

NOTICE

Notice is hereby given that the Extraordinary General Meeting of the Members of Reliance Sibur Elastomers Private Limited will be held at a shorter notice on Thursday, September 05, 2024 at 05:00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business:

SPECIAL BUSINESS:

1. To approve increase in Borrowing Power Limits of the Company under Section 180(1)(c) of the Companies Act, 2013 and, in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the Resolution passed at the Extra Ordinary General Meeting of the Company held on October 30, 2015 and pursuant to the provisions of Section 180(1)(c) and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force and as may be enacted from time to time) and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to borrow any sum(s) of moneys from time to time, at its discretion, for the purpose of the business of the Company, which together with the monies already borrowed and remaining outstanding (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed at any point of time, the aggregate of its paid-up share capital, free reserves (that is to say, reserves which are available for distribution as dividend) and securities premium by a sum not exceeding Rs. 3,500 crore (Rupees Three Thousand Five Hundred crore only);

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion deem necessary or expedient to give effect to this resolution."

By order of the Board of Directors

Mumbai, September 05, 2024

Sd/-
Yogesh Ghatge
Company Secretary

Registered Office:

9th Floor, Maker Chambers IV,
222, Nariman Point,
Mumbai - 400 021
Phone: +91 22 22785000
Website: www.reliancesibur.com
CIN: U25209MH2012PTC310109

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Notes:

1. The Ministry of Corporate Affairs (“MCA”), has vide its circular dated September 25, 2023 read with circulars dated April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022 and December 28, 2022 (collectively referred to as “MCA Circulars”), permitted convening and holding of the Extra Ordinary General Meeting (“EGM”/“Meeting”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) without the physical presence of the Member at a common venue. In compliance with the Companies Act, 2013 (“Act”) and MCA Circulars the Meeting of the Company is being held through VC and notice to all the Members is being sent only through electronic mode by e-mail at their address registered with the Company. The deemed venue for the Meeting shall be the Registered Office of the Company. Detailed instructions to attend, participate and vote at the meeting through VC is attached as **Annexure 1**.
2. A Statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his / her behalf at the meeting and a proxy need not be a Member of the Company. Since this meeting is being held through VC pursuant to the MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form is not annexed hereto.
4. Corporate Members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company vide an email at yogesh.ghage@ril.com, a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting before the commencement of the meeting.
5. Members / Representatives attending the Meeting through VC shall be reckoned for the purpose of quorum under Section 103 of the Act, and accordingly there is no requirement of attendance slip for the meeting through video-conference and hence not annexed hereto.
6. Since the Meeting will be held through VC, the route map of the venue of the Meeting is not annexed hereto.
7. Members seeking any information with regard to the documents referred to in the Notice or any matter to be considered at the Meeting, are requested to write to the

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- Company on or before September 05, 2024 through email at yogesh.ghage@ril.com. The same will be replied by the Company suitably.
8. All documents referred to in the Notice will also be available electronically for inspection by the Members at the commencement of the meeting of the Company and shall remain open and accessible during the Meeting. Member seeking to inspect through e-mode is required to notify the Company Secretary on or before September 05, 2024 through email at yogesh.ghage@ril.com.
 9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
 10. The Meeting is being held at a shorter notice pursuant to the provisions of Section 101 of the Act.

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Statement pursuant to Section 102(1) of the Companies Act, 2013

The following Statement sets out all the material facts relating to the items of business to be transacted as mentioned in the accompanying Notice:

ITEM NO. 1

The Members of the Company at the Extra Ordinary General Meeting held on October 30, 2015 had granted approval to the Board of Directors of the Company u/s 180(1)(c) of the Companies Act, 2013 to borrow any sum(s) of monies from time to time, which together with the monies already borrowed and remaining outstanding may exceed at any point of time, the aggregate of its paid-up share capital and free reserves by a sum not exceeding Rs. 2,178 crore.

The Board of Directors of the Company at its meeting held on September 05, 2024 had proposed to increase the said borrowing limit and accordingly the approval of the Members is sought to borrow monies from time to time, at its discretion, for the purpose of the business of the Company, which together with the monies already borrowed and remaining outstanding (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed at any point of time, the aggregate of its paid-up share capital, free reserves (that is to say, reserves which are available for distribution as dividend) and securities premium by a sum not exceeding Rs. 3,500 crore.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed special resolution, set out at Item No. 1 of the Notice.

The Board commends the Special Resolution set out at Item No. 1 of the Notice for approval by the Members.

By order of the Board of Directors

Mumbai, September 05, 2024

Sd/-
Yogesh Ghatge
Company Secretary

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Annexure 1

Members are requested to note the following in accordance with MCA circulars:

1. The Meeting through VC, would be conducted through “Microsoft Teams” which enables two-way audio and VC. Members are requested to join the Meeting using the following link:

Link

Detailed instructions on installing Microsoft Teams is attached as Annexure 2.

2. The link to join the Meeting shall be activated 15 minutes before the Meeting.
3. E-mail address of the Company Secretary of the Company, Mr. Yogesh Ghatge i.e. yogesh.ghage@ril.com is designated for correspondences / voting and all other purposes related to the meeting.
4. In the event of demand for poll at the meeting, Members shall send their votes by email from their email address which is registered with the company and shall only be sent to the designated email address mentioned in point no. 3 above.
5. For any assistance before or during the meeting, Members may contact, Mr. Yogesh Ghatge on +91-8591107540.

Annexure 2

The instruction for participating in the meeting through VC:

1. Members would have received an email from the Company to participate in the Meeting through VC on your email address registered with the Company.
2. In case you already have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, click on “**Join the meeting now**” option from the email. You will connect to the meeting.
3. In case you do not have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

Option 1

For participating through **Windows / Apple powered Laptops / Computer devices**:

Open the email invitation using **Google Chrome** browser



Simply click on “**Join the meeting now**” option from the email invitation / your calendar events.



A new Browser window would open. Click on “**Continue on this browser**”. Once you reach to the “**Enter Name**” prompt, enter your name and click “**Join as a Guest**”



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

Option 2

For installing Microsoft Teams on your **iPad / apple devices / iPad / Android devices**:

Click on “**Join the meeting now**” from the email invitation/calendar events



System will prompt you to download Microsoft Teams



Download and Install Microsoft teams. Please do not try to login.



Once installed, click on invitation once again on “**Join the meeting now**” from the email invitation/calendar events



You will be prompted to Microsoft Teams application



Click on “**Join as a Guest**” option



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Type your Name and once again click on **“Join as a Guest”**



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

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