

FORM NO. DIR-12

[Pursuant to sections 7(1) (c), 168 & 170 (2) of The Companies Act, 2013 and rule 17 of the Companies (Incorporation) Rules 2014 and 8, 15 & 18 of the Companies (Appointment and Qualification of Directors) Rules, 2014]



Particulars of appointment of directors and the key managerial personnel and the changes among them

Form Language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *This form is for ☐ New company ☒ existing company

2. (a) * Corporate Identity Number (CIN) of company

U74999HR2003PTC037438

(b) Global location number (GLN) of company

Pre-fill

3. (a) Name of the company

GEODIS INDIA PRIVATE LIMITED

(b) Address of the
registered office
of the company

DLF BUILDING NO. 5, TOWER-B, 10TH FLOOR
DLF CYBER TERRACES, PHASE-III
GURGAON
Haryana
122002
India

(c) E-mail ID of the company

dilip.kohli@geodis.com

4. Number of Managing director or director(s) for which the form is being filed

2

5. Details of the Managing Director, directors of the company

1 Details of the Managing Director or Director of the company

i Director Identification Number (DIN)

06446955

Pre-fill

ii Name

HARPREET SINGH

iii Father's name

HARDIAL SINGH DHILLON

iv Present residential address

C-84, The Icon, DLF City
Phase 5,
Gurgaon
Haryana
India
122003

v Nationality

IN

vi Date of birth

01/05/1971

vii Gender

Male

viii ☐ Appointment ☐ Cessation ☒ Change in designation

x Date of Appointment or
change in designation

01/02/2022

(DD/MM/YYYY)

ix Designation

Managing Director

xi Category

Professional

xii Whether Chairman, Executive Director, Non-Executive Director

☐

Chairman

☒

Executive director

☐

Non Executive Director

xiii DIN of such director to whom appointee is alternate

Pre-fill

xiv Name of the director to whom such
appointee is alternate

xv Name of the company or institution whose nominee the
appointee is

xvi E-mail ID of director

harpreet.singh@geodis.com

xvii In case of cessation

Hereby confirmed that the above mentioned ☐ Director ☐ Managing director xviii is not associated with the company

with effect from

(DD/MM/YYYY) xix due to

xx Interest in other entities

xxi Number of such entities

xxii * CIN/LLPIN/FCRN/Registration number

Pre-fill

xxiii * Name

xxiv * Address

xxv Nature of interest

xxvi * Designation

xxvii Percentage of Shareholding

xxviii Amount

xxix Others (specify)

1 Details of the Managing Director or Director of the company

i Director Identification Number (DIN)

00337552

Pre-fill

ii Name

PATHAMADAI VENKATESWARAN LAKSHMANAN

iii Father's name

VENKATESWARAN LAKSHMANAN

iv Present residential address

3, TANJONG RHU ROAD,
#15-03, THE WATERSIDE,
SINGAPORE
Singapore
436881

v Nationality

IN

vi Date of birth

10/03/1968

vii Gender

Male

viii ☐ Appointment ☒ Cessation ☐ Change in designation

x Date of Appointment or
change in designation

(DD/MM/YYYY)

ix Designation

Director

xi Category

xii Whether Chairman, Executive Director, Non-Executive Director

☐

Chairman

☐

Executive director

☐

Non Executive Director

xiii DIN of such director to whom appointee is alternate

Pre-fill

xiv Name of the director to whom such
appointee is alternate

xv Name of the company or institution whose nominee the
appointee is

xvi E-mail ID of director

lakshmanan.venkateswaran@geodis.com

xvii In case of cessation

Hereby confirmed that the above mentioned ☒ Director ☐ Managing director xviii is not associated with the company

with effect from

22/02/2022

(DD/MM/YYYY) xix due to

Resignation u/s 168

xx Interest in other entities

xxi Number of such entities

xxii * CIN/LLPIN/FCRN/Registration number

Pre-fill

xxiii * Name

xxiv * Address

xxv Nature of interest

xxvi * Designation

xxvii Percentage of Shareholding

xxviii Amount

xxix Others (specify)

