

## **NOTICE**

Notice is hereby given that the **Thirty Second Annual General Meeting** of the Members of **Aditya Medisales Limited** will be held on **Friday, September 23, 2022 at 2:00 P.M**. at the Registered Office of the Company at **402, 4<sup>th</sup> Floor, R. K. Centre, Fatehgunj Main Road, Vadodara – 390002, Gujarat**, to transact the following business:

## **ORDINARY BUSINESS**

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.
- 2. To appoint a Director in place of Mr. Bhushan Mehta (DIN- 03443629), who retires by rotation and being eligible, offers himself for reappointment.

## SPECIAL BUSINESS

## 3. To appoint Mr. Rachit Kothari as an Independent Director of the Company

To consider and, if thought fit, with or without modification to pass the following resolution as a **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. Rachit Kothari (DIN: 09702928), who was appointed as an Additional Independent Director with effect from August 12, 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 August 12, 2022 to August 11, 2027 and he shall not be liable to retire by rotation."

#### 4. To consider and approve following related party transactions:

a.To sales and/ or purchase of products from Shanghvi Finance Private Limited ("SFPL")



b.To sales and/ or purchase of products from Mackinon Enterprises Private Limited ("MEPL").

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

**"RESOLVED THAT** upon recommendation of Board and pursuant to the provisions of Section 188 of the Companies Act, 2013 ('the Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act and the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and other applicable provisions of the Listing Regulations, if any (including any statutory modification(s) or re-enactment(s) to any of the foregoing, for the time being in force), the members of the Company do hereby approve to enter/ continue to enter into the following transactions with the related parties, which is a related party of the Company in terms of section 2(76) of the Act and regulation 2(zb) of the Listing Regulations, from time to time on such terms and conditions as may be mutually agreed between the Company and Related Parties:

Sr. No.	Name of Related Parties	Nature of Transaction	Monetary Value
1.	Shanghvi Finance Private Limited	Sale of any goods or materials	Upto 250 crores
2.	Shanghvi Finance Private Limited	Purchase any goods or materials	Upto 250 crores
3.	Mackinon Enterprises Private Limited	Sale of any goods or materials	Upto 250 crores
4.	Mackinon Enterprises Private Limited	Purchase any goods or materials	Upto 250 crores

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, and make such changes to the terms and conditions as may be considered necessary, expedient or desirable and execute such addendum agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the best interest of the Company."

#### 5. To approve Line of Credit availed from Shanghvi Finance Private Limited.

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



**"RESOLVED THAT** in supersession of earlier resolution passed and pursuant to applicable provisions of the Companies Act, 2013 including the Rules made thereunder and the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and upon recommendation the Board of the Company, the members of the company do hereby approve to enter/ continue to enter into the following transactions with Shanghvi Finance Private Limited, the Holding Company as defined under Section 2(46) of the Companies Act, 2013 and a 'Related Party' as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from time to time on such terms and conditions as may be mutually agreed between the Company and Related Party:

Sr. No.	Name of Related Party	Nature of Transaction	Monetary Value
1.	Shanghvi Finance Private Limited	Loan Taken	Upto 700 crores
2.	Shanghvi Finance Private Limited	Loan Repaid	Upto 700 crores
3.	Shanghvi Finance Private Limited	Interest Expense	Upto 70 crores

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, and make such changes to the terms and conditions as may be considered necessary, expedient or desirable and execute such addendum agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the best interest of the Company."

## 6. To approve Line of Credit availed from Solar Aviation Private Limited.

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

**"RESOLVED THAT** in supersession of earlier resolution passed and pursuant to applicable provisions of the Companies Act, 2013 including the Rules made thereunder and the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and upon recommendation of the Board of the Company, the members of the Company do hereby approve to enter/ continue to enter into the following transactions with Solar Aviation Private Limited, a 'Related Party' as defined under Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements)



Regulations, 2015, from time to time on such terms and conditions as may be mutually agreed between the Company and Related Party:

Sr. No.	Name of Related Party	Nature of Transaction	Monetary Value
1.	Solar Aviation Private Limited	Loan Taken	Upto 30 crores
2.	Solar Aviation Private Limited	Loan Repaid	Upto 30 crores
3.	Solar Aviation Private Limited	Interest Expense	Upto 3crores

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, and make such changes to the terms and conditions as may be considered necessary, expedient or desirable and execute such addendum agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the best interest of the Company."

