



# UNIVENTIS MEDICARE LTD.

Plot No. 63, Phase-1, Jharmajri, Baddi, Distt. Solan (H.P.) 173205

## NOTICE

NOTICE IS HEREBY GIVEN THAT THE 6<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF UNIVENTI MEDICARE LIMITED WILL BE HELD AT SHORTER NOTICE ON TUESDAY, 30<sup>TH</sup> NOVEMBER, 2021 AT 6:00 PM (IST) AT REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 63, EPIP, PHASE 1, JHARMAJRI, DISTRICT SOLAN, BADDI, HIMACHAL PRADESH- 173205 TO TRANSACT THE BUSINESS AS MENTIONED IN THE AGENDA AND NOTES ATTACHED WITH THIS NOTICE.

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2021, the Statement of Profit & Loss for the year ended on that date and Cash Flow Statement for the year ended 31<sup>st</sup> March, 2021 and the reports of the Board of Directors and Auditors thereon laid before the meeting, be and are hereby considered and adopted.
2. To re-appoint Mr. Vinay Kumar Lohariwala as a director liable to retire by rotation.
3. To re-appoint M/S B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company.


To consider or to pass it, with or without modification(s), as Ordinary resolution as under:

"RESOLVED THAT pursuant to provisions of Section 139 and all other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s B S R & CO. LLP, Chartered Accountants, (FRN No. 101248W/W-100022), be and is hereby re-appointed as Statutory Auditors of the Company for a term of 5 (Five) Consecutive Years to hold office from the conclusion of this 06<sup>th</sup> Annual General Meeting till the conclusion of 11<sup>th</sup> Annual General Meeting to be held for the Financial Year 2025-26 and on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.

RESOLVED FURTHER THAT Mr. Vinay Kumar Lohariwala (DIN: 00144700), and Mr. Manoj Kumar Lohariwala (DIN:00144656) Wholetime Directors of the Company be and are hereby jointly or severally authorized to take such steps and do all such acts, deeds, matters and things as may be necessary in this regard and to negotiate and fix the terms and conditions including the remuneration, to convey the acceptance of the terms, to sign the appointment letter, to digitally sign and file the necessary forms, and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.

Place: Baddi  
Date: 30<sup>th</sup> November, 2021

By Order of the Board of Directors  
For Univentis Medicare Limited

  
Manoj Kumar Lohariwala  
Director  
DIN: 00144656



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## 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. 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.
4. Members/Proxies are requested to bring the attendance slips duly filled in for attending the Meeting.
5. 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.
6. 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.
7. 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.
8. 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.
9. The Members will be allowed to raise questions during the Meeting.



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## Annexure to the Notice:

Information on Director seeking re-appointment pursuant to Secretarial Standard-2 (SS-2) on General Meeting:

Name of Director	Mr. Vinay Kumar Lohariwala
Date of Birth	26/02/1976
Age	45 Years
Date of Appointment on Board	03/07/2015
Qualification	Bachelor's degree in Engineering (Mechanical)
Experience/ Expertise	He has more than 15 years of experience in the field of manufacturing and marketing of pharmaceutical products.
Terms & Conditions of re-appointment, including Remuneration to be paid and last drawn remuneration.	-
No. of Board Meetings attended during the FY 2020-2021	9
List of Directorship held in various other companies	MBP-1 and DIR-8
List of Chairmanship/Membership of Committee on Board of other companies	MBP-1 and DIR-8
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Mr. Manoj Kumar Lohariwala is immediate relative of Mr. Vinay Kumar Lohariwala
No. of Equity shares held in the company	49,750

Place: Baddi  
Date: 30<sup>th</sup> November, 2021

By Order of the Board of Directors  
For Univentis Medicare Limited

Manoj Kumar Lohariwala  
Director  
DIN: 00144656



# UNIVENTIS MEDICARE LTD.

Plot No. 63, Phase-1, Jharmajri, Baddi, Distt. Solan (H.P.) 173205

Form No. MGT-11

Proxy form

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

CIN: U24232HP2015PLC000992

Name of the Company: Univentis Medicare Limited

Registered Office: Plot no. 63, EPIP, Phase 1, Jharmajri, Solan, Baddi, Himachal Pradesh- 173205.

Name of the Member(s):
Registered Address:
E-mail Id:
Folio No.:

I/We, being the member(s) of \_\_\_\_\_ shares of Univentis Medicare Limited, hereby appoint

Sr. No.	Name	Address	E-mail Id	Signature
1				
2				

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 6<sup>th</sup> Annual General Meeting of the Company, to be held on Tuesday, 30<sup>th</sup> November, 2021 at 6:00 PM (IST) at Plot no. 63, EPIP, Phase 1, Jharmajri, Solan, Baddi, Himachal Pradesh- 173205 and at any adjournment thereof in respect of such resolution as is indicated below:

Resolution No	Resolution(s)	Type of Business	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2021 including the Audited Balance Sheet as at 31 <sup>st</sup> March, 2021, the Statement of Profit & Loss for the year ended on that date and Cash Flow Statement for the year ended 31 <sup>st</sup> March, 2021 and the reports of the Board of Directors and Auditors thereon laid before the meeting, be and are hereby considered and adopted.	Ordinary	Ordinary
2.	To re-appoint Mr. Vinay Kumar Lohariwala as a director liable to retire by rotation.	Ordinary	Ordinary
3.	To re-appoint M/S B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company.	Ordinary	Ordinary



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Plot No. 63, Phase-1, Jharmajri, Baddi, Distt. Solan (H.P.) 173205

Signed this..... day of.....2021

\_\_\_\_\_

Signature of shareholder

\_\_\_\_\_

Affix  
Revenue Stamps

Signature of Proxy holder(s)

*Note: 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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## ATTENDANCE SLIP

*[Pursuance to Paragraph 1.2.10 of Secretarial Standard- 2 issued by Institute of Company Secretary of India (ICSI)]*

CIN: U24232HP2015PLC000992

Name of the Company: Univentis Medicare Limited

Registered Office: Plot no. 63, EPIP, Phase 1, Jharmajri, Solan, Baddi, Himachal Pradesh- 173205

Date: 30<sup>th</sup> November, 2021

Folio No.	
Name of First named Member/Proxy/Authorised Representative	
Name of Joint Member(s), if any:	
No. of Shares held	

I certify that I am a registered shareholder/ proxy/ representative for the registered shareholder of the Company and I hereby record my presence at the 6<sup>th</sup> Annual General Meeting of the Company, held on to be held on Tuesday, 30<sup>th</sup> November, 2021 at 6:00 PM (IST) at Plot no. 63, EPIP, Phase 1, Jharmajri, Solan, Baddi, Himachal Pradesh- 173205

Signature of First holder/Proxy/ Authorised Representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

Note(s):

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the meeting venue.
2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.