



**FEDERAL-MOGUL SEALINGS INDIA LIMITED
(FORMERLY KNOWN AS FEDERAL-MOGUL ANAND SEALINGS INDIA
LIMITED)**

**8TH ANNUAL REPORT
2021-22**



CORPORATE INFORMATION

Board of Directors

Mr. Vinod Kumar Hans, Director
Mr. Manish Chadha, Director
Mr. Kapil Arora - Whole Time Director

Auditors

Walker Chandiok & Co, LLP

Registrars & Share Transfer Agents:

KFin Technologies Limited
Selenium Tower B
Plot No 31 & 32
Gachibowli Financial District
Nanakramguda Seilingrampally
Hyderabad, 500 008

Plant, Registered Office and Corporate Office

152/223, Village Mahalunge
Chakan Talegaon Road
Tal: Khed, Dist: Pune 410501
Phone: (02135) 67300-301

CIN: U29253PN2014PLC152540



FEDERAL-MOGUL SEALINGS INDIA LIMITED
(FORMERLY KNOWN AS FEDERAL-MOGUL ANAND SEALINGS INDIA LIMITED)

CIN: U29253PN2014PLC152540

Registered & Corporate Office: 152/223, Village Mahalunge, Chakan Talegaon,
Road, Tal. Khed, Pune- 410501

Tel. +91 2135 677300

E-mail: abhishek.nagar@tenneco.com

NOTICE OF EIGHTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Eighth Annual General Meeting of the Members of Federal-Mogul Sealings India Limited will be held on Friday, 30th September 2022, at 03:00 P M at the Registered Office of the Company at 152/223, Village Mahalunge, Chakan Talegaon Road, Tal. Khed, Pune-410501 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 on 31st March 2022 and Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Vinod Kumar Hans (holding DIN: 03328309) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Deloitte Haskins & Sells LLP, as Statutory Auditors of the Company to hold office for a period of 5 (five) consecutive financial years, from the conclusion of the 8th annual general meeting until the conclusion of 13th annual general meeting and to authorize the Board of Directors of the Company to fix their remuneration.

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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, Deloitte Haskins & Sells LLP, having firm registration no. 117366W/W-100018, who have provided their consent and confirmed their eligibility for appointment of Statutory Auditors in terms of Section 141 of the Companies Act, 2013 and applicable Rules be and are hereby appointed as the Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of the 8th (Eighth) Annual General Meeting (AGM) of the Company till the conclusion of the 13th (Thirteenth) Annual General Meeting to be held in



the calendar year 2027, at a remuneration as may be fixed and determined by the Board of Directors of the Company in consultation with the Statutory Auditors.”

For and on behalf of Federal-Mogul Sealings India Limited,

Manish Chadha
Director holding DIN: 07195652
Address: 1C-60, NH-1
Faridabad

Date: 1st September 2022

Place: Gurugram



NOTES:

- i) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY ATLEAST 48 HOURS BEFORE THE MEETING.**
- ii) **A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than ten percent of the total paid up share capital of the Company carrying voting rights. A member holding more than 10 percent of the total share capital carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.**
- iii) The Directors' Report, Auditors' Report and Audited Financial Statements for the period ended 31st March 2022 are annexed herewith.
- iv) Members/proxies should bring the duly filled Attendance slip to attend the meeting.
- v) The Notice of the 8th Annual General Meeting along with the Attendance Slip and Proxy Form is being sent by electronic mode to all members whose email addresses are registered with the Company/ Depository Participant(s).The Notice calling the AGM and the Annual Report can be accessed at from the website of KFin Technologies Limited at the website address at <https://evoting.kfintech.com/>.
- vi) The Company is pleased to provide remote e-voting facility to the shareholders of the Company through, KFin Technologies Limited ('KFINTECH')to transact the business through remote e-voting.
- vii) The facility for voting through polling paper shall be available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.



- viii) The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested, Memorandum of Association and Articles of association of the Company, are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) up to the date of Annual General Meeting and will also be available for inspection at the meeting.
- ix) All the Shareholders can communicate with the RTA for requests/ queries relating to transfer, transmission, demat, remat, endorsement as fully paid up, split, consolidation, change of address, issue of duplicate share certificates at the address “, KFin Technologies Limited (‘KFINTECH’) Selenium Tower B, Plot No 31 & 32 Gacchibowli, Financial District, Nanakramguda, Serilingampally Hyderabad-500008: +91 040 67161604”.
- For all other queries, please contact the Company either at the Registered Office of the Company at 152/223, Village Mahalunge, Chakan Talegaon, Road, Tal. Khed, Pune-410501 or by email to v.ramachandra@kfintech.com.
- x) Members holding shares in physical mode are requested to notify change in their address, transfer/transmission requests/ queries, if any to the Registrar & Transfer Agent (RTA) of the Company, quoting Folio number and those holding shares in Demat mode must inform the change of address to their respective Depository Participants.
- xi) In case of joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote at the meeting.
- xii) Corporate members intending to send their authorised representative(s) to attend the meeting pursuant to section 113 of the Companies Act 2013 are requested to send to the Company a certified copy of the Board Resolution together with their specimen signatures authorising their representative(s) to attend and vote on their behalf at the meeting.
- xiii) Under Section 72 of the Companies Act, 2013 the shareholder(s) can nominate a person to whom his/her shares in the Company shall vest in the event of his/her death. Where the shares are held in joint names, such nomination has to be made jointly. The nominee shall, on the death of the shareholder or all joint holders, as the case may be, become entitled to all rights in the shares to the exclusion of all other persons unless the