6. Number of manager(s), secretary(s), Chief Financial Officer or Chief Executive Officer for which the form is being filed

7. Details of manager(s), secretary(s), Chief Financial Officer or Chief Executive Officer of the company

1	i Director Identification Number (DIN), if any	<input type="text"/>	<input type="button" value="Pre-fill"/>
	ii Income Tax permanent account number (PAN)	<input type="text"/>	<input type="button" value="Verify Details"/>
	iii <input type="radio"/> Appointment <input type="radio"/> Cessation		
	iv Membership number of the secretary	<input type="text"/>	
	v First Name	<input type="text"/>	
	vi Middle Name	<input type="text"/>	
	vii Last Name	<input type="text"/>	
	viii Father's name		
	ix First Name	<input type="text"/>	
	x Middle Name	<input type="text"/>	
	xi Last Name	<input type="text"/>	
	xii Present residential address	xiii Line I	<input type="text"/>
		xiv Line II	<input type="text"/>
	xv City	<input type="text"/>	
	xvi State	<input type="text"/>	xvii Pin Code <input type="text"/>
	xviii ISO Country Code	<input type="text"/>	
	xix Country	<input type="text"/>	
	xx Phone	<input type="text"/>	xxi Fax <input type="text"/>
	xxii Date of birth	<input type="text"/>	(DD/MM/YYYY)
	xxiii Designation	<input type="text"/>	
	xxiv Date of Appointment or cessation	<input type="text"/>	(DD/MM/YYYY)
	xxv E-mail ID	<input type="text"/>	

Attachments

List of attachments

- (1) Declaration by first director
- (2) Declaration of the appointee director
in Form No. DIR-2;
- (3) Notice of resignation;
- (4) Evidence of cessation;
- (6) Optional attachment(s) - if any.

Attach

Attach

Attach

Attach

Attach

Letter of Resignation.pdf
Notice of resignation.pdf
CTC for Resignation of Pathamadai.pdf
CTC for change in design of Harpreet Singh.
Acknowledgement of Resignation.pdf
UDIN Letter.pdf

Remove attachment

Declaration

I *

- ☐ A person named in the articles as a of the company
(in case if a new company) or
- ☒ authorized by the Board of Directors of the Company vide
number dated

to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I also declare that all the information given herein above is true, correct and complete including the attachments to this form and nothing material has been suppressed.

* To be digitally signed by

DILIP KOHLI
Digitally signed by DILIP KOHLI
Date: 2022.03.01 14:14:24 +05'30'

* Designation

* Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the secretary

Certificate by practicing professional

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and Rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that:

- ☒ The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order ;
- ☒ All the required attachments have been completely and legibly attached to this form;
- ☒ It is understood that I shall be liable for action under Section 448 of The Companies Act, 2013 for wrong certification, if any found at any stage.

* To be digitally signed by

RAJIV KUMAR ADLAKHA
Digitally signed by RAJIV KUMAR ADLAKHA
Date: 2022.03.01 15:25:20 +05'30'

- ☐ Chartered accountant (in whole-time practice) or ☐ Cost accountant (in whole-time practice) or
- ☒ Company secretary (in whole-time practice)

* Whether Associate or fellow ☒ Associate ☐ Fellow

Membership number

Certificate of Practice Number

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.

From: Dilip KOHLI <dilip.kohli@geodis.com>
Sent: 21 February 2022 17:08
To: Lakshmanan VENKATESWARAN
Cc: Onno BOOTS; Steven PIKE; Joseph CHUA; Harpreet SINGH
Subject: RE: Resignation from the Board of Geodis India
Attachments: 21022022174538-0001[47].pdf

Dear Venkat

We acknowledge the receipt of your letter of resignation dated 15th February 2022. The same will be placed in the forthcoming meeting of the board of Directors. Geodis India has achieved many milestone during your tenure as Managing Director. The board place on record their appreciation for the valuable guidance and leadership provided during our tenure as Managing Director of the company.

