



NOTICE

NOTICE IS HEREBY given that the Ninth (09) Annual General Meeting of the members of OPPO Mobiles India Private Limited will be held at shorter notice on Monday, the 27th day of February 2023, at 03:00 p.m. at the registered office of the Company situated 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 businesses:

ORDINARY BUSINESS:

Item No. 1- Adoption of Audited Standalone Financial Statements

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

To receive, consider and adopt the Audited Standalone Financial Statements of the company for the Financial Year ended March 31, 2022 and the Reports of the Directors' and the Auditors thereon.

Item No. 2- Adoption of Audited Consolidated Financial Statements

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

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Report of the Auditors thereon.

SPECIAL BUSINESS:

Item No. 3- Ratification of Remuneration of Cost Auditors

To consider and if thought fit, to pass, with or without modification(s), the following resolution 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, the Company be and hereby ratify the remuneration of Rs. 9,25,000 exclusive of GST, 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 31st March, 2022.

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."

**For and on behalf of Board of Directors
OPPO Mobiles India Private Limited**

Sd/-
Harvinder Singh
Company Secretary
(Membership Number: F9725)

Date: 20/02/2023

Place: Gurugram

OPPO Mobiles India Private Limited

Registered Office: 5th floor, Tower B, Building no.8, DLF Cyber City, Gurugram-122002, Haryana, India; **CIN No.:** U74140HR2013PTC069892; **Contact No.:** 01244727700 | **E-mail:** indialegal@oppo.com | **Website:** www.oppo.com/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, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. 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 AGM 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 atleast 2 hours before the meeting so that the information can be made available at the meeting.
7. Relevant documents 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 and including the date of the Meeting.
8. Attendance slip is being attached herewith.

OPPO Mobiles India Private Limited

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

ITEM NO. 03

The Company is required to have the audit of its cost records conducted by a Cost Accountant in practice according to 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 remuneration of Cost Auditor in its meeting held on 15th September 2022 as per the following details:

Sr. No.	Name of the Cost Auditor	Audit Fees
1.	M/s. Ajay Kumar Singh & Co., Cost and Management Accountant (FRN 000386)	Rs. 9,25,000/- per year exclusive of GST

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No.3 of the notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending 31st March, 2022.

The Board recommends the Ordinary Resolution set out at Item No. 3 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. 3 of the Notice.

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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)/Debenture holder:

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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 09th Annual General Meeting of members of the Company at a shorter notice, to be held on Monday, the 27th day of February 2023, at the registered office of the Company at 03:00 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions	Optional	
	For	Against
1. Adoption of Audited Standalone Financial Statements		
2. Adoption of Audited Consolidated Financial Statements		
Special Business		
3. Ratification of Remuneration of Cost Auditor.		

Affix Revenue
Stamp

Signed this day of..... 2023

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.

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ATTENDANCE SLIP

OPPO Mobiles India Private Limited (CIN: U74140HR2013PTC069892)
Registered office: 05th Floor, Tower B, Building Number 8, DLF Cyber City, Gurgaon -122002 (Haryana)

09thAnnual General Meeting on Monday, the 27th day of February 2023, at 03:00 p.m. at 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 09thAnnual General Meeting of the Company at shorter notice on Monday, the 27th day of February, 2023, at 03:00 p.m. at 05th Floor, Tower B, Building Number 8, DLF Cyber City, Gurgaon -122002 (Haryana).

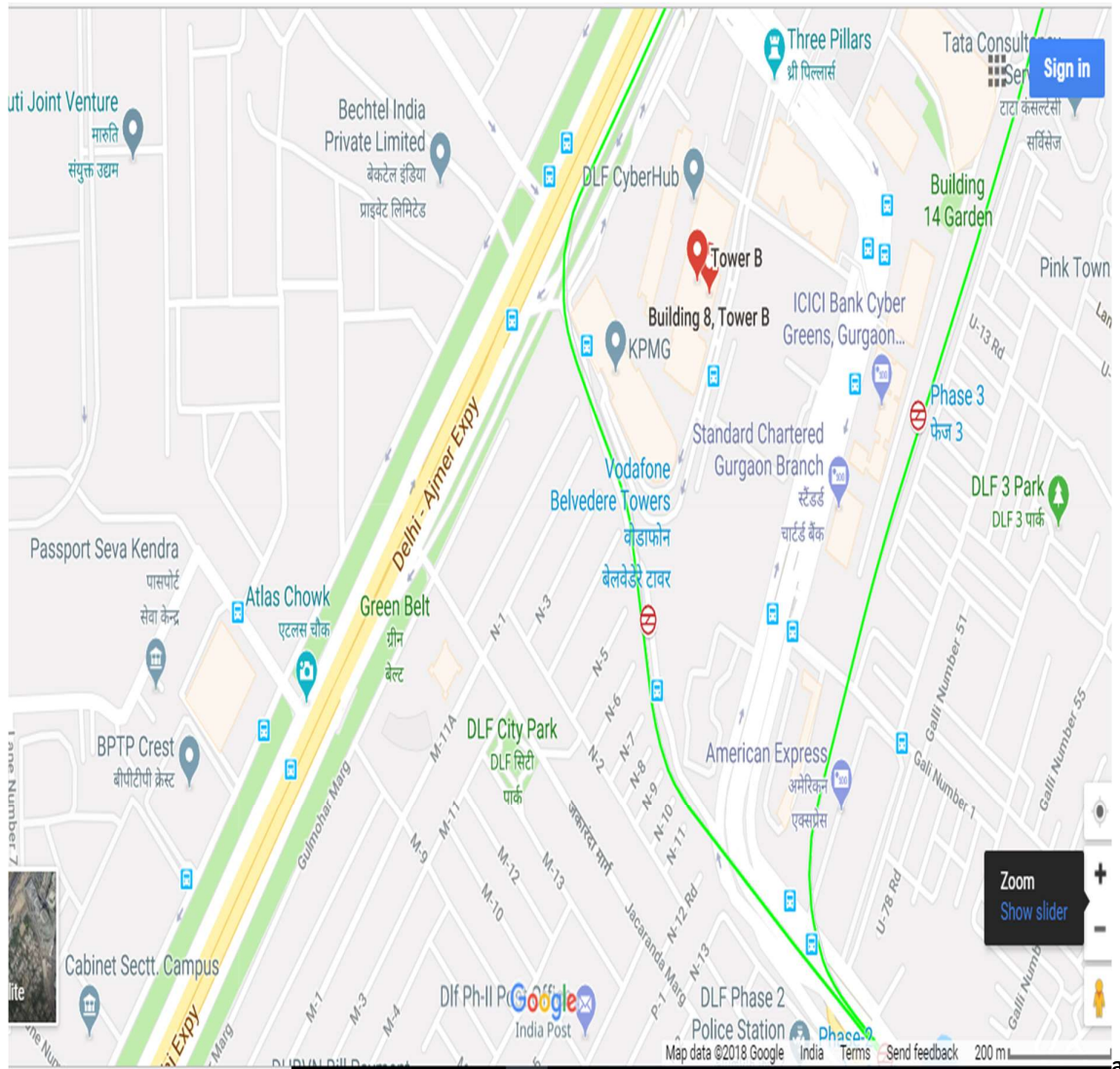
Member's/Proxy's name in Block Letters Member's/Proxy's Signature

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

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ROUTE MAP



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