



NOTICE OF ANNUAL GENERAL MEETING

SHORT NOTICE IS HEREBY GIVEN THAT THE 08TH ANNUAL GENERAL MEETING OF THE MEMBERS OF DYSON TECHNOLOGY INDIA PRIVATE LIMITED (“COMPANY”) IS TO BE HELD ON THURSDAY, 07TH AUGUST, 2025 AT 11:30 AM (INDIAN STANDARD TIME) AT 03-101 & 03- 114 WEWORK FORUM, DLF CYBER CITY, GURUGRAM, HARYANA, INDIA, 122002 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

ITEM NO.1

To receive, consider and adopt the Audited Financial Statements of the Company comprising of Balance Sheet as at 31st March 2025, the Profit and Loss account & Cash Flow Statement for the year ended as on that date together with the reports of the Directors and Auditors thereon and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT Audited Financial Statements of the Company comprising of the Balance Sheet as at 31st March 2025, the Profit and Loss Account and Cash Flow Statement for the year ended as on that date together with its annexures, schedules and notes thereon and the report of the Directors and Auditors thereon be and are hereby received, considered and adopted.”

SPECIAL BUSINESS:

ITEM NO. 2

To appoint Ms. Divya Sethi (DIN: 10895327) as Director of the Company and in this regard to consider and thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and all other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s)) thereof for the time being in force), Articles of Association of the Company and other applicable laws, Ms. Divya Sethi (DIN: 10895327), who was appointed as an Additional Director of the Company with effect from 13th January, 2025 by the Board of Directors pursuant to Section 161 of the Act, who holds office up to the conclusion of this Annual General Meeting of the Company and in respect of whom, the Board recommended the candidature of Ms. Divya Sethi (DIN: 10895327) for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company, be and are hereby severally authorized to digitally sign and e-file Form with the Registrar of Companies, and to do all such

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www.dyson.com

Company Registration Number: U51909HR2017FTC068554

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Contact no 1-800-258-6688



acts, deeds, matter, things as may be incidental thereof and considered necessary and expedient for the purpose of giving effect to this resolution."

By Order of the Board of Directors
DYSON TECHNOLOGY INDIA PRIVATE LIMITED

Neha Shrivastava
(Director)
DIN: 10530159

Date: 6 August 2025
Place: Gurugram

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”), in respect of special business to be transacted at the AGM, is annexed hereto and forms part of this notice.
2. **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. A PERSON CAN ACT AS A PROXY ON BEHALF OF THE MEMBERS NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10% OF THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY. ANY MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL MAY APPOINT A SINGLE PERSON AS PROXY AND IN SUCH A CASE, THE SAID PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER.**
3. Proxies, if any, in order to be valid and effective, must be received by the Company at its registered office or at its email id at Felicia.tan@dyson.com not later than 12 (twelve) hours before the time fixed for commencement of the AGM. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/letters of authority, as applicable. Alteration, if any, made in the Form of Proxy should be initialled.
4. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
5. Corporate members intending to authorize their authorized representatives to attend the AGM are requested to send a duly certified copy of their board resolution authorizing their representative under Section 113 of the Act to attend and vote on their behalf at the AGM at the email id Felicia.tan@dyson.com or at the registered office of the Company or the same may be carried by their authorized representatives at the venue of the meeting.
6. Members/ proxies should bring the attendance slip sent herewith, duly filled in for attending the AGM. Only registered members of the Company or any proxy appointed by such registered member may attend the AGM as provided under the provisions of the Act.
7. Relevant documents referred in the accompanying Explanatory Statement and the requisite statutory registers shall be open for inspection at the registered office of the Company during normal business hours (i.e. from 09.30 a.m. to 6.30 p.m.) on all working days except Saturdays, Sundays and public holidays. From the date of the notice and until the conclusion of the AGM and the relevant documents referred in the accompanying Explanatory Statement can be availed by the member electronically, by sending across an email at Felicia.tan@dyson.com.
8. Members desirous of obtaining any information concerning the resolutions to be passed at the AGM are requested to address their queries to the Company by sending across an email at Felicia.tan@dyson.com until the date of the AGM, to enable the Company to collate and present the required information at the AGM, to the extent possible.
9. Members are requested to intimate to the Company’s Registrar and Share Transfer Agents/their Depository Participants:

- current e-mail id, so that all notices and other statutory documents can be sent electronically, as a measure of 'green initiative'; and
- nomination facility to be availed, if any.

