

NOTICE OF 9TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 9th Annual General Meeting of the AASHKA HOSPITALS LIMITED will be held on **Tuesday, 28th September, 2021 at 11.00 a.m. (IST)** at registered office of the Company situated at: Between Sargasan and Reliance Cross Road, Sargasan, Gandhinagar – 382421, Gujarat to transact the following businesses :

A. ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint Director in Place of Mrs. Shreyarathi Bipin Shah, Director (DIN: 02253942), who retires by rotation and being eligible, offers herself for re-appointment.

B. SPECIAL BUSINESS:

3. **Regularisation of Additional Director, Mr. Hetang Arunkumar Shah (DIN: 02710970) by appointing him as Independent Director of the Company.**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Hetang Arunkumar Shah (DIN: 02710970), who was appointed as an Additional Director with effect from 24th June, 2021 on the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company”

“RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV of the Act and the Rules made thereunder as amended from time to time and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act along with the Rules framed thereunder and who is eligible for appointment, as an Independent Director of the Company, not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company for a term of five years commencing from June 24, 2021 upto June 23, 2026.”

**By Order of the Board of Directors
For AASHKA HOSPITALS LIMITED**

Sd/-

**Bipinchandra D Shah
Managing Director
DIN: 00934108**

**Place : Gandhinagar
Date : 18/08/2021**

NOTES :

1. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself 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 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of 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. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
6. In case of Joint Holders attending the Meeting, only such Joint Holder who is higher in the order of names will be entitled to vote.
7. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members are requested to write their DP ID and Client ID / Folio Number in the attendance slip for attending the Meeting.
8. The details of the Director seeking reappointment under Item Nos. 2 and 3 of this Notice, is annexed hereto in terms Secretarial Standard 2 on General Meetings.
9. In terms of Section 101 and 136 of the Companies Act, 2013 read with the relevant Rules made thereunder, the copy of the Annual Report including financial statements, Board's report etc. Notice are being sent by electronic mode, to those members who have registered their email ids with the Company, unless any member has requested for a physical copy of the same. In case you wish to get a physical copy of the Annual Report, you may send your request to cs@aashkahospitals.in mentioning your Name and Folio No.
10. All the documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public holidays) between 10.00 a.m and 1.00 p.m. upto the date of Annual General Meeting.
11. All persons whose names are recorded in the Register of Members as on the cut-off date namely 30/08/2021 only shall be entitled to vote at the General Meeting by voting at the General Meeting.

12. The Register of Directors' and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection at the AGM.
13. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company.
14. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the Registrar and Transfer Agent of the Company.
15. Members holding shares in electronic form are requested to intimate immediately any change in their address to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company.
16. Members who have not registered their e-mail address so far, are requested to register their email address for receiving all communication including Annual Report, Notices, Circulars, etc from the Company electronically.

**By Order of the Board of Directors,
For AASHKA HOSPITALS LIMITED**

Sd/-

**Bipinchandra D Shah
Managing Director
DIN: 00934108**

**Place : Gandhinagar
Date : 18/08/2021**

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

ITEM NO. 3 :

Mr. Hetang Arunkumar Shah was appointed as an Additional Director of the Company with effect from 24th June, 2021, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Mr. Hetang Arunkumar Shah is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mr. Hetang Arunkumar Shah as Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 3 for approval by the members of the Company.

Nomination and Remuneration Committee and the Board have considered the above proposal at their respective meetings recommend to the shareholders for their approval.

He does not hold any shares of the Company. He is not related to any director of the Company.

Mr. Hetang Arunkumar Shah is deemed to be interested in the resolution. None of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested in the resolution.

