

Atlas Copco (India) Private Limited
[Formerly known as Atlas Copco (India) Limited]
Registered Office:
Sveanagar, Mumbai-Pune Road, Dapodi, Pune – 411 012.
CIN: U27106PN1960PTC020566
Tel. No. 7414966670
Website: www.atlascopco.com/en-in
Email: investors.grievances@in.atlascopco.com

NOTICE

NOTICE is hereby given that the Sixty-third (63rd) Annual General Meeting ('AGM') of the members of **Atlas Copco (India) Private Limited [Formerly known as Atlas Copco (India) Limited]** will be held at **11.00 a.m. on Friday, 15th September 2023 at its registered office at Sveanagar, Dapodi, Mumbai-Pune Road, Pune – 411 012, India** to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2023 and the Auditors' and Directors' Report thereon.
2. To declare final dividend on equity shares.
3. To appoint a Director in place of Ms. Cecilia Sandberg (DIN: 07886753) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass with or without modification, as an **Ordinary Resolution** the following:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, a remuneration not exceeding Rs. 90,000/- (Rupees Ninety Thousand Only) plus applicable taxes and reimbursement of actual out of pocket expenses payable to M/s. Deepak Marne & Company, Cost Accountants, Pune, the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024, as

recommended by the Audit Committee and approved by the Board of Directors, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board of Directors
sd/-
Umesh Oza
Head-Legal & Company Secretary

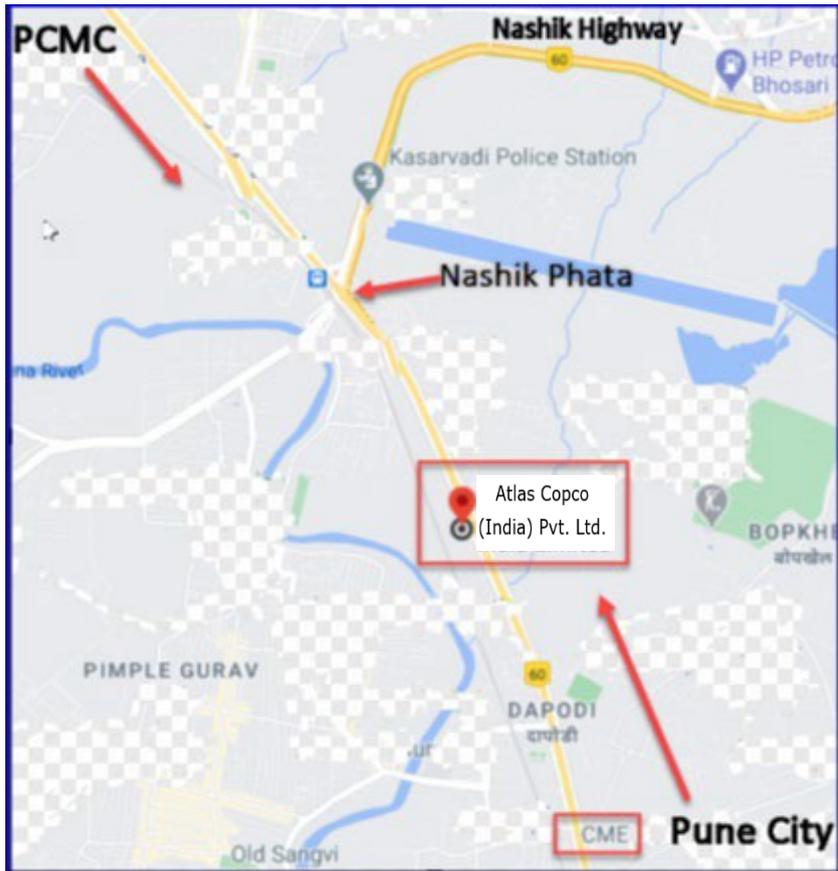
Date: 24 August 2023
Place: Pune

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint Proxy or Proxies to attend and vote instead of himself on a poll only and such Proxy need not be a member of the Company. The Proxy form in order to be effective must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. To support the green initiative of Ministry of Corporate Affairs (MCA) in full measure, members are requested to register their e-mail addresses and changes therein from time to time, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to intimate the same to the Company/Registrar. The Company will be sending the documents like the notice calling the annual general meeting, audited financial statements, directors' report, auditors' report etc. in electronic form, to the email address provided by the members and made available to us by the Depositories.
3. In case you desire to receive the documents mentioned above in physical form, please intimate the same to the Company/Registrar.
4. The record date for ascertaining eligible members for payment of dividend shall be end of business hours on 8th September 2023. If the final dividend as recommended by the Board of Directors is declared at the ensuing Annual General Meeting of the members of the Company, payment of such dividend will be made to those members whose names appear on the Register of Members and records of the Depositories respectively, as at the end of business hours on 8th September 2023.
5. Dividend will be preferably paid through National Electronic Clearing Services (NECS), under separate intimation to the Members, wherever the facility is available. In other cases, dividend will be paid by account payee or non-negotiable banking instruments. To ensure timely payment of dividend, the members are requested to update their respective bank account details either with the Depository Participant or Registrar and Transfer Agent, from time to time. Members are also requested to submit their PAN numbers with the Company / Registrar to ensure proper deduction of tax on dividend in accordance with the law in force.
6. Members are requested to notify immediately the change of address or any other particulars to the Company's Registrars & Share Transfer Agents, KFin Technologies Ltd., Karvy Selenium Tower B, Plot Nos. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032. In case shares are held in demat mode, the same is to be notified to the Depository Participant with whom demat account is held by the shareholders.

