

**HYUNDAI MOTOR INDIA LIMITED**

CIN: U29309TN1996PLC035377

**Regd. Office & Factory: Plot No H-1, SIPCOT Industrial Park  
Irrungattukottai, Sriperumbudur Taluk, Kancheepuram District – 602 117****NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

**SHORTER NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF HYUNDAI MOTOR INDIA LIMITED (EGM 02/2024-25) WILL BE HELD ON FRIDAY, THE 7<sup>th</sup> JUNE 2024 AT 11.00 A.M. AT THE CORPORATE OFFICE OF THE COMPANY AT C -11, CITY CENTRE, URBAN ESTATE, GURUGRAM, HARYANA- 122001 TO TRANSACT THE FOLLOWING BUSINESS:**

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**SPECIAL BUSINESS****1. TO CONSIDER AND APPROVE THE APPOINTMENT OF MS. SHALINI PUCHALAPALLI (DIN: 07820672) AS AN INDEPENDENT DIRECTOR**

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

**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to Regulations 16(1)(b), 17 and applicable regulations of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and subject to receipt of No Objection Certificate (NOC), if any, Ms. Shalini Puchalapalli (DIN: 07820672) (Independent Director Registration Number: IDDB-DI-202307- 050357) who was appointed as an Additional Director at the Board Meeting held on 7<sup>th</sup> June, 2024 be and is hereby appointed as an Independent Director, for a term of four (4) consecutive years with effect from 7<sup>th</sup> June, 2024 and shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197 and other applicable provisions, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to Regulation 17(6)(a) and applicable regulations of SEBI Listing Regulations, Ms. Shalini Puchalapalli (DIN: 07820672), shall be entitled to receive sitting fees of Rs. 1,00,000/- per meeting for attending meetings of the Board and Rs. 60,000/- per meeting for attending any committee meetings and annual commission of Rs. 60,00,000/- per year comprising of Fixed remuneration of Rs. 55,00,000/- per year and Committee Chairperson allowance of Rs. 5,00,000/- as per the terms of appointment and as may be determined by the Board from time to time provided that such amounts in aggregate to be paid shall not exceed, one per cent of the net profits of the Company for each Financial Year as computed in the manner laid down in section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof and such

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payments shall be made with respect to the profits of the Company for each financial year, for a period of four (4) consecutive years i.e, for financial years 2024-25 to 2027-28.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, each of the directors of the Board and Ms. Divya Venkat, Company Secretary of the Company, severally, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Tamil Nadu at Chennai, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be."

**2. TO CONSIDER AND APPROVE THE APPOINTMENT OF MS. SREE KIRAT PATEL (DIN: 03554790) AS AN INDEPENDENT DIRECTOR**

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

**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to applicable regulations of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") Ms. Sree Kirat Patel (DIN: 03554790) (Independent Director Registration Number: IDDB-DI-202010-030110) who was appointed as an Additional Director at the Board Meeting held on 7<sup>th</sup> June, 2024 be and is hereby appointed as an Independent Director, for a period of three (3) consecutive years with effect from 7<sup>th</sup> June, 2024 and shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197 and other applicable provisions, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to Regulation 17(6)(a) and applicable regulations of SEBI Listing Regulations, Ms. Sree Kirat Patel (DIN: 03554790), shall be entitled to receive sitting fees of Rs. 1,00,000/- per meeting for attending meetings of the Board and Rs. 60,000/- per meeting for attending any committee meetings and annual commission of Rs. 60,00,000/- per year comprising of Fixed remuneration of Rs. 55,00,000/- per year and Committee Chairperson allowance of Rs. 5,00,000/- as per the terms of appointment and as

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may be determined by the Board from time to time provided that such amounts in aggregate to be paid shall not exceed, one per cent of the net profits of the Company for each Financial Year as computed in the manner laid down in section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof and such payments shall be made with respect to the profits of the Company for each financial year, for a period of three (3) consecutive years i.e, for financial years 2024-25 to 2026-27.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, each of the directors of the Board and Ms. Divya Venkat, Company Secretary of the Company, severally, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Tamil Nadu at Chennai, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be."

**3. TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. AJAY TYAGI (DIN: 00187429) AS AN INDEPENDENT DIRECTOR**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to applicable regulations of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") Mr. Ajay Tyagi (DIN: 00187429) (Independent Director Registration Number: IDDB-DI-202308-050753) who was appointed as an Additional Director at the Board Meeting held on 7<sup>th</sup> June, 2024 be and is hereby appointed as an Independent Director, for a period of three (3) consecutive years with effect from 7<sup>th</sup> June, 2024 and shall not be liable to retire by rotation.

