



NOTICE is hereby given that the 1st Extra-Ordinary General Meeting of FY2023-24 of the Members of PGP Glass Private Limited (“the Company”) is scheduled to be held at a shorter notice, on Tuesday, October 31st, 2023 at 04.00 p.m. (IST) through video conference facility at the Registered Office of the Company situated at 1102, 11th Floor, Tower 2B, One World Center, Senapati Bapat Marg, Prabhadevi (West), Mumbai-400013, Maharashtra, India to transact the following businesses:

Subject to receipt of consent of the members of the Company for convening the meeting at shorter notice, the following special business is to be conducted at the meeting:

Special Business:

Item No. 1: To consider and approve alteration of Articles of Association of the Company:

To consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of the Section 14 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or amendment(s) for the time being in force), consent of the Members of the Company be and is hereby accorded for inserting Article 11 as detailed below after the existing Article 10 in the Articles of Association (“AOA”) of the Company and consequent re-numbering of the clauses in the AOA:

11. *Employee Stock Option Scheme (ESOP)

Subject to the provisions of Section 2(37), 62(1)(b) and other applicable provisions of the Act and the rules made thereunder, the Company may inter alia allot or provide benefits, rights or options to the employees and officers of the Company, to inter alia acquire / subscribe to the shares or any other security of the Company, under an ESOP or any other scheme, if authorised by a special resolution of the Company, passed at a general meeting.

Subject to the provisions of the Act and the rules made thereunder:

- (i) *The ESOP would be developed, approved and implemented by the Board, including any modification therein.*
- (ii) *The Board may also determine the terms and conditions of the ESOP, including but not limited to conditions relating to the number, grant, surrender, forfeit, vesting and exercise of the ESOP.*

RESOLVED FURTHER THAT the Board of Directors and Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and to take all such steps as may be considered necessary, proper or expedient to give effect to this resolution.



PGP Glass Private Limited

Registered Office: 1102, 11th Floor, Tower 2B, One World Center, Senapati Bapat Marg, Prabhadevi (West),
Mumbai – 400013, Maharashtra, India

CIN: U74999MH2020PTC349649 GSTN No: 27AALCP5737F1Z4
W: www.pgpfirst.com E: info@pgpfirst.com T: +91 22 3046 6969

Item No. 2: To approve PGP Glass Private Limited Employee Stock Option Plan, 2023 for the employees of the Company:

To consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) and all other applicable provisions of the Act as may be applicable from time to time (including any amendment, modification, variation or re-enactment thereof) and rules made thereunder, if any, and provisions contained in the memorandum and articles of association of the Company and such other rules, regulations, notifications, guidelines and laws applicable in this regard, from time to time and subject to such other approval(s), permission(s), consent(s) and/or sanction(s) as may be required and subject to such conditions and modifications as may be prescribed while granting such approval(s), permission(s), consent(s) and sanction(s), the consent of the members’ of the Company be and is hereby accorded to introduce and implement the ‘**PGP Glass Private Limited Employee Stock Option Plan, 2023 (“ESOP Plan”)**’, and authorize the Board of Directors of the Company (hereinafter referred to as the “**Board**”, which term shall be deemed to include any committee(s) constituted / to be constituted by the Board to exercise its powers including the powers conferred by this resolution) and to grant from time to time upto 1,82,92,950 (One Crore Eighty Two Lakhs Ninety Two Thousand Nine Hundred and Fifty) Employee Stock Options (“ESOPs”) being not exceeding 1.5% (one and a half percent) of the paid-up equity share capital of the Company as on the effective date of the ESOP Plan (i.e. the date of shareholder’s approval) to the eligible employees of the Company, who are in employment (present and/or future employees) of the Company whether in or outside India within the meaning of the ESOP Plan, including the directors (other than promoter or person belonging to the promoter group of the Company, independent directors and director(s) holding directly or indirectly more than 10% of the outstanding equity shares of the Company) at such price and on such terms and conditions as may be fixed or determined by the Board;

RESOLVED FURTHER THAT the Board for this purpose be and is hereby further authorised to issue and allot equity shares upon exercise of ESOPs from time to time in accordance with the ESOP Plan and such equity shares shall rank pari passu in all respects with the then existing equity shares of the Company;

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, split, bonus issue, merger and sale of division and other similar events, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may deem fit in its absolute discretion as permitted under applicable laws, so as to ensure that fair and equitable benefits under ESOP Plan are passed on to eligible employees;

RESOLVED FURTHER THAT for the purpose of bringing into effect and implementing ESOP Plan and generally giving effect to these resolution, the Board, be and is hereby authorized to do all such acts, deeds, and things, as may, at its absolute discretion, deems necessary including authorizing or directing to appoint merchant bankers, advisors, consultants or representatives (including their ratification) and to delegate all or any of the powers conferred herein, to any Committee of the Board, with the authority to further delegate such powers to any executives / officers of the Company and also to make applications to the appropriate authorities, parties and the institutions, as the case may be, for their requisite approvals and all other documents required to be filed in connection with these resolutions and to settle all such questions, difficulties or doubts whatsoever which may arise and take all such steps and decisions in this regard.



