

NOTICE

SHORTER NOTICE is hereby given that the 13th Annual General Meeting of the shareholders of Toyota Material Handling India Private Limited ('Company') shall be held on Tuesday, 20th day of June, 2023 at 01:30 P.M. (IST) at the registered office of the Company situated at 43 Mile Stone, NH-8, Delhi-Jaipur Highway, Gurgaon-122004, Haryana, India, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended on March 31, 2023 comprising the Balance Sheet as at March 31, 2023, the statement of Profit and Loss account, the Cash Flow Statement for the year then ended, a summary of the significant accounting policies and other explanatory information together with schedules, notes to accounts, Auditor's Report and Directors' Report thereon.
2. To declare dividend for the financial year 2022-23.

Special Business:

3. Regularization of Additional Director, Ms. Manasi Neville Tata (DIN: 02210054) as Director of the company.

To consider and, if thought fit, to pass, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to section 149, 152, 160 and all other provisions of the Companies Act, 2013 ("the Act") read with rules made thereunder (including any statutory modification and re-enactment thereof) and applicable provisions of Article of Association of the Company, Ms. Manasi Neville Tata (DIN: 02210054), who was appointed as an Additional Director of the Company by the Board of Directors of the Company in their meeting held on December 19, 2022, who holds office only upto the date of ensuing Annual General Meeting in terms of Section of 161(1) of the Companies Act, 2013 (the "Act") and who is eligible for appointment and has consented to act as Director of the Company be and is hereby appointed as a Director of the Company."

By Order of the Board
For **Toyota Material Handling India Private Limited**



Sakshi Nirmal
Company Secretary
Membership No.: A36217
43 Mile Stone, NH-8, Delhi – Jaipur Highway,
Gurgaon – 122004, Haryana, India

Date: 20.06.2023
Place: Gurgaon

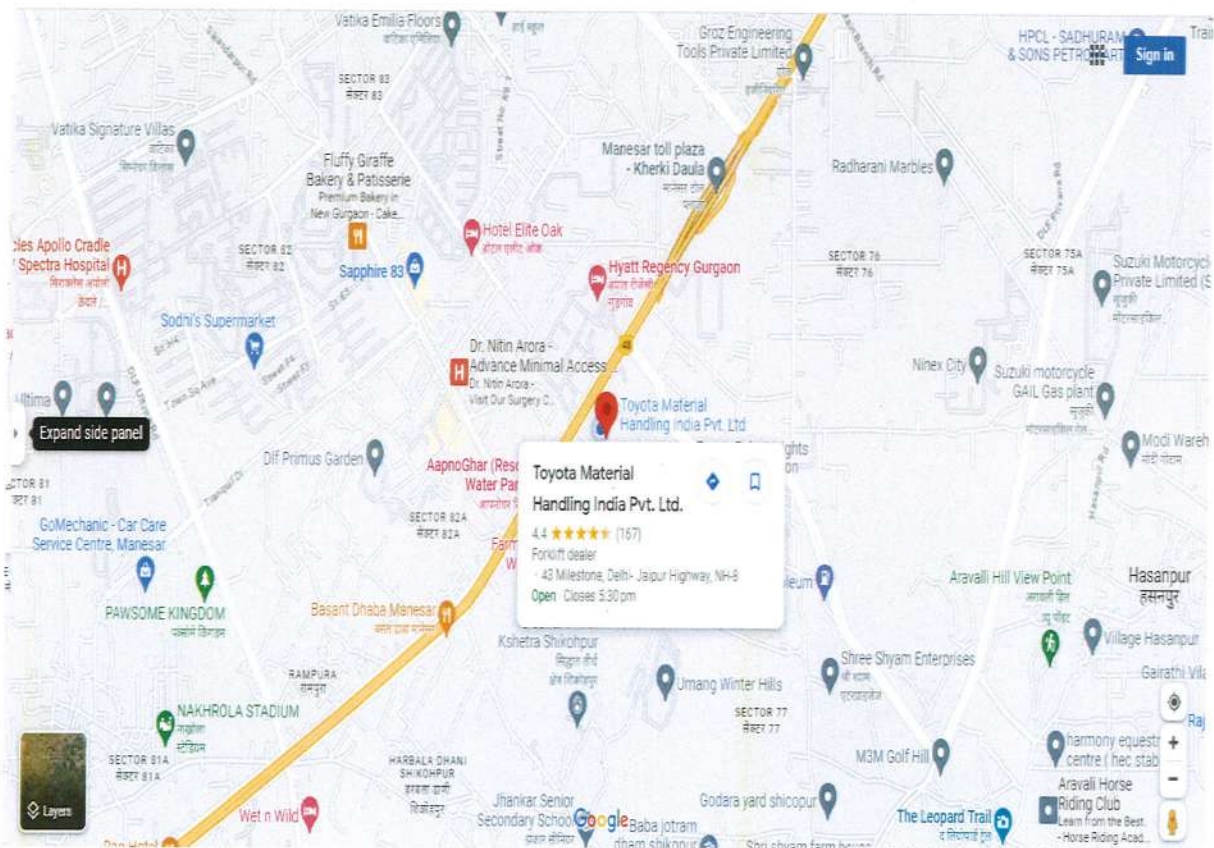
Toyota Material Handling India Pvt. Ltd.

