

NOTICE

NOTICE is hereby given that the First Extraordinary General Meeting of the Financial year 2020-21 of the shareholders of Toyota Material Handling India Private Limited ("Company") shall be held at short notice on Thursday, the 8th day of October, 2020 at 04:00 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:

Special Business:

1. Appointment of Mr. Hajime Iwase (DIN: 08822167) as Director on the Board of Directors 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 provisions of Section 152 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of the Articles of Association of the Company, consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Hajime Iwase (DIN: 08822167), as Director of the Company with effect from October 08, 2020

RESOLVED FURTHER THAT the Managing Director and the Company Secretary of the Company, be and are hereby authorized to sign, submit and file all necessary e-forms, papers and documents with the Registrar of Companies, as may be necessary in this regard, for and on behalf of the Company, to make necessary entries in the statutory registers, and to do all such acts, deeds and things which may be necessary for the purpose of giving effect to this resolution."

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



Pragma Sharma
Company Secretary
Membership No.: A33177
43 Mile Stone, NH-8, Delhi - Jaipur Highway,
Gurgaon - 122004, Haryana, India

Date: October 08, 2020
Place: Gurgaon

Toyota Material Handling India Pvt. Ltd.

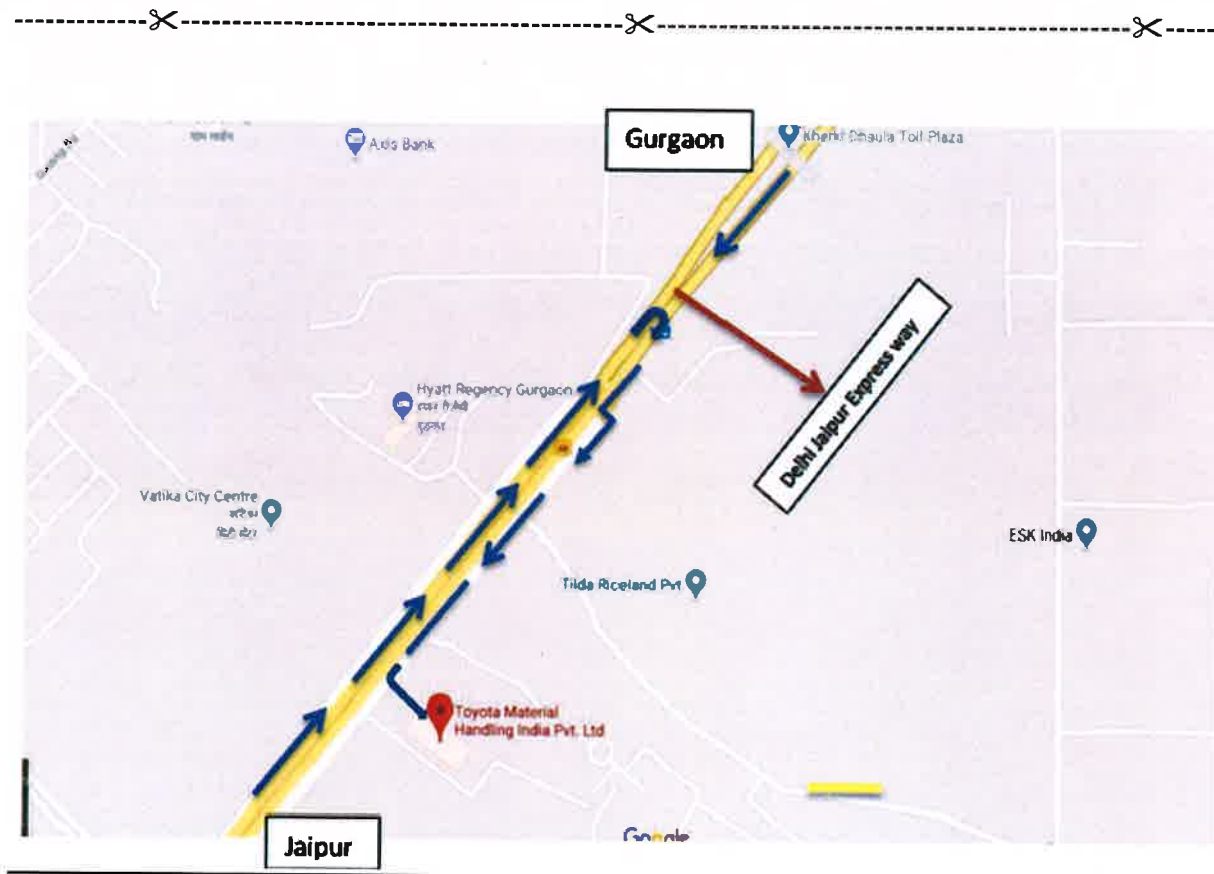
Company Identification Number : U29253HR2010FTC048762
Regd. Office & Corporate Office : 43 Mile Stone, NH-8 Delhi - Jaipur Highway,
Gurugram - 122004, Haryana, India
Ph.: +91-0124 - 3877100, Fax: + 91 - 124 - 3877199
E-mail : info.sales@tmhin.toyota-industries.com
Website : www.toyotamaterialhandlingindia.com



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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) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business set out in the notice is enclosed herewith.
- 3) Proxy in order to be effective must reach the registered office of the Company before the meeting.
- 4) Members are requested to notify the Company immediately of any change in their address.
- 5) 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 First Extraordinary General Meeting of Financial year 2020-21 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.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ITEM NO. 1:

Appointment of Mr. Hajime Iwase (DIN: 08822167) as Director on the Board of Directors of the Company

The Board of Directors of the Company is planning to appoint Mr. Hajime Iwase as Director of the Company as he holds requisite qualification and work experience and his appointment is in best interest of the Company.

None of the Directors of the Company or their relatives, or the Key Managerial Personnel or their relatives, are concerned or interested, financially or otherwise, in the above said resolution. As the Company has not appointed any person as a 'Manager' in terms of the provisions of Section 2(53) of the Companies Act, 2013, the Company is not required to mention about the nature of concern or interest, financial or otherwise, of a Manager for this agenda item.

**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	
3. 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 First Extraordinary General Meeting of the Financial year 2020-21 of the shareholders of the Company, to be held at short notice on Thursday, the 8th day of October, 2020 at 04:00 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. Appointment of Mr. Hajime Iwase (DIN: 08822167) as Director on the Board of Directors of the Company.

Signed this _____ day of _____ 2020

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.

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ATTENDANCE SLIP

FIRST EXTRAORDINARY GENERAL MEETING OF FINANCIAL YEAR 2020-21: OCTOBER 08, 2020

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

Date:	October 8, 2020	Time:	04:00 P.M. (IST)
Place:	Registered office of the Company situated at 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	