

GANGA CARE HOSPITAL LIMITED

Regd. Office: 3 Farmland, Panchsheel Square, Wardha Road, Nagpur – 440012, Maharashtra, India; **CIN:** U85110MH2005PLC150811; **Email id:** info@carehospitals.com; **website:** www.carehospitals.com; **Contact no.:** 0712-3982222; 0712-6139807

NOTICE

NOTICE is hereby given that the **19th (Nineteenth)** Annual General Meeting of the **GANGA CARE HOSPITAL LIMITED (“Company”)** will be held on Thursday the 26th day of September 2024 at 10:00 A.M. through Video Conferencing (VC)/Other Audio Visual means (OAVM) facility at Conference Hall of CARE Hospital, 3 Farmland, Panchsheel Square, Ramdaspet, Nagpur – 440 012 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements i.e., Balance Sheet, the Statement of Profit & Loss account and cash flow statement of the Company for the financial year ended 31st March, 2024 and the Reports of the Auditors and Board of Directors thereon.
2. To appoint a Director in place of Dr. Varun Chandraprakash Bhargava (DIN: 00811414), who retires by rotation and being eligible, offers his candidature for re-appointment.
3. To appoint a Director in place of Mr. Ashok Ramswaroop Agrawal (DIN: 00082564), who retires by rotation and being eligible, offers his candidature for re-appointment.

SPECIAL BUSINESS:

4. To appoint Mr. Rajeev Chourey (DIN: 09255301) as a Director

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution -

“RESOLVED THAT Mr. Rajeev Chourey (DIN: 09255301) who was appointed as an Additional Director of the Company w.e.f. 21st November, 2023 by the Board of Directors in terms of Section 161 and other applicable provisions of the Companies Act 2013, if any, and pursuant to the provisions of Articles of Association of the Company, and who holds such office until conclusion of the General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Rajeev Chourey (DIN: 09255301), as a candidate for

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RESOLVED FURTHER THAT Board of Directors, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient, required or incidental thereto, in this regard including but not limited to filing of requisite application/forms/ reports, etc. with the Ministry of Corporate Affairs or with such other authorities as may be required for the purpose of giving effect to this resolution”.

5. To appoint Mr. Varun Shadilal Khanna (DIN: 03584124) as a Director

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution -

“RESOLVED THAT Mr. Varun Shadilal Khanna (DIN: 03584124) who was appointed as an Additional Director of the Company w.e.f. 29th May, 2024 by the Board of Directors in terms of Section 161 and other applicable provisions of the Companies Act 2013, if any, and pursuant to the provisions of Articles of Association of the Company, and who holds such office until conclusion of the General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Varun Shadilal Khanna (DIN: 03584124), as a candidate for the office of Director of the Company be and is hereby appointed as a Non-Executive Director of the Company, who shall be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient, required or incidental thereto, in this regard including but not limited to filing of requisite application/forms/ reports, etc. with the Ministry of Corporate Affairs or with such other authorities as may be required for the purpose of giving effect to this resolution”.

For and on behalf of the Board of
Ganga Care Hospital Limited


Mr. Jasdeep Singh
Director
DIN: 02705303
Email: jasdeep.singh@carehospitals.com



Place: Hyderabad
Date: 21.08.2024

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 relating to Special Business to be transacted at Annual General Meeting is annexed hereto.
2. The Ministry of Corporate Affairs ("MCA") has vide its General circular No. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020 and 39/2020 dated 31.12.2020 and 10/2021 dated 23.06.2021, read with circulars No. 21/2021 dated 8.12.2021, General circular no. 2/2022 dated 05.05.2022 and General circular no. 10/2022 dated 28.12.2022 and General circular No. 09/2023 dated 25.09.2023 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members till **30th September, 2024**. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars and relevant circulars and other applicable provisions, the AGM of the Company is being held through VC / OAVM. The proceedings of the Annual General Meeting will be deemed to be conducted at the registered office of the Company at, 3 Farmland, Panchsheel Square, Ramdaspet, Nagpur – 440 012
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to the provisions of the 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. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. Members desiring to seek any information/clarifications on the Financial Statements are requested to write to the Company at least seven (7) days before the Annual General Meeting to enable the management to keep the information ready.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes. Institutional / Corporate Shareholders are requested to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote pursuant to Section 113 of the Act. The said Resolution/Authorization shall be sent to the Company by email through its registered email address to cs.office@carehospitals.com

7. Members holding shares in physical/dematerialized mode, who have not registered/updated their email addresses with the Company are requested to register/update their email addresses by writing to the Company along with their details and folio number at cs.office@carehospitals.com
8. Members whose email ids are already registered with the Company or with Registrar and Share transfer agent will receive the Zoom Link (for video conferencing) for attending the Annual General Meeting which is also given below; Members are requested to attend the meeting through the given link and In case any member has not received the link via email then they are requested to send a mail from their E-mail account and write to cs.office@carehospitals.com.

Zoom Link :

Topic: Ganga Care- Annual General Meeting -2024

Time: 10:00 AM India

Join Zoom Meeting

<https://us02web.zoom.us/j/86070344278?pwd=iI73gDKJY8CuF9SLa9bp8xpF1F7fmz.1>

Meeting ID: 860 7034 4278

Passcode: 242630

Find your local number:

Instructions:

a) Type the exact link given above in the web address bar and enter

Or

b) i) open Google Chrome/ Mozilla Firefox/ Internet Explorer

ii) Go to join.zoom.us and type

Meeting ID: 860 7034 4278

Passcode: 242630

iii) Click **Join**

In case of any technical difficulties write to cs.office@carehospitals.com or udaykumar.bellapu@carehospitals.com;

9. In keeping with Ministry of Corporate Affairs' Green initiative measures, the Company hereby requests members who have not registered their email addresses so far, to register their email addresses for receiving all communication including annual report, notices, circulars, etc. from the Company electronically by writing to cs.office@carehospitals.com.

10. The Annual Report of the Company including the Notice convening the AGM circulated to the members of the Company will be available on the Company's website at <https://www.carehospitals.com/annual-reports>.
11. The statutory registers including register of directors and key managerial personnel and their shareholding, the register of contracts or arrangements in which directors are interested maintained under the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members who wish to inspect the register are requested to write to the company by sending e-mail to cs.office@carehospitals.com
12. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice and this statement shall be considered the compliance of SS-2.

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 4

Board appointed Mr. Rajeev Chourey (DIN: 09255301) as an Additional Director of the Company with effect from 21st November, 2023, and they hold the office till ensuing Annual General Meeting.

In terms of Section 160 of the Companies Act, 2013, the Company has received notices in writing from Member(s) proposing their candidature.

Other than Director's as mentioned herein above, being appointees, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution(s)

Your Board recommends the resolution set forth in the item no. 4 of the Notice for approval of the members.

Item No. 5


Board appointed Mr. Varun Shadilal Khanna (DIN: 03584124) as an Additional Director of the Company with effect from 29th May, 2024, and they hold the office till ensuing Annual General Meeting.

In terms of Section 160 of the Companies Act, 2013, the Company has received notices in writing from Member(s) proposing their candidature.

Other than Director's as mentioned herein above, being appointees, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution(s)

Your Board recommends the resolution set forth in the item no. 5 of the Notice for approval of the members.

**For and on behalf of the Board of
Ganga Care Hospital Limited**


Mr. Jasdeep Singh
Director
DIN: 02705303
Email: jasdeep.singh@carehospitals.com



Place: Hyderabad
Date: 21.08.2024