Best Regards
Dilip KOHLI

From: Lakshmanan VENKATESWARAN <lakshmanan.venkateswaran@geodis.com>
Sent: Monday, February 21, 2022 3:27 PM
To: Onno BOOTS <onno.boots@geodis.com>; Steven PIKE <steven.pike@geodis.com>; Joseph CHUA <joseph.chua@geodis.com>; Harpreet SINGH <harpreet.singh@geodis.com>; Dilip KOHLI <dilip.kohli@geodis.com>
Subject: Resignation from the Board of Geodis India

To
The Board of Directors
Geodis India Private Limited
DLF Building No.5, Tower-B, 10th Floor,
DLF Cyber Terraces, Phase-III,
Gurgaon-122 002

Dear Sir,

I, Pathamadai Venkateswaran Lakshmanan, would like to tender through this notice my resignation from the office of Director of **Geodis India Private Limited** ("Company") pursuant to the provisions of Section 168(1) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 with effect from 22nd day of February 2022, since my appointment as Sub-Regional Managing Director of South-East Asia, based out of GEODIS Singapore Pte Ltd.

I request the Board to kindly take note of the resignation from the Board of Directors of the Company and hereby authorize the Company to do the requisite formalities as per the applicable provisions of the Companies Act, 2013 and rules made thereunder and intimate the Registrar of Companies within the stipulated time in prescribed e-form.

The resignation letter is attached hereunder.

Thanking you

Warm Regards



Lakshmanan Venkateswaran

Sub Regional Managing Director – South East Asia

GEODIS APAC

1 Kim Seng Promenade, Great World City East #13-01/02/03

Singapore -237994

Tel. : + 65 91173042

lakshmanan.venkateswaran@geodis.com | geodis.com



By hand/ e-mail

Pathamadai Venkateswaran Lakshmanan
3, Tanjong Rhu Road, #15-03,
The Waterside, Singapore- 436 881

Date: 15th February, 2022

To
The Board of Directors
Geodis India Private Limited
DLF Building No.5, Tower-B, 10th Floor,
DLF Cyber Terraces, Phase-III,
Gurgaon-122 002

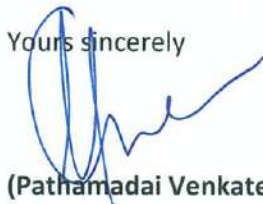
Dear Sir,

I undersigned would like to tender my resignation pursuant to the provisions of Section 168(1) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 from the office of Director of **Geodis India Private Limited** ("Company") with effect from **22nd** February, 2022 since my appointment as Sub-Regional Managing Director of South-East Asia, based out of GEODIS Singapore Pte Ltd.

I would like to thank the Board of Directors of the Company for providing their assistance and co-operation to discharge my duties during the tenure of holding office of Director of the Company.

Thanking you

Yours sincerely



(Pathamadai Venkateswaran Lakshmanan)
Director
DIN: 00337552
Address: 3, Tanjong Rhu Road, #15-03,
The Waterside, Singapore- 436 881

From: Lakshmanan VENKATESWARAN <lakshmanan.venkateswaran@geodis.com>
Sent: Monday, February 21, 2022 3:27 PM
To: Onno BOOTS; Steven PIKE; Joseph CHUA; Harpreet SINGH; Dilip KOHLI
Subject: Resignation from the Board of Geodis India
Attachments: 21022022174538-0001[47].pdf

To
The Board of Directors
Geodis India Private Limited
DLF Building No.5, Tower-B, 10th Floor,
DLF Cyber Terraces, Phase-III,
Gurgaon-122 002

Dear Sir,

I, Pathamadai Venkateswaran Lakshmanan, would like to tender through this notice my resignation from the office of Director of **Geodis India Private Limited** ("Company") pursuant to the provisions of Section 168(1) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 with effect from 22nd day of February 2022, since my appointment as Sub-Regional Managing Director of South-East Asia, based out of GEODIS Singapore Pte Ltd.

