **Wednesday, 28th September, 2022 at 12:00 p.m.** at the registered office of the Company situated at Level 6, 4 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra East, Mumbai-400051, Maharashtra.

1. TO CONSIDER THE APPOINTMENT OF CHAIRMAN.

Ordinary Business:

2. ADOPTION OF AUDITED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022:

To receive, consider and adopt the Audited Financial Statement of the Company comprising of Balance Sheet as of 31st March, 2022, Statement of Profit & Loss, Cash Flow Statement along with Schedules and Notes for the year ended on that date, Auditors and Board's Report thereon, for the financial year ended 31st March, 2022.

“RESOLVED THAT the Financial Statements for the period ended 31st March, 2022 along with the Auditors Report and Directors Report thereon laid before this meeting be and is hereby adopted.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution, and to comply with all other requirements in this regard."

Special Business:

3. CHANGE IN DESIGNATION OF MR. AYUSH NAGARAJ (DIN: 09721375) AS A DIRECTOR OF THE COMPANY:

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



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“RESOLVED THAT Mr. Ayush Nagaraj, who was appointed as an Additional Director on the Board of Directors of the Company with effect from 23rd September 2022, in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

You are requested to make it convenient to attend the meeting.

Yours sincerely,

For **SANFORD C. BERNSTEIN (INDIA) PRIVATE LIMITED**

Rupal Talati
Company Secretary/Director



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Note:

- A member entitled to attend and vote at the Annual General Meeting is entitled to appoint another person as a proxy to attend and vote instead of himself/ herself. A Proxy form is appended with the attendance slip.
- The proxy need not be a member of the Company. In order to be valid, the duly signed and completed proxy must be received by the Company at its registered office not later than 48 hours before the commencement of the above said Meeting.
- Corporate Shareholders (other than individuals) are required to send a scan copy (PDF/JPG Format) of board or governing body resolution/ authorization etc. authorizing its representative to attend and vote in the AGM on its behalf. The said resolution/ Authorization shall be sent to the Company Secretary and Compliance Officer – Mrs. Rupal Talati by e-mail at rupal.talati@bernstein.com.
- Proxy form, attendance slip, and Route map are annexed to the Notice of the meeting.
- Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed to the Notice of the meeting
- The members can cast their vote by show of hands during the AGM.
- Register of Directors & Key Managerial personnel and their shareholding will be kept open at the time of the meeting for the inspection by the members.

For SANFORD C. BERNSTEIN (INDIA) PRIVATE LIMITED

Rupal Talati
Company Secretary/Director
DIN: 08192983



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

Item No.3.

CHANGE IN DESIGNATION OF MR. AYUSH NAGARAJ (DIN: 09721375) AS A DIRECTOR OF THE COMPANY

Mr. Ayush Nagaraj was appointed as an Additional Director under section 161 of the Companies Act, 2013 with effect from 23rd September 2022 and holds office up to the date of forthcoming Annual General Meeting of the Company. However, in order to regularize his appointment as a Director the approval of the members of the Company is sought.

None of the Directors, Key Managerial Personnel and their relatives are in any way, financially or otherwise concerned or interested in the aforesaid resolution.

The Board recommends this resolution for approval by the Members of the Company as an Ordinary Resolution.

Name of Director	Ayush Nagaraj
Director Identification Number (DIN)	09721375
Nationality	Indian
Date of first appointment on the Board	26th September 2022
Age	41 Years
Qualifications	<ul style="list-style-type: none">• IIM BANGALORE – PGDM (MBA) – 2006-2008• PES INSTITUTE OF TECHNOLOGY – Bachelor of Engineering, Computer Science – 1999-2003• Technical Analysis - Chartered Market Technician (CMT)
Experience	<ul style="list-style-type: none">• BERNSTEIN – Co Head of Asia High Touch Trading – 2010-Present<ol style="list-style-type: none">1. 2019-present – Managed 8 member Asia high touch trading team2. 2010-2019 – Asia high touch trading, technical analyst covering Hedge Funds3. Covered clients across US, Aus, HK and Singapore for all markets in Asia• RBS / ABN AMRO – Asia sales-trading –



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	2008-2010 4. 2008-2010 – Asia high touch trading covering clients across HK, Sing • HEWLETT PACKARD – Software Developer – 2003-2006 5. 2003-2006 – Worked on J2EE project which enabled online ordering of printer cartridges
List of directorships in other Indian Companies	Nil
Chairman in the Committees of the Boards of companies in which he/she is a Director	Nil
Membership in the Committees of the Boards of companies in which he/she is a Director	Nil
Number of shares held in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	None
Remuneration sought to be paid	-
Last drawn remuneration	-
Terms and Conditions of Appointment/Reappointment	As per terms agreed between Director & Company
The number of Meetings of the Board attended during the year	1

For SANFORD C. BERNSTEIN (INDIA) PRIVATE LIMITED

Rupal Talati
Company Secretary
DIN: 08192983



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ATTENDANCE SLIP

(to be surrendered at the time of entry)

ANNUAL GENERAL MEETING –28TH SEPTEMBER, 2022

Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 5th Annual General Meeting of the Company to be held on Wednesday, 28th September, 2022 at the registered office of the Company situated at Level 6, 4 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra East, Mumbai-400051

Name & Address of the member	
Name of the Proxy/ Authorised Representative	
Regd. Folio / DPID No. & Client ID No.	
No. of Equity Shares held	

*Signature of Members / Joint Member(s)/
Proxy / Authorized Representative
(To be signed at the time of handing over this slip)*

NOTES:

- 1. Members/ Proxy holders are requested to bring their copy of the Notice and Annual Report with them at the meeting.*
- 2. Please carry with you this Attendance Slip and hand over the same duly signed at the space provided, at the entrance of the meeting hall.*



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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]

SANFORD C. BERNSTEIN (INDIA) PRIVATE LIMITED
Level 6, 4 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra East Mumbai
400051

Name of the Member(s)	:	
Registered Address	:	
E-Mail ID	:	
Folio No/Client ID*	:	
DP ID*	:	

(* Applicable for investors holding shares in electronic form)

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

1. Name:	2. Name:	3. Name:
Address:	Address:	Address:
Email ID:	Email ID:	Email ID:
Signature:	Signature:	Signature:

or failing him/her;

or failing him/her;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **5th Annual General Meeting** of the Company, to be held on **Wednesday, 28th September, 2022** at **Level 6, 4 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra East Mumbai 400051** and at any adjournment thereof in respect of such resolutions as are indicated below:



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S. No.	Resolutions	Optional	
		For	Against
	Ordinary Business:		
1	Election of Chairman to Preside over Meeting		
2	Adoption Of Audited Financial Statement For The Year Ended 31 st March, 2022		
	Special Business:		
3	Change in Designation of Mr. Ayush Nagaraj (DIN: 09721375) as a Director of the Company		

Signed this _____ day of September 2022.

Affix
Revenue Stamp
of Re. 1

Signature of the Shareholder

Signature of first
proxyholder

Signature of second
proxyholder

Signature of third
proxyholder

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.



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Route MAP

The route map of the location of the 5th Annual General Meeting of SANFORD C. BERNSTEIN (INDIA) PRIVATE LIMITED to be held on Wednesday, 28th September, 2022 at the registered office of the Company situated at Level 6, 4 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra East Mumbai 400051 as per Secretarial standard -2 issued by the ICSI is given below:

