

NOTICE IS HEREBY GIVEN THAT THE FIFTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF NIHON KOHDEN INDIA PRIVATE LIMITED WILL BE HELD AT SHORTER NOTICE ON WEDNESDAY, JUNE 18, 2025 AT 10:00 AM AT THE REGISTERED OFFICE OF THE COMPANY LOCATED AT 308, THIRD FLOOR, TOWER-A, SPAZEDGE, SECTOR-47, GURUGRAM-122002, HARYANA, 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, 2025 and Statement of Profit & Loss for the period starting from 01.04.2024 to 31.03.2025 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."

2. REGULARIZATION OF MR. SEIJI MIYAZAKI 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 members be and is hereby granted to regularize Mr. Seiji Miyazaki, who was appointed as Additional Director w.e.f. June 02, 2025 as the Director of the Company.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to sign and file the requisite return in this regard with the Registrar of Companies, Delhi, and to do all such acts, deeds and things as may be required or considered necessary thereto."

3. REGULARIZATION OF MR. YUYA KAWABATA 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 members be and is hereby granted to regularize Mr. Yuya Kawabata, who was appointed as Additional Director w.e.f. June 05, 2025 as the Director of the Company.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to sign and file the requisite return in this regard with the Registrar of Companies, Delhi, and to do all such acts, deeds and things as may be required or considered necessary 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: June 05, 2025

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.

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: June 05, 2025

Place: Gurugram

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 2**

Mr. Seiji Miyazaki was appointed as Additional Director of the company with effect from June 02, 2025 pursuant to Section 161 of the Companies Act, 2013 to hold the office up-to the date of this Annual General Meeting. He is eligible for appointment as Director of the Company.

Mr. Seiji Miyazaki is proposed to be regularized as Director of the Company. The Details of Mr. Seiji Miyazaki are given below:

- a) Age: 55 years
- b) Qualifications: Bachelor's degree
- c) Experience: 33 (thirty-three) years of post-qualification experience
- d) Terms & conditions of appointment: As per the Appointment letter
- e) Details of remuneration sought to be paid: As per the Appointment letter
- f) Date of Appointment as Additional Director in the Board: June 02, 2025
- g) Shareholding: NIL
- h) Relationship with Directors, Managers and other KMP: NIL
- i) No. of meetings attended: NIL
- 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 except Mr. Seiji Miyazaki is concerned or interested in the resolution to the extent of his appointment.

Item No. 3

Mr. Yuya Kawabata was appointed as Additional Director of the company with effect from June 05, 2025 pursuant to Section 161 of the Companies Act, 2013 to hold the office up-to the date of this Annual General Meeting. He is eligible for appointment as Director of the Company.

Mr. Yuya Kawabata is proposed to be regularized as Director of the Company. The Details of Mr. Yuya Kawabata are given below:

- a) Age: 39 years
- b) Qualifications: Master's degree
- c) Experience: 16 (sixteen) years of post-qualification experience
- d) Terms & conditions of appointment: As per the Appointment letter
- e) Details of remuneration sought to be paid: As per the Appointment letter
- f) Date of Appointment as Additional Director in the Board: June 05, 2025
- g) Shareholding: NIL

- h) Relationship with Directors, Managers and other KMP: NIL
- i) No. of meetings attended: NIL
- 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 except Mr. Yuya Kawabata is concerned or interested in the resolution 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: June 05, 2025

Place: Gurugram