RESOLVED FURTHER THAT any of the Directors of the Company or any Key Managerial Personnel of the Company, be and are hereby severally authorised to certify a copy of these resolution and provide the same to all concerned parties and relevant authorities.”

Item No. 3: To approve PGP Glass Private Limited Employee Stock Option Plan, 2023 for the employees of the Subsidiary Companies of the Company:

To consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and all other applicable provisions of the Act as may be applicable from time to time (including any amendment, modification, variation or re-enactment thereof) and rules made thereunder, if any, and provisions contained in the memorandum and articles of association of the Company and such other rules, regulations, notifications, guidelines and laws applicable in this regard, from time to time and subject to such other approval(s), permission(s), consent(s) and/or sanction(s) as may be required and subject to such conditions and modifications as may be prescribed while granting such approval(s), permission(s), consent(s) and sanction(s), the consent of the members’ of the Company be and is hereby accorded to introduce and implement the ‘**PGP Glass Private Limited Employee Stock Option Plan, 2023 (“ESOP Plan”)**, and authorize the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee(s) constituted / to be constituted by the Board to exercise its powers including the powers conferred by this resolution) and to grant from time to time upto 1,82,92,950 (One Crore Eighty Two Lakhs Ninety Two Thousand Nine Hundred and Fifty) Employee Stock Options (“ESOPs”) being not exceeding 1.5% (one and a half percent) of the paid-up equity share capital of the Company as on the effective date of the ESOP Plan (i.e. the date of shareholder’s approval) to the eligible employees, who are in employment (present and/or future employees) of the Subsidiary Companies whether in or outside India within the meaning of the ESOP Plan at such price and on such terms and conditions as may be fixed or determined by the Board;

RESOLVED FURTHER THAT the Board for this purpose be and is hereby further authorised to issue and allot equity shares upon exercise of ESOPs from time to time in accordance with the ESOP Plan and such equity shares shall rank pari passu in all respects with the then existing equity shares of the Company;

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, split, bonus issue, merger and sale of division and other similar events, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may deem fit in its absolute discretion as permitted under applicable laws, so as to ensure that fair and equitable benefits under the ESOP Plan are passed on to eligible employees;

RESOLVED FURTHER THAT for the purpose of bringing into effect and implementing ESOP Plan and generally giving effect to these resolution, the Board, be and is hereby authorized to do all such acts, deeds, and things, as may, at its absolute discretion, deems necessary including authorizing or directing to appoint merchant bankers, advisors, consultants or representatives (including their ratification) and to delegate all or any of the powers conferred herein, to any committee of the Board, with the authority to further delegate such powers to any executives / officers of the Company and also to make applications to the appropriate authorities, parties and the institutions, as the case may be, for their requisite approvals and all other documents required to be filed in connection with these resolutions and to settle all such questions, difficulties or doubts whatsoever which may arise and take all such steps and decisions in this regard.



RESOLVED FURTHER THAT any of the Directors of the Company or any Key Managerial Personnel of the Company, be and are hereby severally authorised to certify a copy of these resolutions and provide the same to all concerned parties and relevant authorities.”

Registered Office:

1102, 11th Floor, Tower 2B,
One World Center, Senapati Bapat Marg,
Prabhadevi (West), Mumbai- 400013,
Maharashtra, India

Date: October 27, 2023

Place: Mumbai

By Order of the Board

PGP Glass Private Limited



A handwritten signature in blue ink, appearing to be "VJain".

Vaishali Jain

M. no.: A50319

Company Secretary

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS BEHALF. A BLANK PROXY FORM IS ENCLOSED WITH THIS NOTICE.**
2. Proxies, to be effective, should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting.
3. Corporate Members intending to send their authorized representatives to attend the Extraordinary General Meeting (EGM) are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the EGM.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed to this Notice.
5. All the documents, as required under the Companies Act, 2013 read with rules framed thereunder shall be placed at the Meeting for inspection by Members (including their authorized representatives) and shall also be available for inspection at the Registered Office of the Company during business hours.
6. Pursuant to Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India (ICSI), route map of the venue of the meeting is stated in the Annexure to the Notice.