I request the Board to kindly take note of the resignation from the Board of Directors of the Company and hereby authorize the Company to do the requisite formalities as per the applicable provisions of the Companies Act, 2013 and rules made thereunder and intimate the Registrar of Companies within the stipulated time in prescribed e-form.

The resignation letter is attached hereunder.

Thanking you

Warm Regards



Lakshmanan Venkateswaran
Sub Regional Managing Director – South East Asia

GEODIS APAC
1 Kim Seng Promenade, Great World City East #13-01/02/03
Singapore -237994
Tel. : + 65 91173042

lakshmanan.venkateswaran@geodis.com | geodis.com



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF GEODIS INDIA PRIVATE LIMITED HELD AT A SHORTER NOTICE ON AN URGENT BASIS ON FRIDAY, THE 25TH DAY OF FEBRUARY, 2022, AT GEODIS SINGAPORE PTE LTD., 1 KIM SENG PROMENADE, #14-01/02/03, GREAT WORLD CITY EAST, SINGAPORE –237 994 AT 1:00 P.M. (SGT)

CONSIDERED CHANGE IN DESIGNATION OF MR. HARPREET SINGH FROM THE WHOLE TIME DIRECTOR TO THE MANAGING DIRECTOR

“RESOLVED THAT pursuant to the provisions of Section 2(54), 196 & 203 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification/ amendments or re-enactments thereof) and Articles of Association of the Company, the consent of the Board of Directors be and is hereby accorded to promote and change the designation of Mr. Harpreet Singh (DIN:06446955) from the Whole Time Director to the Managing Director of the Company with effect from 1st February, 2022 (with the continuity of his past service) till he holds the office of Sub Regional Managing Director - South Asia of the Company but not exceeding three years from the date of appointment as the Managing Director of the Company.

RESOLVED FURTHER THAT the consent to act as the Managing Director of the Company as submitted (as tabled at the Meeting) be and is hereby noted and taken on record.

RESOLVED FURTHER THAT the office of Mr. Harpreet Singh as the Managing Director of the Company shall continue to be governed by the terms and conditions as mentioned in the initial appointment letter (as tabled at the Meeting) as well as with the policies and regulations of the Company as modified and applicable from time to time.

RESOLVED FURTHER THAT Mr. Harpreet Singh shall be paid remuneration as per the details mentioned in the Salary Revision and Confirmation Letter (tabled at the Meeting) and as stated below:

Monthly remuneration:

Particulars	Amount (Rs) P.M
Basic Salary	382,400
House Rent Allowance	191,200
Meal Voucher	3,000
Special Pay	270,112
Ex-Gratia	31,867
LTA	31,867
Provident Fund	45,888
Cost to Company(CTC) p.m.	956,334





Geodis India Private Limited
Regd. Office:- DLF Building No.5, Tower-B, 10th floor,
DLF Cyber Terraces, Phase-III, Gurgaon-122002, Haryana,
Tel:- +91 124 6903399, Fax:- +91 124 6903300,
web:www.geodis.com, email:- delhi@geodis.com
CIN:U74999HR2003PTC037438

Additional Benefits:

Particulars	Amount (Rs.)
Car	Company leased car @ Rs.75,000 p.m.
Driver	Company Driver
Fuel	At actuals
Variable Pay (Max)	35% on annual basis + HRA

RESOLVED FURTHER THAT no sitting fees shall be paid to Mr. Harpreet Singh for attending the Meeting(s) of the Board of Directors or its Committee(s) thereof of the Company.

RESOLVED FURTHER THAT the appointment of Mr. Harpreet Singh as the Managing Director of the Company shall be in continuity to his existing employment as the Whole Time Director of the Company and he shall be entitled to the benefit of continuity in all respects.

RESOLVED FURTHER THAT Mr. Harpreet Singh shall be entitled to his annual increment as per the Company policy and the same shall be taken on record and approved by the Board of Directors at their Board Meeting held immediately after such increment is allowed.

