



NOTICE

NOTICE is hereby given that the 12th (Twelfth) Annual General Meeting of the members of OPPO Mobiles India Private Limited will be held at shorter notice on Monday, the 29th day of September 2025, at 03:00 p.m. (IST) at the registered office of the Company situated 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 AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025

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

“RESOLVED THAT the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 and the reports of the Board of Directors and the Auditors thereon, be and hereby are considered and adopted.”

SPECIAL BUSINESS:

ITEM NO. 2- APPOINTMENT OF MR. RAKESH BHARDWAJ (DIN: 07302572) AS DIRECTOR OF THE COMPANY.

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 provision of section 152, and other applicable provisions of the Companies Act, 2013 and rules made thereunder and the Articles of Association of the Company, consent of members of the Company be and is hereby accorded to appoint Mr. Rakesh Bhardwaj (DIN: 07302572), who was appointed as an Additional Director by the Board of Directors with effect from 23rd January 2025 pursuant to section 161 of Companies Act, 2013 and who holds office up to the date of this Annual General Meeting of the Company, as a Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take all steps as may be necessary or expedient to give effect to this resolution.”

ITEM NO. 3- APPOINTMENT OF MR. RAKESH BHARDWAJ (DIN: 07302572) AS WHOLE TIME DIRECTOR OF THE COMPANY.

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

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

"RESOLVED THAT pursuant to the provisions of Sections 196, and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), consent of members of the Company be and is hereby accorded to appoint Mr. Rakesh Bhardwaj (DIN: 07302572) as a Whole-time Director designated as "Director – Public Affairs" of the Company for a term of five consecutive years effective from 23rd January 2025 until 22nd January 2030 on the terms and conditions as detailed in Explanatory statement attached herewith.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take all steps as may be necessary or expedient to give effect to this resolution."

ITEM NO. 4- RATIFICATION OF REMUNERATION OF M/S AJAY KUMAR SINGH & CO., COST AUDITORS OF THE COMPANY, FOR THE FINANCIAL YEAR 2025-26

To consider and pass, if thought fit, with or without modification(s), the following resolution as 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, consent of members of the Company be and is hereby accorded to ratify the remuneration of Rs. 10,17,500/- (Rupees Ten Lakhs Seventeen Thousand and Five Hundred only) plus applicable taxes and reimbursement of out-of-pocket expenses, payable to M/s Ajay Kumar Singh & Co., Cost and Management Accountant (FRN 000386) as the Cost Auditor for the cost audit of the Company for the Financial Year 2025-26."

**By order of the Board of Directors
For OPPO Mobiles India Private Limited**



**Harvinder Singh
Company Secretary
(Membership Number: F9725)**

**Address: 5th Floor, Tower B, Building No. 8, DLF Cyber City,
Gurugram-122002, Haryana, India**

Date: 23-09-2025

Place: Gurugram

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, 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 to this Notice.
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 at email id indialegal@oppo.com
4. This Notice shall also be available on the Company's website <https://www.oppo.com/in/investor/>
5. Members/Shareholders desirous of obtaining any information concerning the accounts & operations of the company are requested to send their queries, to the company at least 48 hours before the meeting so that the information can be made available at the meeting.
6. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed to this Notice.
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. Route Map and Attendance slip are attached herewith.



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:

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

1. Name: Address:..... E-mail Id:

Signature:, or failing him _____

2. Name: Address:..... E-mail Id:

Signature:, or failing him _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 12th Annual General Meeting of members of the Company at a shorter notice, to be held on Monday, the 29th day of September 2025, at the registered office of the Company at 03:00 p.m. (IST) and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTIONS	OPTIONAL	
	FOR	Against
ORDINARY BUSINESS		
1. ADOPTION OF AUDITED FINANCIAL STATEMENTS (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 ST MARCH, 2025.		
SPECIAL BUSINESS		
2. APPOINTMENT OF MR. RAKESH BHARDWAJ (DIN: 07302572) AS DIRECTOR OF THE COMPANY		
3. APPOINTMENT OF MR. RAKESH BHARDWAJ (DIN: 07302572) AS WHOLE TIME DIRECTOR OF THE COMPANY		
4. RATIFICATION OF REMUNERATION OF M/S AJAY KUMAR SINGH & CO., COST AUDITORS OF THE COMPANY, FOR THE FINANCIAL YEAR 2025-26		

Affix Revenue
Stamp

Signed this day of..... 2025

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, not less than 4 hours before the commencement of the Meeting.

ATTENDANCE SLIP

OPPO Mobiles India Private Limited

CIN: U74140HR2013PTC069892

Registered office: 05th Floor, Tower B, Building Number 8, DLF Cyber City, Gurgaon -122002, Haryana

12th Annual General Meeting, Monday, the 29th day of September 2025, at 03:00 p.m. (IST)

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 12th Annual General Meeting of the Company at shorter notice on Monday, the 29th day of September 2025, at the registered office of the Company at 03:00 p.m. (IST) 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.

ROUTE MAP

