



Becton Dickinson India Pvt. Ltd.
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Regd. Office : 204, Tolstoy House,
15, Tolstoy Marg, New Delhi-110001, INDIA
CIN: U74899DL1995PTC064117
bd.com

NOTICE FOR THE ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty First Annual General Meeting of the shareholders of Becton Dickinson India Private Limited will be held at its registered office at 202-204, Tolstoy House, Tolstoy Marg, New Delhi- 110001, on 30th September 2016 Friday at 11:00 AM to transact the following business:

Ordinary Business

Item No.1

To receive, consider and adopt the audited Balance Sheet as at March 31, 2016 and Profit and Loss Account of the Company for the year ended April 1, 2015 to March 31, 2016 together with the Reports of the Directors and Auditors thereon.

Item No. 2

To appoint a director in place of Mr. Gary M DeFazio, who retires by rotation and being eligible offers himself for re-appointment

Item No. 3

To appoint a director in place of Mr. Bhupinder Pal Singh, who retires by rotation and being eligible offers himself for re-appointment

Item No. 4

To appoint a director in place of Mr. Ravi Dawar, who retires by rotation and being eligible offers himself for re-appointment

Item No. 5

Appointment of the Auditors

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 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, M/S. S R Batliboi & Co LLP, be and is hereby ratified the appointment as Auditor of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Twenty Second AGM of the Company to be held in the year 2017, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”



Item No. 6

Clarification of Non Declaration of Dividend for the year 2016-17

The company does not propose declaration of any dividends, as it intends to accumulate profits for its future expansion purposes.

Special Business

Item No 7

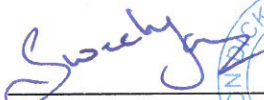
APPROVAL FOR AUTHORITY FOR MAKING DONATION TO CHARITABLE AND OTHER FUND MORE THAN 5% OF THE NET AVERAGE PROFIT AS PER SECTION 181 OF NEW COMPANIES ACT, 2013

To Approve the authority of the Board of director for making donation to charitable and other fund not directly related to the business of the company and in this regard to consider and if thought fit, to pass, with or without modification, the following resolution as Special Resolution:

“RESOLVED THAT Pursuant to the provision of section 181 and other applicable provisions, if any of the Companies Act, 2013, authority be and is hereby given to the board of directors of the company to contribute to bonafide and charitable funds, Including any contribution toward Corporate Social Responsibility (CSR) activated in terms of section 135 read with Schedule VII and related Rules framed thereto up to Rs. 3 Crores during the financial year 2016-17 notwithstanding that such amount in the financial year may exceed five percent of the average net profits for the three preceding financial years of the company”.

By Order of the Board

For BECTON DICKINSON INDIA PRIVATE LIMITED



Sweety Jain

Company Secretary

Date: 22-09-2016

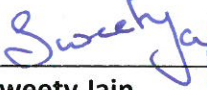
Place: Gurgaon



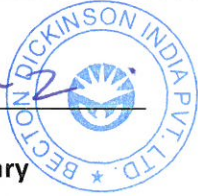
NOTE:-

- 1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his/her place and the proxy need not be a member of the company.
- 2) Proxy in order to be effective must reach the registered office of the company at least 48 hours before the meeting.
- 3) Attendance Slip and Route map (Landmark : Near Jantar Mantar) giving directions to the venue of the meeting is annexed to the Notice.

**By Order of the Board
For BECTON DICKINSON INDIA PRIVATE LIMITED**



Sweety Jain
Company Secretary



Date: 22-09-2016

Place: Gurgaon

BECTON DICKINSON INDIA PRIVATE LIMITED

CIN: U74899DL1995PTC064117

REGD. OFFICE: 202-204, TOLSTOY HOUSE, TOLSTOY MARG, NEW DELHI- 110001

Website: www.bd.com

ATTENDANCE SLIP

21st ANNUAL GENERAL MEETING - SEPTEMBER 30, 2016

I certify that I am a member / proxy for the member of the company.

I hereby record my presence at the 21ST Annual General Meeting of the Company, at 202-204, Tolstoy House, Tolstoy Marg, New Delhi- 110001 on Friday, September 30, 2016 at 11.00 am.

Name of the Member / Proxy (In Block Letters)

Signature of the Member / Proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.