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**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197 and other applicable provisions, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to Regulation 17(6)(a) and applicable regulations of SEBI Listing Regulations, Mr. Ajay Tyagi (DIN: 00187429), shall be entitled to receive sitting fees of Rs. 1,00,000/- per meeting for attending meetings of the Board and Rs. 60,000/- per meeting for attending any committee meetings and annual commission of Rs. 60,00,000/- per year comprising of Fixed remuneration of Rs. 55,00,000/- per year and Committee Chairperson allowance of Rs. 5,00,000/- as per the terms of appointment and as may be determined by the Board from time to time provided that such amounts in aggregate to be paid shall not exceed, one per cent of the net profits of the Company for each Financial Year as computed in the manner laid down in section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof and such payments shall be made with respect to the profits of the Company for each financial year, for a period of three (3) consecutive years i.e, for financial years 2024-25 to 2026-27.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, each of the directors of the Board and Ms. Divya Venkat, Company Secretary of the Company, severally, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Tamil Nadu at Chennai, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and further to do or cause to be done all such acts, deeds, matters and things and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be."

#### **4. TO APPROVE THE REMUNERATION PAYABLE TO THE COST AUDITORS FOR THE FINANCIAL YEAR 2024-25**

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

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the Members of the Company be and is hereby accorded for the payment of remuneration of Rs.7,00,000 (Rupees Seven Lakhs only) plus applicable GST and reimbursement of out of pocket expenses to M/s. Geeyes & Co., Cost & Management Accountants (Firm Registration No: 000044) for audit of cost records prepared and maintained

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by the company pertaining to the Product(s) Other Machinery (Engine, Engine components and Transmission components) of the Company for the Financial Year 2024-25.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, each of the directors of the Board and Ms. Divya Venkat, Company Secretary of the Company severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Tamil Nadu at Chennai, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to give effect to the above resolution."

**5. To take note of resignation of the following Directors with effect from 7<sup>th</sup> June, 2024:**

- I) Mr. Kuen Han Yi (DIN: 09032171) as a Director
- II) Mr. Jong Hoon Lee (DIN: 08408414) as a Whole-time Director
- III) Ms. Hyunju Kim (DIN: 10046560) as a Director
- IV) Mr. Jae Wan Ryu (DIN: 10482651) as a Director and Whole-time Director, and membership from CSR Committee
- V) Mr. Wangdo Hur (DIN: 10039866), as a Director and Whole-time Director, and membership from CSR Committee

**By order of the Board  
For HYUNDAI MOTOR INDIA LIMITED**



**DIVYA VENKAT  
COMPANY SECRETARY  
M. NO. A33561**

*Flat 324, 3<sup>rd</sup> Floor, Millenium Town,  
Adyalampattu Village, West Mogappair Extension,  
Tiruvallur, Tamilnadu - 600095*

**Date: June 7, 2024**

**Place: Gurugram**

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**NOTES:**

1. The Extra Ordinary General Meeting is being convened at a shorter notice pursuant to Section 100 and 101(1) of the Companies Act, 2013 with the consent given in writing/by electronic mode by majority of the members entitled to vote and who represent not less than ninety-five percent of such part of the paid-up share capital of the company having right to vote at this meeting. Kindly make yourself available at the meeting.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend instead of himself/herself and the proxy need not be a member. A blank Proxy Form is enclosed which, if used, should be returned to the Company duly completed before the commencement of the meeting. The instrument appointing the proxy, in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting

A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% (ten per cent) of the total share capital of the company. In case a proxy is proposed to be appointed by a member holding more than 10% (ten per cent) of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts of the Notice convening the Extra-ordinary General Meeting is annexed.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. All documents referred to in this Notice and Explanatory Statement annexed hereto are available for inspection by the members of the Company at the Registered Office of the Company during the business hours on all working days upto the date of the EGM and also during the meeting.
6. Members/Proxies/ authorized representatives are requested to bring the duly filled in Attendance Slip to the Meeting.
7. In accordance with the requirements of Secretarial Standard on General Meetings (SS-2), Route map and prominent land mark for easy location of the venue of the Meeting is provided as part of this notice.

