

NOTICE IS HEREBY GIVEN THAT THE TWELFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF NIHON KOHDEN INDIA PRIVATE LIMITED WILL BE HELD AT SHORTER NOTICE ON TUESDAY, SEPTEMBER 27, 2022 AT 308, THIRD FLOOR, TOWER-A, SPAZEDGE, SECTOR-47, GURUGRAM-122002, HARYANA, INDIA AT 10:00 AM TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

To consider and if thought fit, to pass with or without modifications, the following as Ordinary Resolutions:

1. ADOPTION OF FINANCIAL STATEMENTS AND BOARD'S REPORT

"RESOLVED THAT the audited Balance Sheet as at March 31, 2022 and Statement of Profit & Loss for the period starting from 01.04.2021 to 31.03.2022 along with schedules and notes to accounts for the year ended on that date together with the report of Auditors and Board's Report thereon be and are hereby received, considered and adopted.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be required or considered necessary or incidental thereto."

SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modifications, the following as an Ordinary Resolution:

2. REGULARIZATION OF MR. TOMOHIKO NASU AS DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013 the consent of the shareholders be and is hereby granted to regularize Mr. Tomohiko Nasu as Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be required or considered necessary or incidental thereto."

By Order of the Board of Directors
For Nihon Kohden India Private Limited



Kentaro Kusano
Managing Director
DIN: 08402042
Address: C114, 11th Floor, Tower-C, Parkplace,
DLF Phase-V Gurugram 122003, Haryana

Date: September 20, 2022
Place: Gurugram

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxy (ies) to attend and on poll to vote instead of himself and proxy need not be a member.
2. A proxy to be valid should reach the registered office of the company at least 48 hours in advance before the time for holding the Annual General Meeting.
3. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto;
4. All documents referred in the accompanying notice and registers required as per Section 170 of the Companies Act, 2013 will be open for inspection.
5. Attendance Slip and Proxy Form are annexed hereto.
6. Route Map of the Registered Office of the Company is annexed hereto.

EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2

Mr. Tomohiko Nasu was appointed as Additional Director of the Company with effect from August 24, 2022 pursuant to Section 161 of the Companies Act, 2013 to hold the office upto the date of this Annual General Meeting. He is eligible for appointment as Director.

Mr. Tomohiko Nasu is proposed to be regularized as Director of the Company. The Details of Mr. Tomohiko Nasu is as given below:

- a) Age : 53 years
- b) Qualification : Hyogo Prefectural Kobe Kohoku High School
- c) Experience:
- d) Terms & conditions of appointment : As per the Appointment letter
- e) Details of remuneration sought to be paid : NIL
- f) Date of Appointment as Additional Director in the Board: August 24, 2022
- g) Shareholding: NIL
- h) Relationship with Directors, Managers and other KMP: NIL
- i) No. of meetings attended: None
- j) Other Directorship: NIL
- k) Membership/Chairmanship of Committees of the other Board: NIL

Your consent is required by way of an ordinary resolution for his appointment.

None of the Directors/Key managerial personnel and their relatives is concerned or interested in the resolution except Mr. Tomohiko Nasu being interested to the extent of his appointment.

By Order of the Board of Directors
For Nihon Kohden India Private Limited



Kentaro Kusano
Managing Director

DIN: 08402042

Address: C114,11th Floor, Tower-C, Parkplace,
DLF Phase-V Gurugram 122003, Haryana



Date: September 20, 2022

Place: Gurugram

ATTENDANCE SLIP OF THE GENERAL MEETING

I, _____ who is a registered shareholder of _____ Equity Share of Rs. 10/- each aggregating to _____ (Rupees _____ Only) of Nihon Kohden India Private Limited hereby record my presence at the Twelfth Annual General Meeting of the Company on Tuesday September 27, 2022 at 308, Third Floor, Tower-A, Spazedge, Sector-47, Gurugram-122002, Haryana, India at 10:00 a.m.

Shareholder

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:

Name of the company:

Registered office:

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at theAnnual general meeting/ Extraordinary general meeting of the company, to be held on the day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.....

2.....

3.....

