

DENSO HARYANA PVT. LTD.
Plot No. 3, Sector-3, IMT, Manesar,
Gurugram-122 050 (Haryana), India
Ph. : +91-124-2290611/4871888/4871999
Fax. : +91-124-2290602/4871899
CIN No. : U74899DL1997PTC089205

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF "DENSO HARYANA PRIVATE LIMITED" IS SCHEDULED TO BE HELD ON THURSDAY, 06TH DAY OF AUGUST, 2020 AT 11:00 A.M. AT THE OFFICE OF THE COMPANY SITUATED AT PLOT NO. 3, SEC - 3, IMT MANESAR, GURUGRAM – 122050, TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

Item No. 1: REGULARIZATION OF MR. YASUAKI MATSUNAGA (DIN - 08523934) FROM ADDITIONAL DIRECTOR & MANAGING DIRECTOR TO DIRECTOR & MANAGING DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution**.

"RESOLVED THAT Mr. Yasuaki Matsunaga (DIN-08523934), who was appointed by the Board of Director as an Additional Director and Managing Director of the Company 2013 w.e.f. 16th April, 2020, and who holds his office until the ensuing Annual General Meeting of the Company, be and is hereby regularized.

RESOLVED FURTHER THAT after regularization, he will continue to hold his office as the Managing Director of the Company.

RESOLVED FURTHER THAT any of the Director(s) of the Company or Ms. Yugami Arora, Company Secretary of the Company be and are hereby Severally authorized to do all such acts, deeds and things as may be required to give effect to the aforesaid resolution and to file necessary e-forms with the Registrar of Companies NCT of Delhi & Haryana."

**By the Order of the Board
For DENSO Haryana Private Limited**



**Yugami Arora
(Company Secretary)
M. No.: A 44749**

**Place: Gurugram
Date: 31-July-2020**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ENCLOSED WITH THE NOTICE OF EGM.**
2. Corporate Members, if any, are requested to send at the Registered Office of the Company a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Extra-Ordinary General Meeting.
3. Members/Proxy holders must bring the attendance slip to the Meeting and hand over at the entrance after signing the same.
4. Members are requested to intimate change in their address, if any, to the Company at its Registered Office.
5. Members are requested to quote folio numbers in all correspondence with the Company.
6. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto and forms part of the Notice.
7. All relevant documents referred to in the notice of EOGM will be available for inspection at the registered office of the Company upto the date of EOGM during business hours.

**By the order of the Board
For DENSO HARYANA PRIVATE LIMITED**



**Yugami Arora
(Company Secretary)
M. No.: A 44749**

**Place: Gurugram
Date: 31-July-2020**

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013)


ITEM NO. 1

The Board of Directors of the Company in their meeting held on 16th April, 2020, appointed Mr. Yasuaki Matsunaga (DIN-08523934), as an Additional Director and Managing Director of the Company pursuant to section 161 & Section 196 of the Companies Act, 2013. Hence, he will hold office up to the date of the ensuing Annual General Meeting of the Company.

The Board considers that his association would be of immense benefit to the Company and it is advantageous to have Mr. Yasuaki Matsunaga (DIN-08523934), on Board. Accordingly, the Board recommends the resolution for approval of the Shareholders of the Company.

None of the Directors, Key Managerial Personnel or their relatives other than Mr. Yasuaki Matsunaga (DIN-08523934), is concerned or interested financially or otherwise in the proposed resolution.