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### **Annexure to the Notice**

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts relating to the Special business mentioned in the accompanying Notice.**

**ITEM NO 1, 2 & 3: TO CONSIDER AND APPROVE THE APPOINTMENT OF MS. SHALINI PUCHALAPALLI (DIN: 07820672), MS. SREE KIRAT PATEL (DIN: 03554790) AND MR. AJAY TYAGI (DIN: 00187429) AS INDEPENDENT DIRECTORS**

The Board of Directors of the Company ("Board") at its meeting held on 07<sup>th</sup> June, 2024 had appointed Ms. Shalini Puchalapalli (DIN: 07820672), Ms. Sree Kirat Patel (DIN: 03554790) and Mr. Ajay Tyagi (DIN: 00187429), as Additional Directors (Non-Executive, Independent) of the Company in accordance with applicable laws, including the Companies Act, 2013 and the provisions of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), each as amended, in connection with the Offer of the Equity Shares. In this connection, the Board is of the opinion that they fulfil the criteria for independent directors, as set out in the Companies Act, 2013, related rules framed thereunder and the SEBI Listing Regulations and that they are independent of the management of the Company.

It is proposed to appoint Ms. Shalini Puchalapalli (DIN: 07820672) for a term of four (4) consecutive years effective from 7<sup>th</sup> June, 2024, not liable to retire by rotation and Ms. Sree Kirat Patel (DIN: 03554790) and Mr. Ajay Tyagi (DIN: 00187429) for a term of three (3) consecutive years effective from 7<sup>th</sup> June, 2024, not liable to retire by rotation.

The Company has received from Ms. Shalini Puchalapalli (DIN: 07820672), Ms. Sree Kirat Patel (DIN: 03554790) and Mr. Ajay Tyagi (DIN: 00187429) (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act, (iii) the declaration under Section 184(1) of the Companies Act, 2013 in Form MBP-1 and (iv) a declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations. They do not hold any equity shares of the Company.

The terms and conditions for appointment of Ms. Shalini Puchalapalli (DIN: 07820672), Ms. Sree Kirat Patel (DIN: 03554790) and Mr. Ajay Tyagi (DIN: 00187429) as Independent Directors of the Company shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Pursuant to Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, the information pertaining to the Directors is given below for the perusal of the Members.

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Particulars	Details	Details	Details
Name and DIN of the Director	Ms. Shalini Puchalapalli (DIN: 07820672)	Ms. Sree Kirat Patel (DIN: 03554790)	Mr. Ajay Tyagi (DIN: 00187429)
Age	51 (27.06.1973)	65 (12.06.1958)	65 (10.12.1958)
Nationality	Indian	Indian	Indian
Qualification	<ul style="list-style-type: none"> <li>Executive Education, Global Leadership and Public Policy from Harvard University</li> <li>MBA from INSEAD</li> <li>PGD PM&amp;IR, HR from XLRI Jamshedpur</li> <li>B.Tech, Civil Engineering from Indian Institute of Technology, Madras</li> </ul>	<ul style="list-style-type: none"> <li>LLB (Bachelors of Law) from Government Law College - Mumbai</li> <li>B. Com and Economics from H.R. College of Commerce and Economics</li> </ul>	<ul style="list-style-type: none"> <li>Master's in Public Administration from Harvard University</li> <li>M-Tech, Computer Science from Indian Institute of Technology, Kanpur</li> <li>B.Tech, Electrical Engineering from Delhi College of Engineering</li> </ul>
Experience	<ul style="list-style-type: none"> <li>Ms. Shalini Puchalapalli is currently serving as the Managing Director and Country Head for Google Customer Solutions.</li> <li>She serves as an Independent Director at the Godrej Consumer Products Limited, a leading listed FMCG company in India.</li> <li>She also served as Category Director at Amazon India and CEO for Lehar Foods Business at PepsiCo, where she orchestrated a successful business turnaround through</li> </ul>	<ul style="list-style-type: none"> <li>Ms. Sree Kirat Patel, currently serving as the Chief Counsel for India and AMEA Legal Lead at Mondelēz International, boasts a distinguished career marked by significant roles in legal and corporate affairs.</li> <li>She serves as an Independent Director at Greaves Cotton India Limited, a leading engineering company, which is an end-to-end energy solutions company.</li> <li>She held the position of Vice-President, Legal &amp;</li> </ul>	<ul style="list-style-type: none"> <li>Mr. Ajay Tyagi, served as the Chairman of the Securities and Exchange Board of India (SEBI), the regulatory body for securities and the commodity market.</li> <li>With a distinguished career spanning 33 years' in the Indian Administrative Service, he held key positions in both Central and State Governments.</li> <li>Mr. Tyagi specializes in the financial sector, particularly in capital markets,</li> </ul>