## 7. To approve Line of Credit given to Mr. Jayant Sanghvi.

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

**"RESOLVED THAT** in supersession of earlier resolution passed and pursuant to applicable provisions of the Companies Act, 2013 including the Rules made thereunder and the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and upon recommendation of the Board of the Company, the members of the Company do hereby approve to enter/ continue to enter into the following transactions with Mr. Jayant Shanghvi and a 'Related Party' as defined under Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from time to time on such terms and conditions as may be mutually agreed between the Company and Related Party:"

Sr. No.	Name of Related Party	Nature of Transaction	Monetary Value
1.	Jayant Sanghvi	Loan Given	Upto 125 crores
2.	Jayant Sanghvi	Loan Received Back	Upto 125 crores



3. Jayant Sanghvi Interest Income Upto 15.75 crores
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**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, and make such changes to the terms and conditions as may be considered necessary, expedient or desirable and execute such addendum agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the best interest of the Company."

## 8. To approve Line of Credit given to Conceptual Advisory Services LLP.

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

**"RESOLVED THAT** in supersession of earlier resolution passed and pursuant to applicable provisions of the Companies Act, 2013 including the Rules made thereunder and the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and upon recommendation of the Board of the Company, the members of the Company do hereby approve to enter/ continue to enter into the following transactions with Conceptual Advisory Services LLP and a 'Related Party' as defined under Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from time to time on such terms and conditions as may be mutually agreed between the Company and Related Party:"

Sr. No.	Name of Related Party	Nature of Transaction	Monetary Value
1.	Conceptual Advisory Services LLP	Loan Given	Upto 1000 crores
2.	Conceptual Advisory Services LLP	Loan Received Back	Upto 1000 crores
3.	Conceptual Advisory Services LLP	Interest Income	Upto 125 crores

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, and



make such changes to the terms and conditions as may be considered necessary, expedient or desirable and execute such addendum agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the best interest of the Company.

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

> > Sd/-

Ayushi Shah Company Secretary Membership No.: A58747

Place: Mumbai Date: 29.08.2022

#### **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 INSTED 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. 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.
- 3. 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.
- 4. 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.
- 5. Route map to the Venue of the Meeting is provided at last page of this Notice.



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

#### Item no. 3

Mr. Rachit Kothari was appointed as Additional Independent Director of the Company by the Board of Directors of the Company, with effect from August 12, 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. Rachit Kothari is annexed herewith.

The Nomination and Remuneration Committee of the Company, in its meeting held on August 12, 2022, recommended Mr. Rachit Kothari'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. 3 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. Rachit Kothari for his appointment is in any way concerned or interested, financially or otherwise, in these Resolutions.

#### Item no. 4

Pursuant to regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all material related party transactions require approval of the members in which the related parties shall not vote to approve the transaction. The transactions with SFPL and MEPL would be Material RPTs as per the materiality criteria under the Related Party Transaction Policy of the Company and therefore require approval of the shareholders at the ensuing Annual General Meeting to be held.

In the opinion of the Board it is in the best interest of the Company and the transactions shall exceed the threshold limit of 'materiality' as per Related Party Transaction Policy of the Company and regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Since all the members of the Company are being related parties of the Company and shall not vote to this resolution as per SEBI LODR regulation, however, pursuant to proviso of Sub section (1) of Section 188 of the Companies Act 2013 shareholders being



related party can vote on related party transactions if Companies ninety percent or more members, in number, are relatives of promoters or are related parties.

Sr.	Particulars	Information				
No. 1.	Name of Related Parties	Related Shanghvi Finance Private Mackinon Enterprises Priv Limited ("SFPL") Limited ("MEPL")				
2.	Nature of Transaction	Sale of any goods or materials	Purchase any goods or materials	Sale of any goods or materials	· · · · · · · · · · · · · · · · · · ·	
3.	Monetary Value	Upto 250 crores	Upto 250 crores	Upto 250 crores	Upto 250 crores	
4.	Whether the transactions have been approved by Audit Committee	Yes		Yes		
5.	Nature of Relationship	As per se (viii)(A)- Company	ection 2(76) Holding			
6.	Name of Director(s) or Key Managerial Personnel who is related	-		-		
7.	Anyotherinformationrelevantorimportantforthememberstotakedecisionontheproposedresolution	-		-		

The particulars of transaction are as follows:

The above transactions were placed before Audit Committee for their approval and the same were be approved by the Audit Committee at their meeting to be held on 12<sup>th</sup> August 2022 and recommended to the Board for their approval.

The transactions with SFPL and MEPL will be carried out on the basis of business requirements and will be entered on an arm's length basis irrespective of whether the said transactions are in



the ordinary course of business and hence the approval from the shareholders of the Company is required in terms of Section 188 of the Act.

Accordingly, the Board recommends the Resolution as set out at item no.4 of the Notice for approval of the Members as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the proposed Resolution except to the extent of their shareholding, if any, in the Company.

