

NOTICE

NOTICE is hereby given that the 5th Annual General Meeting of the Members of **Realme Mobile Telecommunications (India) Private Limited** (the "Company") will be held on Thursday, 30th November, 2023, at 04:00 P.M. (IST) at a shorter notice at the Registered Office of the Company situated at 3rd Floor, Tower B, Building Number 8, DLF Cyber City, Gurugram, Haryana -122002, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited annual financial statements of the Company for the financial year ended on 31st March, 2023 including Audited Balance Sheet as at 31st March, 2023, the Statement of Profit & Loss for the financial year ended on 31st March, 2023 along with the Notes to Accounts appended thereto and Reports of the Board of Directors and Auditors thereon.
2. Appointment of Statutory Auditor:

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

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. RNBP & Co., Chartered Accountants, (Firm Registration No.: 025519N) be and is hereby appointed as Statutory Auditor of the Company, to hold the office from the conclusion of the 5th Annual General Meeting until the conclusion of the 10th Annual General Meeting of the Company and the Board of Directors be and are hereby authorized to fix their remuneration in consultation with the Auditors plus applicable tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit."

RESOLVED FURTHER THAT any of the Director of the Company be and are hereby severally authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies."."

SPECIAL BUSINESS:

3. Appointment of Mr. Sandeepan Singh (DIN: 10161806) as a Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 161 of the Companies Act 2013 and all other applicable provisions of Companies Act 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable laws, **Mr. Sandeepan Singh** (DIN: 10161806), who was appointed as an Additional Director w.e.f May 13, 2023 on the Board

REALME MOBILE TELECOMMUNICATIONS (INDIA) PRIVATE LIMITED

REGISTERED OFFICE: 3rd Floor, Tower-B, Building No. 8, DLF Cyber City, Gurugram, Haryana, India 122002

CIN No. U32301HR2018PTC076011

CONTACT NO. 0124-4727767, EMAIL: info@realme.com,

WEBSITE: www.realme.com/in



Sandeepan

of the Company to fill the casual vacancy caused due to resignation of Mr. Madhav Sheth, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby severally authorized to file necessary Form with the Registrar of Companies in this regard.”

4. Appointment of Mr. Manish Rana (DIN: 10192186) as a Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Section 161 of the Companies Act 2013 and all other applicable provisions of Companies Act 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable laws, **Mr. Manish Rana (DIN: 10192186)**, who was appointed as an Additional Director w.e.f June 09, 2023 on the Board of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby severally authorized to file necessary Form with the Registrar of Companies in this regard.”

5. Appointment of Ms. Zhu Yang (DIN: 10192187) as a Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Section 161 of the Companies Act 2013 and all other applicable provisions of Companies Act 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable laws, **Ms. Zhu Yang (DIN: 10192187)**, who was appointed as an Additional Director w.e.f June 09, 2023 on the Board of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby severally authorized to file necessary Form with the Registrar of Companies in this regard.”

By order of Board of Directors
FOR REALME MOBILE TELECOMMUNICATIONS (INDIA) PRIVATE LIMITED



Sandeepan Singh

(Sandeepan Singh)
Additional Director
DIN No: 10161806

Address: T- 16/20, Room No -401, T Block,
DLF Phase -III, Gurgaon-122002

Dated: 28.11.2023

Place: Gurugram

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (The Meeting) is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than forty eight hours (48) hours before the commencement of meeting. The blank proxy form is enclosed.

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
3. The relevant explanatory statement pursuant to Section 102 of Companies Act, 2013 relating to the special business to be transacted at the Meeting is attached hereto.
4. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to produce the attendance slip duly signed as per specimen signature recorded with the company for admission to the company hall.
6. Members/Proxies are requested to bring to the meeting the Attendance slip duly filled in while attending the Annual General Meeting.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
8. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
9. The Attendance Slip and Proxy Form of the above mentioned meeting is enclosed herewith.

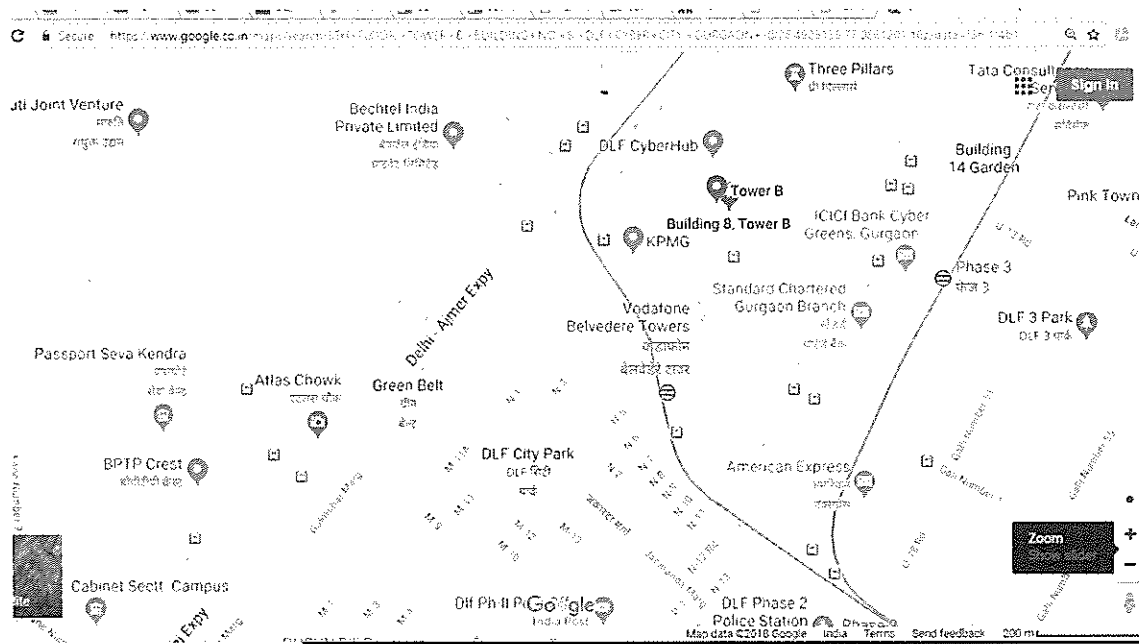
10. The route map to the venue of the meeting is reproduced below: -

