

DR AGARWAL'S HEALTH CARE LIMITED

CIN: U85100TN2010PLC075403

Registered Office: 1st Floor, Buhari Towers, No.4, Moores Road, Off Greams Road, Near Asan Memorial School Chennai Chennai TN 600006

Tel: 91-44-43787777; **Email:** info@dragarwal.com

NOTICE OF THE THIRTEENTH ANNUAL GENERAL MEETING

Notice is hereby given that the Thirteenth Annual General Meeting of the Shareholders of the Company will be held on Saturday, the 30th September 2023 at 11.00 A.M. at the Registered Office of the Company at 1st Floor, Buhari Towers, No.4 Moores Road, Off Greams Road, Chennai - 600 006, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2023, comprising the Standalone and Consolidated Balance Sheets as at 31st March, 2023, the Standalone and Consolidated Statements of Profit and Loss, Changes in Equity and the Cash Flows for the year ended on that date, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in the place of Dr. Anosh Agarwal (DIN: 02636035) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in the place of Dr. Amar Agarwal (DIN: 00435684) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. **To ratify the Remuneration to the Cost Auditor for the Financial Year 2022-23**
To consider and if thought fit, to pass with or without modification, the following Resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) the remuneration of Rs. 75,000/- (Rupees Seventy-Five Thousand only) (excluding all taxes and re-imburement of out of pocket expenses incurred by him) payable for the year 2022-23 to M/s. BY & Associates., Cost Accountant in Practice (Firm Registration No: 003498), appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2022-23, be and is hereby ratified and confirmed.”

By order of the Board
For **Dr. Agarwal's Health Care Limited**

Place: Chennai
Date: 10/08/2023

A.Thanikainathan
Company Secretary
ACS: 25829

Note:

1. **A Member of the Company, who is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him / her and proxy need not be a Member of the Company. Proxy forms complete in all respects must reach the Registered Office of the Company at least 48 hours before the commencement of the Meeting. A Proxy form is attached.**
2. The consent of all the Shareholders for calling the Meeting at a Short Notice has been obtained.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business set out in the notice is annexed.
4. A route map depicting the venue of the meeting along with a prominent landmark is attached herewith.
5. All the relevant documents referred to in the Notice and the Statutory Registers under the Companies Act, 2013 will be available for inspection by the members at the AGM.

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013:

Item No. 4

At the Board Meeting held on the 12th August 2022, after considering the recommendation of the Audit Committee, the Board of Directors have appointed M/s. S. BY & Associates., Cost Accountant (Firm Registration No: 003498), as the Cost Auditors of the Company for the year 2022-23 on a remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand only), excluding all taxes and re-imburement of the out of pocket expenses incurred in connection with the aforesaid audit. Pursuant to the provisions of Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the aforesaid remuneration approved by the Board of Directors is required to be ratified by the Shareholders.

None of the Directors or the Key Managerial Personnel of the Company and their relatives are interested or concerned, financially or otherwise, in the Resolution except as a member of the Company.

The Board of Directors recommends the Ordinary Resolution as set forth in the item No. 4 of the Notice for approval of the members of the Company.

By order of the Board
For **Dr. Agarwal's Health Care Limited**

A. Thanikainathan
Company Secretary
ACS: 25829

Place: Chennai
Date: 10/08/2023

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

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Chennai TN 600006 IN

Tel: 91-44-43787777 **Email:** info@dragarwal.com

Name of the Member(s):

Registered address:

E-mail ID:

Folio / Client ID:

DP ID:

I/We being a member(s) of equity shares of the above named Company hereby appoint:

(1) Name Address.....
Email Id:..... Signature..... or failing him;

(2) Name Address.....
Email Id:..... Signature..... or failing him;

(3) Name Address.....
Email Id:..... Signature..... or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the members of Dr. Agarwal's Health Care Limited to be held at the Registered office of the Company at 1st Floor, Buhari Towers, No.4 Moores Road, Off Greams Road, Chennai- 600 006 on September 30, 2023 at 11.00 A.M and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTIONS:

Ordinary Business:

1. To consider, receive and adopt the financial statements for the year ended 31.03.2023
2. To re-appoint the Director Dr. Anosh Agarwal (DIN: 02636035) who retires by rotation and being eligible, offers himself for re-appointment
3. To re-appoint the Director Dr. Amar Agarwal (DIN: 00435684) who retires by rotation and being eligible, offers himself for re-appointment

Special Business:

4. To ratify the Remuneration to the Cost Auditor for the financial year 2022-23

Signed this day of, 2023

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp
Re.1/-

Notes:

1. This form of proxy, in order to be effective, should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.

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Memorial School Chennai Chennai TN 600006 IN
Phone: 91-44-43787777 **Email:** info@dragarwal.com

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall.

Name of the attending	Membership Folio No.
	DPID No.
	Client ID No.
	Number of Shares held

I hereby record my presence at the Annual General Meeting of the members of Dr. Agarwal's Health Care Limited being held at the Registered office of the Company at 1st Floor, Buhari Towers, No.4 Moores Road, Off Greams Road, Chennai- 600 006 on September 30, 2023 at 11.00 A.M.

Members/Proxy's Signatures

(To be signed at the time of handing over the slip)

ROUTEMAP INDICATING VENUE OF AGM AND ITS NEAREST LANDMARK

