



NOTICE TO SHAREHOLDERS

Notice is hereby given that the **Sixteenth (16th) Annual General Meeting ('AGM')** of the shareholders of **Oman India Joint Investment Fund- Management Company Private Limited ('the Company')** will be held on Wednesday, 23rd September, 2026 through Video Conferencing ('VC') mode from its registered office at Unit Nos. 604, 605, 606, Lodha Supremus, Senapati Bapat Marg, Lower Parel, Mumbai 400013 at 3.00 p.m. (IST) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No: 301003E/E300005), as the Statutory Auditors of the Company for a period of 5 (five) years commencing from the conclusion of this Annual General Meeting upto the conclusion of the Annual General Meeting to be held for the financial year ending 31st March 2031, for conducting the statutory audit at a remuneration to be decided by the Board of Directors in mutual consultation with the Auditors.
3. To declare a dividend for the financial year ended 31st March, 2026.

SPECIAL BUSINESS:

4. To consider, and if thought fit, pass the following resolution as an **Ordinary Resolution**:

Appointment of Mr. Srinivasa Panigrahi (DIN: 10562745) as a Non-Executive Director of the Company

"RESOLVED THAT in accordance with Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder including any statutory modification(s) or enactment thereof for the time being in force, and the Articles of Association of the Company, Mr. Srinivasa Panigrahi (DIN: 10562745) who was appointed as an Additional Director of the Company with effect from 11th January, 2026, and holds office up to the date of Annual General Meeting, be and is hereby appointed, as a Non-Executive Director of the Company."

5. To consider, and if thought fit, pass the following resolution as an **Ordinary Resolution**:

Appointment of Mr. Shamsher Singh (DIN: 09787674) as Non-Executive Director of the Company

"RESOLVED THAT in accordance with Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder including any statutory modification(s) or enactment thereof for the time being in force, and the Articles of Association of the Company, Mr. Shamsher Singh (DIN: 09787674) who was appointed as an Additional Director of the Company



with effect from 11th January, 2026 and holds office up to the date of Annual General Meeting, be and is hereby appointed, as a Non-Executive Director of the Company.”

6. To consider, and if thought fit, pass the following resolution as an **Ordinary Resolution**:

Appointment of Mr. Rajesh Kumar (DIN: 11856454) as Non-Executive Director of the Company

“**RESOLVED THAT** in accordance with Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder including any statutory modification(s) or enactment thereof for the time being in force, and the Articles of Association of the Company, Mr. Rajesh Kumar (DIN:11856454) who was appointed as an Additional Director of the Company with effect from 28th July, 2026, and holds office up to the date of Annual General Meeting, be and is hereby appointed, as the Non-Executive Director of the Company.”

**By Order of the Board
For Oman India Joint Investment Fund-
Management Company Private Limited**

SHARIFA
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**Sharifa Al Busaidi
Director
DIN: 09195913**

Date: 1st September 2026

Place: Oman



NOTES

1. The Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 14/2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and General Circular No. 21/2021 dated December 14, 2021 & Circular No. 3/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25 2023, General Circular No. 09/2024 dated September 19, 2024 and Circular No. 03/2025 dated September 22, 2025, (together referred to as “MCA Circulars”) has permitted to hold the General Meeting (“GM”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”).
2. Since the meeting will be conducted through VC the facility to appoint proxy to attend and cast vote for the shareholders is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Explanatory Statements as required under Section 102 of the Companies Act, 2013 with respect to Special Business provided in Item no. 4 to 6 are annexed hereto and from part of the notice.
4. The Shareholders, Directors, Auditors, and other invitees, including their representatives and other invitees, may attend the AGM, by following the invitation link which would be sent to their registered email ids separately.
5. The attendance of the shareholders attending the Annual General Meeting through VC/ OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
6. The facility for joining the meeting shall be open 15 minutes before the time scheduled to start the meeting and until 15 minutes after such scheduled time. In case of any assistance required for attending the meeting through the aforesaid mode, you may contact Mr. Shrikant Deodhar (+91 9819374959) before or during the meeting.
7. Shareholders will be able to locate the Meeting ID and Join Meeting tab by clicking on the invitation link and will be redirected to the Meeting room through their browser or by running temporary application.
8. Shareholders are encouraged to join the Meeting through Laptops for better experience.
9. In case of Android/iPhone connection, participants will be required to download and install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store/ App Store.
10. Further, shareholders will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App.



11. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
12. Shareholders intending to inspect:
 - a) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 read with Rules issued thereunder;
 - b) The Register of Contracts and Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013; and
 - c) All documents referred to in the accompanying Notice;shall write to the Company at shrikant@oijif.com and the same shall be made available for inspection up to the continuance of this meeting.
13. Corporate shareholders intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
14. Voting at the meeting shall be conducted through show of hands.
15. The details, as required under the Secretarial Standards on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India (ICSI), of Directors seeking appointment at this Annual General Meeting under Item No. 4 to 6 of the Notice, are annexed hereto.
16. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to the Notice.

**By Order of the Board
For Oman India Joint Investment Fund-
Management Company Private Limited**

SHARIFA
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MOHAMED
AL BUSAIDI
Date: 2026.09.01
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Sharifa Al Busaidi
Director
DIN: 09195913

Date: 1st September 2026
Place: Oman



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

Item No. 4 – Appointment of Mr. Srinivasa Panigrahi as Director of the Company

Mr. Srinivasa Panigrahi (DIN: 10562745) was appointed as an Additional Director on the Board of the Company with effect from 11th January 2026 vide resolution passed through circulation by Board of Directors on 11th January 2026 and he holds office upto the date of the ensuing Annual General Meeting ('AGM') or the last date on which the AGM should have been held, whichever is earlier.

In terms of provisions of Section 152 of the Companies Act, 2013, every Director shall be appointed by the Company in General Meeting and accordingly, the Board of Directors of the Company at their meeting held on 22nd April 2026 have recommended the appointment of Mr. Srinivasa Panigrahi as a Director of the Company, to the shareholders for their approval.

The consent of the shareholders is sought for the appointment of Mr. Srinivasa Panigrahi (DIN: 10562745) as Director on the Board of Directors of the Company.

The Board recommends Item No. 4 for the approval of the Shareholders of company to be passed as an Ordinary Resolution.

Except for Mr. Srinivasa Panigrahi and his relatives, none of the Directors and their relatives are in any way concerned or interested (financial or otherwise) in the said resolution.

Item No. 5- Appointment of Mr. Shamsher Singh as Director of the Company

Mr. Shamsher Singh (DIN: 09787674) was appointed as an Additional Director on the Board of the Company with effect from 11th January 2026 vide resolution passed through circulation by Board of Directors on 11th January 2026 and he holds office upto the date of the ensuing Annual General Meeting ('AGM') or the last date on which the AGM should have been held, whichever is earlier.

In terms of provisions of Section 152 of the Companies Act, 2013, every Director shall be appointed by the Company in General Meeting and accordingly, the Board of Directors of the Company at their meeting held on 22nd April 2026 have recommended the appointment of Mr. Shamsher Singh as a Director of the Company, to the shareholders for their approval.

The consent of the shareholders is sought for the appointment of Mr. Shamsher Singh (DIN: 09787674) as Director on the Board of Directors of the Company.

The Board recommends Item No. 5 for the approval of the Shareholders of Company to be passed as an Ordinary Resolution.

Except for Mr. Shamsher Singh and his relatives, none of the Directors and their relatives are in any way concerned or interested (financial or otherwise) in passing of this resolution.



Item No. 6 - Appointment of Mr. Rajesh Kumar as an Additional Director of the Company

Mr. Rajesh Kumar (DIN:11856454) was appointed as an Additional Director on the Board of the Company with effect from 28th July 2026, vide resolution passed through circulation by Board of Directors on 24th July 2026 and he holds office upto the date of the ensuing Annual General Meeting ('AGM') or the last date on which the AGM should have been held, whichever is earlier.

In terms of provisions of Section 152 of the Companies Act, 2013, every Director shall be appointed by the Company in General Meeting and accordingly, the Board of Directors pursuant to the said circular resolution have recommended the appointment of Mr. Rajesh Kumar as a Director of the Company, to the shareholders for their approval.

