

## **HNI Office India Limited**

Regd. Off.: K-52, MIDC, Hingna Road, Nagpur - 440 016,  
Tel.: 022 40775555; Fax:022 40775588  
Email ID: response@hni-india.com; Web.: hni-india.com,  
CIN:U36101MH2000PLC129024

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### **NOTICE**

Notice is hereby given that the Twentieth Annual General Meeting of the equity shareholders of HNI Office India Limited (CIN: U36101MH2000PLC129024) will be held on Tuesday, September 29, 2020 at 11.30 AM at the registered office of the Company at K-52, MIDC, Hingna Road, Nagpur - 440 016, (Landmark: near PIX transmission Ltd, Route Map is attached separately) to transact the following businesses:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Profit and Loss Account of the Company for the year ended on March 31, 2020, and the Balance Sheet as at that date, along with the Report of the Directors' and that of the Auditor's thereon.
2. To appoint a Director in place of Mr. Steven Bradford, who retires at this meeting and being eligible offers himself for re-appointment.

### **SPECIAL BUSINESS**

#### **3. Increase in Authorized Share Capital and alteration of Memorandum of Association of the Company**

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 6, 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Share Capital and Debenture) Rules 2014, the Authorised share capital of the Company of Rs. 10,00,00,000/- (Rupees Ten crore only) divided into 100,00,000 (One Crore) equity shares of Rs. 10 (Rupees Ten only) each, be and is hereby increased to Rs. 25,00,00,000 (Rupees Twenty-five crore) divided into 2,50,00,000 (Two crore fifty lakh) equity shares of Rs. 10 (Rupees Ten only) each by creation of additional 1,50,00,000 (One crore fifty lakh) equity shares of Rs. 10 each ranking *pari passu* with the existing shares of the company".

**FURTHER RESOLVED THAT** Memorandum of association of the Company be and is hereby altered by substituting the existing clause V thereof by the following Clause V:

'The Authorised Share Capital of the Company is INR 25,00,00,000 (Rupees Twenty Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakh) Equity Shares of INR 10 (Rupees Ten Only) each; with power to increase or reduce the capital of the Company and/or the nominal value of the shares and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights privileges or

conditions with or without voting rights as may be determined by or in accordance with the Articles of Association of the Company or as may be decided by the Board of Directors or by the Company in General Meeting, as applicable, in conformity with the provisions of the Act and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions and to consolidate or subdivide the shares and issue shares of higher or lower denominations in such manner as may for the time being be provided by the Articles of Association of the Company.”

#### **4. Appointment of Mr. Karan Sachdev, as a Director of the Company**

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 152 and all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Karan Sachdev (DIN: 08744990), who was appointed by the Board of Directors as an Additional Director of the Company, with effect from May 25, 2020 under Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, being so eligible, be appointed as a Director of the Company.”

#### **5. Appointment of Mr. Karan Sachdev, as Managing Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 203, 196, 197 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions and in accordance with the recommendation of the Nomination and Remuneration Committee, approval of the Members of the Company be and is hereby accorded to the appointment of Mr. Karan Sachdev as the Managing Director of the Company w.e.f. May 25, 2020 for a period of 3 years on a total remuneration not exceeding INR 3,00,00,000 (Indian Rupees Three Crore Only) p.a.

**RESOLVED FURTHER THAT** the approval of the Company be accorded to the Board of Directors of the Company (including the Nomination and Remuneration Committee) to revise the salary payable to Mr. Karan Sachdev, as the Managing Director of the Company and to vary, alter, increase, enhance or widen the scope of remuneration and perquisites, to the extent specified in schedule V and other

applicable provisions, if any, of the Act and relevant Rules as amended from time to time.

**RESOLVED FURTHER THAT** where in any Financial Year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company may pay to the Managing Director the above remuneration as the minimum remuneration by way of salary subject to receipt of the requisite approvals, if any.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any Director of the Company be authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary document(s), application(s), returns and writings as may be necessary, proper, desirable or expedient.”