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EXPLANATORY STATEMENT

(Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts concerning the item of special business to be transacted at the Extra-Ordinary General Meeting is detailed hereunder)

The following Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 sets out all material facts relating to the business mentioned in item no. 1 to 3 in the accompanying Notice of the Extra-ordinary General Meeting.

Item No. 1

Your Company is planning to implement PGP Glass Private Limited Employee Stock Option Plan, 2023 to motivate employees who are consistently performing well, and to create sense of ownership of the business to the employees of the Company by award of Options, thereby acting as a retention tool as well as to align the efforts of such talent towards long term value creation in the organization and to attract premium talent.

In order to enable the same the Board had at its meeting held on October 27, 2023 approved the insertion of Article 11 as detailed below after the existing Article 10 in the Articles of Association ("AOA") of the Company granting the power to the Company to issue ESOPs under the Companies Act, 2013 and consequent re-numbering of the clauses in the AOA subject to approval of the shareholders at the general meeting. It is now proposed to take shareholders' approval for the said alteration in the AOA of the Company.

11. *Employee Stock Option Scheme (ESOP)

Subject to the provisions of Section 2(37), 62(1)(b) and other applicable provisions of the Act and the rules made thereunder, the Company may inter alia allot or provide benefits, rights or options to the employees and officers of the Company, to inter alia acquire / subscribe to the shares or any other security of the Company, under an ESOP or any other scheme, if authorised by a special resolution of the Company, passed at a general meeting.

Subject to the provisions of the Act and the rules made thereunder:

- (iii) The ESOP would be developed, approved and implemented by the Board, including any modification therein.*
- (iv) The Board may also determine the terms and conditions of the ESOP, including but not limited to conditions relating to the number, grant, surrender, forfeit, vesting and exercise of the ESOP.*

In view of above, the members are requested to approve the proposed alteration to the AOA of the Company and pass the resolution stated at Item no. 1 as a Special resolution.

Item No. 2 & 3

Equity based compensation is considered to be an integral part of employee compensation across various sectors which enables alignment of personal goals of the employees with organizational objectives by participating in the ownership of the Company through stock-based compensation scheme.



The Company is therefore planning to implement PGP Glass Private Limited Employee Stock Option Plan, 2023 to motivate employees who are consistently performing well, and to create sense of ownership of the business to the employees of the Company by award of Options, thereby acting as a retention tool as well as to align the efforts of such talent towards long term value creation in the organization and to attract premium talent.

The brief details of PGP Glass Private Limited Employee Stock Option Plan, 2023 (“ESOP Plan”) as required under Rule 12 of The Companies (Share Capital and Debentures) Rules, 2014 under the Companies Act, 2013 are detailed as below:

<p>Brief description of the ESOP Plan</p>	<p>It is proposed to implement the ‘PGP Glass Private Limited Employee Stock Option Plan, 2023 (“ESOP Plan”) pursuant to which share-based benefits will be granted to eligible employees with a view to motivate employees who are consistently performing well, and to give them opportunity to participate in the Company’s future and also acquire a proprietary interest in the Company by award of Options, thereby acting as a retention tool as well as to align the efforts of such talent towards long term value creation in the organization and to attract new talent.</p> <p>The Board of directors of the Company (“Board”) at their meeting held on October 27, 2023 have granted their approval to the introduction and implementation of the ESOP Plan.</p>
<p>Total number of options to be granted and maximum number of options that can be granted under the ESOP Plan</p>	<p>Total number of employee stock Options (“Options”) shall be upto 1,82,92,950 (One Crore Eighty-Two Lakhs Ninety-Two Thousand Nine Hundred and Fifty) Employee Stock Options (“ESOPs”) being not exceeding 1.5% (one and a half percent) of the paid-up Equity Share Capital of the Company as on the effective date of the ESOP Plan. (i.e. the date of shareholders’ approval).</p> <p>Unless otherwise determined by the Committee, if any of Options expires, lapses or becomes un-exercisable due to any reason, such unvested Options shall be reverted to the Options pool and may be granted at the discretion of the Board to any other Eligible Employee.</p>



