

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 8TH ANNUAL GENERAL MEETING OF THE MEMBERS OF UNIVENTI MEDICARE LIMITED ("THE COMPANY") WILL BE HELD AT SHORTER NOTICE ON SATURDAY, 12TH AUGUST, 2023 AT SCO. 301, FIRST FLOOR, SECTOR-9, PANCHKULA, HARYANA, 134109 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2023 and the reports of the Board of Directors and Auditors thereon laid before the meeting, be and are hereby considered and adopted.
2. To appoint a Director in place of Mr. Purushottam Sharma, Whole-Time Director (DIN: 08699409), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Approval for change in registered office 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 Section 12 and 13 of Companies Act 2013 and rules made there under and other applicable provisions, if any, including any statutory modification(s) and re-enactments(s) thereof for the time being in force, consent of members of the Company be and is hereby accorded for shifting of Registered Office of the Company from C Portion, B-203, Vaishali Tower, Co-op, Hsg. Society Ltd, Vaishali Nagar, BR Road, Mulund (W), Mumbai, Maharashtra- 400080 to Plot No. L6, MIDC Road, Taloja, Navi Mumbai, Maharashtra, India - 410208 w.e.f 1st October, 2023.

RESOLVED FURTHER THAT Mr. Manoj Kumar Lohariwala and/or Mr. Vinay Kumar Lohariwala, Directors of the Company and/or Ms. Priyanka Jangid, Company Secretary of the Company, be and are hereby authorised to file e-form INC 22 in order to intimate change in registered office of the Company and do all such acts, deeds and things as may be necessary to do to give effect to the above resolution."

Place: Panchkula
Date: 12th August, 2023

For & on behalf of Board of Directors
Univentis Medicare Limited



Priyanka Jangid
Company Secretary
M. No. 55718



NOTES:

1. The explanatory statement pursuant to Section 102 of the Act read with relevant rules setting out the material facts and reasons for the proposed resolution concerning the item of the special business to be transacted at the Annual General Meeting ("AGM") and the relevant details of Director seeking appointment and re-appointment as required Secretarial Standards -2 on General Meetings issued by the Institute of Company Secretaries of India is annexed thereto and forms part of this notice.
2. Pursuant to the provisions of Section 105 the Companies Act, a Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his/ her behalf and the Proxy need not be a Member of the Company.
3. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the company not less than forty-eight hours before the time fixed for the Meeting.
4. A person can act as a proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. A Member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. Members/Proxies are requested to bring the attendance slips duly filled in for attending the Meeting.
6. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
7. Those Shareholders whose email IDs are not registered/changed, are requested to register their email ID with Registrar & Share Transfer Agent (RTA), by providing their Name as registered with the RTA, Address, email ID, PAN, DPID/Client ID or Folio Number and Number of shares held by them.
8. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the AGM.
9. The Register of Directors and Key Managerial Personnel and their Shareholdings as maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested as maintained under Section 189 of the Companies Act, 2013 will be available for inspection up to and including the date of the AGM.
10. The Members will be allowed to raise questions during the Meeting. The queries can also be given in advance at cs_icl@innovacaptab.com.
11. The route map showing directions to reach the venue of the Annual General Meeting is annexed at the end of this Notice.

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

At present, the registered office of the Company is situated at C Portion, B-203, Vaishali Tower, Co-op, Hsg. Society Ltd, Vaishali Nagar, BR Road, Mulund (W), Mumbai, Maharashtra, 400080. The Board of Directors of the Company at their meeting held on 12th August, 2023 has decided to shift the registered office of the Company to carry on the business of the Company more economically, efficiently and for ease of administration and cost effectiveness.

Therefore, the Board proposes to change the registered office of the Company from C Portion, B-203, Vaishali Tower, Co-op, Hsg. Society Ltd, Vaishali Nagar, BR Road, Mulund (W), Mumbai, Maharashtra, 400080 to Plot No. L6, MIDC Road, Talaja, Navi Mumbai, Maharashtra, 410208 w.e.f. 1st October, 2023, to which the approval of members is required by way of Special Resolution.

None of the Directors, Key Managerial Personnel or any of their related party is interested or concerned in the aforesaid special resolution.

Place: Panchkula
Date: 12th August, 2023

For & on behalf of Board of Directors
Univentis Medicare Limited


Priyanka Jangid
Company Secretary
M. No. 55718