## **6. Preferential Issue of Equity Shares**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“**RESOLVED** that pursuant to the provisions of section 62 and 42 of the Companies Act, 2013 read with Rule 14 of The Companies (Prospectus and Allotment of Shares) Rules, 2014 and Rule 13 of The Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (as amended from time to time), and provisions of all other applicable laws and regulations applicable there under including the pricing guidelines of the Reserve Bank of India relating to allotment of shares and provisions in the Memorandum of Association and Articles of Association of the Company, consent of the Company be accorded to the Board of Directors of the Company to offer, create, issue and allot up to 20,00,000 Equity Shares of the face value of Rs. 10 each for cash at a premium of Rs.90 each aggregating to Rs. 20 crores in one or more tranches on a private placement basis to HNI Singapore Private Limited, a shareholder of the Company.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be authorized to issue and allot the aforesaid equity shares to the proposed allottees on such terms and conditions as they may deem fit and proper.

**FURTHER RESOLVED THAT** any Director /Company secretary of the Company be authorized to do all acts, deeds, matters and things as may be necessary to give effect to this Resolution.

**FURTHER RESOLVED THAT** the equity shares to be issued and allotted pursuant to this offer shall rank pari passu in all respects with the existing equity shares of the Company."

**By order of the Board of Directors**

**Sunny Parekh  
Company Secretary  
Membership No. – 53615**

**Registered Office:**  
K-52, MIDC, Hingna Road,  
Nagpur - 440 016  
Tel.:022 40775555; Fax:022 40775588  
CIN: U36101MH2000PLC129024  
Email: [response@hni-india.com](mailto:response@hni-india.com)  
Web: [hni-india.com](http://hni-india.com)

**Place: Nagpur  
Date: August 25, 2020**

**NOTE :**

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 ("the Act") relating to the Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as 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. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is enclosed herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

3. Members desirous of obtaining any information as regards to Accounts and operations of the Company are requested to write to the Company at least one week before the meeting so that the information required will be made available at the meeting.
4. Members are requested to notify promptly any change in address to the Registrars at the following address:  
  
M/s. Link Intime India Private Ltd.  
C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400083
5. Route map of the venue of the Annual General Meeting is appended at the end of the Notice.

**By order of the Board of Directors**

**Sunny Parekh  
Company Secretary  
Membership Number -53615**

**Registered Office:  
K-52, MIDC, Hingna Road,  
Nagpur - 440 016  
Tel.:022 40775555; Fax:022 40775588  
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Email: [response@hni-india.com](mailto:response@hni-india.com)  
Web: [hni-india.com](http://hni-india.com)**

**Place: Nagpur  
Date: August 25, 2020**

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

The following Statement sets out all material facts relating to Item Nos. 3 to 6 mentioned in the accompanying Notice.

**Item No.3.**

At present, the Authorised share capital of the Company stands at Rs. 10,00,00,000 (Rupees Ten Crore) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of INR 10 (Indian Rupees Ten) each. To meet its long-term financial requirements for the business of the Company, it is proposed to increase the authorized share capital of the Company to Rs. 25,00,00,000 (Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of INR 10 (Rupees Ten) by creation of additional 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 10 (Rupees Ten) each ranking pari passu with the existing shares of the company.

Consequent upon the increase in authorized share capital, Clause V of the Memorandum of Association will have to be altered suitably in the manner set out in Item No. 3 of the Notice.

Your Directors therefore commend the motion as set out in the Item No. 3 of the Notice for adoption by the members as an Ordinary Resolution.

A copy of the altered Memorandum of Association of the Company is available for inspection at the Registered Office of the Company on any working day during the business hours of the Company.

None of the Directors, promoters or key managerial personnel of the Company or their relatives has any particular interest or concern in this item of business.

**Item Nos. 4 and 5**

Pursuant to the provisions of Sections 161 and other applicable provisions, if any, of the Companies Act, 2013 and Articles of Association of the Company, Mr. Karan Sachdev (DIN No: 08744990), aged 39 years, was appointed as an Additional Director by the Board at its meeting held on May 20, 2020 and in terms of the provisions of Section 161 and the Articles of Association, he holds office as such upto the date of the ensuing annual general meeting of the Company.

Mr. Sachdev, is not disqualified from being appointed as a Director by virtue of the provisions of Section 164 and Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company.

The Company has received a notice in writing from member of the company under Section 160 of the Act proposing the candidature of Mr. Karan Sachdev for the office of Director of the Company.