### Item no. 5 and 6

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 w.e.f. 7.9.2021 and regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all material related party transactions shall require approval of the shareholders through resolution and no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

In the opinion of the Board availing the facility was in the best interest of the Company and the facility exceeded the threshold limit of 'materiality' as per Related Party Transaction Policy of the Company and regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Since all the members of the Company are being related parties of the Company and shall not vote to this resolution as per SEBI LODR regulation, however, pursuant to proviso of Sub section (1) of Section 188 of the Companies Act 2013 shareholders being related party can vote on related party transactions if Companies ninety percent or more members, in number, are relatives of promoters or are related parties.

In exercise of the powers vested by the Shareholders of the Company in their Extra-Ordinary General Meeting held on 5<sup>th</sup> August 2019 pursuant to section 180(1)(c) of the Companies Act,2013, and based on the prior recommendation of the Audit Committee, the Board of Directors of the Company had, in its meeting held on 12<sup>th</sup> August 2022, approved the availment of a Line of Credit from Shanghvi Finance Pvt. Ltd., the Holding Company and Solar Aviation Private Limited, a Related Party of the Company as per provisions of Companies Act 2013 and Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to meet the Working Capital requirements of the Company, inter alia, on the following terms:

Sr.	Particulars	Information				
No.						
1.	Name of Related	Shanghvi Finance	Private	Solar	Aviation	Private
	Parties	Limited ("SFPL")		Limited	("SAPL")	



Nature of	Loan	Loan	Interest	Loan	Loan	Interest
			•			expense
Monetary Value	*	-	-	-	-	Upto 3
	crores	700	crores	crores	crores	crores
		crores				
Whether the	Yes			Yes		
transactions						
have been						
approved by						
Audit						
Committee						
Nature of	As per sec	tion 2(76)	(viii)(A)-	Entity C	Controlled	by close
Relationship				member	of the pers	on having
1	U	1 2				
Name of	-			-	•	
Director(s) or						
Personnel who is						
related						
Any other	-			-		
information						
relevant or						
1						
	have been approved by Audit Committee Nature of Relationship Name of Director(s) or Key Managerial Personnel who is related Any other information	Monetary ValueUpto 700 croresWhetherthetransactionsYeshavebeenapprovedbyAudit-CommitteeAs per secNatureofRelationship-NameofDirector(s)orKeyManagerialPersonnel who is-related-Anyotherinformation-relevantorimportant for the-members to take-decision on the-proposed-	Monetary ValueUpto 700 croresUpto 700 croresWhetherthe transactionsYeshavebeen approved-approvedby Audit-Committee-Natureof RelationshipAs per section 2(76) Holding CompanyNameof Director(s)-Nameof Related-Anyother information-relevantor important for the members to take decision on the proposed-	TransactiontakenrepaidexpenseMonetary ValueUpto 700 croresUpto 700 roresUpto 70 croresMonetary ValueUpto 700 crores700croresWhether the transactionsYes-have been approved by AuditYes-Nature of RelationshipAs per section 2(76) (viii)(A)- Holding CompanyName of Director(s) or Key Managerial Personnel who is related-Any other information-Any other important for the members to take decision on the proposed-	TransactiontakenrepaidexpensetakenMonetary ValueUpto 700Upto 700Upto 70Upto 30crores700crorescrorescroresWhether the transactions have been approved by AuditYesYesNature of Nature of Director(s) or Key Managerial Personnel who is relatedAs per section 2(76) (viii)(A)- Holding CompanyEntity Of member control ofName of have of Lipersonnel who is relatedAny other information relevant or important for the members to take decision on the proposed	TransactiontakenrepaidexpensetakenrepaidMonetary ValueUpto 700 croresUpto 700 700 croresUpto 30 croresUpto 30 croresUpto 30 croresWhether transactions have been approved by Audit CommitteeYesYesYesNature committeeAs per section 2(76) Holding CompanyViii)(A)- entroperation of the perse control of the CompanyEntity Controlled member of the perse control of the CompanyName nof Personnel who is relatedAny other informationAny other informationAny other informationAny other informationAny other informationinformation relevant proposedinformation relevant proposed

Accordingly, the Board recommends the Resolution as set out at item no.5 and 6 of the Notice for ratification and approval of the Members as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the proposed Resolution except to the extent of their shareholding, if any, in the Company.

#### Item no. 7 and 8

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 w.e.f. 7.9.2021 and regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all material related party transactions shall require approval of the shareholders through resolution and no related party shall vote to



approve such resolutions whether the entity is a related party to the particular transaction or not.

