

MALA GARG
F-61, Sector-44, Noida-201301,
Gautam Budh Nagar,
Uttar Pradesh, INDIA
Email ID:gargmala2015@gmail.com

Date: 10th June 2021

To
The Board of Directors,
MECAMIDI HPP INDIA PRIVATE LIMITED
Regd. Office: Property No. 116, First Floor,
DLF Tower B, Jasola, New Delhi-110025

Sub: Special Notice under Section 115 read with Section 169 of the Companies Act, 2013 and Rule 23 of the Companies (Management and Administration) Rules, 2014 and Requisition under Section 100 of the Companies Act, 2013 for convening an Extraordinary General Meeting of the shareholders of MECAMIDI HPP INDIA PRIVATE LIMITED

Dear Sir(s),

I, the undersigned member of **MECAMIDI HPP INDIA PRIVATE LIMITED** (hereinafter referred to as "Company") holding, as on the date of this notice, **1,70,584** Equity Shares representing **12.97%** of the paid up equity share capital of the company, hereby give special notice pursuant to the provisions of Section 115 read with Section 169(2) of the Companies Act, 2013 and Rule 23 of Companies (Management and Administration) Rules, 2014 of my intention to move an ordinary resolution regarding removal of Mr. Jean Leon Zekri (DIN: 01459335) from the office of the Director of the Company.

Pursuant to the provisions of Section 100(2)(a) and other related provisions of the Companies Act, 2013 read with the rules made thereunder, I, hereby submit this requisition to you for convening an Extraordinary General Meeting of the shareholders of the company in the manner prescribed under the applicable provisions of the Act, for the purpose of passing the following resolution.

Item No. 1

REMOVAL OF MR. JEAN LEON ZEKRI (DIN: 01459335) AS DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 169 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Mr. Jean Leon Zekri

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(DIN: 01459335), Director of the Company be and is hereby removed from the office of Director of the Company with effect from the date of this meeting.

RESOLVED FURTHER THAT *the Board of the directors of the company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or desirable and to sign and execute all necessary documents and returns for the purpose of giving effect to the aforesaid resolution."*

REASONS FOR THE RESOLUTION PROPOSED UNDER ITEM NO. 1

Although there is no requirement, legally or otherwise, but for the benefit of the members of the company, the following may be noted:

- I have lost confidence in Mr. Jean Leon Zekri for a combination of several factors.
- I feel removal of Mr. Jean Leon Zekri as Director is absolutely necessary for the future growth of the company as he is not satisfactorily exercising his fiduciary duties toward the company and its members.
- It has come to my knowledge that Mr. Jean Leon Zekri has been creating hurdles for other Board members in making the business decisions of the company. He objects almost every agenda of the Board meeting without having any deliberations with the Board members and without considering the necessity of the agenda items.
- It has come to my knowledge that after the pronouncement of order of initiation of liquidation proceedings of Mecamidi SA by the Tribunal de Commerce de Paris in France, the company has been losing its work orders which are almost under the final stage of negotiations and not getting new contracts for execution of projects. The customers of the company have an apprehension that as Mr. Jean Leon Zekri was the CEO of Mecamidi SA and Mecamidi SA has gone into liquidation due to his improper and wrong business decisions, therefore there might be some chances that if Mr. Jean Leon Zekri is associated with the Board of the Directors of the Company, then the company might also face such problem in the near future. So for gaining the confidence of the customers back, the removal of Mr. Jean Leon Zekri from the office of the director of the Company is strongly recommended.
- Further it has also come to my notice that Mr. Jean Leon Zekri on 25th August 2020 fraudulently filed a Third-Party Appeal in France in the name of Mecamidi HPP India Private Limited, without there being any authority from the Board of directors of Mecamidi HPP India Private Limited against the decision of French Court order dated 22nd May 2020.

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In view of the above reasons and for the smooth functioning of Mecamidi HPP India Private Limited, I wish to remove Mr. Jean Leon Zekri from the Board of Directors of the company so as to maintain high standards of secrecy, business ethics and compliance of the company and thereby for the growth of the business of the company and more over in the best interest of the members and all other stakeholders.

You are requested to take all necessary action to call the Extraordinary General Meeting in accordance with the applicable provisions of the Companies Act, 2013.

Thanking You,

Yours Faithfully,

Mala Garg

(Mala Garg)
Member

Copy to:

MECAMIDI HPP INDIA PRIVATE LIMITED

Corporate Office: G-21, Sector 63, Gautam Budh Nagar Noida-201301, Uttar Pradesh