Additional Information as per Clause 1.2.5. Secretarial Standard 2;

Name of the Director	Mr. Karan Sachdev
Designation	Director (Managing Director)
DIN	08744990
Date of Birth	11-04-1981
Date of first appointment on Board	May 25, 2020
Directorship held in other companies	None
Memberships/Chairmanships of Committees across Public Companies	None
Brief Profile covering experience, achievements, qualification, etc	<p>Mr. Karan Sachdev is Sales and Marketing Professional with a cumulative experience of over 16 years. He did his B.com ( Honors) from Shri Ram college of Commerce and his MBA from Washington university in St. Louis. (Olin Business school).</p> <p>Mr. Karan Sachdev joined the Company in October 2012. He is currently working with the Company as VP Sales and Marketing. Mr. Sachdev has been considered as a suitable candidate as he has good knowledge of office furniture industry and also good knowledge of the entire working of the company</p>
Shares held in the Company	None
Relationship with Directors	None
Number of Meetings of the Board attended during the year	Since Mr. Karan Sachdev has been appointed on May 25, 2020 as a director, hence he has not attended any meeting for year ended March 31 2020.

Further, the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee of the Board of Directors, appointed Mr. Karan Sachdev as a Managing Director of the Company w.e.f. May 25, 2020 pursuant to the applicable provisions of the Companies Act, 2013.

The Nomination and Remuneration Committee has recommended his appointment as Managing Director of the Company for a period of 3 years with effect from May 25, 2020, upon the principal terms and conditions as set out herein which was approved by the Board of Directors of the Company in their meeting held on May 20, 2020.

#### **REMUNERATION**

The Managing Director shall be paid an annual remuneration not exceeding Rs. 3,00,00,000 (Rupees Three crores Only), subject to the overall limits as laid down in the Section 197 and Schedule V to the Companies Act, 2013 read with Rule 7(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

#### **MINIMUM REMUNERATION**

In the event of absence or inadequacy of profits of the Company in any financial year, Mr. Sachdev shall be entitled to receive the above remuneration as the minimum remuneration subject to limits laid down under Section 197 and Schedule V to the Companies Act, 2013 read with Rule 7(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

*Statement containing the information as required in terms of sub-clause (iv) of second proviso to Clause B of Section II of Part II of the Schedule V of the Companies Act, 2013, is attached as an Annexure to the Notice.*

<b>GENERAL INFORMATION</b>	
Nature of industry	Manufacturing and marketing of office furniture system / modular furniture, executive seating systems and allied products
Date or expected date of commencement of commercial production	The date of commencement of business is 6 <sup>th</sup> October, 2000
In case if new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable



Financial performance based on given indicators	(Rs. In Crores)			
	<b>Details</b>	<b>31.03.2020</b>	<b>31.03.2019</b>	<b>31.03.2018</b>
	Sales & other income	148.09	116.77	112.23
	Net Profit (Loss) After Tax	(331.21)	(11.43)	(5.57)
Export performance and net foreign exchange collaborations.	Export performance for the last three years was as under (Rs. In Lacs): F.Y. 2019-20 Rs. 341.07 Lacs F.Y. 2018-19 Rs. 106.55 Lacs F.Y. 2017-18 Rs. 24.79 Lacs			
Foreign investments or collaborators, if any	Nil			
<b>INFORMATION ABOUT THE APPOINTEE</b>				
Background details.	<p>Mr. Karan Sachdev is Sales and Marketing Professional with a cumulative experience of over 16 years. He did his B.com ( Honors) from Shri Ram college of Commerce and his MBA from Washington university in St. Louis. (Olin Business school).</p> <p>Karan has been with HNI corporation since the last 13 years. He joined HNI Corporation group in 2007 after completing his MBA and has been with the company since then working in various capacities. He spent over three years in the US with HNI starting in their leadership development program and working in several functions like Supply chain, Finance and Business development before moving to India in 2011.</p> <p>Some of his biggest achievements have been to formulate and devise India market entry strategy, lead the acquisition of BP Ergo Ltd. and transform the company into a market leader.</p>			
Past remuneration	Earlier remuneration as VP Sales HNI Office India limited Rs 116.22 lakhs per annum for financial year 2019-20 including all bonus / incentive.			
Recognition or Awards	<u>Not Applicable</u>			