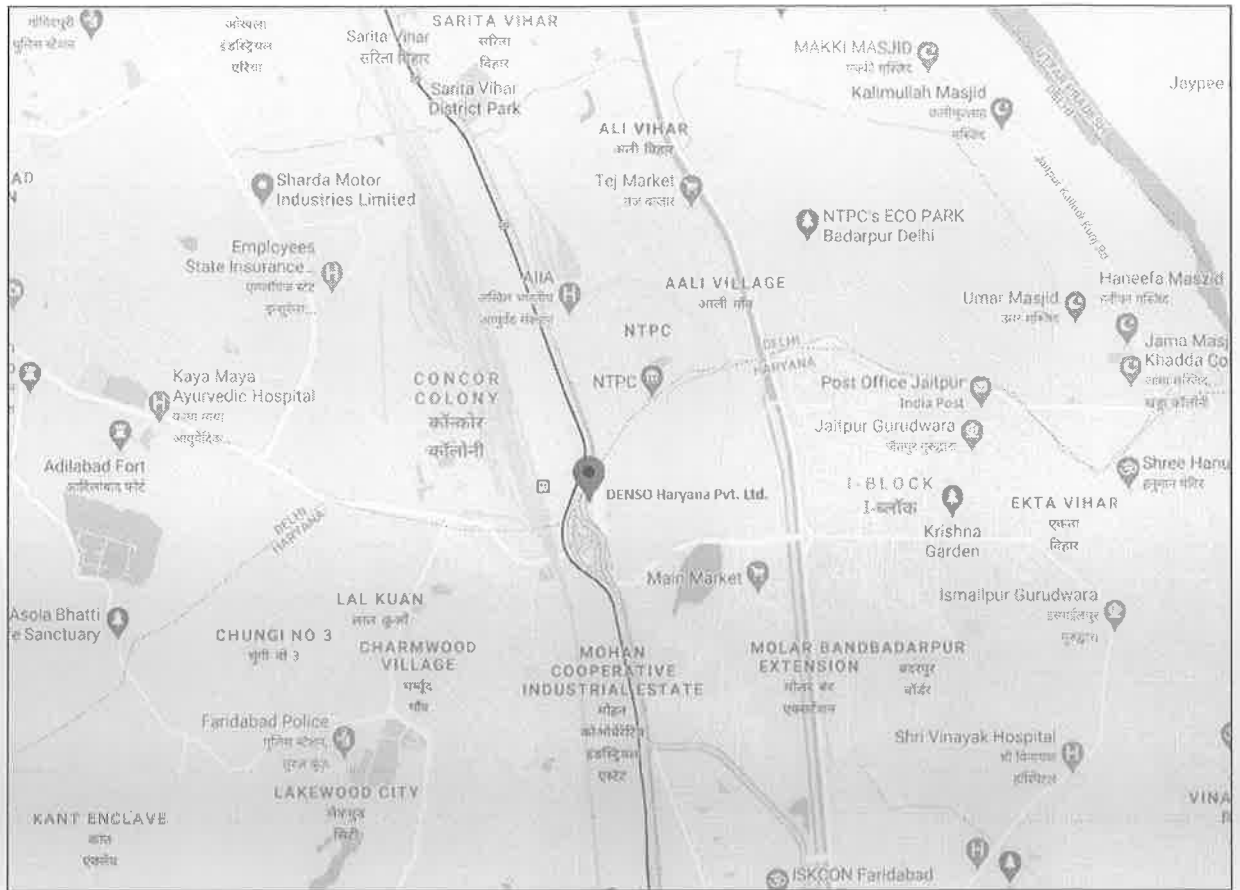
**By the order of the Board
For DENSO HARYANA PRIVATE LIMITED**



**Yugami Arora
(Company Secretary)
M. No.: A 44749**

**Place: Gurugram
Date: 31-July-2020**

ROUTE MAP TO THE VENUE OF EXTRA-ORDINARY GENERAL MEETING



ATTENDANCE SLIP
DENSO HARYANA PRIVATE LIMITED
CIN: U74899DL1997PTC089205

**Regd. Office: B-1/D-4, Ground Floor, Mohan Co-Operative Industrial Estate,
Mathura Road, New Delhi – 110044**

Folio No.

No. of Shares held

I certify that I am a shareholder/Proxy/Authorized representative for the shareholder of the Company.

I hereby record my presence at the Extra-Ordinary General Meeting of the Company held on Thursday, 06th Day of August, 2020 At 11:00 A.M. at the office of the Company situated at Plot No. 3, Sec - 3, IMT Manesar, Gurugram – 122050

Name of shareholder/Proxy/Authorized representative

Signature

Note: Please fill in this attendance slip and hand it over at the Registration Counter.

Proxy form

[Form No. MGT-11 Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)

of the Companies (Management and Administration) Rules, 2014]

CIN: U74899DL1997PTC089205

Name of the company: DENSO HARYANA PRIVATE LIMITED

Registered office: B-1/D-4, Ground Floor, Mohan Co-Operative Industrial Estate, Mathura Road, New Delhi – 110044

Name of the Member(s):
Registered address:
Email id:
Folio No./Client Id:

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

1. Name:	2. Name:
Address	Address
Email Id:	Email Id:
Signature: or Failing him	Signature: or Failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the company, to be held on Thursday, 06th Day of August, 2020 At 11:00 A.M. at the office of the Company situated at Plot No. 3, Sec - 3, IMT Manesar, Gurugram – 122050 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Sr. No.	Particulars	Yes/ No/N.A
1.	Regularization of Mr. Yasuaki Matsunaga (DIN - 08523934) from Additional Director & Managing Director to Director & Managing Director of the Company	

Signature of Shareholder holder(s)



Signature of Proxy

Signed this..... day of..... 2020

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.