By order of Board of Directors
FOR REALME MOBILE TELECOMMUNICATIONS (INDIA) PRIVATE LIMITED

(Sandeepan Singh)
Additional Director
DIN No: 10161806
Address: T- 16/20, Room No -401, T Block,
DLF Phase -III, Gurgaon-122002

Dated: 28.11.2023
Place: Gurugram

ROUTE MAP



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: U32301HR2018PTC076011

Name of the Company: REALME MOBILE TELECOMMUNICATIONS (INDIA) PRIVATE LIMITED

Registered office: 3RD Floor, Tower B, Building Number 8, DLF Cyber City, Gurugram, Haryana- 122002 India

Name of the Member(s): Registered address: E-mail Id: Folio No/ Clint 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:, or failing him _____

2. 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 5th Annual General Meeting of members of the Company, to be held on Thursday, 30th November, 2023, at 04:00 P.M. at registered office of the company at 3RD Floor, Tower B, Building Number 8, DLF Cyber City, Gurugram, Haryana- 122002 India, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions Matter of Resolution	Optional	
	For	Against
1. Adoption of financial statements for the financial year ended 31 st March, 2023.		
2. Appointment of Statutory Auditor		
3. Appointment of Mr. Sandeepan Singh (DIN: 10161806) as a Director of the Company		
4. Appointment of Mr. Manish Rana (DIN: 10192186) as a Director of the Company		
5. Appointment of Ms. Zhu Yang (DIN: 10192187) as a Director of the Company		

Affix Revenue Stamp

Signed this Day of..... 2023

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.

ATTENDANCE SLIP

REALME MOBILE TELECOMMUNICATIONS (INDIA) PRIVATE LIMITED
(CIN: U32301HR2018PTC076011)

Registered office: 3RD Floor, Tower B, Building Number 8, DLF Cyber City, Gurugram,
Haryana- 122002 India

5th Annual General Meeting on Thursday, 30th November, 2023 at 04:00 P.M.

Regd. Folio No. _____/DP ID _____ Client ID/Ben. A/C _____

Name and address of the Member(s) _____

No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of **Realme Mobile Telecommunications (India) Private Limited** and hereby record my presence at the 5th Annual General Meeting of the Company on Thursday, 30th November, 2023 at 04:00 P.M. at 3RD Floor, Tower B, Building Number 8, DLF Cyber City, Gurugram, Haryana- 122002 India

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the meeting hall.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

ITEM NO.3

Regularization of Additional Director, Mr. Sandeepan Singh, by appointing him as a Director of the Company

The Board of directors of the Company through resolution passed in the Board Meeting held on May 13, 2023 has appointed Mr. Sandeepan Singh as an Additional Director of the Company to fill the casual vacancy caused due to resignation of Mr. Madhav Sheth and Mr. Sandeepan Singh holds office of the Director till the conclusion of ensuring Annual General Meeting as per the provision of Section 161 of the Companies Act 2013.

Further, in terms of the requirements of the Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Sandeepan Singh as a Director of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is interested in this resolution except Mr. Sandeepan Singh.

The Board recommends the resolution set forth in Item no.3 for the approval of the members by way of Ordinary Resolution.

ITEM NO.4

Regularization of Additional Director, Mr. Manish Rana, by appointing him as a Director of the Company

The Board of directors of the Company through resolution passed in the Board Meeting held on June 09, 2023 has appointed Mr. Manish Rana as an Additional Director of the Company and Mr. Manish Rana holds office of the Director till the conclusion of ensuring Annual General Meeting as per the provision of Section 161 of the Companies Act 2013.

Further, in terms of the requirements of the Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Manish Rana as a Director of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is interested in this resolution except Mr. Manish Rana.

The Board recommends the resolution set forth in Item no.4 for the approval of the members by way of Ordinary Resolution.

ITEM NO.5

Regularization of Additional Director, Ms. Zhu Yang (DIN: 10192187), by appointing her as a Director of the Company

The Board of directors of the Company through resolution passed in the Board Meeting held on June 09, 2023 has appointed Ms. Zhu Yang as an Additional Director of the Company and Ms. Zhu Yang holds office of the Director till the conclusion of ensuring Annual General Meeting as per the provision of Section 161 of the Companies Act 2013.

Further, in terms of the requirements of the Companies Act, 2013 approval of the members of the Company is required for regularization of Ms. Zhu Yang as a Director of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is interested in this resolution except Ms. Zhu Yang.

The Board recommends the resolution set forth in Item no.5 for the approval of the members by way of Ordinary Resolution.