ACCUMAX LAB DEVICES PRIVATE LIMITED
CIN: U33110GJ2009PTC056957
Regd. Off.: Plot No.228/1/4, Dantali Industrial Owners Association, Dantali, Kalol – 382721, Gujarat
Ph.: +91-9924477224 **Email:** finance@accumaximum.com

NOTICE OF 15TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 15TH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF THE ACCUMAX LAB DEVICES PRIVATE LIMITED ("COMPANY"), WILL BE HELD ON FRIDAY, 25TH OCTOBER at 4.00 PM (IST) THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM) FROM THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 228/1/4, DANTALI INDUSTRIAL OWNERS' ASSOCIATION, DANTALI, KALOL, GANDHINAGAR- 382721, GUJARAT, INDIA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the year ended 31st March, 2024 including statement of Profit and Loss and Cashflow Statement for the year ended 31st March, 2024, Balance Sheet as at that date and the Directors' and Auditors' Reports thereon.

SPECIAL BUSINESS:

2. Appointment of Mr. Hariharnath Buggana as a Nominee Director.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **ORDINARY RESOLUTION**:

RESOLVED THAT pursuant to Sections 152, 161 and other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force) ("Act"), the provisions of Shareholder's Agreement ("SHA") executed on April 8, 2022 by and amongst the Company, Gandaraditya Chola ("Investor 1") and Moringa Investments ("Investor 2") (collectively referred to the "Investors"), Mr. Ravi Shankar Mruthyunjaya, Mr. Hemal Bavishi and the Promoters, and applicable provisions of articles of association of the Company, Mr. Hariharnath Buggana (DIN: 00695002), who was appointed by Board of directors of the Company ("Board") as an additional director (categorized as nominee director) of the Company with effect from 4th September, 2024 in terms of Section 161 of the Act and other rules made thereunder, read with the articles of association of the Company, be and is hereby appointed as a nominee director of the Company with effect from 25th October, 2024. Mr. Hariharnath Buggana shall be a non-retiring director.

RESOLVED FURTHER THAT any director/Company Secretary of the Company, be and is hereby singly authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable and to delegate all or any of the powers to any committee of directors with power to further delegate to or any other officer(s) / authorized representative(s) of the Company, in order to give effect to this resolution.

RESOLVED FURTHER THAT any director of the Company, be and is hereby severally authorized to do all such acts, deeds and things and execute, sign and file all required documents, instruments, returns and forms as may be necessary including making necessary entries in the statutory registers of the Company and other records of the Company, issuing certified extracts of such registers or records to the acquirer or any other person as may be required, making consequential entries, modifications and making all required filings under applicable statues, laws and regulations as may be required, including to make requisite filling

with the concerned registrar of companies in e-form DIR-12), to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT certified true copy of the resolution be furnished under signature of any director of the Company, as and when demanded for proper implementation, or to the statutory authorities or to any other person as may be required from time to time.

Place: Ahmedabad
Date: 23rd October, 2024

BY ORDER OF THE BOARD
FOR ACCUMAX LAB DEVICES PRIVATE LIMITED

(Signature)
NEHA SINGH
COMPANY SECRETARY
A55606

REGISTERED OFFICE:
Plot No. 228/1/4,
Dantali Industrial Owners Association,
Dantali, Kalol, Gandhinagar- 382721,
Gujarat, India

Notes:

1. In view of the present COVID- 19 circumstances, 15th Annual General Meeting (AGM) of the members of the Company is conducted through VC/OAVM mode in pursuance of various circulars including General Circular No. 20/2020 dated May 5, 2020, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs from time to time (collectively "MCA Circulars"). Hence, members can attend and participate in the ensuing AGM through VC/OAVM.

2. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/ Guidance on applicability of Secretarial Standards-1 and 2 dated April 15, 2020, issued by the ICSI, the proceedings of this AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of this AGM. In line with this MCA Circular, the Notice of this AGM is being sent to Members only through electronic mode to their emails registered with the Company.

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the circulars issued by Ministry of Corporate Affairs from time to time, 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 hereto. However, members are entitled to appoint authorised representatives (in accordance with Section 113 of the Act) to attend the AGM through VC/OAVM and participate thereat and vote through show of hands.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed.

5. Meeting is convened at a Shorter Notice under section 101(1) as per Companies Act, 2013 with the consent given in writing/ by electronic mode by not less than ninety-five per cent of the members entitled to vote at such meeting. The members are requested to sign the consent for shorter notice to attend the meeting and send it to the Company. A draft format of shorter notice consent is annexed.

6. All documents referred to in the Notice, and requiring Members' approval pursuant to Section 102(1) of the Companies Act, 2013, and such statutory records and registers, as are required to be kept open for inspection under the Companies Act, 2013, will be available, electronically, for inspection by the Members during the AGM.

7. Corporate members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the resolution of its board of directors or other governing body to the Company/representative letter, authorising their representative to attend and vote on their behalf at the meeting.

