

Aramco Asia India Pvt. Ltd.

2A-801, 8th Floor, Two Horizon Center, DLF
5, Sector 43, Gurugram 122002
Haryana, India.
CIN: U74900HR2016FTC058053

Tel +91 124 647 3600
Email:
aramcoasiaindia@aramcoasia.com
Website: india.aramco.com

aramco**NOTICE OF THE 5th (FIFTH) ANNUAL GENERAL MEETING**

To:

The Members, Auditors and Directors of Aramco Asia India Private Limited

Notice is hereby given that the 5th (Fifth) Annual General Meeting of the Members of the Company will be held on Wednesday, 20 October 2021 at 12:30 P.M. IST at the registered office of the Company situated at Office 2A-0801, 8th Floor, Two Horizon Center, DLF 5, Sector 43, Gurgaon – 122002, Haryana, India at shorter notice to transact the following business:

ORDINARY BUSINESS:

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

1. **To receive, consider and adopt the audited Financial Statements for the financial year ended on 31st March 2021 together with the report of the Board of Directors and of the Auditor's thereon**

"RESOLVED THAT the audited financial statements of the Company for the financial year ended on 31st March 2021 together with the Board's reports and Auditor's report thereon, be and are hereby received, considered and adopted."

SPECIAL BUSINESS:

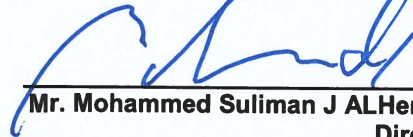
2. **Appointment of Mr. Mohammed Suliman J ALHerbish as a Whole Time Director (resident) and President of the Company**

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and Rules framed thereunder, Mr. Mohammed Suliman J ALHerbish (DIN: 09220989), Additional Director of the Company be and is hereby appointed as a Resident Whole Time Director and President of the Company with immediate effect and he shall hold the office of Whole time Director of the Company for a period of 5 years from the date of his original appointment (30 June 2021) till 29 June 2026 or the date of his resignation/removal from the Board of Directors of the Company, whichever is earlier and to undertake such duties as may be assigned by the Board from time to time, at such remuneration and terms and conditions as may be mutually agreed.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or desirable in this regard and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to this resolution along with filing of necessary e- form(s) with the Registrar of Companies and also file necessary intimations with the statutory authorities and such other places as may be required."

**By order of the Board
For Aramco Asia India Private Limited**


**Mr. Mohammed Suliman J ALHerbish
Director
DIN: 09220989**

Date: 12th October 2021

Place: Gurgaon – 122002, Haryana, India

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NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. THE PROXY FORM DULY STAMPED, COMPLETED AND SIGNED SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING. THE PROXY FORM IS ENCLOSED HEREWITH.** Proxies submitted on behalf of companies, societies, etc., must be supported by appropriate resolutions /authority as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case of a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholders.
2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
3. The relevant Statutory Registers such as Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts in which Directors are interested and contracts and arrangements with related parties, Register of Members etc. of the Company along with all other documents referred herein in this Notice will be available for inspection by the members at the ensuing Annual General Meeting and such Registers or copies thereof will also be available for inspection in physical form on all working days except Saturdays, during business hours at the Registered Office, upto the date of ensuing Annual General Meeting of the Company.
4. Queries, if any, regarding annual accounts may please be sent to the Board of Directors at least one day before the date of Annual General Meeting so as to enable the Company to suitably reply back.
5. Route Map of the venue of the Annual General Meeting forms part of this notice.
6. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.



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

ITEM NO. 02: APPOINTMENT OF MR. MOHAMMED SULIMAN J ALHERBISH AS A RESIDENT WHOLE TIME DIRECTOR AND PRESIDENT OF THE COMPANY

The Board of Directors of the Company had appointed Mr. Mohammed Suliman J ALHerbish as an Additional Director of the Company by passing a Board resolution in Board meeting held on 18 June 2021, which was effective from the date of allotment of Director Identification Number to Mr. Mohammed Suliman J ALHerbish i.e. 30 June 2021. As per the provisions of Section 161 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Mohammed Suliman J ALHerbish will hold office only up to the date of the ensuing Annual General Meeting of the Company.

Your Board considers that the association and continuation of Mr. Mohammed Suliman J ALHerbish would be of immense benefit to the Company and hence, it is desirable to continue and confirm the appointment of Mr. Mohammed Suliman J ALHerbish as a Resident Whole Time Director and President of the Company. Mr. Mohammed Suliman J ALHerbish has already provided duly signed Form DIR2, DIR 8 and MBP 1 as per the provisions of the Companies Act, 2013.