nomination is varied or cancelled by the shareholder(s) in the prescribed manner. Shareholder(s) desirous of nominating a person may write to the Company for obtaining the prescribed Nomination form.

- xiv) To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, investors are requested to register their email addresses with R&TA, if shares are held in physical mode or with their DP, if the holding is in electronic mode. In case a member holding shares in Dematerialized mode wants to obtain the copy of Annual Report in physical mode, he is requested to request the Company or R&TA in writing, for the same.

**For and on behalf of Federal-Mogul Sealings
India Limited,**

**Manish Chadha
Director
DIN: 07195652
Address: 1C-60, NH-1
Faridabad 121001**

**Date: 1st September 2022
Place: Gurugram**



Explanatory Statement

Item No 3

At the 6th (Sixth) Annual General Meeting held on 28th December 2020, Walker, Chandiook & Co. LLP, Chartered Accountants, (FRN 001076/N50013) were reappointed as Statutory auditors of the Company as per Section 139, 142 and other applicable provisions, if any read with Companies (Audit & Auditors) Rules 2014, to hold office from the conclusion of 6th (Sixth) Annual General Meeting until the conclusion of the 11th (eleventh) annual general meeting of the Company to be held in the calendar year 2025.

Further Walker, Chandiook & Co. LLP, Chartered Accountants, resigned from the office with effect from 1st September 2022 after signing the audit report for the financial year 2021-22. The Board considered and accepted their resignation in their meeting held on 1st September 2022, which shall take its effect from the conclusion of ensuing Annual General Meeting.

In view of resignation of Walker, Chandiook & Co. LLP, Chartered Accountants, the Board, considered to appoint Deloitte Haskins & Sells LLP Registration No: 117366W/W-100018, Chartered Accountants, in their place and recommended to members, appointment of Deloitte Haskins & Sells LLP for a period of 5 (five) years, from conclusion of ensuing Annual General Meeting until conclusion of 13th (Thirteenth) Annual General Meeting to be held in the calendar year 2027.

The written consent to such appointment and a certificate from Deloitte Haskins & Sells LLP, (Registration No: 117366W/W-100018) have been received to the effect that the appointment is in accordance with the conditions prescribed under Rule 4 of the Companies (Audit and Auditors) Rules, 2014 and they satisfy the criteria specified under Section 141 of the Companies Act, 2013 read with Rule 4 of Companies (Audit & Auditors) Rules 2014.

None of the Directors/ Key Managerial Personnel (KMP) of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends their appointment and payment of remuneration for approval of the shareholders and to pass the resolution as set out in Item No.3 as an Ordinary Resolution.



Details of Director seeking re appointment as a Director of the Company whose term of office shall be liable to determination by retirement by rotation: (Item No 2)

Name of Director	Mr. Vinod Kumar Hans (holding DIN 03328309)
Date of Birth	10 th May, 1966
Original Date of Appointment	20 th April, 2015
Expertise in specific functional areas	Mr. Vinod Kumar Hans was appointed as Director of the Company w.e.f 20.04.2015. Mr. Vinod Kumar Hans, aged 56, is Bachelor of Engineering in Mechanical from REC Allahabad. He also holds Post Graduate Diploma in Business Management. He has been with Federal-Mogul for the past 15 years and successfully managed the marketing, sales and business management in India. Prior to joining Federal-Mogul he was working with GKN Driveline India Limited and responsible for Sales, Engineering and Performance Management for all OE customers, aftermarket and exports from India.
Qualifications	Graduation in Mechanical Engineering from REC Allahabad and post-graduation in Business Management from Birla Institute of Management Technology, New Delhi. He has also undertaken one-year leadership and Executive Management Development program with University of Crane field UK and Cedep, University of Instead, France respectively
Directorships held in other companies (excluding foreign companies)	<ul style="list-style-type: none"> • Federal-Mogul Bearings India Limited • Federal-Mogul TPR (India) Limited • Federal-Mogul Goetze (India) Limited • Federal-Mogul Ignition Products Limited.
Committee position held in Company	Audit Committee and Shareholders' Relationship Committee.



Route Map of the venue of the 8th Annual General Meeting of Federal-Mogul Sealings India Limited

