# NOTICE

**Shorter Notice is hereby given that the Twentieth Annual General Meeting of USUI Susira International Private Limited will be held at 11.00 A.M. on Monday, June 22, 2026 at the registered office of the Company at G.16, Ambattur Industrial Estate Chennai, Tamil Nadu India- 600058 to transact the following business:**

## ORDINARY BUSINESS

**Item 1.**

**To receive, consider and adopt the financial statements of the Company for the FinancialYear ended December 31, 2025, includingthe audited Balance Sheet as on December 31, 2025, the Statement of Profit and Loss and Cash Flow Statement for the Financial Year commencing from January 01, 2025 and ended on December 31, 2025 and the reports of the Board of Directors ("the Board") and Auditors thereon.**

"**RESOLVED THAT** the Balance Sheet of the Company as at December 31, 2025, Cash flow statement and the Statement of Profit and Loss, along with Notes to Accounts for the financial year commencing from 1st January 2025 and ended on 31st December 2025, the Board's Report and the Auditors' Report (includingthe Annexure), be and are hereby approved and adopted."

## SPECIAL BUSINESS

**Item 2.**

**Ratification of remuneration to Cost Auditor for the Financial Year ended 31st December 2025.**

To consider and if thought fit to pass the following resolution with or without modifications as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as approved by the Board of Directors of the Company, remuneration of Rs. 90,000 (Rupees Ninety Thousand Only) (plus applicable taxes) to be paid to M/s. STARP & Associates, Cost Accountants (Firm Registration No. 004143) Chennai appointed by the Board of Directors of the


USUI SUSIRA INTERNATIONAL PRIVATE LIMITED
(Formerly Known as Susira Industries Limited)
Regd. Office : G-16, 1st Main Road, Ambattur Industrial Estate,
Chennai - 600 058. Phone : 91 - 44 - 2625 3881, 2623 3079,
E-mail : hrd@usuisusira.com CIN No : U74210TN2006PTC061690

Company to conduct the audit of the cost records of the Company for the Financial Year ended 31st December 2025 be and is hereby ratified; and

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

**Item 3.**

**Ratification of remuneration to Cost Auditor for the Financial Year ending 31st December 2026.**

To consider and if thought fit to pass the following resolution with or without modifications as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as approvedbythe Board of Directors of the Company, remunerationof Rs. 1,12,500 (Rupees One Lakh Twelve Thousand and Five Hundred Only) (plus applicable taxes) to be paid to M/s. STARP &Associates, Cost Accountants (Firm RegistrationNo. 004143) Chennai appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending31st December 2026 be and is hereby ratified; and

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

**Item No.4**

**Appointment of Mr. Nozomu Ogasawara as Director of the Company.**

To consider and if thought fit to pass the following Resolution with or without modifications as an Ordinary Resolution:

"**RESOLVED THAT** Mr. Nozomu Ogasawara (holding DIN: 11108234) who was appointed as an Additional Director of the Company on June 18, 2025, and who holds office until the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company; and

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorized to take all such steps as may be required in this regard including signing and filing of necessary forms with the Ministry of Corporate Affairs."

<u>**Item No.5**</u>

**Appointment of Mr. Kazuo Suzuki as Director of the Company.**

To consider and if thought fit to pass the following Resolution with or without modifications as an Ordinary Resolution:

"**RESOLVED THAT** Mr. Kazuo Suzuki (holding DIN: 11743571) who was appointed as an Additional Director of the Company on June 18, 2026, and who holds office until the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director ofthe Company; and

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorized to take all such steps as may be required in this regard including signing and filing of necessary forms with the Ministry of Corporate Affairs."

<u>**Item No.6**</u>

**Appointment of Mr. Yoshinori Ishii as Director of the Company.**

To consider and if thought fit to pass the following Resolution with or without modifications as an Ordinary Resolution:

"**RESOLVED THAT** Mr. Yoshinori Ishii (holding DIN: 11770427) who was appointed as an Additional Director of the Company on June 18, 2026, and who holds office until the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director ofthe Company; and

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorized to take all such steps as may be required in this regard including signing and filing of necessary forms with the Ministry of Corporate Affairs."

**By the Order of the Board**
**USUI Susira International Private Limited**

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Date: 18 June 2026
Place: Chennai, India

Nozomu Ogasawara
Managing Director
DIN: 11108234

https://www.usuisusira.com

*NOTES:*

1. A member entitled to attend and vote at the meeting, is entitled to appoint aproxy to attend and vote instead of him and the proxy need not be a member of the Company. The proxy form duly completed and stamped must reach the registered office of the company not less than 48 hours before the time fixed for commencement of the meeting.