10. Members are requested to:

- bring attendance slips and the Notice to the AGM; and
- bring their Folio Number/DP and Client ID and quote it in all correspondence, if any.

11. The route map to the venue is enclosed herewith.

12. The AGM is to be held at a shorter notice as per the provisions of Section 101 of the Companies Act 2013 and Secretarial Standards 2.

EXPLANATORY STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ('ACT') AND INFORMATION AS REQUIRED UNDER SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS

Item No. 2

Ms. Divya Sethi (DIN: 10895327) was appointed by the Board as an Additional Director with effect from 13th January, 2025, in terms of provisions of Section 161 of the Companies Act, 2013, and rules made thereunder. As per the provisions contained under Section 161 of the Companies Act, 2013, the “Additional Director” so appointed shall hold office up to the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Ms. Divya Sethi (DIN: 10895327) holds office up to the date of this ensuing Annual General Meeting.

In reference to clause 1.2.5 of secretarial standards 2, the following are his details for her directorship:

Name of the Director	Divya Sethi
Date of Birth	20/08/1981
Age	44
Date of original Appointment	13/01/2025
Education Qualification	Master's degree
Brief Profile / Experience /Expertise in specific functional areas	Director of Global Operations and Service Delivery
Terms and Conditions of Appointment	As per terms & Conditions of Employment
Remuneration to be paid	
Remuneration last drawn	
Directorship in other Companies	Nil
Membership / Chairmanship of Committees	Also a member of the CSR Committee of the Company
No. of shares held in the Company as on March 31, 2025	Nil
Number of Board meetings attended during the financial year 2024-25	1 (One)
Relationship with other directors / KMPs	NA

The Board considers that on account of vast knowledge and experience of Ms. Divya Sethi (DIN: 10895327) her appointment will be in the interest of the Company.

None of the other Directors of the Company including their relatives except Ms. Divya Sethi (DIN: 10895327) are in any way concerned or interested in the proposed resolution.

The Board of Directors of your Company recommends that the Resolution under Item No. 2 be passed in the interest of your Company. The documents, if any, referred above, will be made available for inspection.

By Order of the Board of Directors
DYSON TECHNOLOGY INDIA PRIVATE LIMITED

Neha Shrivastava
(Director)
DIN: 10530159

Date: 6 August 2025
Place: Gurugram

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	
Name of the Company	
Registered office	
Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No./ *Client Id.	
*DP ID. (*Applicable for Members holding Shares in electronic form)	

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

- Name of the person: _____ Address: _____ Email Id. _____
Signature: _____ or failing him/her.
- Name of the person: _____ Address: _____ Email Id. _____
Signature: _____ or failing him/her.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 08th Annual General Meeting ('AGM') of the Company of the members of **Dyson Technology India Private Limited** ("company") to be held on **Thursday, 07th August 2025** at A.M. (IST) at **03-101 & 03-114 WEWORK FORUM, DLF CYBER CITY, GURGAON, HARYANA, INDIA, 122002** to transact the following businesses or at any adjournment thereof in respect of such resolutions as is indicated below:

Item No.	Matter of
1.	To receive, consider and adopt the Audited Financial Statements of the Company comprising of the Balance Sheet as on year ended 31st March 2025, the Profit and Loss account & Cash Flow Statement for the year ended as on that date together with the reports of the Directors and Auditors thereon
2.	To appoint Ms. Divya Sethi (DIN: 10895327) as Director of the Company

Signed this _____ day of _____ 2025
Signature of Member(s): _____
Signature of Proxy holder(s): _____

Affix Revenue
stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company or at the email ID Felicia.tan@dyson.com, not less than 12 hours before the commencement of the meeting.

ATTENDANCE SLIP
ANNUAL GENERAL MEETING

*DP Id.		Name & Address of the registered Member
*Client Id. /Regd. Folio No. (*Applicable for Members holding Shares in electronic form)		
No. of Share(s) held		

I certify that I am a registered member / proxy for the registered member of the Company.

I hereby record my presence at the 08th Annual General Meeting of **Dyson Technology India Private Limited** held on **Thursday, 07th August 2025 at 11:30 A.M. (IST)** at **03-101 & 03- 114 WEWORK FORUM, DLF CYBER CITY, GURGAON, HARYANA, INDIA, 122002**

Member's/ proxies Signature

Note: Please complete this and hand it over at the entrance of the hall.

ROUTE MAP FOR VENUE OF ANNUAL GENERAL MEETING