Thus, the consent of the shareholders is sought for the appointment of Mr. Rajesh Kumar, (DIN:11856454) as Director on the Board of Directors of the Company.

The Board recommends Item No. 6 for the approval of shareholders to be passed as an Ordinary Resolution.

Except for Mr. Rajesh Kumar and his relatives, none of the Directors and their relatives are in any way concerned or interested (financial or otherwise) in passing of this resolution.

**By Order of the Board
For Oman India Joint Investment Fund-
Management Company Private Limited**

SHARIFA
SALIM
MOHAMED
AL BUSAIDI

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SHARIFA SALIM
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Date: 2026.09.01
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**Sharifa Al Busaidi
Director
DIN: 09195913**

Date: 1st September 2026

Place: Oman



Brief profile of Director seeking appointment at the 16th Annual General Meeting of the Company scheduled to be held on Wednesday, 23rd September, 2026 at 3.00 p.m.

Name of Director	Mr. Srinivasa Panigrahi	Mr. Shamsheer Singh	Mr. Rajesh Kumar
DIN	10562745	09787674	11856454
Designation	Additional Director	Additional Director	Additional Director
Date of Birth (Age)	11 th April 1970 (55 years)	1 st February 1967 (58 years)	12 th July 1970 (56 years)
Date of first appointment on the Board	11 th January, 2026	11 th January, 2026	28 th July, 2026
Qualifications	Master's degree and professional qualifications in Banking, Trade Finance, and Treasury.	Bachelor's Degree, Certified Associate (Indian Institute of Bankers) and is a certified Anti Money Laundering Specialist (ACAMS)	Bachelor's Degree and Diploma in Business Finance.
Experience	Mr. Srinivasa Panigrahi is a seasoned banker with over three decades of experience, beginning his career with State Bank of India in 1995. He has held multiple diverse leadership roles spanning retail, treasury, and international corporate banking sectors. He successfully managed a monumental forex turnover exceeding Rs. 50 trillion as General Manager. He directed extensive global trade finance operations while serving as a Deputy General Manager.	Mr. Shamsheer Singh worked in different geographical locations in India and abroad heading various business functions. He has good experience of handling and managing various areas of Banking such as Treasury Operations, Retail Banking, Structured Products, and Forex dealing. He was Director on the Board of NPCI, NIPL, NBBL, SBI Cards & Payment Services Ltd., SBI Foundation, SBI Funds Management, SBI Funds International (IFSC) Ltd. Presently he is on the Board of CWC, FIMMDA, SBI	Mr. Rajesh Kumar is a banker with over three decades of experience having commenced his career with State Bank of India in 1995. He has experienced in set up of credit and trade finance operations, ensured profitable operations complied with regulations of QFCRA, the host regulator as well as RBI, the home regulator and risk is acceptable as per internal policies, adequately mitigated and priced accordingly. He previously served as a general Manager-credit policy in State Bank of India and also as Vice-President



	He also served as Vice President–Trade Finance at SBI Sydney, Australia, where he handled trade finance operations.	Pension Funds Pvt. Ltd., Oman India Joint Investment Fund (OIJIF).	(Credit & Syndications) at Doha, Qatar.
Shareholding in the Company	Nil	Nil	Nil
Number of meeting of the Board attended during the FY 2025-26/ Number of meetings held during the tenure of Director	1/1	1/1	-
Directorships held in other Companies/LLPs as on date of Notice	1. SBI Macquarie Infrastructure Management Private Limited 2. Ind Fx Code Participants Association 3. National E-Repository Limited 4. Foreign Exchange Dealers Association of India	1. SBI Pension Funds Private Limited 2. Fixed Income Money Market and Derivatives Association of India 3. The Clearing Corporation of India Limited	Nil
Particulars of Committee Chairmanship/ Membership held in other Companies as on date of Notice	Nil	Nil	Nil
Relationship with other Directors / KMP of the Company	No relationship	No relationship	No relationship
Terms and Conditions of appointment/ re-appointment	As per the provisions of the Companies Act, 2013	As per the provisions of the Companies Act, 2013	As per the provisions of the Companies Act, 2013
Remuneration sought to be paid	Nil	Nil	Nil
Remuneration last drawn	Nil	Nil	Nil