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<p>Identification of class of employees to participate in the ESOP Plan</p>	<p>Prior to Listing:</p> <ul style="list-style-type: none"> (i) a permanent employee of the Company who has been working in India or outside India; or (ii) a Director of the Company, whether a whole-time Director (as defined under relevant provisions of the Act) or not, but excluding an independent Director of the Company; or (iii) an employee as defined in clauses (i) or (ii) of a Holding Company or Subsidiary Company, in India or outside India, of the Company <p>but shall not include:</p> <ul style="list-style-type: none"> (i) an employee who is a Promoter or a person belonging to the Promoter group; or (ii) a Director who either himself or through his relative or through any body corporate, directly or indirectly, holds more than 10% (ten percent) of the outstanding Shares of the Company. <p>Post Listing:</p> <ul style="list-style-type: none"> (i) an employee as designated by the Company, who is exclusively working in India or outside India; or (ii) a Director of the Company, whether a whole-time Director or not, including a non-executive Director who is not a Promoter or member of the Promoter Group, but excluding an Independent Director; or (iii) an employee as defined in sub-clauses (i) or (ii) above, of a Group company including Subsidiary Company(ies) or its Associate Company(ies), in India or outside India, or of a Holding Company of the Company. <p>but shall not include:</p> <ul style="list-style-type: none"> (i) an employee who is a Promoter or belongs to the Promoter Group; (ii) a Director who either by himself or through his relatives or through anybody corporate, directly or indirectly holds more than 10% (ten per cent) of the outstanding Shares of the Company.
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<p>Requirements of vesting and vesting period, maximum period within which options will get vested</p>	<p>The vesting of the stock options would be subject to the terms and conditions as may be stipulated by the Board/Committee from time to time including but not limited to continued employment of the eligible employees with the Company and/or its subsidiaries. The minimum vesting period of the stock options shall be one year. The vesting schedule and conditions are explained in detail in Clause 11 of the ESOP Plan. The number of stock options and terms of the same made available to employees (including the vesting period) may vary at the sole discretion of the Board/Committee.</p> <p>Options granted under the ESOP Plan would vest in accordance with the terms of each grant, subject to a maximum period of 5 years from the date of grant of such Options.</p>
<p>Appraisal Process for determining the eligibility of the employees to Employee Stock Options</p>	<p>The eligibility of an Employee to participate in this Plan is subject to such criteria as may be decided by the Board at its own discretion, including but not limited to the Employee achieving the performance rating of B+ or above in the previous appraisal (not applicable for new hires), Employee belonging to band 3 or 4, Employee who has been promoted from band 2 to 3, grade, performance, merit, conduct, criticality of the role, length of service, or any other criteria as the Board determines. The eligibility of new hires who belongs to band 3 or 4 would be subject to the successful completion of the probationary period, if any. Notwithstanding anything contained herein, the Board may identify specific employee benefit plans that are adopted by the Company and any Employee who is a beneficiary or has been provided any employee benefit under such plans shall not be granted any Options under this Plan.</p>
<p>Exercise price and pricing formula</p>	<p>The Exercise Price of the Vested Options shall be Rs. 60/- per option i.e. below the fair market value ("FMV") on the date of Grant, as determined by the Company using an independent valuer and post Listing it shall be the Market Price of the Share, on the date of Grant, as detailed in the Grant Letter.</p>
<p>Exercise period and process of exercise</p>	<p>The Participant/Beneficiary as defined under the ESOP Plan shall be permitted to Exercise the Vested Options within 6 (six) years from the date of Vesting of Options subject to the occurrence of the Liquidity Event. However, after the completion of 6 (six) years from the date of Vesting of Options, irrespective of the occurrence of the Liquidity Event, the Participant/ Beneficiary shall Exercise their Vested Option within 3 months from the completion of the 6 (six) years from the date of Vesting of Options and on the expiry of the said 3 months the contract referred to in Clause 10.3 of the Plan shall stand automatically terminated and the Vested Options will automatically lapse.</p> <p>The vested options can be exercised by the</p>



