



ONEPLUS TECHNOLOGY INDIA PRIVATE LIMITED
(Formerly known as ONEPLUS TECHNOLOGY INDIA LLP)
UB city, 6th floor, UB City 24, UB City, Vittal Mallya Rd, D' Souza
Layout Ashok Nagar, Bengaluru, Bengaluru Urban, Karnataka,
560001
CIN: U74990KA2020FTC139455.

NOTICE OF THE 03RD ANNUAL GENERAL MEETING

Shorter Notice is hereby given that the 03rd (Third) Annual General Meeting (“AGM”) of the members and Statutory Auditors of **ONEPLUS TECHNOLOGY INDIA PRIVATE LIMITED** (“the Company”) will be held on Tuesday, 26th September 2023 at 2.30 P.M. (IST) via video conferencing at the registered office of the Company at UB City, 24, Vittal Mallya Road, KG Halli, D'souza Layout, Ashok Nagar, Bengaluru 560001 to transact the following business:

ORDINARY BUSINESS:

1. **ADOPTION OF FINANCIAL STATEMENTS, AUDITOR'S REPORT AND BOARD'S REPORT FOR THE YEAR ENDING 31ST MARCH 2023:**

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on 31st March 2023 and the Reports of the Board of Directors' and Auditors' thereon.

“**RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2023 together with schedules and notes thereto, along with the reports of the Board of Directors and Auditors thereon laid before the meeting, be and are hereby considered and approved.”

SPECIAL BUSINESS:

2. **REGULARIZATION MR. RAMAKRISHNA KONGARA (DIN: 10234051) AS WHOLE TIME DIRECTOR OF THE COMPANY:**



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*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 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Director) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ramakrishna kongara (DIN: 10234051) who was appointed as an Additional Director of the Company by the Board of Directors on 2nd August 2023 pursuant to Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Whole Time Director of the Company.

RESOLVED FURTHER THAT any of the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

BY ORDER OF THE BOARD

FOR ONEPLUS TECHNOLOGY INDIA PRIVATE LIMITED

Ramakrishna Kongara

Additional Director (DIN: 10234051)

Address: #407, C-block, Trendsquares Ortus Phase - I,



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Amruthahalli Main Road, Amruthahalli, Bangalore - 560092

Place: Bangalore

Date: 26th Spetember 2023



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NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021 and 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. As per the terms of MCA Circulars:
 - a. the meeting is being conducted through two-way video conferencing via Meeting hyperlink
<https://us04web.zoom.us/j/4683068080?pwd=CQPtvzGjkg3AJiQ0eU0GOgDDsxKyP2.1>.
In case any assistance is required for joining the meeting, you may contact priyal@bmpandco.com at Mobile no.9830267636.

 - b. Members will be required to grant access to their webcam to enable two-way video conferencing.



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- c. The members are not allowed to appoint proxy as the meeting is being conducted through video conferencing.
- d. The participants are allowed to post questions by submitting questions in advance at the email address of the Company at priyal@bmpandco.com on or before 26th September 2023 up to 02.00 P.M. and during the meeting.
- e. The joining of the meeting shall be kept open 15 minutes prior to the time scheduled for the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.
- f. The members shall vote on the agenda by way of show of hands at the meeting.
- g. In case a poll is demanded at the meeting then the members can vote by sending an email at priyal@bmpandco.com from their registered email address registered with the Company.
- h. The members voting on a resolution by email, if a poll is demanded at the meeting must follow the below format in their email:
 - i. Name:
 - ii. Number of shares held
 - iii. Folio Number
 - iv. Resolution #
 - v. Vote - YES or NO



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3. Attendance of the members through video conferencing shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Members are also requested to confirm their email ID, or otherwise notify changes in the email ID, if there is any to which the Company could forward all communications, notices, etc.
5. Corporate Members are requested to send duly certified true copies of Board Resolution, pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote the Extraordinary General Meeting.
6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circular through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
7. An explanatory statement as per Section 102 of the Companies Act, 2013 is annexed herewith.
8. Since the AGM is being held through VC/OAVM, the Route Map is not annexed to this Notice.



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ANNEXURE TO NOTICE

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

Item No. 2: Regularization of Mr. Ramakrishna Kongara as a Whole Time Director in the Company:

Mr. Ramakrishna Kongara (DIN: 10234051) was appointed as an Additional Director of the Company with effect from 2nd August 2023 and he holds office up to the date of this Annual General Meeting of the Company, pursuant to Section 161(1) of the Companies Act, 2013.

Mr. Ramakrishna Kongara is not disqualified from being appointed/regularized as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. He does not hold any shares of the Company in his name.

The Board is of the opinion that his knowledge and experience will be a benefit to the company.

Information required under Secretarial Standard 2 (SS-2) with respect to the Director, seeking regularization as a Whole Time Director, is as under:

Name of the Director	Mr. Ramakrishna Kongara (DIN: 10234051)
Date of Birth	13/07/1989
Age	34 years



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Date of First Appointment on the Board	02 nd August 2023
Qualification	Bachelor's degree
Experience	14 years of experience
Terms and Conditions of Appointment or re-appointment along with the details of the remuneration sought to be paid	As per Appointment Letter
Shareholding in the Company	NIL
Directorships in other Companies	NA
Chairman/Member of other committees/Boards	NIL
Number of Board Meetings attended during the year ended on 31 st March 2023	NIL
Inter-se relationship between the Directors, Managers and other KMPs of the Company	NIL

None of the Directors/ Key Managerial Personnel of the Company/their relative is, in any way, concerned or interested, financially or otherwise in the resolution. _

The Board of directors, accordingly, propose passing of the said for the approval of members as an *Ordinary resolution*.

BY ORDER OF THE BOARD

FOR ONEPLUS TECHNOLOGY INDIA PRIVATE LIMITED



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Ramakrishna Kongara

Additional Director (DIN: 10234051)

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Place: Bangalore

Date: 26th September 2023