

F. P. 145, 3RD Floor, Gurukul CHS,
Ram Mandir Road, Vile Parle (E),
Mumbai - 400 057, Maharashtra, INDIA.
Tel : (91-22) 4218 1111
CIN No. : U24230GJ1990PLC014535

NOTICE

Notice is hereby given that the **Extra-Ordinary General Meeting (02/2021-22)** of the Members of **Aditya Medisales Limited** will be held on **Wednesday, March 30, 2022 at 10.00 A.M.** at **F.P.145, Ram Mandir Road, Vile Parle (East), Mumbai – 400057**, to transact the following business at a shorter notice:

SPECIAL BUSINESS

1. To appoint Mr. Harshit Patel as an Independent Director of the Company

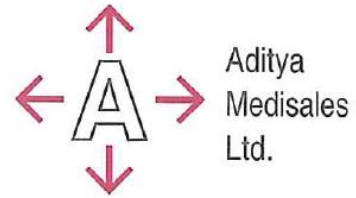
To consider and, if thought fit, with or without modification to pass the following resolution as an **Special Resolution**:

“RESOLVED 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 Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Harshit Patel (DIN: 08060198), who was appointed as an Additional Independent Director with effect from March 28, 2022, by the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company, for a term of 5 (Five) years commencing from March 28, 2022 to March 27, 2027 and he shall not be liable to retire by rotation.”

By order of the Board of Directors
For Aditya Medisales Limited,

Sd/-

Ayushi Shah
Company Secretary
Membership No.: A58747



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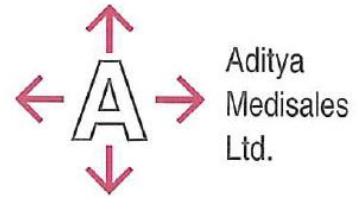
Place: Mumbai
Date: 28.03.2022

Registered Office:

402, R.K. Centre, 4th Floor,
Fatehgunj Main Road,
Vadodara – 390002, Gujarat
CIN - U24230GJ1990PLC014535

NOTES:

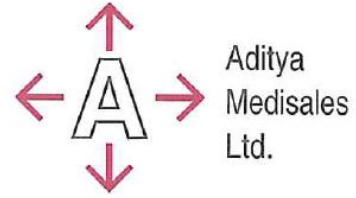
- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A SHAREHOLDER OF THE COMPANY. THE PROXY FORM, IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, SIGNED & DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than 50 (fifty) members and holding in aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other Member.
3. Corporate shareholders intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The Company has received the consents from majority of members and holding not less than ninety-five percent of the paid-up share capital and entitled to vote at the Meeting, for convening the meeting at a shorter notice.
5. In terms of the requirements of the Secretarial Standards (SS-2) on “General Meetings” issued by the Institute of Company Secretaries of India (“ICSI”) and approved and notified by the Central Government, route map for the location of the aforesaid



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meeting is enclosed for the convenience of the shareholder(s).

6. An Explanatory Statement setting out the material facts and reasons for the resolution pursuant to Section 102 of the Companies Act, 2013, is given below and forms parts of the Notice. The relevant details as required under Clause 1.2.5 of Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India (SS-2), in respect of the persons seeking appointment / re-appointment as Director is given under the heading "Profile of Directors" forming part of this Notice.



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

Item no. 1

Mr. Harshit Patel was appointed as Additional Independent Director of the Company by the Board of Directors of the Company, with effect from March 28, 2022 to hold the office upto the date of next General Meeting or within a time period of three months from the date of appointment, whichever is earlier, pursuant to Section 161 of the Companies Act, 2013, Regulation 17 and regulation 25 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended from time to time and Articles of Association of the Company.

The profile of Mr. Harshit Patel is annexed herewith.

The Nomination and Remuneration Committee of the Company, in its meeting held on 28th March 2022, recommended Mr. Harshit Patel's appointment as a Additional Independent Director, to the Board of Directors of the Company.

The Board recommends the Resolution as set out at item no. 1 of the Notice for approval of the Members by way of Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. Harshit Patel for his appointment is in any way concerned or interested, financially or otherwise, in these Resolutions.

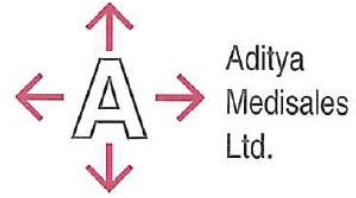
By order of the Board of Directors
For Aditya Medisales Limited,

Sd/-

Ayushi Shah
Company Secretary
Membership No.: A58747

Place: Mumbai
Date: 28.03.2022

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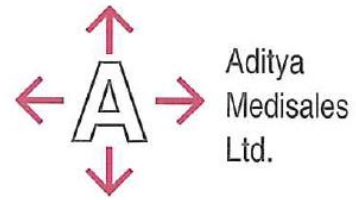
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PROFILE OF DIRECTORS
(Details of Directors proposed to be appointed / ~~re-appointed~~)

As required under Secretarial Standard - 2, the particulars of Mr. Harshit Patel

Particulars	Mr. Harshit Patel
Age	33 years
Brief resume of the Director including nature of expertise in specific functional areas	LLB (Gen) and Bcom from Mumbai University and MSc. Finance form University of Leicester
Date of First appointment on the Board	28.03.2022
Directorship held in other companies (excluding foreign companies & section 8 companies)	1.Rejos Sales and Trading Private Limited 2.CCL Consultants (India) Private Limited
Membership / Chairmanships of Committees of other public Companies	-
Inter-se Relationship between Directors	-
No. of Shares held in the Company (singly or jointly as first holder) as on 31st March, 2022	-



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**Proxy Form
(MGT-11)**

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

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

DP ID:

I/We, being the member(s) of _____ shares of the above named company hereby appoint

Name:
E-mail Id:
Address:
Signature, or failing him

Name:
E-mail Id:
Address:
Signature, or failing him

Name:
E-mail Id:
Address:
Signature

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Wednesday, March 30, 2022 at 10:00 a.m. at F.P.145, Ram Mandir Road, Vile Parle (East), Mumbai – 400057 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution(s)	Vote	
		For	Against
1	SPECIAL BUSINESS To appoint Mr. Harshit Patel as an Independent Director of the Company.		

Affix
Revenue
Stamp

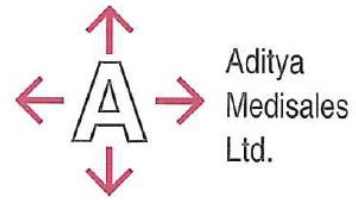
Signature of
Shareholder

Signature of
Proxy holder

Signature of the shareholder
across Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Corporate Office of the Company before the commencement of the Meeting

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ATTENDANCE SLIP

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slips on request.

Master Folio No:

NAME AND ADDRESS OF SHAREHOLDER: _____

NAME OF PROXYHOLDER: _____

NO. OF SHARES HELD: _____

I hereby record my presence at the Extra-Ordinary General Meeting of the Members of ADITYA MEDISALES LIMITED held on Wednesday, March 30, 2022 at 10:00 a.m. at F.P.145, Ram Mandir Road, Vile Parle (East), Mumbai - 400057.

Signature of the Shareholder or Proxy: _____

NOTES:

- (1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.
- (2) In the case of joint holders, the votes of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Registers of Members.



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ROUTE MAP TO THE EGM VENUE

