



IL JIN ELECTRONICS (I) PVT. LTD.

(일진전자)

(MANUFACTURERS OF ELECTRONICS PCBA & ELECTRONICS PRODUCTS)
CIN: U31909PN2001PTC224946



NOTICE

NOTICE is hereby given that an Extra Ordinary General Meeting of the Members of **IL JIN Electronics (India) Private Limited** will be held on Friday, 17th day of November 2023, at 10:00 A.M., at 1st Floor, Universal Trade Tower, Sector - 49, Sohna Road, Gurgaon - 122 018 to transact following matters as:

SPECIAL BUSINESS

1. APPROVAL OF INTER-CORPORATE LOANS, INVESTMENTS, GUARANTEE OR SECURITY AND ACQUISITION

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other approvals as may be required in that behalf, on the recommendation of Audit Committee, the consent of Members of the Company be and is hereby accorded to the Board of Directors (*hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution*) to:

- make loans from time to time on such terms and conditions as it may deem expedient in one or more tranches to any person or other bodies corporate in excess of the limits prescribed under Section 186 of the Companies Act, 2013 up to an aggregate sum of Rs. 1000 Crore;
- give on behalf of any person, body corporate, any guarantee, or provide security in connection with a loan made by any other person to, or to any other person by anybody corporate in one or more tranches in excess of the limits prescribed under Section 186 of the Companies Act, 2013 up to an aggregate sum of Rs. 1000 Crore; and
- acquire by way of subscription, purchase or otherwise the securities in one or more tranches of any other body corporate in excess of the limits prescribed under Section 186 of the Companies Act, 2013 up to an aggregate sum of Rs. 1000 Crore.

notwithstanding that the aggregate of loans and investments so far made, the amounts for which guarantee or security so far provided to, along with the investments, loans, guarantee

Registered Office:

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Koregaon Bhima, Haveli, Pune- 412216,
Maharashtra, India

Factory Address:

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Extn-II, Udyog Kendra, Greater Noida,
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or security proposed to be made or given by the Board may exceed sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded to invest in the subsidiary(s), joint venture company(s), make loans to them; provide guarantees/security on their behalf, to person(s) on such terms and conditions as may be deemed fit and expedient by the Board of the Company as per the provisions prescribed under the Companies Act, 2013 read with Rules made thereunder as amended from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to finalise, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise thereof."

By order of the Board of Directors
For IL JIN Electronics (India) Private Limited

(Jasbir Singh)
Director

DIN:00259632

Place: Gurugram

Date: 21.10.2023

Address: 514A, The Camellias, DLF Golf Links,
Golf Course Road, Haryana- 122001

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Notes:

1. The explanatory statement pursuant to section 102 and other applicable provisions of the Companies Act, 2013 read with the rules framed thereunder concerning the special business in respect of item no. 1 as set out in the notice is annexed hereto and forms part of the notice.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a Member of the Company.
3. **Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting.**
4. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. Members/ Proxies should bring their Attendance slip/sheet duly completed for attending the Meeting.
6. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. Further, as per the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards-2 dated 15th April, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
8. Members are requested to notify immediately any change of address in respect of the shares held in physical form together with a proof of address viz. Electricity Bill/Telephone Bill/Ration Card/Voter ID Card/Passport etc.

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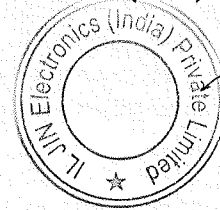
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9. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company quoting reference of their Folio numbers.
10. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company.
11. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days of the Company during the business hours upto the date of the Extra Ordinary General Meeting and at the venue of the Meeting for the duration of the Meeting.

By order of the Board of Directors
For IL JIN Electronics (India) Private Limited



(Jasbir Singh)
Director

DIN:00259632

Address: 514A, The Camellias, DLF Golf Links,
Golf Course Road, Haryana- 122001

Place: Gurugram
Date: 21.10.2023

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Explanatory Statement

{Pursuant to Section 102 of the Companies Act, 2013, to the resolution proposed to be passed at the Extra Ordinary General Meeting to be held on 17 November, 2023 at 10:00 A.M.}

ITEM NO. 1

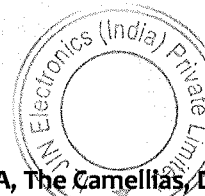
As per the provisions of Section 186 of the Companies Act, 2013 and as may be amended from time to time, the Board of Directors of the Company can make any loan, investment or give guarantee or provide any security beyond the prescribed ceiling of i) Sixty per cent of the aggregate' of the paid-up capital and free reserves and securities premium account or, ii) Hundred per cent of its free reserves and services premium account, whichever is more, if Special Resolution is passed by the Members of the Company except for the loans, guarantee or security provided to wholly owned subsidiary or a joint venture or investments made in the wholly owned subsidiary.

As a measure of achieving greater financial flexibility and to enable optimal financing structure, this permission is sought pursuant to the provisions of Section 186 of the Companies Act, 2013 to give powers to the Board of Directors or any duly constituted committee thereof, for making further investment, providing loans or give guarantee or provide security in connection with loans to body corporates or persons as per the limits specified in the resolution.

The investment(s), loan(s), guarantee(s) and security (ies), as the case may be, will be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder. The Board of Directors accordingly recommends passing the Special resolution.

None of the Directors or the Manager or any other key Managerial Personnel or their relatives are concerned or interested whether financial or otherwise, if any, in the resolutions set out at item No. 1 except to the extent of their shareholding or directorship. The Board of Directors of your Company recommends that the Special Resolution under Item No. 1 be passed in the interest of your Company.

By order of the Board of Directors
For IL JIN Electronics (India) Private Limited



(Jasbir Singh)
Director

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