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	<p>strategic business model transformation.</p> <ul style="list-style-type: none"> <li>Ms. Puchalapalli possesses a unique blend of expertise spanning Sales, Finance, Supply Chain, and Human Resources. Her leadership roles in Tech, e-commerce, and FMCG have equipped her with a profound understanding of marrying digital with physical, making her a distinguished leader in the dynamic landscape of today's business environment.</li> <li>In addition to her corporate prowess, she is a passionate advocate for women's rights. With a dedicated focus on women's empowerment and the prevention of female feticide for the past 25 years, she exemplifies a commitment to social responsibility beyond the boardroom.</li> </ul>	<p>Corporate Affairs at GlaxoSmithKline Pharmaceuticals Limited. In this senior executive role, she supported the South Asian Pharmaceuticals Business and the Global Center of Excellence for Branded Generics. Her responsibilities included navigating complex legal and regulatory environments across multiple jurisdictions, representing the company before government and industry associations, and overseeing the Company Secretariat function.</p>	<p>and has also worked extensively in the fields of environment and energy.</p> <ul style="list-style-type: none"> <li>He serves as an Independent Director at the Larsen &amp; Toubro (L&amp;T), a leading Indian MNC engaged in technology, engineering, construction, manufacturing, and financial services.</li> <li>He also serves as a Board member of Gujarat International Finance Tech-city (GIFT City) is India's first International Financial Services Centre (IFSC)) which is being developed as a global financial services hub.</li> <li>Mr. Tyagi served as an Additional Secretary in the Department of Economic Affairs, Ministry of Finance, Government of India, handling diverse subjects like Capital Markets, Investment,</li> </ul>
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			<p>Infrastructure Financing, Financial Sector Reforms, Financial Stability Issues, matters relating to FATF, drafting of Insolvency and Bankruptcy code, and Coins &amp; Currency.</p> <ul style="list-style-type: none"> <li>• Joint Secretary in the Ministries of Environment &amp; Forests and Petroleum &amp; Natural Gas.</li> <li>• Chairman of Central Pollution Control Board and Secretary of the Petroleum and Natural Gas Regulatory Board.</li> <li>• Additional Chief Secretary and Principal Secretary in the Departments of Finance, Planning, Industries, and Information Technology in the Government of Himachal Pradesh.</li> </ul>
Terms and conditions of appointment	It is proposed to appoint Ms. Shalini Puchalapalli (DIN: 07820672) for a term of four (4) consecutive years effective from 7 <sup>th</sup> June, 2024, not liable to retire by rotation	It is proposed to appoint Ms. Sree Kirat Patel (DIN: 03554790) for a term of three (3) consecutive years effective from 7 <sup>th</sup> June, 2024, not liable to retire by rotation.	It is proposed to appoint Mr. Ajay Tyagi (DIN: 00187429) for a term of three (3) consecutive years effective from 7 <sup>th</sup> June, 2024, not liable to retire by rotation.
Remuneration sought to be paid	<ul style="list-style-type: none"> <li>• Sitting fees of Rs. 1,00,000/- per Board meeting</li> </ul>	<ul style="list-style-type: none"> <li>• Sitting fees of Rs. 1,00,000/- per Board meeting</li> </ul>	<ul style="list-style-type: none"> <li>• Sitting fees of Rs. 1,00,000/- per Board meeting</li> </ul>

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	<ul style="list-style-type: none"> <li>• Sitting fees of Rs. 60,000/- per committee meeting</li> <li>• Annual commission of Rs. 60,00,000/- per year comprising of: <ul style="list-style-type: none"> <li>a) Fixed remuneration of Rs. 55,00,000/- per year</li> <li>b) Committee Chairperson allowance of Rs. 5,00,000/-</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Sitting fees of Rs. 60,000/- per committee meeting</li> <li>• Annual commission of Rs. 60,00,000/- per year comprising of: <ul style="list-style-type: none"> <li>a) Fixed remuneration of Rs. 55,00,000/- per year</li> <li>b) Committee Chairperson allowance of Rs. 5,00,000/-</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Sitting fees of Rs. 60,000/- per committee meeting</li> <li>• Annual commission of Rs. 60,00,000/- per year comprising of: <ul style="list-style-type: none"> <li>a) Fixed remuneration of Rs. 55,00,000/- per year</li> <li>b) Committee Chairperson allowance of Rs. 5,00,000/-</li> </ul> </li> </ul>
Remuneration last drawn	NA	NA	NA
Date of first appointment on the Board	7 <sup>th</sup> June, 2024	7 <sup>th</sup> June, 2024	7 <sup>th</sup> June, 2024
Details of Shareholding in the Company	NIL	NIL	NIL
Details of Relationship with other Directors and Key Managerial Personnel of the Company	NA	NA	NA
Number of meetings of the Board attended during the FY 2023-24 and FY 2024-25	NA	NA	NA
Details of Directorship in other Companies	<ul style="list-style-type: none"> <li>• Godrej Consumer Products Limited</li> <li>• Miracle Foundation India</li> <li>• Aarti For Girls, USA</li> </ul>	<ul style="list-style-type: none"> <li>• Greaves Cotton Limited</li> <li>• Mondelez India Foods Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>• Larsen and Toubro Limited</li> <li>• Porus Laboratories Private Limited</li> <li>• Gujarat International Finance Tec-City Company Limited</li> </ul>

