

NOTICE

Notice is hereby given that the Twenty-Fifth Annual General Meeting of the Association of Mutual Funds in India ("AMFI / the Company") will be held on Tuesday, September 22, 2020, at 11.00 a.m. through Video Conference to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended March 31, 2020, along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. A. Balasubramanian (DIN: 02928193), who is due to retire by rotation under Article (47)(B)(b) and Article 48 of the Articles of Association and being eligible, has offered himself for re-appointment.
3. To appoint a Director in place of Mr. Sundeep Sikka (DIN: 02553654), who is due to retire by rotation under Article (47)(B)(b) and Article 48 of the Articles of Association and being eligible, has offered himself for re-appointment.
4. To appoint a Director in place of Mr. Saurabh Nanavati (DIN: 02473929) who is due to retire by rotation under Article (47)(B)(b) and Article 48 of the Articles of Association and being eligible, has offered himself for re-appointment.
5. To appoint a Director in place of Mr. Ashutosh Bishnoi (DIN: 02926849) who is due to retire by rotation under Article (47)(B)(b) and Article 48 of the Articles of Association and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS:

6. Authorisation to Board of Directors for acquiring new office premises for AMFI

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

"RESOLVED THAT the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to search and acquire new office premises for the Company.

RESOLVED FURTHER THAT any one of the Directors of the Company or Chief Executive / Dy. Chief Executive / Sr. Vice President be and is hereby authorized to sign and execute necessary documents and agreement regarding the acquiring of the new office premises."

By order of the Board of Directors

Place: Mumbai
Date: September 04, 2020

N. S. Venkatesh
Chief Executive

NOTES:

1. In view of the continuing COVID-19 pandemic, social distancing being a pre-requisite, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 05, 2020 read with circulars dated April 08, 2020 and April 13, 2020, permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ('VC'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act') and MCA Circulars, the AGM of the Company is being held through VC. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself. Such a proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA Circulars through VC, and the physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members is not available for this AGM and hence the Proxy Form is not annexed to this Notice.
3. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Act are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting. The said resolution/ authorization letter may be sent via email by the member from their registered email at atulkamdar@amfiindia.com
4. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Explanatory Statement in respect to Item Nos. 2 to 6 of the Notice is annexed hereto.
6. Since the AGM will be held through VC, the attendance slip and the route map are not annexed.

The Statutory Registers under Companies Act, 2013 shall be available for inspection during the continuance of the Meeting to any person having a right to attend the Meeting.

7. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC ARE AS UNDER:

- Members will be able to attend the AGM through VC on Zoom Meetings, the details/invitation links of which will be sent to the Members through email on the registered email id of the CEO and Compliance officer of the Member.
- Facility of joining the AGM through VC shall open 15 minutes before and after the time scheduled for the commencement of the AGM.
- The Members will be allowed to pose questions during the course of the Meeting. The queries can also be sent in advance to atulkamdar@amfiindia.com , at least seven days before the AGM.
- Voting on all the resolutions except resolution no. 5 shall be done by show of hands.
- Voting for resolution no. 5 shall be done by way of poll, wherein Members can convey the vote through their email address registered with the company, by sending the name of the candidate proposed to be appointed under Category "C" at the email id of the scrutinizer,

namely, mitenchawda@mcassociates.co.in. A separate communication in this regard conveying the formalities shall be sent to the registered email id of all the members.

- Members who need assistance before or during the AGM, may contact the following personnel of AMFI:

Mr. Atul Kamdar Cell No.: 9819998307 Email ID: atulkamdar@amfiindia.com

Mr. Punit Dharamsi Cell No.: 9833519998 Email ID: punitdharamsi@amfiindia.com

- In line with the MCA Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.portal.amfiindia.com

Explanatory statement pursuant to Section 102 of the Companies Act, 2013

ORDINARY BUSINESS:

Item No: 2 to 5

This Explanatory Statement is provided, though strictly not required under Section 102 of the Companies Act, 2013.

Mr. A. Balasubramanian and Mr. Sundeep Sikka under Category A; Mr. Saurabh Nanavati under Category B and Mr. Ashutosh Bishnoi under Category C, Directors are due to retire by rotation under Article 47(B)(b) and Article 48 of the Articles of Association and being eligible, have offered themselves for re-appointment pursuant to Article 47(B)(d) of the Articles of Association. They have considerable expertise and experience in the Mutual Fund Industry.

It may be further noted that for Category "C", two fresh nominations have been received from Quantum Asset Management Company Private Limited represented by Mr. Jimmy Patel and from Principal Asset Management Private Limited represented by Mr. Bharat Ravuri. Under Category C one candidate shall be appointed amongst the three nominations received.

The Directors recommend the resolution for approval of the Members.

None of the Directors and/or their relatives, other than Mr. A. Subramanian, Mr. Sundeep Sikka, Mr. Saurabh Nanavati and Mr. Ashutosh Bishnoi, are in any way concerned or interested in the proposed resolution.

SPECIAL BUSINESS:

Item No. 6

It is proposed to acquire a new office premises for the Company. Accordingly, the Board of Directors of the Company, in their meeting held on 24-08-2020, had approved acquiring new office premises which can be used for objectives of AMFI such as an administrative office facility for Investor Awareness & education activities / investor guidance centre etc., subject to approval of the Members at the general members' meeting.

The Board of Directors recommend the resolution for the approval of the Members.

None of the Directors and/or their relatives are in any way concerned or interested in the proposed resolution.

By order of the Board of Directors

PLACE: MUMBAI
DATE: September 04, 2020

N. S. Venkatesh
Chief Executive