7. Members and / or their Proxies should bring the Attendance Slip duly filled in for attending the meeting.
8. Members are requested to quote ledger Folio numbers/Client ID in all correspondence with the Company.
9. Unclaimed Dividend declared up to 31st March 2016 has been transferred to the Investor Education & Protection Fund as notified by the Government.
10. Queries on accounts and operations of the Company, if any, should be sent to the Company at least 7 (seven) days in advance of the Meeting so that the answers may be made available at the Meeting.
11. Members who are having multiple accounts are requested to intimate to the Company the ledger folios of such accounts to enable the Company to consolidate all shareholdings into one account.
12. Members are requested to bring their personal copy of the Annual Report to the Meeting.
13. In case of joint shareholders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
14. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
15. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company.
16. The member who desires to vote at the annual general meeting shall bring his/her valid identity card in original (PAN Card or Driving Licence or Aadhaar Card or Passport).
17. Route map to reach the venue of the AGM is attached to the Notice.

Route Map of the AGM venue:



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

As required by Section 102 of the Companies Act, 2013, the following statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying notice.

Item No. 4:

M/s. Deepak Marne & Company, Cost Accountants, Pune have been appointed as the Cost Auditors of the Company for the financial year 2023-24 by the Board of Directors at its meeting held on 10 August 2023. It is proposed to pay an amount not exceeding Rs. 90,000/- (Rupees Ninety Thousand Only) plus applicable taxes and reimbursement of actual out of pocket expenses as the remuneration to the Cost Auditors for the FY 2023-24.

They were also the Cost Auditors of the Company for financial year 2022-23.

In terms of provisions of Section 148(3) of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014, remuneration of the Cost Auditors is required to be ratified by the shareholders of the Company.

No Director, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

Your Directors recommend the resolution for your approval.

By order of the Board of Directors
sd/-
Umesh Oza
Head-Legal & Company Secretary

Date: 24 August 2023
Place: Pune

Information required as per Secretarial Standard SS-2 regarding Item Nos. 3 of the Notice:

Particulars	Ms. Cecilia Sandberg
Age	55 years
Date of birth	9 January 1968
Qualifications	B.Sc. in Human Resources and M.Sc. in Sociology from Stockholm University.
Experience	Ms. Cecilia Sandberg began her career as Human Resources consultant for a travel agency. From 1999 to 2007 she held different Human Resources roles at Scandinavian Airlines and AstraZeneca. Between 2007-2015, she was Vice President Human Resources for Atlas Copco AB's Industrial Technique business area. Before she started her current position as Senior Vice President, Chief Human Resources Officer of Atlas Copco AB in 2017, she was Senior Vice President Human Resources at Permobil.
Terms and Conditions of Appointment / Reappointment	As per the resolution at item no. 3 of the Notice convening the Annual General Meeting.
Remuneration paid	Nil
Remuneration proposed to be paid	Nil
Date of first appointment on the Board	20 th July 2017
Shareholding in the Company as on March 31, 2023	Nil
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the year	1
Directorships of other Boards as on March 31, 2023	Nil
Membership / Chairmanship of Committees of other Boards as on March 31, 2023	Nil

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Form 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]

Name of the member (s):

Registered address:

E-mail Id:

Folio No / Client ID:

DP ID:

I/ We, being the member(s) holding shares of the above named company, hereby appoint

1. Name: Address:

E-mail Id: Signature:, or failing him

2. Name: Address:

E-mail Id: Signature:, or failing him

3. 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 sixty-third Annual General Meeting of the Company, to be held on on **Friday, 15th September 2023** at 11.00 a.m. at Atlas Copco (India) Private Limited, Sveanagar, Mumbai-Pune Road, Dapodi, Pune 411 012 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2023 and the Auditors' and Directors' Report thereon.
2. To declare final dividend on equity shares.
3. To appoint a Director in place of Ms. Cecilia Ingrid Maria Sandberg (DIN: 07886753) who retires by rotation and being eligible, offers herself for re-appointment.
4. To ratify the remuneration payable to Cost Auditor for FY 2023-24.

Signed this day of 2023.

Signature of Shareholder(s)

Signature of Proxy holder(s)

Please affix
Revenue Stamp

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Attendance Slip

To be handed over at the entrance of the meeting hall

Name of the Member
Name of the proxy (To be filled if the proxy attends instead of the member)

Registered Folio No.	
DP ID	
Client ID	

No. of shares held:

I/We hereby record my/our presence at the sixty-third Annual General Meeting to be held at Atlas Copco (India) Private Limited [Formerly known as Atlas Copco (India) Limited], Sveanagar, Dapodi, Mumbai-Pune Road, Pune 411 012 on **Friday, 15th September 2023** at 11.00 a.m.

Pune, 15/09/2023

(Member's/Proxy's Signature)

(To be signed at the time of handing over the slip)

Member/Proxyholder are requested to bring their copies of the Annual Report at the Annual General Meeting.
Copies will not be distributed at the Meeting.
Member/Proxyholder should also bring a valid photo identity (i.e. PAN/AADHAR etc.) for identification purposes.