

## NOTICE OF FIFTH ANNUAL GENERAL MEETING

Notice is hereby given that the **Fifth Annual General Meeting** of the members of **AastarUrmika Health Systems (Formerly Known as AastarUrmika Health Systems Private Limited)** will be held on **Wednesday, the 24<sup>th</sup> July 2024 at 4.30 pm** in Physical Mode at the Registered Office of the Company at **#147/J, Third Floor, 10th Cross, 12th Main, 3rd Block, Koramangala, Bangalore – 560 034, Karnataka, India** to transact the following business:

### ORDINARY BUSINESS:

- 1) To receive, consider, approve and adopt the Audited Annual Accounts of the Company for the Financial Year ended 31st March, 2024 consisting of Balance Sheet, Statement of Income & Expenditure and Cash Flow Statement along with Notes and such other documents appended to the Annual Accounts together with the Report of the Board of Directors and Auditors thereon.

### SPECIAL BUSINESS:

- 2) To consider and if thought fit, to pass, with or without modification(s), the following as a **Special Resolution:**

#### **TO CONSIDER AND APPROVE THE CHANGE OF NAME OF THE COMPANY AND CONSEQUENTIAL AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY AND OTHER MATTERS CONNECTED THEREWITH**

**“RESOLVED THAT** pursuant to the provisions specified under Section 4, 13 of Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and further read with Rule 8, 29 of Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), the provisions contained in the Memorandum and Articles of Association of the Company and the regulations/guidelines, if any, prescribed by any relevant authorities from time to time and in pursuance of the approval of Registrar of Companies, Central Registration Centre reserving the name **“Aastrika Foundation”** for a period of 60 days from the date of approval and subject to such approvals, permissions and sanctions, as may be necessary, the consent of the members of the Company be and is hereby accorded for changing the existing name of the Company from **“AastarUrmika Health Systems”** to **“Aastrika Foundation”**.

**RESOLVED FURTHER THAT** in consequential thereto, the name of the Company wherever appears in the Memorandum of Association of the Company including clause I of the Memorandum of Association of the Company dealing with Name clause of the Company be and is hereby replaced as **“Aastrika Foundation”**.

**RESOLVED FURTHER THAT** in consequential thereto, the name of the Company in the Articles of Association of the Company, wherever appears, be and is hereby replaced as **“Aastrika Foundation”**.

**RESOLVED FURTHER THAT** the Directors of the Company or its duly constituted attorney consisting of one or more directors or senior executives of the Company as may be authorized by the Board, be and are hereby severally authorized to do all such things as in their absolute discretion, they may consider necessary, expedient or desirable, to settle any question, remove any difficulty or doubt that may arise in this regard, to take such actions or give such directions as they may consider necessary or desirable, to obtain any approvals, permissions, sanctions which may be necessary or desirable, as they may deem fit

and to do all acts, deeds and matters as may be required to give effect to the above resolution in the best interest of the Company.”

For and on behalf of the Board of Directors of  
**AASTARURMIKA HEALTH SYSTEMS**  
**(Formerly Known as AASTARURMIKA**  
**HEALTH SYSTEMS PRIVATE LIMITED)**

**Place:** Bangalore  
**Date:** 24<sup>th</sup> July 2024

**Sd/-**  
**DR. JANHAVI NILEKANI**  
Chairperson & Whole Time Director  
(DIN: 00281663)  
No. 856, 13th Main Road, 3rd Block  
Koramangala, Bangalore-560034

**NOTES:**

- 1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll, on his behalf. A proxy should be a member of the Company, as the Company is licensed under Section 8 of the Act. Since the General Meeting is being held at shorter notice of less than 6 hours, pursuant to Article-52(ii) of the Articles of Association of the Company, the proxy instrument, duly signed and stamped, must be deposited with the Company any time prior to the commencement of the meeting. However, as the Company is having only 2 members, both of them need to attend the AGM in person, and they cannot appoint a proxy to represent them in the Meeting.
- 2) Members/Proxies are requested to produce the enclosed Attendance Slips duly filled and signed as per the specimen signature recorded with the Company before admission to the Meeting Hall.
- 3) Members may also note that the AGM notice has been displayed on website of the Company.
- 4) As per Article 39(ii) of Articles of Association, where all the shareholders for the time being hold directorship of the Company, a General Meeting may be called on the same day of the Board Meeting by giving notice in writing or by electronic means unless otherwise mandated/prescribed under the Act, duly specifying the place, day and hour of the meeting to persons entitled to vote thereat and shall contain a statement of the business to be transacted at such meeting. In pursuance of the above provisions, the Notice of Annual General Meeting is duly served with adequate notice, and consent from shareholders for shorter length of notice does not apply.
- 5) Explanatory Statement in respect of the agenda covered in this Notice being special business, is annexed herewith pursuant to the provisions of Section 102 of the Companies Act, 2013 and forms integral part of this Notice.
- 6) The copy of Annual Report, Notice of Fifth Annual General Meeting along-with the supporting Annexures are being given to the members through hand delivery. Members are requested to update their preferred e-mail ids and addresses with the Company, which will be used for the purpose of future communications.
- 7) Members are requested to notify immediately any change in their e-mail id/address to the Company. In all correspondence with the Company, Members are requested to quote their Account/Folio Numbers.
- 8) Relevant documents referred to in the Notice (the Articles of Association and Memorandum of Association with proposed amendments, the name availability made by the Ministry of Corporate Affairs and such other documents mentioned in the Notice) are open for inspection by the members at the Registered Office of the Company on all working days (i.e., except Saturdays, Sundays and holiday declared for the Company) during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by members at the Meeting.
- 9) The Register of Contracts or arrangements in which Directors are interested and Register of Directors and key Managerial Personnel and their Shareholding maintained under Section 189 and 170 of the Companies Act, 2013, and such other Registers which should be kept open for inspection of members, are available for inspection at the Registered Office of the Company on all working days (i.e., except Saturdays, Sundays and

Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by members at the Meeting.

10) The Route Map for the venue of the Meeting can be found attached to this Notice.

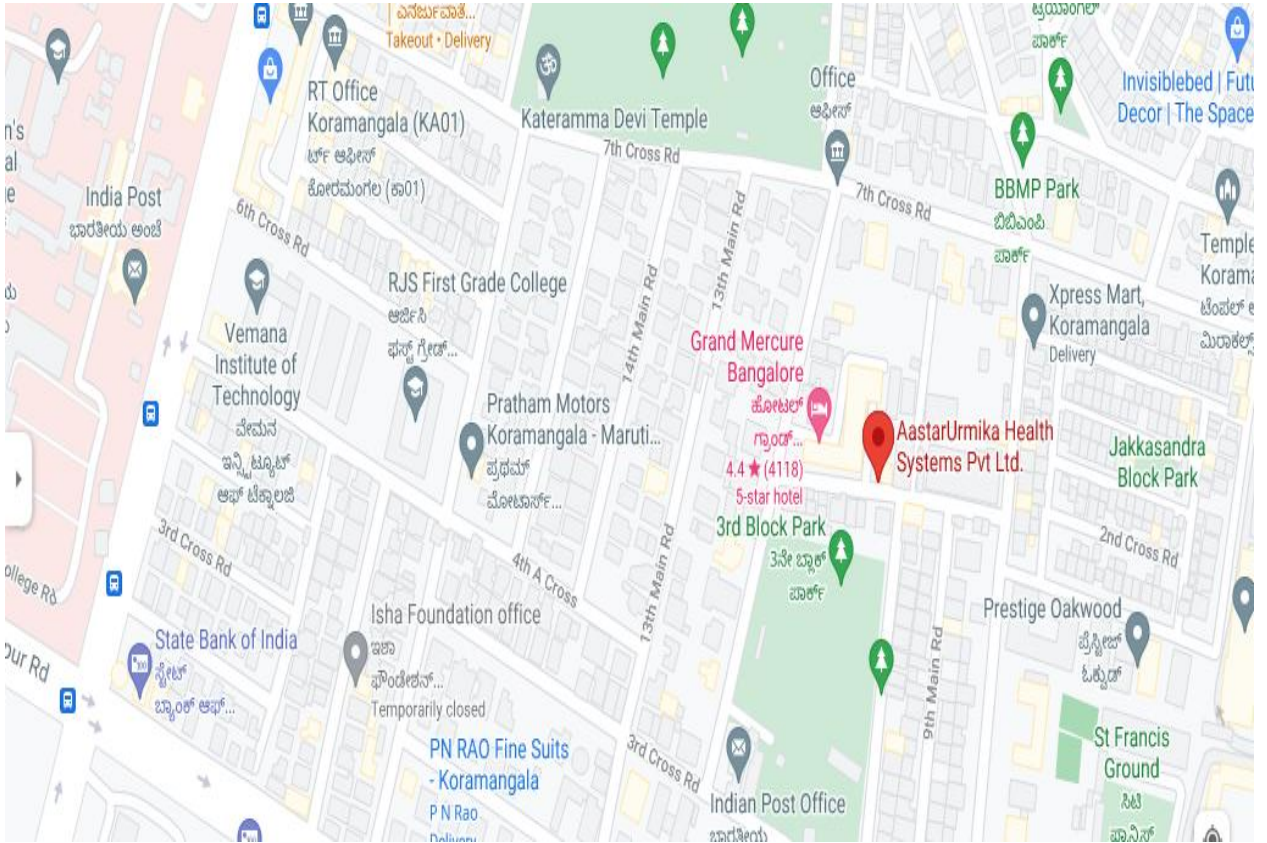
For and on behalf of the Board of Directors of  
**AASTARURMIKA HEALTH SYSTEMS**  
(Formerly Known as AASTARURMIKA HEALTH SYSTEMS PRIVATE LIMITED)