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. Dilip Kohli, Whole Time Director & Company Secretary of the Company be and are hereby authorized severally to make necessary entries/ endorsement and authenticate the same in the Register of Directors & Key Managerial Personnel and Register of Contracts maintained pursuant to the provisions of Section 170 & 189 of the Companies Act, 2013 respectively.

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. Dilip Kohli, Whole Time Director & Company Secretary of the Company be and are hereby authorized severally to do all such other acts, deeds, matters and things which are necessary, incidental and/ or consequential to give effect to this resolution."

-/Certified True Copy/-

For Geodis India Private Limited

(Dilip Kohli)

Whole Time Director & Company Secretary

DIN: 01221234

Address: Flat No 25, Fourth Floor,
Rajdhani Nikunj Apartment, Plot 94 Patparganj,
I.P. Extension, **East Delhi - 110 092**



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF GEODIS INDIA PRIVATE LIMITED HELD AT A SHORTER NOTICE ON AN URGENT BASIS ON FRIDAY, THE 25TH DAY OF FEBRUARY, 2022, AT GEODIS SINGAPORE PTE LTD., 1 KIM SENG PROMENADE, #14-01/02/03, GREAT WORLD CITY EAST, SINGAPORE -237 994 AT 1:00 P.M. (SGT)

TOOK NOTE OF RESIGNATION OF MR. PATHAMADAI VENKATESWARAN LAKSHMANAN FROM THE OFFICE OF DIRECTOR OF THE COMPANY

"RESOLVED

- (a) THAT the notice along with resignation letter as received from Mr. Pathamadaï Venkateswaran Lakshmanan thereby resigning from the office of Director of the Company effective from 22nd February, 2022 (as tabled at the Meeting) be and is hereby noted;
- (b) THAT the Board of Directors do place on record their appreciation of the valuable services rendered by Mr. Pathamadaï Venkateswaran Lakshmanan during his tenure as Director of the Company;
- (c) THAT all the powers as were delegated to Mr. Pathamadaï Venkateswaran Lakshmanan from time to time as the Director of the Company be and are hereby rescinded with retrospective effect from 22nd February, 2022;
- (d) THAT Mr. Dilip Kohli, Whole Time Director & Company Secretary of the Company be and is hereby authorized to file e-Form DIR-12 with the Registrar of Companies with respect to the resignation of Mr. Pathamadaï Venkateswaran Lakshmanan from the office of Director of the Company;
- (e) THAT any one of the Directors of the Company or Mr. Dilip Kohli, Whole Time Director & Company Secretary of the Company be and are hereby authorized jointly or severally to intimate all such authorities and offices with which the Company is dealing with, about the rescinding of all powers of Mr. Pathamadaï Venkateswaran Lakshmanan as the Director of the Company with retrospective effect from 22nd February, 2022.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby authorized jointly or severally to do all such other acts, deeds, matters and things which are necessary, essential, expedient and/or consequential to give effect to the above resolution."

-/Certified True Copy/-
For Geodis India Private Limited

(Dilip Kohli)
Whole Time Director & Company Secretary
DIN: 01221234
Address: Flat No 25, Fourth Floor,
Rajdhani Nikunj Apartment, Plot 94 Patparganj,
I.P. Extension, East Delhi - 110 092



To,
GEODIS INDIA PRIVATE LIMITED
DLF Building No.5, Tower-B, 10th Floor,
DLF Cyber Terraces, Phase-III,
Gurgaon-122 002

Sub: UDIN for Certification of E-Form DIR-12

Dear Sir,

This is to inform that Unique Identification Number (UDIN) A008388C002750281 has been generated on 1st March, 2022 for certification of E-Form DIR-12 for change in designation of Mr. Harpreet Singh from the Whole Time Director to the Managing Director the Company with effect from 1st February, 2022 and resignation of Mr. Pathamadai Venkateswaran Lakshmanan from the office of Director of the Company with effect from 22nd February, 2022.

This is for your information and records please.

Thanking You,

For **R.K.ADLAKHA & ASSOCIATES**


(Rajiv Kumar Adlakha)
Membership No. – 8388
C P No. – 3508

Date: 01.03.2022

Place: Gurgaon