Job profile and his suitability	<p>Currently, Karan is the Vice President - Sales and Marketing for HNI India. He is responsible for providing direction, support and supervision to the sales and marketing teams across India. His prime focus is to drive aggressive profitable growth of the company by developing new business strategies, acquiring, and managing global and strategic accounts ensuring highest level of client satisfaction and implementing marketing strategies to improve brand awareness and recall.</p> <p>Considering the above, he is well suited for the job of Managing Director of the Company to control and manage the affairs of the Company subject to the supervision and control of the Board of Directors of the Company.</p>
Remuneration proposed	upto Rs 3 crores including Bonus/Incentive, subject to approval of the Board from time to time.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	Considering the size of the Company, its nature of business, the job profile and position of Mr. Karan Sachdev, comparative figures are not available. Hence the comparisons could not be established.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	None
<b>OTHER INFORMATION</b>	
Reasons of loss or inadequate profits	The commercial real estate market has been impacted by the economic slowdown which has resulted in lower sales.
Steps taken or proposed to be taken for improvement.	The company has launched new products which should improve sales. The company has also embarked on cost reduction exercise which should improve the bottom line.
Expected increase in productivity and profits in measurable terms.	The company expects to become profitable in the next two years.
<b>DISCLOSURES</b>	
Remuneration Package of the Managerial Personnel	Total remuneration payable to Mr. Karan Sachdev shall be fixed by the Board of Directors of the Company from time to time subject to overall maximum remuneration not to exceed Rs. 3,00,00,000 per annum, with full liberty to the Board to fix the remuneration within the above overall limit.

Other than Mr. Sachdev himself, none of the other Directors, Promoters, Key Managerial Personnel or their relatives is concerned or interested in the aforesaid resolution.

The Board recommends the resolution at item no. 4 as an Ordinary Resolution and the resolution at item no. 5 as a special resolution for the member's approval.

#### **Item No.6**

To enable the Company to meet its long-term financial requirements, it is proposed to further create, offer, issue and allot up to 20,00,000 Equity Shares of the face value of Rs.10 each for cash at a premium of Rs.90 each aggregating to Rs. 20,00,00,000 (Rupees Twenty Crores Only) in one or more tranches on a private placement basis, to HNI Singapore Private Limited, an existing shareholder and holding company of the Company.

The disclosures pursuant to Rule 13(2)(d) of Companies (Share Capital and Debentures) Rules, 2014 are given herein below:

**(a) the object/s of the issue:**

To enable the Company to meet its long-term financial requirements.

**(b) he total number of shares or other securities to be issued:**

The Company proposes to issue upto 20,00,000 Equity Shares in one or more tranches.

**(c) the price or price band at/within which the allotment is proposed:**

It is proposed to allot each equity share of the face value of Rs. 10 each for cash at a premium of Rs. 90 per share.

**(d) Basis on which the price has been arrived at along with report of the registered valuer:**

The price has been arrived at using Discounted Cash Flow ("DCF") Method of valuation based on the report of M/s. Corporate Capital Ventures Private Limited, SEBI registered Category -1 Merchant Bankers and on the report of M/s Yashlok Dubey, Registered Valuers in accordance with the provisions of the Companies Act, 2013, a copy whereof is available for inspection at the registered office of the Company by any member of the Company.

**(e) relevant date with reference to which the price has been arrived at**

The relevant date for the purpose is July 29, 2020.

**(f) the class or classes of persons to whom the allotment is proposed to be made:**

It is proposed to allot the Shares to the Holding Company as per details given below:

Sr. No.	Name of the Allottee	Address of the Allottee	No. of Shares Proposed to be allotted
1.	HNI Singapore Private Limited	58 Duxton Road, #01 – 01, Singapore – 089522	Upto 20,00,000

**(g) Intention of Promoters, Directors or Key Managerial Personnel to subscribe to the offer**

The Shares are proposed to be allotted to the present promoter of the Company. However, there is no intention to allot the shares to Directors / Key Management persons.

**(h) Proposed time within which the allotment shall be completed**

The Company proposes to complete the proposed preferential issue in one or more tranches within 12 months from the date of passing the Special Resolution as prescribed under the Rule 13(2)(e) of the Companies (Share Capital and Debentures) Rules, 2014.

**(i) The name of proposed Allottee(s) and the percentage of the post preferential offer that may be held by them**

Sr. No.	Name and Address of the Allottee	Country of Residence/ Incorporation	Number of Shares	% of total Share holding
1	HNI Singapore Private Limited 58 Duxton Road, #01 – 01, Singapore – 089522	Singapore	1,19,80,549	99.8387

**(j) The change in control, if any, in the Company that would occur consequent to the preferential offer**

No change in control is intended or expected as the proposed allottee already holds the control and management of the Company.

