



NOTICE

NOTICE is hereby given that the Thirty-first (31st) Annual General Meeting of the Members of **Hansa Research Group Private Limited** will be held on **Monday, August 21, 2025 at 5.00 pm (IST)** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at the Registered Office of the Company to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 along with the Reports of the Board of Directors and Auditors thereon.
2. To declare a Final Dividend of Rs. 20/- (200%) per equity share of the face value of Rs. 10/- each for the financial year ended March 31, 2025.
3. To appoint a Director in place of Mrs. Vathsala Ravindran (DIN: 01037420), who retires by rotation and being eligible, seeks reappointment and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the Company, be and is hereby accorded to reappoint Mrs. Vathsala Ravindran (DIN: 01037420) as a director, who is liable to retire by rotation."

4. To appoint a Director in place of Mr. Ashok Kumar Das (DIN: 01022647), who retires by rotation and being eligible, seeks reappointment and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the Company, be and is hereby accorded to reappoint Mr. Ashok Kumar Das (DIN: 01022647) as a director, who is liable to retire by rotation."

By order of the Board of Directors

For Hansa Research Group Private Limited

Sd/-
Srinivasan K. Swamy
Director
DIN: 00505093

Registered Office:

Sahney Business Centre, Building "A", First Floor Plot No 27,
Kirol Road, Vidyavihar (West) Mumbai -400086.

Email Id: Secretarial@rkswamy.com

CIN: U72300MH1994PTC238382

Date: May 13, 2025

Place: Mumbai

Hansa Research Group Private Limited

Web.: www.hansaresearch.com

Regd. Office : Sahney Business Centre, 'A' First Floor, 27 Kirol Road, Vidya Vihar (W), Mumbai - 400 086.

T : +91 22 6179 8600 **Fax :** 2511 0932

CIN : U72300MH1994PTC238382

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NOTES:

1. Pursuant to the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, as amended from time to time), the Annual General Meeting of the Company is being convened and conducted through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") (hereinafter referred to as "AGM" or "e-AGM") without physical presence of the Members at a common venue.
2. The deemed venue for the AGM shall be the Registered Office of the Company i.e. Sahney Business Centre, Building "A", First Floor Plot No 27, Kirol Road, Vidyavihar (West) Mumbai 400086.
3. 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/ Power of Attorney/Letter of Authority authorizing their representative to attend and vote on their behalf at the Meeting.

The said Resolution/Authorization shall be sent to the Company by email through its registered email address to secretarial@rskwamy.com

4. Since the AGM is being held pursuant to the MCA Circulars through VC, physical attendance of Members has been dispensed with. **Further as per the MCA Circulars, the facility for appointment of proxies by the Members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
5. As the Annual General Meeting is being conducted through VC/OAVM, a route map is not annexed herewith.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. In case a poll is demanded on any resolution to be passed in the AGM, the members are requested to convey their vote (assent/dissent/abstain) by sending an email to secretarial@rskwamy.com through their registered email addresses only.



9. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013, can send an email to secretarial@rskwamy.com for an inspection on all working days, during business hours up to and on the date of the meeting.

By order of the Board of Directors

For Hansa Research Group Private Limited

Sd/-
Srinivasan K. Swamy
Director
DIN: 00505093

Registered Office:

Sahney Business Centre, Building "A", First Floor Plot No 27,
Kiroli Road, Vidyavihar (West) Mumbai -400086.

Email Id: Secretarial@rskwamy.com

CIN: U72300MH1994PTC238382

Date: May 13, 2025

Place: Mumbai

Annexure – I
Details of Director seeking appointment / re-appointment
(As per Secretarial Standard -2)

Name of Director	Vathsala Ravindran	Ashok Kumar Das
DIN	01037420	01022647
Date of Birth - Age (years)	October 6, 1948 76 Years	December 12, 1954 70 Years
Original date of Appointment as Director	April 17, 2002	April 17, 2002
Qualifications	MA Economics	B Tech (IIT Kharagpur, 1976) PGDM (IIM Calcutta, 1978)
Experience and expertise in specific functional area	Market research, consumer insights, demand estimation, Market entry strategy, brand equity assessment, finance management, HR management etc.	Baseline Market Studies, Segmentation, Concept and Product Tests, Demand Estimation, Pricing Research, Advertising Research, Brand Monitoring, Econometric Studies, Market Gap Analysis, Simulated Test Marketing Studies, Customer Satisfaction Research, Brand Health Measurement, Corporate Image Measurement, Opinion Polls/ Voting Behaviour Modeling, Consumer Panels.
Remuneration Last Drawn (Excluding Sitting Fees)	15,00,000	Nil
Number of Meetings of Board attended during the year i.e. F.Y. 2025-26	1 of 1	1 of 1
Shareholding in Company including shareholding as a beneficial owner	-	-
Relationship with other Directors / KMPs	Sister of Srinivasan K Swamy and Narasimhan K Swamy (Directors of Company)	-
Terms and conditions of re-appointment and remuneration	Retire by rotation	Retire by rotation
Directorships held in other companies in India	-	-
Membership/ Chairmanship of committees in companies in India (Statutory Committee)	Hansa Research Group Private Limited – Corporate Social Responsibility Committee (CSR) (Member)	-
Listed entities from which the person has resigned in the past three years	-	-