Sd/-

**Place:** Bangalore  
**Date:** 24<sup>th</sup> July 2024

**DR. JANHAVI NILEKANI**  
Chairperson & Whole Time Director  
(DIN: 00281663)  
No. 856, 13th Main Road, 3rd Block  
Koramangala, Bangalore-560034

**ROUTE MAP**



**Venue of the meeting: #147/J, Third Floor, 10th Cross, 12th Main Road, 3rd Block, Koramangala, Bengaluru-560034, Karnataka**

**Landmark: Next to Grand Mercure Hotel, Koramangala**

**AASTARURMIKA HEALTH SYSTEMS**  
**(FORMERLY KNOWN AS AASTARURMIKA HEALTH SYSTEMS PRIVATE LIMITED)**  
**RO: # 147/J, Third Floor, 10th Cross, 12th Main, 3rd Block, Koramangala Bengaluru 560034, Karnataka, India**

**ATTENDANCE SLIP**

**FIFTH ANNUAL GENERAL MEETING – 24-JULY-2024**  
**(Please complete this attendance slip and hand it over at the entrance of the Hall)**

I/ We hereby record my/our presence at the Fifth Annual General Meeting of **AASTARURMIKA HEALTH SYSTEMS (FORMERLY KNOWN AS AASTARURMIKA HEALTH SYSTEMS PRIVATE LIMITED)** on **24<sup>th</sup> July 2024** at **#147/J, Third Floor, 10th Cross, 12th Main Road, 3rd Block, Koramangala, Bengaluru-560034, Karnataka.**

Folio No./DP ID-Client ID: .....

Full Name of the Shareholder in Block Letters: .....

No. of Shares held: .....

Name of Proxy (if any) in Block Letters: .....

Signature of the Shareholder/Proxy/Representative\*

\*Strike out whichever is not applicable

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**AASTARURMIKA HEALTH SYSTEMS**  
**(FORMERLY KNOWN AS AASTARURMIKA HEALTH SYSTEMS PRIVATE LIMITED)**  
**RO: # 147/J, Third Floor, 10th Cross, 12th Main, 3rd Block, Koramangala Bengaluru 560034, Karnataka, India**

**CONSENT BY SHAREHOLDER FOR SHORTER NOTICE**  
[Pursuant to Section 101(1) & 136 (1) of the Companies Act, 2013]

**FIFTH ANNUAL GENERAL MEETING – 24-JULY-2024**

I, \_\_\_\_\_, S/o. or D/o. \_\_\_\_\_, residing at \_\_\_\_\_ holding \_\_\_\_ (\_\_\_\_\_ Only) Equity Shares of Rs.1,000/- each, in the Company in my own name, hereby

- give consent pursuant to Section 101(1) of the Companies Act, 2013, to hold the Annual General Meeting on Wednesday, the 24th day of July, 2024 at shorter notice
- agree pursuant to Section 136 of the Companies Act, 2013 read with MCA notification dated June 5, 2015, to receive copy of the financial statements, auditor's report and every other document required by law to be annexed or attached to the financial statements, which are to be laid before a company in its general meeting at a period less than 14 days before the date of the meeting.

Date: 24th day of July, 2024

Signature of the Shareholder/Proxy/Representative\*

\*Strike out whichever is not applicable

**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: U74999KA2019NPL124189  
 Name of the Company: AASTARURMIKA HEALTH SYSTEMS  
 (Formerly Known as AASTARURMIKA HEALTH SYSTEMS PRIVATE LIMITED)  
 Registered Office: # 147/J, Third Floor, 10th Cross, 12th Main, 3rd Block, Koramangala, Bangalore - 560034

Name of the Member	
Registered address	
E-mail Id	
Folio No./Client Id	
DP ID	NA

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

1	Name	
	Address	
	Email ID	
	Signature	

Or failing him/her;

2	Name	
	Address	
	Email ID	
	Signature	

Or failing him/her;

3	Name	
	Address	
	Email ID	
	Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Fifth Annual General Meeting of the Company, to be held on the **Wednesday, the 24th July 2024 at 4.30 pm** at the Registered Office of the Company at **#147/J, Ground Floor, 10th Cross, 12th Main Road, 3rd Block, Koramangala, Bengaluru-560034, Karnataka** and at any adjournment thereof in respect of the Resolution as are indicated below:

1. To receive, consider, approve and adopt the audited annual accounts of the company for the financial year ended 31st March, 2024.
2. To consider and approve the change of name of the Company and consequential amendments to the Memorandum and Articles of Association of the Company and other matters connected therewith

Signed this 24th day of July 2024

Signature of Shareholder: .....

Affix Revenue stamp
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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, before the commencement of the Meeting.