



### **NOTICE**

Notice is hereby given that the 3<sup>rd</sup> Annual General Meeting of the Members of LGT Wealth India Private Limited will be held on Monday, September 30, 2024, at the registered office of the Company at 7<sup>th</sup> Floor, A Block, Shiv Sagar Estate, Worli, Mumbai, Maharashtra, India, 400018 at 11.30 AM (IST), through video conferencing via Microsoft Teams to transact the following business:

#### **ORDINARY BUSINESS:**

1. **To receive, consider and adopt Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2024 and Report of Board of Directors and Auditors thereon.**

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

**“RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2024, comprising of Balance Sheet as at 31<sup>st</sup> March, 2024, Statement of Profit and Loss and Cash Flow Statements for the financial period ended on that date, along with the Notes to Financial Statement and Accounting Policies thereto and the Reports of the Directors and Auditors of the Company, be and are hereby received, considered and adopted.”

2. **To appoint M/s BSR & Co, Chartered Accountants (FRN: 101248W/W-100022) as Statutory Auditor of the Company and fix their remuneration and in that connection.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s BSR & Co, Chartered Accountants (FRN:101248W/W-100022), be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of this Annual General Meeting (AGM) until the conclusion of the Annual General Meeting of the Company to be held for the FY 2028-29, at such remuneration as may be decided by the Board of Directors of the Company plus reimbursement of any out of pocket expenses that may be incurred, in connection with audit.”

#### **SPECIAL BUSINESS:**

3. **Regularization of Mr. Michael Buerge (DIN : 10591980) as a Director of the Company.**

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

**“RESOLVED THAT** pursuant to provisions of the Section 152, 161 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. Michael Buerge (DIN : 10591980), who was appointed as an Additional Director of the Company with effect from 13<sup>th</sup> June, 2024 and holds office up to the date of ensuing Annual General Meeting of the



Company in terms of Section 161 of the Companies Act 2013, be and is hereby appointed as a Director (under Professional & Non-Executive category) of the Company with immediate effect.

**RESOLVED FURTHER THAT** Mr. Atul Singh and/or Mr. Surendhren Manayath, Directors of the Company and/or Mr. Lalatendu Acharya, Director- Legal, Compliance & Company Secretary, be and are hereby severally authorized to file necessary documents/ forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be deemed necessary, desirable proper or expedient for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

**4. Regularization of Mr. Stephan Tanner (DIN: 10627653) as a Director of the Company.**

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

**RESOLVED THAT** pursuant to provisions of the Section 152, 161 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. Stephan Tanner (DIN : 10627653), who was appointed as an Additional Director of the Company with effect from 13<sup>th</sup> June, 2024 and holds office up to the date of ensuing Annual General Meeting of the Company in terms of Section 161 of the Companies Act 2013, be and is hereby appointed as a Director (under Professional & Non-Executive category) of the Company with immediate effect.”

**RESOLVED FURTHER THAT** Mr. Atul Singh and/or Mr. Surendhren Manayath, Directors of the Company and/or Mr. Lalatendu Acharya, Director- Legal, Compliance & Company Secretary, be and are hereby severally authorized to file necessary documents/ forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be deemed necessary, desirable proper or expedient for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

By the order of the board  
For LGT Wealth India Private Limited

Lalatendu Acharya  
Director – Legal, Compliance & Company Secretary  
M. No: FCS 6569



Date: September 24, 2024  
Place: Mumbai

**Notes:**

1. In Compliance with the provisions of Secretarial Standards on General Meeting and MCA Circulars, the 3rd Annual General Meeting “(AGM)” of the Company is being held through VC/OAVM on Monday, September 30, 2024 at 11.30 AM (IST). The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company 7<sup>th</sup> Floor, A Block, Shiv Sagar Estate, Worli, Mumbai, Maharashtra, India, 400018.
2. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent 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 shareholder.
3. A member entitled to attend and vote at the meeting is entitled to appoint another person as a proxy to attend and vote at the meeting on his behalf and such proxy need not be a member of the company.
4. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
5. The facility for joining the meeting will be kept open at least 15 minutes before the time of the meeting i.e. **at 11.15 AM [IST]** and will not be closed till the expiry of 15 minutes after such scheduled time. Hence, members are requested to join the meeting at a scheduled time.
6. Attendance of members through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. The body corporate / corporate members are requested to send an **authority letter**, authorizing their representative for the purpose of participation and vote on their behalf in meeting held through VC.
8. The Members / Participants are allowed to pose questions concurrently during the meeting or submit questions in advance on the above-mentioned e-mail address of the Company, before the meeting.
9. At the meeting, the Chairman may decide to conduct a vote by Show of hands, unless a demand for poll is made by any member.
10. A statement pursuant to Section 102(1) of the Companies Act, 2013 (“Explanatory Statement”) relating to certain businesses to be transacted at the meeting is enclosed herewith. Documents referred to, if any in the accompanying Notice and the Explanatory Statement, shall be available for inspection electronically.