	Participant/Beneficiary as defined under the ESOP Plan by making an application to the Company in the format as may be prescribed keeping in view the administrative and/ or the legal requirements prevailing at that time and upon payment of the exercise consideration and applicable taxes and/or by complying with such procedure for the exercise of options as may be laid down by the Board/Committee.
Maximum number of options to be granted per employee and in aggregate	<p>The number of options that may be granted to any specific employee of the Company or of its subsidiary company under the ESOP Plan, in any financial year and in aggregate under the ESOP Plan shall be less than 1% of the issued Equity Share Capital (excluding outstanding warrants and conversions) of the Company.</p> <p>However, If the number of options that maybe offered to any specific employee in any financial year and in aggregate under the ESOP Plan be equal to or exceeds 1% of the issued share capital (excluding warrants & conversion of the convertible securities) of the Company at the time of grant of options, then the Company shall take prior approval from members of the Company.</p>
Transfer restrictions	The option grantee shall not transfer any shares issued pursuant to exercise of vested options unless such transfer is in conformity with the shareholders agreement that will be executed at the time of exercise of the options and the articles of association of the Company.
Conditions under which vested Option may lapse	The options vested in employees may lapse in case of termination of employment for cause, failure to exercise the options within the exercise period and such other events as detailed in the ESOP Plan.
Exercise period in the event of termination or resignation of employee	<p>On Retirement:</p> <p>In case the employment of the Participant with the Company is terminated due to the Participant's retirement (a) on attaining the superannuation age or onwards, or (b) the Participant retires under a voluntary retirement scheme of the Company , if any, (i) prior to Listing, the Unvested Options shall be eligible for accelerated vesting on proportionate basis on the date of cessation of employment basis the vesting period served by the Employee till the date of cessation of employment (ii) post Listing, all Unvested Options of a Participant whose employment ceases due to retirement or superannuation shall continue to Vest in accordance with the respective Vesting schedules even after retirement or superannuation in accordance with the Company's policies and the Applicable Laws.</p>



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	<p>In the event of termination or resignation of employee, the Unvested Options held by such Participant shall immediately and automatically lapse on the date of termination or resignation.</p> <p>In the event of termination with cause, all Unvested Options and all Vested Options that have not been exercised, shall lapse immediately on the date of such Cause.</p>
Method of accounting, valuation and disclosure policies of options	The Company shall follow the laws/regulations applicable to accounting related to Options, including but not limited to the IND AS/Guidance Note on accounting for Employee Share-based Payments and/ or any relevant Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India or any other appropriate authority, from time to time, including the disclosure requirements prescribed therein in accordance with the applicable Laws. After Listing, the Company will also make the necessary disclosures under the SEBI Share Based Employee Benefits & Sweat Equity Regulations ("SEBI SBEB & SE Regulations") at the time of Grant, including as provided in Part G of Schedule I of the SEBI SBEB & SE Regulations.
Lock-in period	There is no lock in period as per the terms of the ESOP Plan.
Whether the Plan is implemented by Company or trust	The Company shall directly implement and administer the ESOP Plan through the Committee/Board.

The draft of the PGP Glass Private Limited Employee Stock Option Plan, 2023 shall be open for inspection by the members at the registered office of the Company during normal business hours on business days up to the date of this Extra-ordinary General Meeting.

The Board recommends the resolution(s) set out at item number 2 and 3 of this notice to the members for their consideration and approval, by way of special resolution.

None of the persons specified in Section 102 of the Act, namely the promoters, directors, key managerial personnel, relatives of promoters, directors and key managerial personnel or the entities comprising the interest of promoters, directors or key managerial personnel, are concerned or interested in the above resolution. However, the directors and key managerial personnel may be deemed to be concerned or interested in these resolutions to the extent of options that may be granted to them.

Registered Office:

1102, 11th Floor, Tower 2B,
One World Center, Senapati Bapat Marg,
Prabhadevi (West), Mumbai- 400013,
Maharashtra, India

Date: October 27, 2023

Place: Mumbai

**By Order of the Board
PGP Glass Private Limited**



Vaishali Jain

**Vaishali Jain
M. no.: A50319
Company Secretary**

Annexure A

**Consent by Shareholder for shorter notice
(Pursuant to proviso to Section 101(1) of the Companies Act, 2013)**

To,

The Board of Directors,
PGP GLASS PRIVATE LIMITED
1102, 11th Floor, Tower 2B,
One World Center, Senapati Bapat Marg,
Prabhadevi (West), Mumbai- 400013,
Maharashtra, India

Subject: Consent for holding Extra-Ordinary General Meeting at shorter notice.

Dear Sirs,

With reference to the notice dated October 27, 2023, We, _____, member of PGP Glass Private Limited ("the Company"), having registered office at _____, holding _____ Equity Shares of INR 10/- in the Company hereby give consent, pursuant to the proviso to Section 101(1) of the Companies Act, 2013 and the Rules made thereunder, to convene an Extra-Ordinary General Meeting of the members of the Company at shorter notice on Tuesday, October 31, 2023 at 04.00 P.M. (IST) through video conference facility at the Registered office of the Company at 1102, 11th Floor, Tower 2B, One World Center, Senapati Bapat Marg, Prabhadevi (West), Mumbai- 400013 at shorter notice, in order to transact the items specified in the notice.