8. In case of joint holders attending the AGM, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

9. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

10. Since the AGM will be held through VC/ OAVM, the route map of the venue of the meeting is not annexed hereto.

11. The helpline number regarding any query / assistance for participation in the AGM through VC / OAVM is +91-7624076444.

12. Members can login and join 15 (Fifteen) minutes prior to the scheduled time of meeting and window for joining shall be kept open till expiry of 15 (Fifteen) minutes after the scheduled time.

13. Members can raise questions during the meeting or in advance at cs@accumaximum.com. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.

14. Members are requested to register their e-mail address, including changes therein from time to time, with the Company to enable the company to service various notice, reports, documents etc. to the members in electronic mode.

15. The details of the process and manner for participating in AGM through VC / OAVM are explained herein below:

    - Members will be provided with the facility to attend the meeting through ZOOM Cloud Meetings (Video call) (available for Desktop and mobile also – Android & iOS).

    - The invitation/ link of the scheduled AGM to be provided on the registered email address of the respective members at least two hours prior to the AGM.

    - The interested participant can click on the link provided by the meeting host and the participant will be directly joining the virtual meeting room.

    - The members are requested to enable their audio and video options on the said application prior to commencement of the meeting.

    - Further, members will require internet with a good speed to avoid any disturbance during the meeting.

16. Since the Company is not required to conduct e-voting, the voting at the meeting shall be conducted through platform poll

    - Members who are present during the meeting will be eligible to cast their votes at the AGM through platform poll.
    - The resolution will be put to vote and the Members to submit their response for the resolution.
    - Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 2:

This item relates to the appointment of Mr. Hariharnath Buggana as a nominee director.

The Company received letter from Moringa Investments, the shareholder of the Company regarding change in their nominee Director. As per the letter, Moringa Investments had nominated Mr. Hariharnath Buggana as Nominee Director w.e.f. 4th September, 2024 in place of Mr. Sumit Gupta who has resigned from the office of Nominee Director of the Company w.e.f. 4th September, 2024. Mr. Hariharnath Buggana was appointed as an additional director (categorized as nominee director) of the Company with effect from 4th September, 2024 by the board of directors in their meeting held on 3rd October, 2024 in terms of Section 161 of the Companies Act, 2013 and the articles of association of the Company. In terms of Section 161 of the Companies Act, 2013, Mr. Hariharnath Buggana shall hold office upto the date of the next annual general meeting.

The Board recommends his appointment as nominee director (non– executive) of the Company with effect from 25th October, 2024.

A brief profile and other details of Mr. Hariharnath Buggana as required to be provided under the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India has been provided below.

The Company has received from Mr. Hariharnath Buggana (i) consent in writing to act as a nominee director in Form DIR 2 pursuant to Rule 8 of the Companies (Appointment & Qualifications of Directors) Rules, 2014; and (ii) an intimation in Form DIR 8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act.

The aforesaid documents are available for inspection, in electronic form, by the members at the registered office of the Company on any working day from 10.00 AM to 6.00 PM and copies thereof are available for inspection, in electronic form, by the members at the head office and the corporate office of the Company, on any working day from 10.00 AM to 6.00 PM upto the date of the meeting.

The resolution seeks the approval of members for the appointment of Mr. Hariharnath Buggana as a nominee director (non-executive) of the Company with effect from 25th October, 2024, pursuant to Sections 152, 161 and other applicable provisions of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) whose office shall not be liable to retire by rotation.

Except the individual director being appointee, none of the other directors and key managerial personnel and / or their relatives are in any way directly or indirectly concerned or interested, financially or otherwise, in the proposed resolution.

The board of directors recommends this resolution for the approval of members as an Ordinary Resolution.

Details of the Proposed Director as required under the Secretarial Standard -2 issued by the Institute of Company Secretaries of India (ICSI)

S. No.	Particulars	Director
1.	**Director Identification Number (DIN)**	00695002
2.	**Name(in full)**	Hariharnath Buggana
3.	**Father's Name(in full)**	Ramanath Reddy Subba Reddy Buggana
4.	**Address**	8-2-933/82/HE/4/1, HUDA Enclave, Jubilee Hills, Hyderabad-500096
5.	**Age**	56 Years
6.	**Qualification**	MBA and Master of Science in Chemical Engineering
7.	**Experience**	26 years of experience across investing and operating companies in the healthcare and consulting sectors.
8.	**Terms and conditions of appointment as Director**	As per resolution
9.	**Terms of remuneration and last drawn remuneration**	As per resolution
10.	**Date of first appointment on the Board**	4th September, 2024
11.	**Shareholding in the Company**	NIL
12.	**Relationship with other Directors, Manager and other Key Managerial Personnel of the Company**	No relationship
13.	**The number of Meetings of the Board attended during the year**	NIL
14.	**Other Directorships**	As per the Disclosure of Interest placed during the Board meeting.
15.	**Membership/ Chairmanship of Committees of other Boards**	NA

Place: Ahmedabad
Date: 23rd October, 2024

BY ORDER OF THE BOARD
FOR ACCUMAX LAB DEVICES PRIVATE LIMITED

NEHA SINGH
COMPANY SECRETARY
A55606

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