2. Members and Proxies attending the Meeting should bring the attendance slip duly filled in for attending the Meeting.

3. The Corporate Representation Letters under Section 113 of the Companies Act, 2013 have been received.

4. Pursuant to the Articles of Association of the Company, all General Meetings of the Company may be convened by giving not less than 3 days' notice in writing or any electronic mode. In light of the same, consent for shorter notices is notrequired.

5. Route map for the venue of the meeting is attached.

***Route map of the venue***


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*Annexure-1*

*Explanatory Statement pursuant to Section 102 of the Companies Act, 2013*

**Item No. 02:**

**Ratification of Remuneration to Cost Auditor for the Financial Year ended 31st December 2025.**

The Board of Directors at its Meeting held on 18th June 2025 approved the appointment of M/s. STARP & Associates, Cost Accountants (Firm Registration No. 004143), to conduct the audit of the cost records of the Company on a remuneration of Rs. 90,000 (Rupees Ninety Thousand Only) (plus applicable taxes) for the Financial Year ending December 31, 2025.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time) the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors for the financial year ending December 31, 2025, as set out in the Ordinary Resolution for the aforesaid services to be rendered by them.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution. The Board of Directors recommends the Ordinary Resolution set out at Item No.2 of the Notice for approval by the Members.

**Item No. 03:**

**Ratification of Remuneration to Cost Auditor for the Financial Year ended 31st December 2026.**

The Board of Directors at its Meeting held on 18th June 2026 approved the appointment of M/s. STARP & Associates, Cost Accountants (Firm Registration No. 004143), to conduct the audit of the cost records of the Company on a remuneration of Rs. 1,12,500 (Rupees One Lakh Twelve Thousand and Five Hundred Only) (plus applicable taxes) for the Financial Year ending December 31, 2026.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time) the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors for the financial year ending December 31, 2026, as set out in the Ordinary Resolution for the aforesaid services to be rendered by them.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution. The Board of Directors recommends the Ordinary Resolution set out at Item No.3 of the Notice for approval by the Members.

**Item No. 4**

**Appointment of Mr. Nozomu Ogasawara as Director of the Company.**

Mr. Nozomu Ogasawara was appointed as the Additional Director of the Company with immediate effect at the Board Meeting held on June 18, 2025. Pursuant to the terms of Section 161 of the Companies Act, 2013 Mr. Nozomu Ogasawara can hold office only up to the date of the ensuing Annual General Meeting.

The Board is of the opinion that the appointment and continued presence of Mr. Nozomu Ogasawara on the Board will be desirable, beneficial and in the best interest of the Company. Thus, the Board recommends the resolution set out in item no. 04 of the accompanying Notice for approval and adoption of the Members. None of the Directors of the Company except Mr. Nozomu Ogasawara, is concerned or interested in the proposed resolution.

**Item No. 5**

**Appointment of Mr. Kazuo Suzuki as Director of the Company.**

Mr. Kazuo Suzuki was appointed as the Additional Director of the Company with immediate effect at the Board Meeting held on June 18, 2026. Pursuant to the terms of Section 161 of the Companies Act, 2013 Mr. Kazuo Suzuki can hold office only up to the date of the ensuing Annual General Meeting.

The Board is of the opinion that the appointment and continued presence of Mr. Kazuo Suzuki on the Board will be desirable, beneficial and in the best interest of the Company. Thus, the Board recommends the resolution set out in item no. 05 of the accompanying Notice for approval and adoption of the Members. None of the Directors of the Company except Mr. Kazuo Suzuki is concerned or interested in the proposed resolution.

Item No. 6

**Appointment of Mr. Yoshinori Ishii as Director of the Company.**

Mr. Yoshinori Ishii was appointed as the Additional Director of the Company with immediate effect at the Board Meeting held on June 18, 2026. Pursuant to the terms of Section 161 of the Companies Act, 2013 Mr. Yoshinori Ishii can hold office only up to the date of the ensuing Annual General Meeting.

The Board is of the opinion that the appointment and continued presence of Mr. Yoshinori Ishii on the Board will be desirable, beneficial and in the best interest of the Company. Thus, the Board recommends the resolution set out in item no. 06 of the accompanying Notice for approval and adoption of the Members. None of the Directors of the Company except Mr. Yoshinori Ishii is concerned or interested in the proposed resolution.

**By the Order of the Board**
**USUI Susira International Private Limited**

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**Nozomu Ogasawara**
**Managing Director**
**DIN: 11108234**

**Date: 18th June 2026**
**Place: Chennai, India**