**By Order of the Board of Directors
For AASHKA HOSPITALS LIMITED**

Sd/-

**Bipinchandra D Shah
Managing Director
DIN: 00934108**

**Place : Gandhinagar
Date : 18/08/2021**

Annexure to the Explanatory Statement

Details of Director seeking appointment at the forthcoming Annual General Meeting

[Pursuant to Secretarial Standard 2 on General Meetings]

Name of Director	Shreyarthi Bipin Shah	Hetang Arunkumar Shah
Date of Birth	10/04/1972	16/02/1973
Age	49 Years	48 years
Nationality	Indian	Indian
Terms and Condition of Appointment	Non-Executive Director liable to retire by rotation.	Independent director not liable to retire by rotation.
Date of appointment on the Board (DD/MM/YYYY)	22/06/2018	24/06/2021
Remuneration Last drawn	NIL	NIL
Remuneration proposed to be paid	NIL	NIL
Qualification	Bachelor of Science	Chartered Accountant
Expertise in specific functional area	None	He has experience of more than twenty-four years in field of finance.
No. of equity shares held in the Company	NIL	NIL
List of the directorships held in other Companies	1. Calica Construction And Impex Private Limited	NIL
Number of Board Meetings attended during the Year	10	N.A.
Chairman/ Member in the Committees of the Boards of companies in which he is Director*	1. Audit Committee (Member) 2. Nomination and Remuneration Committee(Member) 3. Stakeholders Relationship Committee (Member)	1.Audit Committee (Chairman) W.e.f 24/06/2021 2.Nomination and Remuneration Committee (Chairman) W.e.f 24/06/2021 3.Stakeholders Relationship Committee (Chairman) W.e.f 24/06/2021
Relationships between Directors inter-se	He is related to Mr. Bipinchandra D. Shah Chairman & Managing Director being her spouse.	None

By Order of the Board of Directors
For AASHKA HOSPITALS LIMITED

Sd/-
Bipinchandra D Shah
Managing Director
DIN: 00934108

Place : Gandhinagar
Date : 18/08/2021

ATTENDANCE SLIP

AASHKA HOSPITALS LIMITED

Reg. Off.: Between Sargasan and Reliance Cross Road, Sargasan, Gandhinagar – 382421, Gujarat

CIN: U85110GJ2012PLC072647 E-Mail: cs@aashkahospitals.in

9th Annual General Meeting on 28th September, 2021 at 11.00 a.m. at Registered Office of the Company

DP. Id*		Name & address of the registered shareholder
Client Id*		
Regd. Folio No.		

* Applicable for shareholding in Demat form.

I/We certify that I/We am/are a Registered Shareholder / Proxy for the Registered Shareholder of the Company.
I/We hereby record my/our presence at the 9th Annual General Meeting of the Company

Signature of Member(s)/ Proxy

NOTE: A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.

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PROXY FORM

Form No MGT-11

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

CIN	U85110GJ2012PLC072647
Name of Company	Aashka Hospitals Limited
Reg. Office Address	Between Sargasan and Reliance Cross Road, Sargasan, Gandhinagar – 382421, Gujarat
Name of the Member	
Registered Address	
E Mail Id	
Folio No./Client ID	

I/We, being the member (s) of **Aashka Hospitals Limited** hereby appoint

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

As my / our Proxy to attend and vote for me/us on my/ our behalf at the **9th Annual General Meeting** of the Company to be held on **28th September, 2021 at 11.00 a.m.** at the Registered Office of the Company and at any adjournment thereof and respect of such resolution mentioned below:

Resolution No.	Resolution	For	Against
Ordinary Business			
01	To receive, consider and adopt the Audited Accounts for the financial year ended on 31 st March, 2021 along with the Reports of the Directors and Auditors thereon.		
02	To appoint a Director in place of Mrs. Shreyarathi Bipin Shah, Director (DIN: 02253942) who retire by rotation, and, being eligible, seeks reappointment.		
Special Business			
03	To appoint Mr. Hetang Arunkumar Shah (DIN: 02710970) as Independent Director of the Company		

Signed on thisday of2021

Affix Revenue Stamp

Signature of Shareholder/ Signature of Proxy

NOTE:

1. The Proxy need not be a Member.
2. The Proxy Form must be deposited at the Registered Office not less than 48 hours before the scheduled time for holding the meeting.

ROUTE MAP FOR AGM