**(k) the number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:**

Sr. No	Name of Member	Number of shares (Equity)	Face value	Premium	Date of allotment
1	HNI Singapore Pvt Limited	5,00,000	10	90	April 17,2019
2	HNI Singapore Pvt Limited	5,00,000	10	90	June 24, 2019
3	HNI Singapore	850,000	10	110	October 23,2019

	Private Limited				
4	HNI Singapore Private Limited	826,000	10	110	April 27,2020

**(l) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer**

Not Applicable

**(m) The pre issue and post issue Shareholding pattern of the Company:**

Sr. No.	Category	Pre-Issue		Post-Issue	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
A	Promoter's holding				
1	Indian:				
	Individual	Nil	Nil	Nil	Nil
	Bodies Corporate	Nil	Nil	Nil	Nil
	Trusts	Nil	Nil	Nil	Nil
	Sub Total	Nil	Nil	Nil	Nil
2	Foreign Promoters	99,80,549	99.8065	1,19,80,549	99.8387
	Sub Total (A)	99,80,549	99.8065	1,19,80,549	99.8387
B	Non-Promoter's holding:				
1	Institutional Investors	679	0.0068	679	0.0057
2	Non-Institution:				
	Private Corporate Bodies	542	0.0054	542	0.0045
	Directors and Relatives	Nil	Nil	Nil	Nil
	Indian Public	13,338	0.1334	13,338	0.1112
	Others (Including NRIs)	4,793	0.0479	4,793	0.0399
	Sub Total(B)	19,352	0.1935	19,352	0.1613
	GRAND TOTAL	99,99,901	100	1,19,99,901	100

\* Assuming full allotment of entire shares offered under the preferential offer. The pattern would be different in case less number of shares are allotted.

The above issue would amount to a preferential issue of shares hence consent of the members by a Special Resolution is being sought pursuant to the provisions of section 62 and 42 of the Companies Act, 2013 read with Rule 14 of The Companies (Prospectus and Allotment of Shares) Rules, 2014 and Rule 13 of The Companies (Share Capital and Debentures) Rules, 2014.

Your Directors commend the passing of the motion as set out in this item of the Notice as a Special Resolution.

Except M/s HNI Singapore Private Limited, being the Promoter of the Company and the proposed allottee, none of the directors, Key Managerial Personnel or their relatives have any concern or interest in the proposed offer.

**HNI Office India Limited**

Regd. Off.: K-52, MIDC, Hingna Road, Nagpur - 440 016, Tel.:022 40775555; Fax:022 40775588

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**FORM MGT-11  
PROXY FORM**

I/ We \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ in the district of \_\_\_\_\_ being a member / members of HNI Office India Limited hereby appoint \_\_\_\_\_ of \_\_\_\_\_ in \_\_\_\_\_ the district of \_\_\_\_\_ or failing him/ her \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ as my/ our proxy to vote for me/ us on my/ our behalf at Twentieth Annual General Meeting of the Company to be held on Tuesday, September 29, 2020 at 11.30 AM at the registered office of the Company at K-52, MIDC, Hingna Road, Nagpur - 440 016 and at any adjournment thereof.

Signed \_\_\_\_\_ this day of \_\_\_\_\_ 2020

Signature \_\_\_\_\_

Address \_\_\_\_\_

Folio \_\_\_\_\_ No. \_\_\_\_\_

Affix  
Re.1/-  
Revenue  
Stamp

Note :

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on poll instead of himself/herself.
2. The proxy form duly signed across revenue stamp of Re 1 should reach the Company's registered office at least 48 hours before the time of the Meeting.



**HNI Office India Limited (Formerly BP Ergo Limited)**

Regd. Off.: K-52, MIDC, Hingna Road, Nagpur – 440 016, Tel.:022 40775555; Fax:022 40775588

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**ATTENDANCE SLIP**

[Member attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall]

D.P. ID*	
Client ID*	

Regd. Folio No.	
No. of Share(s) held	

I/ We hereby record my/ our presence at the Twentieth Annual General Meeting of the Company being held on Tuesday, September 29, 2020 at 11.30 A.M. at the Registered Office of the Company at K-52, MIDC, Hingna Road, Nagpur – 440 016, Maharashtra, India.

\*Applicable for investors holding shares in electronic form.

Full Name of the Member  
(in BLOCK CAPITALS)

Signature

Route map of the venue of the Annual General Meeting is given herein:  
**Landmark: near PIX transmission Ltd**

