

# ORCHID CONTAINER LINE (THAILAND) CO., LTD.

719 KPN Tower, 11 Floor, Rama 9 Road, Bangkapi, Huay-Kwang, Bangkok 10310, Thailand  
Tax ID. 0105558184557 (Head Office) Tel. 662-7171002 Fax. 662-7171003

**NOTICE OF EXTRA-ORDINARY GENERAL MEETING OF ORCHID CONTAINER LINE (THAILAND) CO.  
LIMITED**  
**(During COVID-19 Pandemic through Video Conference (VC))**

**NOTICE** is hereby given that the Extra-Ordinary General Meeting of the Members of **ORCHID CONTAINER LINE (THAILAND) CO. LIMITED** will be held on 09th June 2021, Wednesday at 11.00 A.M. (Asia/Bangkok Time Zone) through video conferencing (VC) or other Audio Visual Means (OAVM) through ZOOM as per link given in the notes attach with this notice to transact the following business:

**SPECIAL BUSINESS:**

**1. Removal of Director - Ms. Benjawan Kittithammakul**

**To consider and, if thought fit, to pass, with or without modification(s) the following resolutions as Special Resolution(s):**

**“RESOLVED THAT** it has come into the knowledge of the Company that Ms. Benjawan Kittithammakul has fraudulently transferred salary of THB 150,000 to her account and THB 1500000 to her husband account without the consent of anyone in the Company. She has changed the bank signatories in Krung Thai Bank, without any formal confirmation and without holding any board meeting, MOM and EGM of the shareholders. She has generated many fake invoices to create bogus outstanding demands sending mails from fake proxy emails. She has kept important docs of company in her personal possession and she individually kept many OBLs of multiple customers in her personal capacity and blackmailed them to pay off her against these bogus invoices. She along with her husband Jatin Mittal are causing severe financial theft in company since very start and never presented actual reports to shareholders. She is doing all this selfish act with the help of her husband Mr. Jatin, her husband was never part of the Company still showing himself and Ms. Benjawan as Managing Director of the Company. Their selfish acts caused the Company huge loss to all stakeholders. Therefore it is required to take action against her and it will be in the interest of the Company to remove Ms. Benjawan Kittithammakul from the directorship of the Company with immediate effect.

**RESOLVED FURTHER THAT** pursuant to Section provisions of Section 1151 of the Thai Limited Company Law and other applicable provisions of the said Act, if any for the time being in force consent of the members of the Company be and is hereby accorded to remove Ms. Benjawan Kittithammakul from her office as director of the company with immediate effect.”

**“RESOLVED FURTHER THAT** any of the Directors of the Company, be or are hereby severally authorized to do all such acts, deeds and things, including signing and issuing letters and to complete all other formalities as may be required in this regard”.\

**Date: 25.05.2021**

**By Order Of The Board Of Directors Of  
Orchid Container Line (Thailand) CO. Limited**

  
**Michalesh Kumar  
(Director)**

**Notes:-**

1. In view of the continuing COVID19 pandemic, it is permitted to convene an Extra Ordinary General Meeting through Video Conferencing or Other Audio Visual Means (OAVM), without the physical presence of the members at a common digital venue.

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2. Those Shareholders whose email IDs are not registered, are requested to register their email ID with by providing their Name Address, email ID, PAN, DPID/Client ID or Folio Number and Number of shares held by them minimum 1 day prior to EGM scheduled. They can submit details at email address : [mgmt.@orchidcontainerline.com](mailto:mgmt.@orchidcontainerline.com) or [mkumar@orchidcontainerline.com](mailto:mkumar@orchidcontainerline.com).
3. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum.
4. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at email address, [mgmt@orchidcontainerline.com](mailto:mgmt@orchidcontainerline.com) or at [info@orchidcontainerline.com](mailto:info@orchidcontainerline.com)
5. Generally a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself now since the meeting is convened through VC or OAVM means, physical attendance of the members has been dispensed with. Accordingly facility to appoint proxy by the members will not be available for this meeting. However the body corporate are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through electronic means.
6. The Explanatory Statement pursuant to the provisions of setting out material facts in respect of the item no. 1 is annexed hereto.
7. All documents referred to in the Notice calling the EGM and the Explanatory Statement are available on the website of the Company [www.orchidcontainerline.com](http://www.orchidcontainerline.com) for inspection by the Members.
8. Corporate member intending to send their authorized representatives are requested to send the duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
9. Shareholders have to join the meeting by using the link given below:

## Join Zoom Meeting

<https://us02web.zoom.us/j/81929451836?pwd=NG9sMUdHZFZ4ZURiNkE2dE9oay9nZz09>

Meeting ID: 819 2945 1836

Passcode: f3H6H2

10. The members can join the meeting in the zoom app 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the notice.
11. Members may attend the meeting by following the link as mentioned above. Members will be able to locate Meeting ID/Password and join meeting tab. By clicking on joint meeting tab they will be redirecting to meeting room via browser or by running temporary application.

## **EXPLANATORY STATEMENT**

### **Item No.1**

The Company received special notice from shareholders represents 99.99% shareholding of the company dated 24.05.2021 for convening a meeting of the shareholders for removal of Ms. Benjawan Kittithammakul as Director of the Company for the reason she may potentially submit or have submitted fake statement to Thai Revenue Department about the annual reports of the Company without any approval of the shareholders or Board. She has done the financial manipulations since long. This is not the end, even she changed the signatory in the bank without any formal confirmation, board resolution EGM or MOM etc. She did fraud with below fake proxy email again after January 2021 despite she assured the Company

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for no such criminal activities again in future. She facilitated and allowed his accomplice Vikas Kharb to collect company's money due from customers in

his personal accounts. She and Her husband, who was never connected with the Company, proclaimed themselves as managing directors of the Company and also taking salary and many other financials benefits in their personal account from the company's account. Despite of giving warning to her, she has not changed her behaviour towards the Company and prompted herself and her husband to abuse and give life threats over mail to shareholders and foreign directors.

There is no other way, only to remove Ms. Benjawan Kittithammakul from the office of the directorship. A copy of special notice received in the matter is annexed as **Annexure A**.

According to the provisions of the relevant acts, it is required to obtain the prior approval of the shareholders for removal of the director.

Therefore the members of the Board placed the above resolution before you for your approval.

None of the Directors or key managerial personnel of the Company or their relatives are concerned or interested in the above resolution.

**Date: 25.05.2021**

**By Order Of The Board Of Directors Of  
Orchid Container Line (Thailand) Co Limited**



**Mithilesh Kumar  
(Director)**