

**HORIBA**

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**HORIBA India Private Limited**

246, Okhla Industrial Estate Phase-III,  
New Delhi 110020, India  
Tel : +91 (11) 4646 5000 / 4669 5001  
Fax : +91 (11) 4646 5020 / 4669 5010  
http : //www.horiba.com  
CIN : U73100DL2006PTC153232

## **NOTICE**

NOTICE is hereby given that the 17th Annual General Meeting of Horiba India Private Limited will be held at the Registered Office of the Company at Plot No.246 Okhla Industrial Estate, Phase-III New Delhi D1 110020, India, on Friday, 29<sup>th</sup> September 2023 at 11.00 A.M. to transact the following business:

### **ORDINARY BUSINESS**

#### **Item No 1**

To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2023, the reports of the Board of Directors and Auditors thereon.

#### **Item No 2**

To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED** M/s B S R & Co. LLP, (FRN 101248W/W-100022), Chartered Accountants, be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of 22nd Annual General Meeting of the Company to be held in the year 2028 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

#### **Item No 3**

To change the designation of Mr. Hideyuki Koishi from additional Director to the Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** Mr. Hideyuki Koishi (DIN:10099709), who was appointed as an additional director of the Company by the Board of Directors and who ceases to hold office under section 161 of the Companies Act, 2013, be and is hereby appointed as Director of the Company.”

**By For Horiba India Private Limited**

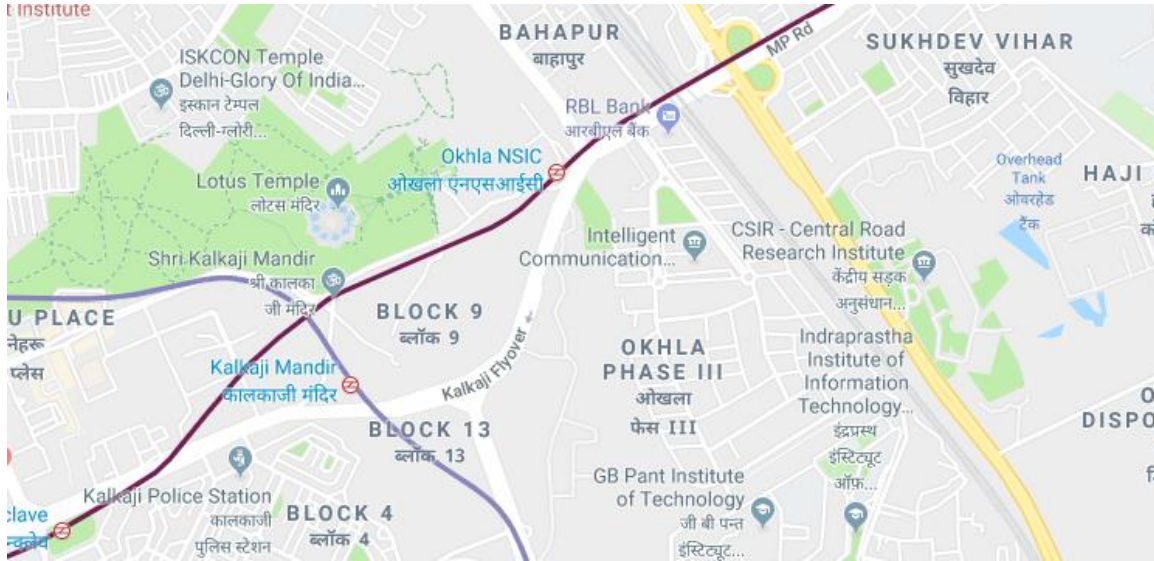
Heena Gupta  
Company Secretary  
M. No.: A57751  
Address: A-10, Rohit Nagar, Bawadiya Kalan, Bhopal

Date: 28-Sep-2023

Place: New Delhi

**NOTES:**

- 1. A member entitled to attend and vote at a meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company.**
- 2. The Statement Pursuant to section 102 of Companies Act, 2013 is given below and the form part of the Notice.**
3. All documents referred to in the accompanying Notice and statement are open for inspection at the Registered Office of the Company on all working days between 11.00 am and 1.00pm upto the date of Annual General Meeting.
4. Corporate members intending to send their authorized representatives(s) to attend the Meeting are requested to send to the Registered Office of the Company, a letter authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to notify immediately any change of address to the company.
6. Route map of AGM venue is attached herewith-



### STATEMENT PURSUANT TO SECTION 102(1) OF COMPANIES ACT, 2013

The following Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice:

#### **Item No 3**

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Companies Act, 2013, Mr. Hideyuki Koishi (DIN:10099709) as an Additional Director of the Company with effect from 17<sup>th</sup> April 2023.

In terms of provisions of Section 161(1) of the Companies Act, 2013, Mr. Hideyuki Koishi would hold office up to the date of ensuing Annual General Meeting.

Mr. Hideyuki Koishi is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

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Save and except Mr. Hideyuki Koishi and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the Directors / Key Managerial Personnel of the Company / their relatives, in any way, concerned or interested, financially or otherwise, in the resolutions set out at item no 3 of the notice.

**For Horiba India Private Limited**

Heena Gupta  
Company Secretary  
M. No.: A57751  
Address: A-10, Rohit Nagar, Bawadiya Kalan, Bhopal

Date: 28-Sep-2023  
Place: New Delhi