

NOTICE

Notice is hereby given that 02nd Extra Ordinary General Meeting of the Members of OPPO Mobiles India Private Limited the Financial Year 2019-20 will be held on Friday, 09th day of August, 2019 at 03:00 P.M. at shorter notice, at the registered office of the Company at 05th Floor, Tower B, Building Number 8, DLF Cyber City, Gurgaon -122002 (Haryana), to transact the following business:

ITEM NO. 1

RATIFICATION OF REMUNERATION OF COST AUDITORS

To consider and if thought fit, to pass, with or without modification(s), the following as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification or variation thereof, Members be and hereby ratifies the remuneration as may be decided by the Board in connection with the Cost audit, payable to M/s Ajay Kumar Singh & Co., Cost and Management Accountant (FRN 000386), who have been appointed by the Board of Directors as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company as prescribed under the Companies (Cost Records and Audit) Rules 2014, for the Financial Year ending on 31st March, 2020.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution and / or otherwise considered by them to be in the best interest of the Company.”

By Order of the Board of Directors
For **OPPO MOBILES INDIA PRIVATE LIMITED**



Date :09thAugust,2019

Place: :Gurgaon,
Haryana

Preeti
Assistant Manager-Legal, Company Secretary and Compliance
Officer
Membership No. A37640
Address: H.No 4841, Muftiwara Rewari, 123401 HR IN

Notes:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY 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.

2. The instrument of Proxy in order to be effective, could be deposited at the Registered Office of the Company, duly completed and signed, 12 hours before the 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. Form of proxy is separately annexed.
3. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the board resolution authorizing the representatives to attend and vote at the annual general meeting.
4. Members/proxies attending the meeting are requested to bring their copy of the EGM notice to the meeting.
5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. While communicating please quote the folio Number.
6. Members/ Shareholders desirous of obtaining any information concerning the accounts & operations of the company are requested to send their queries, to the company at least 12hours before the meeting so that the information can be made available at the meeting.
7. Relevant documents inclusive of draft of Memorandum of Association and Article of Association referred to in the accompanying Notice and the explanatory statement are open for inspection by the members at the Registered Office of the Company during business hours up to and including the date of the Meeting.
8. Attendance slip is being attached herewith.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

The Company is required to have the audit of its cost records conducted by a Cost Accountant in practice under Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules").

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company.

The Board has approved the appointment and remuneration of Cost Auditor in its meeting held on 09th August, 2019.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at item no. 1 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2020 as may be decided by the Board in this regard.

The Board commends the Ordinary Resolution set out at item no. 1 of the notice for approval by the members.

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 resolutions, as set out at Item No. 1 of the Notice.

By Order of the Board of Directors
For **OPPO MOBILES INDIA PRIVATE LIMITED**



Date :09th August,2019

Preeti

Place: :Gurgaon, Haryana

Assistant Manager-Legal, Company Secretary and Compliance Officer

Membership No. A37640

Address: H.No 4841, Muftiwara Rewari, 123401 HR IN

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: U74140HR2013PTC069892

Name of the Company: OPPO Mobiles India Private Limited

Registered office: 05th Floor, Tower B, Building Number 8, DLF Cyber City, Gurgaon -122002 (Haryana)

Name of the Member(s):Registered address:

E-mail Id:

Folio No/ Clint Id:

DP ID:

I/ We being the member of, holding..... shares, hereby appoint

1. Name: Address:..... E-mail Id: Signature:

.....,

or failing him _____

2. 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 Extra Ordinary General Meeting of members of the Company, to be held onat the..... Registered office of the Company at,and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions	Optional	
	For	Against
1. Ratification of remuneration of Cost Auditor.		

Affix Revenue
Stamp

Signed this day of..... 2019
Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.

ATTENDANCE SLIP

OPPO Mobiles India Private Limited (CIN: U74140HR2013PTC069892)

Registered office: 05th Floor, Tower B, Building Number 8, DLF Cyber City, Gurgaon -122002 (Haryana)

02nd Extraordinary General Meeting, **Friday, 09th day of August, 2019 at 03:00 P.M.** on shorter notice

Regd. Folio No. _____/DP ID _____ Client ID/Ben. A/C _____ No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of **OPPO Mobiles India Private Limited** and hereby record my presence at the 02nd Extraordinary General Meeting of the Company on **Friday, 09th day of August, 2019 at 03:00 P.M.** on shorter notice at **05th Floor, Tower B, Building Number 8, DLF Cyber City, Gurgaon -122002 (Haryana).**

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

ROUTE MAP