Signature:

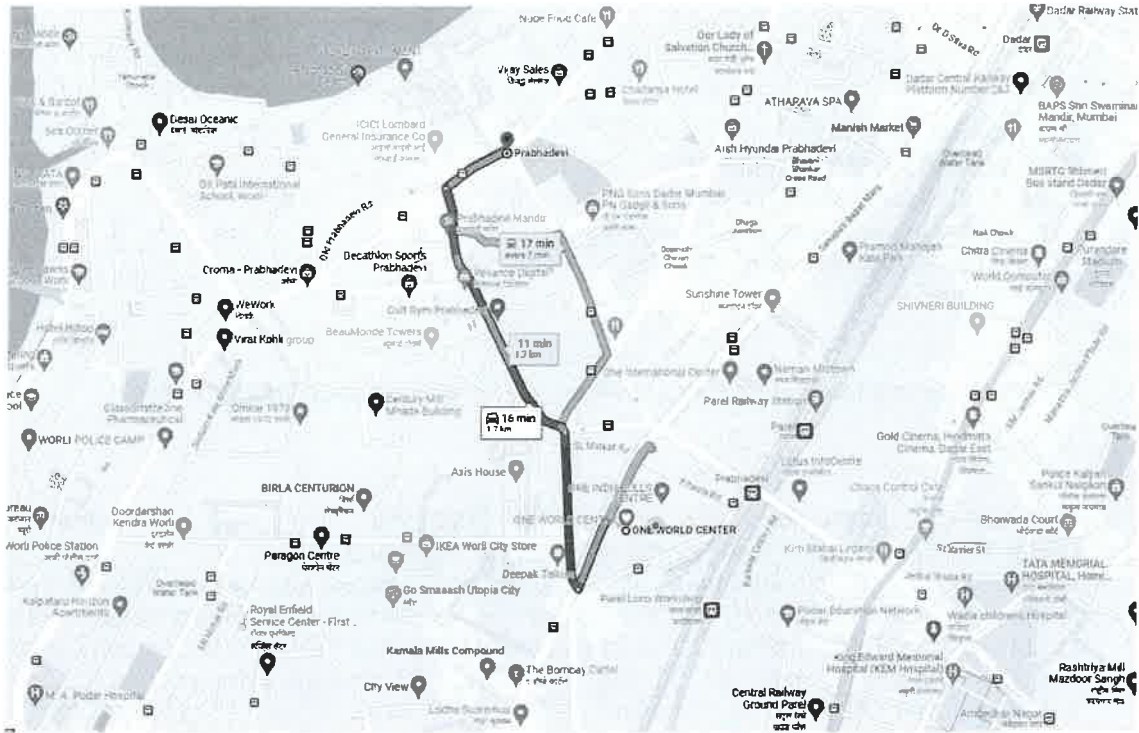
Name:

Date:



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Venue: 1102, 11th Floor, Tower 2B, One World Center, Senapati Bapat Marg,
Delisle Road, Prabhadevi (West)
Mumbai - 400013, Maharashtra, India



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Form No. MGT-11

Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U74999MH2020PTC349649

Name of the Company: **PGP Glass Private Limited**

Registered office: **1102, 11th Floor, Tower 2B, One World Center, Senapati Bapat Marg, Prabhadevi (West), Mumbai- 400013, Maharashtra, India**

Name of the Member(s):
Registered address:
E-mail Id:
Folio No:

I the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: or failing him

2. Name:

Address:

E-mail Id:

Signature:,

as my proxy to attend and vote (on a poll) for me and on my behalf at the Extra-ordinary General Meeting of the Company, to be held on Tuesday, October 31, 2023 at 04.00 P.M. (IST) at Registered Office of the Company situated at 1102, 11th Floor, Tower 2B, One World Center, Senapati Bapat Marg, Prabhadevi (West), Mumbai- 400013, Maharashtra, India, Maharashtra, India and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution No.:

1. To consider and approve alteration of Articles of Association of the Company.
2. To approve PGP Glass Private Limited Employee Stock Option Plan, 2023 for the employees of the Company.
3. To approve PGP Glass Private Limited Employee Stock Option Plan, 2023 for the employees of the Subsidiary Companies of the Company.

Signed this ____ Day of ____ 2023

Signature of Shareholder:

Signature of Proxy holder(s)

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.