None of the Directors including Mr. Mohammed Suliman J ALHerbish hold by themselves or for any other person on a beneficial basis, any shares in the Company. Except Mr. Mohammed Suliman J ALHerbish, none of the Directors and their relatives is concerned or interested in the said resolution. We further wish to state that your Company has not employed any relative of the Director and accordingly, there is no monetary or other interest of the relative(s) of the Director with respect to passing the resolution relating to above said appointment of Mr. Mohammed Suliman J ALHerbish as a Resident Whole Time Director and President of the Company on the Board of Directors of the Company.

Your Board is of the opinion that it will be in the best interest of the Company that Mr. Mohammed Suliman J ALHerbish continues to act as a Resident Whole Time Director and President of the Company on the Board of the Company and accordingly recommends the passing of resolution under item No. 2 by the shareholders as an Ordinary Resolution.

The other details as required under Secretarial Standard-2 issued by ICSI is mentioned hereunder:

Sl. No.	Particulars	Details
1	Director Identification Number (DIN)	09220989
2	Name (in full)	Mr. Mohammed Suliman J ALHerbish
3	Father's Name (in full)	Mr. Suliman Jasir ALHerbish
4	Address	Basil-302, Third Floor Salcon, The Verandas, Sector-54, Gurgaon, Haryana-122002, INDIA
5	Shareholding in the Company	Not applicable
6	Qualification	Graduation/Bachelor/Equivalent
7	Experience	More than 20 years
8	Occupation	Service
9	Age	44 Years
10	Date of first appointment on the Board	30 June 2021
11	Terms and conditions of Appointment	Whole Time Director
12	Remuneration Last Drawn	Rs. 12,91,294 for the month of August 2021

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13	Relationship with KMP/ Directors/ Manager	Nil
14	Other Directorships	NA
15	Number of Board Meetings Attended during the Financial Year 2020-21	Not applicable, as Mr. Mohammed Suliman J ALHerbish was appointed in the Board Meeting held on 18 June 2021
16	Chairman/ Member of Committee of the Board of other Companies in which he is director	NIL

**By order of the Board
For Aramco Asia India Private Limited**

**Mr. Mohammed Suliman J ALHerbish
Director
DIN: 09220989**

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ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING



Web link to access the venue of the AGM:

<https://www.google.com/maps/dir/Indira+Gandhi+International+Airport,+New+Delhi,+Delhi+110037/Two+horizon+center,+Golf+Course+Road,+Sector+43,+Gurugram,+Haryana/@28.5030426,77.0532428,13z/am=t/data=!4m13!4m12!1m5!1m1!1s0x390d1b85fc2a2d89:0xbef376182c43ed9d!2m2!1d77.0999578!2d28.5561624!1m5!1m1!1s0x390d1952b9d2a25b:0x3170139799bbb295!2m2!1d77.0963554!2d28.4584288>

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ATTENDANCE SLIP

(To be handed over on the registration counter at the entrance of the meeting venue)

5th (Fifth) Annual General Meeting – Wednesday, 20 October 2021

Sl. No.	Particulars	Details
01	Full Name and Registered Address of the Member (In BLOCK LETTERS)	
02	Full name of the Proxy (In BLOCK LETTERS)	
03	Folio No. of the member	
04	No. of Equity Shares held	

I / We, being the Registered Shareholder / Proxy authorised representative for the Registered Shareholder* of the Company, hereby record my / our presence at the 5th (Fifth) Annual General Meeting of the Company held on Wednesday, 20 October 2021 at 12:30 P.M. IST at the registered office of the Company situated at Office 2A-0801, 8th Floor, Two Horizon Centre, DLF 5, Sector 43, Gurgaon – 122002, Haryana, India any adjournment(s) thereof.

Member's / Proxy's Authorised representative's Signature

* Strike off whichever is not relevant

Note 1: Members are requested to bring their copy of the Company's Financial Statements, Board's Report and Auditor's Report along with this attendance slip at the Annual General Meeting.

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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: U74900HR2016FTC058053
Name of the company: Aramco Asia India Private Limited
Registered office: Office 2A - 0801, 8th Floor Two Horizon Center, DLF 5, Sector 43
Gurgaon - 122002, Haryana, India

Name of the member(s):

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

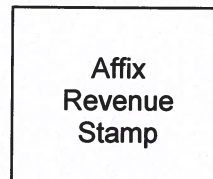
1. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 5th (Fifth) Annual General Meeting/ ~~Extraordinary general meeting~~ of the Company, to be held on Wednesday, 20 October 2021 at 12:30 P.M. IST at the registered office of the Company situated at Office 2A-0801, 8th Floor, Two Horizon Center, DLF 5, Sector 43, Gurgaon – 122002, Haryana, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no.	Resolutions	For	Against
Ordinary Business			
1.	To receive, consider and adopt the audited Financial Statements for the financial year ended on 31 March 2021 together with the report of the Board of Directors and of the Auditor's thereon		
Special Business			
2.	Appointment of Mr. Mohammed Suliman J ALHerbish as a Resident Whole Time Director and President of the Company		

Signed this day of 2021

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 48 hours before the commencement of the Meeting.