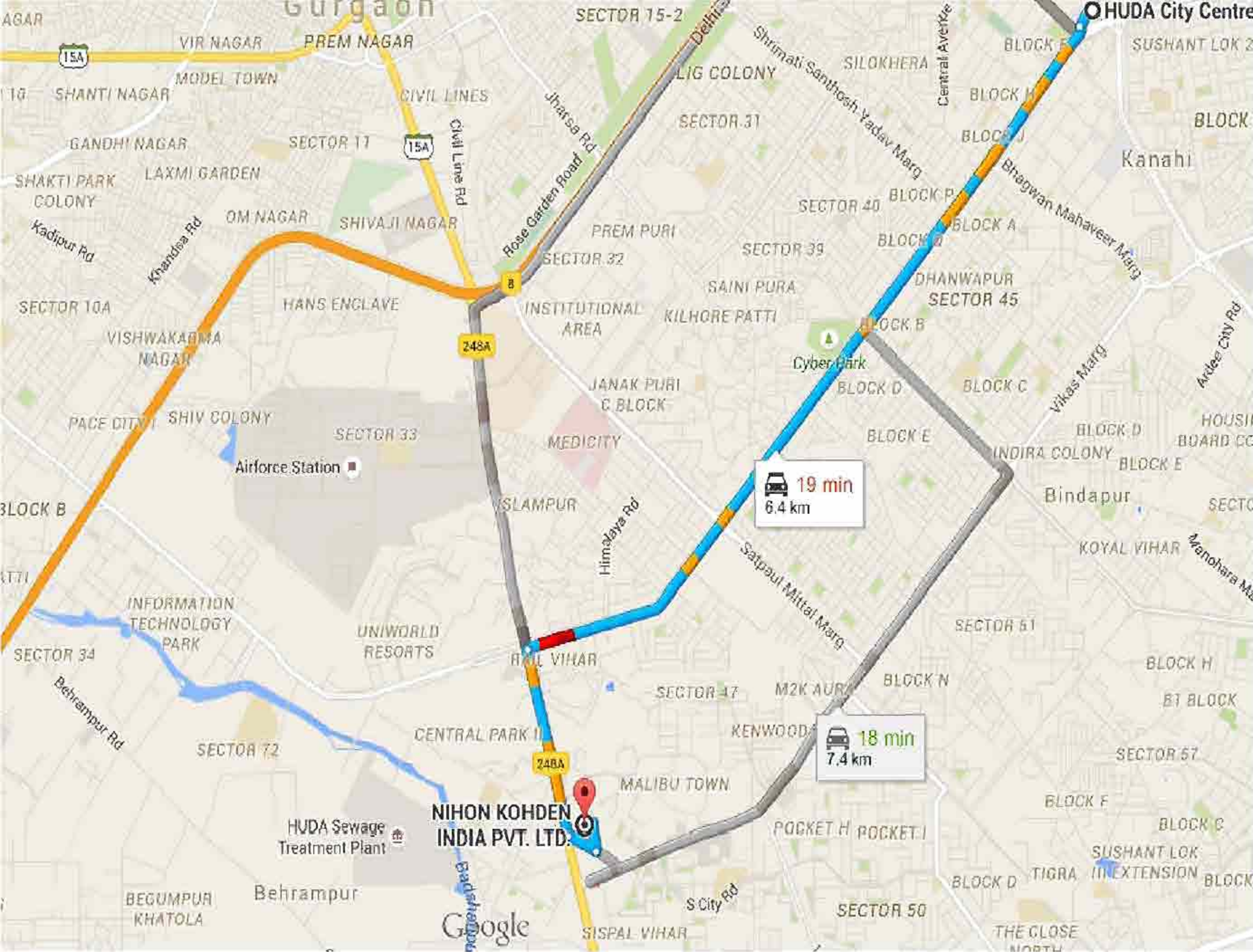
Signed this..... day of..... 20....

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, not less than 48 hours before the commencement of the Meeting.



ROUTE MAP FROM BLOCK B SECTOR-45 TO NIHON KOHDEN



ROUTE MAP FROM HUDA CITY CENTRE TO NIHON KOHDEN