

**NOTICE**

NOTICE is hereby given that the Ninth Annual General Meeting of the Members of ASSA ABLOY Opening Solutions India Private Limited will be held on Friday, the 29<sup>th</sup> September, 2023 through Video Conference in compliance of the applicable provisions of the Companies Act, 2013, General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular 02/2021 dated January 13, 2021, General Circular No.19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022 and General Circular No 10/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs at 10:54 a.m. to transact the following business:

The details for accessing and participating in the meeting through video conference will be circulated separately.

The designated email address of ASSA ABLOY Opening Solutions India Private Limited is [amit.athalye@assaabloy.com](mailto:amit.athalye@assaabloy.com) for the members to convey their votes, when a poll is required to be taken during the meeting on any resolution.

The following items of business shall be transacted at the Annual General Meeting:

**ORDINARY BUSINESS:**

1. To consider and approve audited Financial Statements for the year ended 31<sup>st</sup> March, 2023 and the report of the Auditors and Directors, thereon.

“RESOLVED THAT pursuant to Section 129 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014 and Section 134 read with other applicable rules and regulations the Standalone and Consolidated Financial Statements together with all the annexure as referred therein and Reports of the Directors’ and Auditor’s thereon for the year ended 31<sup>st</sup> March 2023 as placed before this meeting be and are hereby approved and adopted.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to authenticate and digitally sign and file necessary eForms with the Registrar of Companies, and also to do such other acts, deeds and things as may be necessary for giving effect to this resolution.”

For and on Behalf of the Board of Directors of  
ASSA ABLOY Opening Solutions India Private Limited



Amit Anand Athalye  
Director  
DIN: 09184481



Address: C/O, Flat No 1104, M Building, Msr Queenstown, Udyognagar  
Opp. Chinchwad Railway Station, Chinchwad, Chinchwadgaon Pune 411033

Date: 28<sup>th</sup> September, 2023  
Place: Pune

**NOTES:**

- (a) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 28th December, 2022 read with circulars dated 8th April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, 13<sup>th</sup> January 2021, 8<sup>th</sup> December 2021, 14<sup>th</sup> December 2021, 5<sup>th</sup> May 2022 and 28th December, 2022 (collectively referred to as 'MCA Circulars') permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, 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 conducted through VC/OAVM hereinafter called as 'e-AGM'.
- (b) Members are requested to notify changes (if any, in their address, email id., nominations etc.) in their address if any to the Company.
- (c) Notice of the AGM and the annual report for the F.Y. 2022-23 are being sent electronically to the Members whose email i.ds are registered with the Company unless any Member has requested for a physical copy of the same.
- (d) The deemed venue for e-AGM shall be the Registered Office of the Company.
- (e) Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- (f) Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
- (g) Members attending the e-AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
- (h) In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e-AGM.
- (i) In terms of the provisions of Section 113 of the Act read with the said Circulars, Corporate Members are entitled to appoint their authorized representatives to attend the AGM through VC on their behalf and participate there, including cast votes by electronic means.
- (j) The proceedings of the Meeting will be recorded as required under Companies Act, 2013 read with rules made and circulars issued thereunder. The Company shall maintain a recorded transcript of the meeting in safe custody and shall make the same available on the Company's website, as soon as possible.
- (k) The Company has been maintaining the statutory registers at its registered office.
- (l) In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic mode and shall remain open and be accessible to any member from during the continuance of the meeting.
- (m) Members who need technical assistance before or during the e-AGM can contact at [amit.athalye@assaabloy.com](mailto:amit.athalye@assaabloy.com)

(n) Attendance Slip is enclosed herewith.

**Instructions for attending/joining the e-AGM:**

Members will be able to attend the e-AGM through VC/OAVM by following procedure:

1. The link for e-AGM will be made available on the Email Id of the shareholders as registered with the company. Enter the login credentials i.e. User ID and password mentioned in your email. After entering the details appropriately, click on LOGIN.
2. Members are advised that facility of joining the AGM through VC shall be kept open 15 minutes before the time scheduled for the AGM and shall not be closed till the expiry of 15 minutes after scheduled time. The video-conference shall allow for two way teleconferencing for the ease of participation of the members and the participants.
3. Members are requested to cast their vote by a show of hands in the meeting unless demand for poll is made by any Member or Chairman. If demand for poll is made by Chairman or any Member, Members are requested to convey their assent or dissent on the resolution by sending emails through their registered email address on [amit.athalye@assaabloy.com](mailto:amit.athalye@assaabloy.com). The result of the poll shall be deemed to be the decision of the meeting on the resolution on which the poll was taken.
4. Members are encouraged to join the meeting through Laptops for better experience.
5. Further, members will be required to allow camera, if any, and hence use internet with a good speed to avoid any disturbance during the meeting.
6. While all efforts will be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may, at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.