

NOTICE

Notice is hereby given that the Twelfth (12th) Annual General Meeting of the equity shareholders of **Prama Hikvision India Private Limited** (the "Company") will be held on Thursday, the 11th day of November, 2021 at 11:00 a.m. at the registered office of the Company at Siddhivinayak Arcade, 2nd Floor Akurli Cross Road No.1, Kandivali (E), Mumbai - 400101, Maharashtra, India, (Route Map is attached separately) to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Statement of Profit and Loss of the Company for the year ended March 31, 2021, and the Balance Sheet as at that date, Cash Flow Statement, along with the Report of the Directors' and that of the Auditor's thereon.

SPECIAL BUSINESS

2. **Approving the remuneration to Cost Auditor for the year ending 31st March, 2022**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to section 148 (3) of the Companies Act, 2013 and rule 6(2) of the Companies (Cost records and Audit Rules) 2014 the Company hereby ratifies the remuneration of Rs. 70,000 and such travelling and out of pocket expenses to M/s V. J. Talati & Co. (Registration No.R00213) for conducting the audit of cost records maintained by the Company for the financial year commencing on 1st April, 2021 and ending on 31st March, 2022.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such other acts as may be necessary from time to time to make the resolution effective."

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the

**PRAMA HIKVISION INDIA PRIVATE LIMITED**

Registered Office: 2nd Floor, Siddhivinayak Arcade, Akurli Cross Road No. 1, Near Kandivali Station, Kandivali (East), Mumbai 400 101. India.

Tel: +91-22-2846 9900 | CIN: U36100MH2009PTC190094

Corporate Office: Oberoi Commerz II, International Business Park, 18th Floor, Near Oberoi Mall, Off W.E. Highway, Goregaon (East), Mumbai - 400 063.

Tel: +91-22-4041 9900 | Email: sales@pramahikvision.com | Web: www.hikvisionindia.com

commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Item No. 2 is annexed hereto.
3. Route map of the venue of the Annual General Meeting is appended at the end of the Notice.
4. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting.
5. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the company. Blank forms will be supplied on request.

Registered Office:

Siddhivinayak Arcade,
2nd Floor Akurli Cross
Road No.1, Kandivali (E),
Mumbai - 400101

Date: October 18, 2021

Place: Mumbai

By Order of the Board
For Prama Hikvision India Private Limited

Ashish Pravinchandra Dhakar
Managing Director & CEO
DIN: 02314764

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The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 sets out all material facts relating to the business mentioned in the Notice of the AGM.

Item No. 2: Ordinary Resolution

The Board of Directors, at its Meeting held on 16th August, 2021, re-appointed M/s V. J. Talati & Co. (Registration No.R00213) as Cost Auditors of the Company for conducting the audit of the cost records of the Company, for the Financial Year ending 31st March, 2022, at a remuneration of Rs. 70,000 (Rupees Seventy Thousand only) and travelling and out of pocket expenses.

Pursuant to section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Members of the Company are required to ratify the remuneration to be paid to the cost auditors of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 2 of the Notice for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending 31st March, 2022.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 2 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval of the Members.

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For Prama Hikvision India Private Limited



Ashish Pravinchandra Dhakan
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