### Hyundai Motor India Limited

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Membership/ Chairmanship of Committees of other Boards	Member of Audit Committee and Nomination and Remuneration Committee of Godrej Consumer Products Limited	<ul style="list-style-type: none"> <li>• Member of Audit Committee of Greaves Cotton Limited</li> <li>• Chairperson of Stakeholders Relationship Committee and CSR &amp; ESG Committee of Greaves Cotton Limited</li> <li>• Member of Committee of Directors in Mondelez India Foods Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>• Member of CSR and Sustainability Committee of Larsen and Toubro Limited</li> <li>• Member of Audit Committee of Gujarat International Finance Tec-City Company Limited</li> </ul>
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The Board recommends the Resolutions set out in Item No 1, 2 & 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

Ms. Shalini Puchalapalli (DIN: 07820672), Ms. Sree Kirat Patel (DIN: 03554790) and Mr. Ajay Tyagi (DIN: 00187429) are deemed to be interested in the resolution relating to their appointment. None of the other Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the above resolution, except to the extent of equity shares held by them, if any in the Company.

**ITEM NO 4 TO APPROVE THE REMUNERATION PAYABLE TO THE COST AUDITORS FOR THE FINANCIAL YEAR 2024-25**

The Board of Directors had appointed M/s. Geeyes & Co., Cost and Management Accountants (Firm Registration No: 000044) as the Cost Auditors to conduct the audit of the cost records of the Company pertaining to the Product(s) Other Machinery (Engine and Engine components) for the financial year ending March 31, 2024 at a remuneration of Rs.7,00,000 (Rupees Seven lakhs only) plus applicable GST and reimbursement of out of pocket expenses in the Board meeting held on 7<sup>th</sup> June, 2024.

In this regard, the consent of the Members by way of an Ordinary Resolution is sought for approval of the remuneration payable to the Cost Auditors for the financial year FY 2024-25.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 4 of the Notice for approval of the shareholders.

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None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the above resolution, except to the extent of equity shares held by them, if any in the Company.

**By order of the Board  
For HYUNDAI MOTOR INDIA LIMITED**



**DIVYA VENKAT  
COMPANY SECRETARY  
M. NO. A33561**

*Flat 324, 3<sup>rd</sup> Floor, Millenium Town,  
Adyalampattu Village, West Mogappair Extension,  
Tiruvallur, Tamilnadu - 600095*

**Registered Office:**

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Irrungattukottai  
Sriperumpudur Taluk  
Kancheepuram District, 602117

**Date: June 7, 2024**

**Place: Gurugram**

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**ATTENDANCE SLIP**

Hyundai Motor India Limited  
CIN: U29309TN1996PLC035377

**Registered office:** Plot No.H-1, SIPCOT Industrial Park, Irrungattukottai, Sriperumpudur Taluk,  
Kancheepuram District, Tamil Nadu – 602117

**(EXTRA- ORDINARY GENERAL MEETING HELD ON JUNE 7, 2024)**

(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)

**ATTENDANCE SLIP**

<b>DP ID.</b>	
<b>CLIENT ID</b>	

<b>Folio No</b>	
<b>No of Shares</b>	

**Name & Address of Shareholder / Proxy holder**

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I certify that I am a registered Shareholder / Proxy for the registered Shareholder of the Company.  
I hereby record my presence at the Extra Ordinary General Meeting of the Company, held on Friday,  
the June 7, 2024 at 11.00 A.M at C-11, City Centre, Urban Estae, Gurugram, Haryana - 122001.