11. As the AGM is being held through VC, the route map is not annexed to this Notice.

**BY THE ORDER OF THE BOARD  
For LGT Wealth India Private Limited**

**Lalitendu Acharya  
Director – Legal, Compliance & Company Secretary  
M. No: FCS 6569**



**Date: September 24, 20224  
Place: Mumbai**



**Annexure to Notice dated September 24, 2024**

**{Explanatory Statement pursuant to Section 102 of the Companies Act, 2013}**

**Item No. 3. Regularization of Mr. Michael Buerge (DIN: 10591980) as a Director of the Company.**

The Board of Directors had appointed Mr. Michael Buerge (DIN: 10591980) as Additional Director of the Company w.e.f. 13<sup>th</sup> June 2024. In pursuance of provisions of Section 161 of the Companies Act, 2013, he holds office up to the ensuing Annual General Meeting.

Michael Burge has been CFO of LGT Private Banking since 2021 and CFO LGT Group since April 2023. After gaining initial professional experience in roles at the Zurich-based private bank Vontobel, he joined LGT Bank in Vaduz in 1991. In 2001, he was appointed as a member of the Executive Board of LGT Financial Services and in 2005, as Head Group Controlling & Accounting of LGT Group.

He pursued an undergraduate degree in business administration, followed by a postgraduate Executive Master of Financial Planning and Consulting. Michael Bürge is a Swiss citizen.

The Board believes that his expertise and experience will benefit the Company in manifold ways. Hence, the Board proposes to appoint him as Director at the ensuing Annual General Meeting. Accordingly, the Board recommends passing of resolution set out in Item No. 3 of this notice as an ordinary resolution.

**Item No. 4. Regularization of Mr. Stephan Tanner (DIN: 10627653) as a Director of the Company.**

The Board of Directors had appointed Mr. Stephan Tanner (DIN : 10627653) as Additional Director of the Company w.e.f. 13<sup>th</sup> June, 2024. In pursuance of provisions of Section 161 of the Companies Act, 2013, he holds office up to the ensuing Annual General Meeting.

Mr. Stephan Tanner has been Head Corporate Development & Transformation at LGT Private Banking since 2021.

After studying political science at the University of St. Gallen, he completed a graduate program at Credit Suisse and subsequently worked in corporate banking at various banks. In 2002, he moved to UBS, where his most recent position was Deputy Country Head Central Europe.

In 2006, he joined LGT Bank in Liechtenstein and became Head Management Office Private Banking in 2008. Stephan Tanner is a Swiss citizen.

The Board believes that his expertise and experience will benefit the Company in manifold ways. Hence, the Board proposes to appoint him as Director at the ensuing Annual General Meeting. Accordingly, the Board recommends passing of resolution set out in Item No. 4 of this notice as an ordinary resolution.



Detailed profile of Directors seeking appointment at Annual General Meeting pursuant to Secretarial Standard-2 on General Meetings, is given below:

Name of the Director	Michael Buerge	Stephan Tanner
Date of Birth	11-02-1966	16-08-1964
Age	58	60
Date of Appointment	13/06/2024	13/06/2024
Expertise in specific functional areas	Private Banking	Private Banking
Qualification	<ul style="list-style-type: none"><li>Undergraduate degree in business administration.</li><li>Postgraduate Executive Master of Financial Planning and Consulting</li></ul>	<ul style="list-style-type: none"><li>Political Science</li><li>Completed Graduate program at Credit Suisse</li></ul>
Experience	Over 30 years	Over 30 years
Terms & Conditions of Appointment	Michael Buerge, is proposed to be appointed as a Professional and Non-Executive Director.	Stephan Viktor Tanner, is proposed to be appointed as a Professional and Non-Executive Director.
Remuneration sought to be paid	NIL	NIL
Last drawn Remuneration, if any	N.A.	N.A.
Relationship with other Directors/ Managers/ KMP	NIL	NIL
Number of Board Meetings attended during the year	NIL	NIL
Details of Directorship in other Companies	NIL	NIL
Details of Membership/ Chairmanship of Committees of other Boards	NIL	NIL

Except for Mr. Michael Buerge and Mr. Stephan Tanner, none of the other Directors or their relatives are interested in passing of the Resolution in item no. 3 and item no. 4

**BY THE ORDER OF THE BOARD**  
**For LGT Wealth India Private Limited**

  
**Lalatendu Acharya**  
**Director – Legal, Compliance & Company Secretary**  
**M. No: FCS 6569**



**Date: September 24, 2024**  
**Place: Mumbai**