

HIOP INDIA MANAGER IFSC PRIVATE LIMITED

NOTICE

Shorter Notice is hereby given that the 1st Annual General Meeting ('AGM') of HIOP India Manager IFSC Private Limited will be held on Friday, 20th of September 2024, at 2.30 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") at the registered office of the Company situated at Unit no.B_118,Plot T1&T4, Road 13, Block 11,SEZ, Gift City, Gandhi Nagar, Gujarat, India, 382355

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company comprising of Balance Sheet as on 31st March, 2024, Statement of Profit and Loss for the year ended on that date along with the Cash Flow Statement as on 31st March, 2024 and the Explanatory Notes annexed to, or forming part of any document referred above, the Auditors' Report thereon and the Directors' Report thereto.
2. **TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF S.R. BATLIBOI & CO., LLP, CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO. 301003E/ E300005) AS THE STATUTORY AUDITORS OF THE COMPANY:**

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 Section 139, 141 and 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) for the time being in force, the approval of the members of the Company be and is hereby accorded for appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (FRN: 301003E/ E300005), as the Statutory Auditors of the Company for a period of five years starting from Financial Year 2024-2025 and that they shall hold office from the conclusion of this Annual General Meeting ("AGM") until the conclusion of the 6th (Sixth) AGM of the Company i.e., for the Financial Year 2028-2029 on such remuneration plus reimbursement of taxes, travelling and out of pocket expenses, as may be mutually agreed with the Auditors and Director of the Company;

CIN: U66300GJ2023PTC146329

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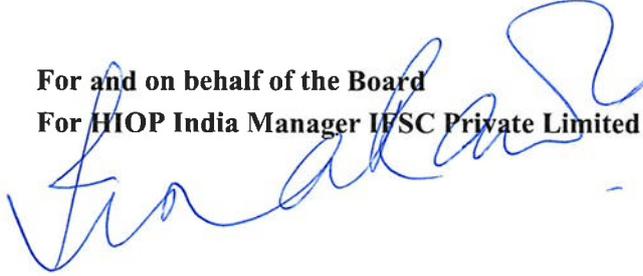
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TEL + 91 124 480 2222

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RESOLVED FURTHER THAT the Board be and is hereby authorised to undertake all acts, deeds, things and matters and give all such directions as it may in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”

For and on behalf of the Board
For HIOP India Manager IFSC Private Limited



Tina Rawla

Director

DIN: 1552342

Address: B-51, Pinnacle Apartments

DLF Phase-5, Gurugram


Date: 17.09.2024

Place: Gurugram

CIN: U66300GJ2023PTC146329

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NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its Circular No(s). 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 dated 5th May, 2020; 02/2021 dated 13th January, 2021; 19/2021 dated 8th December, 2021; 21/2021 dated 14th December, 2021; 02/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022; 09/2023 dated 25th September, 2023 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/ OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the “Act”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Corporate Shareholders are required to send a scanned copy (PDF/JPG Format) of its Board or governing body resolution/authorization etc., authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote in the meeting to be held through VC/ OAVM.
3. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report for FY 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
4. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Since the AGM will be held through VC/OAVM, the Route Map and Attendance Slip are not annexed in this Notice.
6. The Members who have not registered their e-mail addresses so far, are requested to register their e-mail addresses for receiving all communication including annual reports, notices, circulars, etc. from the Company electronically.
7. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date, at the email id i.e. HIOP.compliance@hines.com so as to enable the Management to keep the information ready at the AGM.
8. The Company will provide facility for audio visual participation in AGM Weblink/ recording etc.
9. The Company ensures that the AGM through VC/OAVM facility allows two way video

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9. The Company ensures that the AGM through VC/OAVM facility allows two way video conferencing or webex for the ease of participation of the members and the participants are allowed to pose questions concurrently or given time to submit questions in advance on the e-mail address of the Company i.e.,HIOP.compliance@hines.com
10. The facility for joining the meeting shall be kept open for at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.
11. A proxy is allowed to be appointed under Section 105 of the Act to attend and vote at a general meeting on behalf of a member who is not able to attend personally. Since AGM will be held through VC/OAVM, where physical attendance of members in any case has been dispensed with, there is no requirement for appointment of proxies and hence the proxy form is not annexed to this notice.
12. The confidentiality of the password and other privacy issues associated with the designated email address shall be strictly maintained by the Company at all times. Due safeguards with regard to authenticity or email address(es) and other details of the members shall also be taken by the Company.
13. The meeting will be conducted through audio visual means (). Members may participate in the meeting through the following link:
Join Teams Meeting
[Join the meeting now](#)

Meeting ID: 226 512 032 804
Passcode: 7q9B2m
14. Disclosures with regard to the manner in which framework available for use by the members and clear instructions on how to access and participate in the meeting are clearly mentioned in this AGM Notice. Shareholders who need assistance with using the technology before or during the meeting may contact by dialing number: +91 124 4802239.
15. The Chairman may decide to conduct voting by show of hands, unless a demand for poll is made by any member, in accordance with Section 109 of the Act and the rules made thereunder.
16. Relevant documents referred to in the Notice and accompanying statement are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. and 3:30 p.m. up to the date of the Annual General Meeting

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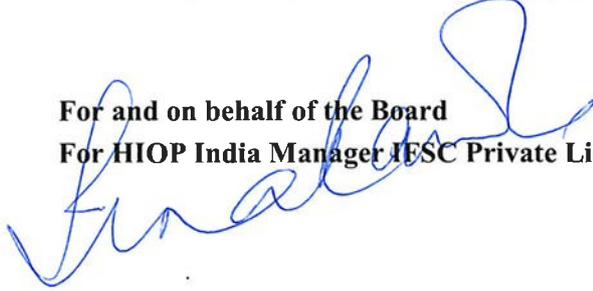
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17. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members through electronic mode.

**For and on behalf of the Board
For HIOP India Manager IFSC Private Limited**



Tina Rawla

Director

DIN: 1552342

Address: B-51, Pinnacle Apartments

DLF Phase-5, Gurugram



Date: 17.09.2024

Place: Gurugram

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