

NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY SIXTH ANNUAL GENERAL MEETING OF THE COMPANY IS SCHEDULED TO BE HELD ON TUESDAY, THE 28TH DAY OF SEPTEMBER, 2021 AT 04:30 PM THROUGH WEBEX TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business

1. To receive, consider and adopt the Audited financial statements of the Company for the Year ended 31st March, 2021 including audited Balance Sheet as at 31st March 2021 and the statement of profit and loss account for the Year ended on that date and the report of the Board of Directors and Auditors thereon.
2. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or reenactment thereof for the time being in force), the appointment of M/s BSR & Associates LLP Chartered Accountants (Firm Registration No. 116231W/W-100024) as approved by the members at the Thirty Second Annual General Meeting, as Statutory Auditors of the Company, to hold office for a term of 5 (five) consecutive years from the conclusion of Thirty Second Annual General Meeting till the conclusion of the Thirty Seventh Annual General Meeting of the Company, at such remuneration as may be fixed by the Board of Directors of the Company be and is hereby ratified and confirmed.”

SPECIAL BUSINESS

3. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification{s) or re-enactment thereof, for the time being in force), M/s M.K. Kulshrestha & Associates, Cost Accountant appointed by the Board of Directors to conduct the audit of the cost

DENSO INDIA PVT. LTD.

Regd. & Head Office : B-1/D-4, Ground Floor, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044
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records of the Company for the financial year ending 31st March, 2022, be paid the remuneration of INR 365,000 plus taxes and reimbursement of out of pocket expenses.”

**By Order of the Board of Directors
For DENSO INDIA PRIVATE LIMITED**



**KAKUI TAJIMA
MANAGING DIRECTOR
DIN: 08065798**

**Date: 07.06.2021
Place: Greater Noida**

ANNEXURE TO NOTICE

**EXPLANATORY STATEMENT ANNEXED TO THE NOTICE OF THE 36TH
ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO
SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES MADE
THEREUNDER**

ITEM NO. 03

The Board of Directors of the Company has approved the appointment of M/s. M.K. Kulshrestha & Associates, Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending on 31 March, 2022.

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 approved by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for the remuneration payable to the Cost Auditors for the financial year ending 31 March, 2022.

None of the other Directors of the Company and/or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

Your Directors recommend the above Resolution for your approval.

**By Order of the Board of Directors
For DENSO INDIA PRIVATE LIMITED**



**KAKUI TAJIMA
MANAGING DIRECTOR
DIN: 08065798**

**Date: 07.06.2021
Place: Greater Noida**