

JIO HAPTIK TECHNOLOGIES LIMITED

CIN: U72900GJ2013PLC107560

NOTICE

NOTICE is hereby given that the Tenth Annual General Meeting of the members of Jio Haptik Technologies Limited will be held on Monday, September 11, 2023 at 05:30 p.m. through Video Conferencing (“**VC**”) / Other Audio-Visual Means (“**OAVM**”), to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditor thereon 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** the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditor thereon, as circulated to the members, be and are hereby considered and adopted.”

2. To appoint Mr. Jyotindra Hiralal Thacker, who retires by rotation as a Director 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** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Jyotindra Hiralal Thacker (DIN: 00006678), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company.”

By Order of the Board of Directors

Rahul Mukherjee
Company Secretary
ICSI Membership No.: A26182

Date : August 20, 2023
Place : Navi Mumbai

Registered Office:
Office - 101, Saffron,
Nr. Centre Point, Panchwati 5 Rasta,
Ambawadi, Ahmedabad- 380006
CIN: U72900GJ2013PLC107560
Website: www.haptik.ai
Tel.: 079-35031200

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Notes:

1. The Ministry of Corporate Affairs (“MCA”) has vide its circular dated December 28,2022 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as “MCA Circulars”) permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars and the provisions of the Companies Act, 2013 (the “Act”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depository Participants. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company’s website www.haptik.ai.
3. Generally, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
4. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. Corporate members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company vide email at rahul1.mukherjee@ril.com, a certified true copy of the relevant board resolution authorising their representative(s) to attend and vote on their behalf at the meeting, before the commencement of the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
8. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to rahul1.mukherjee@ril.com.
9. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Monday, September 04, 2023 by sending email on rahul1.mukherjee@ril.com. The same will be replied by the Company suitably.
10. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
11. In terms of the provisions of Section 152 of the Act, Mr. Jyotindra Hiralal Thacker, Director, retires by rotation at the Meeting. The Board of Directors of the Company commend his re-appointment.

Mr. Jyotindra Hiralal Thacker is interested in the Ordinary Resolution set out at item No. 2 of

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the Notice with regard to his re-appointment. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at item No. 1 and 2 of the Notice.

12. Details of Director retiring by rotation at this Meeting are provided in "**Annexure I**" to the Notice.
13. Detailed instructions to attend, participate and vote at the Meeting through VC / OAVM are provided in "**Annexure II**".
14. In the event a member has not yet registered his/her email address, the same may be done by sending an email to the Company at the designated email address of the Company rahul1.mukherjee@ril.com.

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Annexure I

Details of Director retiring by rotation at the Annual General Meeting are as under:

Particulars	Mr. Jyotindra Hiralal Thacker
Age	66 years
Qualifications	B. Tech from Indian Institute of Technology (IIT) as well as Masters' Degree in Business Administration from The University of Houston at Texas.
Experience (including expertise in specific functional area) / Brief Resume	Mr. Jyotindra Hiralal Thacker, 66 years, is a member of the Reliance's Central Leadership Team. He joined Reliance in October 1990. He has worked in different capacities like Group CIO, CTO, Head – IT Procurement, Head – Special Projects, etc. During his tenure in Reliance, he has also worked on numerous projects like Hazira Expansion, setting up the Refinery in Jamnagar, setting up Reliance Retail, Real Estate Development, Setting up State of Art office Infrastructure etc. His zeal for excellence has ensured that the deployment of cutting edge technology solutions accelerated the growth of Reliance. Presently, he is heading the procurement division of Reliance group of industries responsible for enabling multibillion dollars' business. He is one of the key leaders and stakeholders in establishing World's largest Mobile data network. He holds B. Tech from the prestigious Indian Institute of Technology (IIT) as well as Masters' Degree in Business Administration from The University of Houston at Texas.
Terms and Conditions of Re-appointment	Non-Executive Director, liable to retire by rotation
Remuneration last drawn (including sitting fees, if any)	Rs 10,000/- as sitting fees for attending meetings of the Board of Directors
Remuneration proposed to be paid	Sitting fees for attending meetings of the Board
Date of first appointment on the Board	29.09.2015
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 financial year (2022-23)	4
Directorships of other Boards as on March 31, 2023	<ul style="list-style-type: none">Reliance Jio Media LimitedTesseract Imaging Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2023	Nil

By Order of the Board of Directors

Rahul Mukherjee
Company Secretary
ICSI Membership No.: A26182

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Annexure II

Members are requested to note the following in accordance with the MCA circulars:

1. Members would have received an email from the Company to participate in the Meeting through video-conference on your email address registered with the Company.
2. The Meeting through video-conference would be conducted through "Microsoft Teams" which enables two-way audio and video conference. Members are requested to join the Meeting using the following link:

[Click here to join the meeting](#)

Detailed instructions on installing Microsoft Teams is attached as Annexure III.

3. The link to join the Meeting shall be active from 15 (fifteen) minutes prior to the time of the Meeting.
4. E-mail address of the Company Secretary of the Company, Mr. Rahul Mukherjee i.e. rahul1.mukherjee@ril.com is designated for correspondences and all other purposes related to the Meeting.
5. For any assistance (including with technology) before or during the Meeting, members may contact the Company Secretary Mr. Rahul Mukherjee on +91-8828421905.

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Annexure III

1. In case you already have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, click on “Join Microsoft Teams Meeting” option from the email. You will connect to the meeting.
2. In case you do not have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

Option 1

For participating through **Windows / Apple powered Laptops / Computer devices**:
Open the email invitation using **Google Chrome** browser.



Simply click on “**Join Microsoft Teams Meeting**” option from the email invitation / your calendar events.



A new Browser window would open. Select “**Join on the web instead**”. Once you reach to the “**Enter Name**” prompt, enter your name and click “**Join as a Guest**”.



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

Option 2

For installing Microsoft Teams on your **iPad / apple devices / Android devices**:
Click on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



System will prompt you to download Microsoft Teams.



Download and Install Microsoft teams. Please do not try to login.



Once installed, click on invitation once again on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events.



You will be prompted to Microsoft Teams application.



Click on “**Join as a Guest**” option.



Type your Name and once again click on “**Join as a Guest**”.



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.