Company Identification Number : U29253HR2010FTC048762
Regd. Office & Corporate Office : 43 Mile Stone, NH-8, Delhi - Jaipur Highway, Gurugram - 122004, Haryana, India
Ph.: +91-124 - 3877159
E-mail : info.sales@trnhin.toyota-industries.com
Website : www.toyotamaterialhandlingindia.com

NOTES:

- 1) **A SHAREHOLDER OF THE COMPANY 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. THE PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY. A BLANK FORM OF THE PROXY IS ENCLOSED.**
- 2) Proxy in order to be effective must reach the registered office of the Company before the meeting.
- 3) Members are requested to notify the Company immediately of any change in their address.
- 4) Corporate shareholders are requested to send a duly certified copy of the board resolution/ authorization letter authorizing their representative to attend and vote at the 13th Annual General Meeting of the shareholders of the Company.
- 5) All statutory registers will be open for inspection at the venue of the 13th Annual General Meeting of the shareholders of the Company.
- 6) Route map of the venue of the meeting, pursuant to the provisions of the Secretarial Standards-SS-2 is also attached for your reference.

Route map of the venue of the meeting



EXPLANATORY STATEMENT PURSUANT TO SECTION 110 OF COMPANIES ACT 2013

Statement with respect to items under Special Business covered in the Notice of Meeting are given below:

Item No. 3. Regularization of Additional Director, Ms. Manasi Neville Tata (DIN: 02210054) as Director of the company.

Ms. Manasi Neville Tata was appointed as the Additional Director of the Company by Board of Directors in their Meeting held on 19th December, 2022. In terms of Section 161(1) of the Companies Act, 2013, she can hold office only up to the date of the ensuing Annual General Meeting. She is eligible for appointment as Director of the Company and has consented to act as such. The Board is of the opinion that the appointment and presence of Ms. Manasi on the Board will be desirable, beneficial and in the best interest of the Company.

The Board recommends the resolution set out in item no. 3 of the accompanying Notice for approval and adoption of the Members of the Company.

None of the Directors of the Company except Ms. Manasi Neville Tata, is concerned or interested in the proposed resolution.

By Order of the Board
For **Toyota Material Handling India Private Limited**



Sakshi Nirmal
Company Secretary
Membership No.: A36217
43 Mile Stone, NH-8, Delhi – Jaipur Highway,
Gurgaon – 122004, Haryana, India

Date: 20.06.2023
Place: Gurgaon

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: U29253HR2010FTC048762

Name of the Company: Toyota Material Handling India Private Limited

Registered Office: 43 Mile Stone, NH-8, Delhi-Jaipur Highway, Gurgaon-122004, Haryana, India

Name of the shareholder(s) :		
Registered Address :		
E-mail Id:	Folio No. /Client ID:	DP ID

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

1. Name :	E-mail Id:
Address:	
Signature , or failing him	
2. Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 13th Annual General Meeting of the shareholders of the Company, to be held at short notice on Tuesday, 20th day of June, 2023 at 01:30 P.M. (IST) at the registered office of the Company situated at 43 Mile Stone, NH-8, Delhi-Jaipur Highway, Gurgaon-122004, Haryana, India and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended on March 31, 2023 comprising the Balance Sheet as at March 31, 2023 the statement of Profit and Loss, the Cash Flow Statement for the financial year then ended, a summary of the significant accounting policies and other explanatory information together with schedules, notes to accounts and Auditor's Report and Directors' Report thereon.
2. To declare dividend for the financial year 2022-23.
3. Regularization of Additional Director, Ms. Manasi Neville Tata (DIN: 02210054) as Director of the company.

Signed this _____ day of _____ 2023

Signature of the shareholder(s): _____

Signature of the proxy holder(s): _____



Note:

1. This form of proxy in order to be effective should be duly completed and deposited with the Company before the commencement of the meeting.
2. The proxy need not be a shareholder of the Company.

ATTENDANCE SLIP

13TH ANNUAL GENERAL MEETING: June 20, 2023

(Please fill in the attendance slip and hand it over at the entrance of the meeting hall)

Date:	June 20, 2023	Time:	01:30 P.M.(IST)
Place:	43 Mile Stone, NH-8, Delhi-Jaipur Highway, Gurgaon-122004, Haryana, India		

Signature of the shareholder / Proxy / Representative present	
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Regd. Folio No.	
Name of the shareholder	
Number of shares	