Member's / Proxy's Signature

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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: U29309TN1996PLC035377

Name of the company: **Hyundai Motor India Limited**

Registered office: Plot No.H-1, SIPCOT Industrial Park, Irrungattukottai, Sriperumpudur Taluk, Kancheepuram District, Tamil Nadu - 602117

Name of the Member(s) :	
Registered Address :	
E Mail Id :	
Folio No :	

I/We, being the member(s) of ..... shares of the above named company, hereby appoint

1. Name: ..... Address: .....  
E-mail Id:.....Signature: ....., or failing him
2. Name: ..... Address: .....  
E-mail Id:.....Signature: ....., or failing him
3. Name: ..... Address: .....  
E-mail Id:.....Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra- Ordinary General Meeting of the company, to be held on Friday, June 7, 2024. at 11.00 A.M. at C-11, City Centre, Urban Estate, Gurugram, Haryana - 122001 and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Resolution No.</b>	<b>Resolutions</b>
Special Businesses	
1.	To consider and approve the appointment of Ms. Shalini Puchalapalli (DIN: 07820672) as an independent director
2.	To consider and approve the appointment of Ms. Sree Kirat Patel (DIN: 03554790) as an independent director
3.	To consider and approve the appointment of Mr. Ajay Tyagi (DIN: 00187429) as an independent director
4.	To approve the remuneration payable to the cost auditors for the Financial Year 2024-25
5.	To take note of resignation of the following Directors with effect from 7 <sup>th</sup> June, 2024: I) Mr. Kuen Han Yi (DIN: 09032171) as a Director II) Mr. Jong Hoon Lee (DIN: 08408414) as a Whole-time Director III) Ms. Hyunju Kim (DIN: 10046560) as a Director IV) Mr. Jae Wan Ryu (DIN: 10482651) as a Director and Whole-time Director, and membership from CSR Committee V) Mr. Wangdo Hur (DIN: 10039866), as a Director and Whole-time Director, and membership from CSR Committee

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Signed this ..... day of..... , 2024  
Signature of shareholder.....  
Signature of Proxy holder(s).....

Affix  
Revenue  
Stamp

**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.**

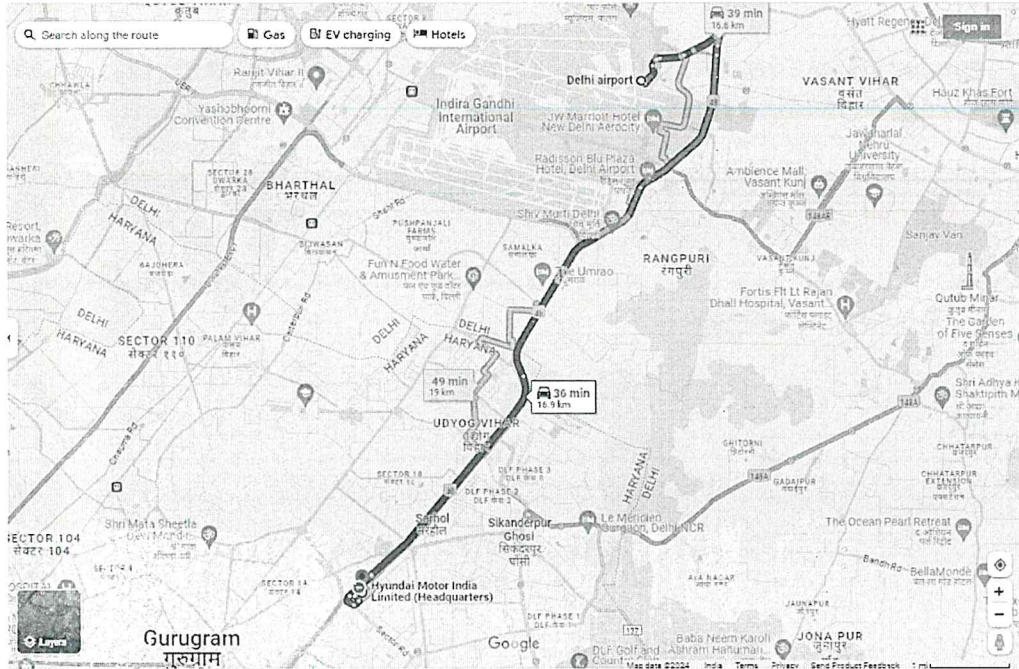
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### Route map and prominent land mark for easy location of the venue of the Meeting



**EGM VENUE: C-11, CITY CENTRE, URBAN ESTAE, GURUGRAM, HARYANA - 122001**

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