

NOTICE

NOTICE is hereby given that the Sixteenth Annual General Meeting of the Members of Invesco Asset Management (India) Private Limited will be held through Video Conferencing mode on Thursday, July 29, 2021 at 11:00 a.m., in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021, respectively, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended on March 31, 2021 and the Report of the Board of Directors and Auditors thereon.
2. To appoint Statutory Auditors of the Company and to fix their remuneration and in this regard, to consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 (**“the Act”**) read with the Companies (Audit and Auditors) Rules, 2014 and any other applicable rules, if any, (including any statutory modifications or amendment thereto or re-enactments thereof for the time being in force and as may be enacted from time to time), M/s. Walker Chandiook & Co LLP, Chartered Accountants (Firm’s Registration Number 001076N / N500013) be and is hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Sixteenth Annual General Meeting until the conclusion of the Twenty First Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors in consultation with the Statutory Auditors.

RESOLVED FURTHER THAT any of the Directors of the Company, Mr. Saurabh Nanavati - Chief Executive Officer, Mr. Ketan Ugrankar - Chief Operating Officer and Chief Financial Officer, Mr. Suresh Jakhotiya - Head - Compliance and Risk, Ms. Rachna Singh - Head - Legal or Company Secretary of the Company be and is hereby authorized, severally, for the purpose of giving full effect to this resolution on behalf of the Company, to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to that end and intent that they shall be deemed to have given members approval thereto expressly by the authority of this resolution.”

Place: Mumbai
Date: June 28, 2021

By order of the Board of Directors
For **Invesco Asset Management (India) Private Limited**

Registered Office:

2101-A, 21st Floor,
A - Wing, Marathon Futurex,
N. M. Joshi Marg, Lower Parel,
Mumbai - 400 013.

Sd/-
Dipti Dave
Company Secretary

Details to access the Video Conference Facility

Pursuant to the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 respectively, the facility to attend annual general meeting proposed to be held on **Thursday, July 29, 2021** through electronic mode (video conference facility) is made available. The information for accessing the video conference facility is as follows:

1.	Login Time	:	11:00 a.m. IST
2.	i.	This Microsoft teams meeting can be accessed either through desktop (with webcam), laptop (with in-built camera) or tablet.	
	ii.	Link for the same is as follows: Click here to join the meeting	

In case the Board member wishes to participate through video conference facility, please send confirmation to the following:

1.	Designated Officer	:	Ms. Dipti Dave
2.	E-mail ID	:	Dipti.dave@invesco.com cc: Rachna.Singh@invesco.com #IVZ- India Co-Sec MBFN4089@Invesco.com
3.	Mobile No.	:	+91 98207 01828/ +91 96192 07420
4.	Tel. No. (Dir)	:	022 6731 0143 / 022 6731 0104

NOTES:

1. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorising their authorised representatives to attend and vote at the meetings on their behalf as per the requirements of Section 113 of the Companies Act, 2013 to “#IVZ- India Co-Sec MBFN4089@Invesco.com”.
2. There being only two members, the authorised representative(s) or the member cannot appoint proxies to attend and vote at the meeting as the quorum for a valid meeting, as per the Companies Act, 2013 should consist of at least two (2) members present.
3. Relevant documents referred to in the accompanying notice are open for inspection by the members at the registered office of the company on all working days between 10.00 a.m. and 12.00 noon up to the date of the meeting.
4. An explanatory statement in respect of item no. 2 as mentioned above is enclosed.
5. Since the AGM will be held through VC, the route map of the venue of the Meeting is not annexed hereto.

INVESCO ASSET MANAGEMENT (INDIA) PRIVATE LIMITED

Registered Office: 2101-A, 21st Floor, A - Wing, Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai - 400 013.

Tel: 022 - 6731 0000. Fax: 022 - 2301 9422. Website: www.invescomutualfund.com

CIN: U67190MH2005PTC153471

EXPLANATORY STATEMENT**ATTACHED TO NOTICE DATED JUNE 28, 2021****[as required under Section 102 of the Companies Act, 2013]**

ITEM NO. 2: APPOINTMENT OF STATUTORY AUDITORS

The members of the Company at their Fifteenth Annual General Meeting held on December 16, 2020 had approved the appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm's Registration Number 001076N / N500013) ("**M/s. Walker Chandiok**") as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants. Further as per the provisions of Section 139(8) of the Companies Act, 2013 ("**the Act**"), M/s. Walker Chandiok will hold office up to the conclusion of this Annual General Meeting of the Company. Hence it is necessary to appoint Statutory Auditor of the Company for the financial year 2021-22.

As per the provisions of Section 139 of the Act and Rules framed thereunder, statutory auditors will be appointed for a period of 5 (five) consecutive years and their remuneration to be approved by the Members.

Accordingly, it is proposed to appoint M/s. Walker Chandiok as Statutory Auditors of the Company from the conclusion of this Sixteenth Annual General Meeting until the conclusion of the Twenty First Annual General Meeting of the Company.

M/s. Walker Chandiok have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in these Resolutions.

The Board of Director recommends resolutions under Item No. 2 for your approval as an Ordinary Resolution.

Place: Mumbai
Date: June 28, 2021

By order of the Board of Directors
For **Invesco Asset Management (India) Private Limited**

Registered Office:

2101-A, 21st Floor,
A - Wing, Marathon Futurex,
N. M. Joshi Marg, Lower Parel,
Mumbai - 400 013.

Sd/-
Dipti Dave
Company Secretary