In the opinion of the Board availing the facility was in the best interest of the Company and the facility exceeded the threshold limit of 'materiality' as per Related Party Transaction Policy of the Company and regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Since all the members of the Company are being related parties of the Company and shall not vote to this resolution as per SEBI LODR regulation, however, pursuant to proviso of Sub section (1) of Section 188 of the Companies Act 2013 shareholders being related party can vote on related party transactions if Companies ninety percent or more members, in number, are relatives of promoters or are related parties.

In exercise of the powers vested by the Shareholders of the Company in their Extra-Ordinary General Meeting held on 21<sup>st</sup> February 2022 pursuant to section 186 of the Companies Act,2013, and based on the prior recommendation of the Audit Committee, the Board of Directors of the Company had, in its meeting held on 12<sup>th</sup> August 2022, approved the giving of a Line of Credit to Conceptual Advisory Services LLP and Mr. Jayant Sanghvi and a Related Party of the Company as per provisions of Companies Act 2013 and Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to meet the Working Capital requirements of the related parties, inter alia, on the following terms:

Sr. No.	Particulars	Informatio	Information				
1.	Name of Related Parties	1	al LLP ("CAS	Advisory	Mr. Jayan	t Sanghvi	
2.	Nature of Transaction		LDP ("CAS Loan received back	Interest income	Loan given	Loan received back	Interest income
3.	Monetary Value	Upto 1000 crores	Upto 1000 crores	Upto 125 crores	Upto 125crores	Upto 125 crores	Upto 15.75 crores
4.	Whether the transactions have been approved by Audit Committee				Yes		
5.	Nature of Relationship	As per section 2(76)		Close member of person having control of the Company		-	
6.	NameofDirector(s)or	-			-	F	2



	Key Managerial		
	Personnel who		
	is related		
7.	Any other	-	-
	information		
	relevant or		
	important for		
	the members to		
	take decision on		
	the proposed		
	resolution		

Accordingly, the Board recommends the Resolution as set out at item no.7 and 8 of the Notice for ratification and approval of the Members as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the proposed Resolution except to the extent of their shareholding, if any, in the Company.



## **PROFILE OF DIRECTORS** (Details of Directors proposed to be re-appointed)

As required under Secretarial Standard - 2, the particulars of Mr. Bhushan Mehta and Mr. Rachit Kothari are given below:

Particulars	Mr. Bhushan Mehta	Mr. Rachit Kothari
Age	54	29
Brief resume of the Director including nature of expertise in specific functional areas	MBA (Finance)	Chartered Accountant and Company Secretary
Date of First appointment on the Board	1 <sup>st</sup> August 2012	12 <sup>th</sup> August 2022
Directorship held in other companies (excluding foreign companies & section 8 companies)	Kopta Estate Private Limited Power Constructions Private Limited	-
	Superwave Developers Limited Neostone Developers	
	Private Limited Goldstreet Mercantile Company Private Limited	
	Neosoft Developers Private Limited	
	Keen Property Private Limited	
	Njm Realtors Private Limited	
	Lavish Developers Private Limited	
	Iconic Developers Private Limited	



	Forthright Management Services 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 31 <sup>st</sup> March, 2022		-



appoint

### 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
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 Annual General Meeting of the Company, to be held on Friday, September 23, 2022 at 02:00 p.m. at the Registered Office of the Company at Vadodara and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution(s)	Vote	
		For	Against
	ORDINARY BUSINESS		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.		



2	To appoint a Director in place of Mr. Bhushan Mehta (DIN- 03443629), who retires by rotation, and being eligible, offers himself for re-appointment.	
	SPECIAL BUSINESS	
3	To appoint Mr. Rachit Kothari (DIN: 09702928), as an Independent Director of the Company	
4	To consider and approve following related party transactions: a.To sales and/ or purchase of products from Shanghvi Finance Private Limited ("SFPL") b.To sales and/ or purchase of products from Mackinon Enterprises Private Limited ("MEPL").	
5	To approve Line of Credit availed from Shanghvi Finance Private Limited	
6	To approve Line of Credit availed from Solar Aviation Private Limited	
7	To approve Line of Credit granted to Mr. Jayant Sanghvi	
8	To approve Line of Credit granted to Conceptual Advisory Services LLP	

Affix Revenue Stamp

Signature of Shareholder Signature of Proxy holder Signature of the shareholder across Revenue Stamp

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



## **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 Annual General Meeting of the Members of ADITYA MEDISALES LIMITED held on Friday, September 23, 2022 at 02:00 p.m. at the Registered Office of the Company at Vadodara.

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.



### **ROUTE MAP TO THE AGM VENUE**

