

**NOTICE**

**NOTICE** is hereby given that the Twelfth Annual General Meeting of Eternal Heart Care Centre and Research Institute Private Limited will be held at the registered office of the Company situated at 3A, Jagatpura Road, Near Jawahar Circle, Jaipur, Rajasthan on Monday, September 30, 2019 at 01:00 P.M. to transact the following business:

**AS ORDINARY BUSINESS:**

To consider and if thought fit to pass the following resolution (s) with or without modification as ordinary resolution(s):

1. To consider and adopt the Audited Financial Statement of the company for the financial year ended March 31, 2019 together with the reports of the Board of directors and the Auditor's thereon.

**AS SPECIAL BUSINESS:**

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

2. For approving and ratification of the remuneration of the Cost Auditor appointed for the financial year ending March 31, 2020 and it may:

**"RESOLVED THAT** the shareholders hereby ratify the actions of the Board of Directors pursuant to the provisions of Section 148(3) and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020, the Cost Auditors viz. M/s. Bikram Jain & Associates, Cost Accountants, Jaipur appointed by the Board of Directors of the Company be paid the remuneration of Rs. 21,000/- (Rupees Twenty-One Thousand Only) plus service tax as applicable and reimbursement of out-of-pocket expenses.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution."

**Date: 13-09-2019**

**Place: Jaipur**

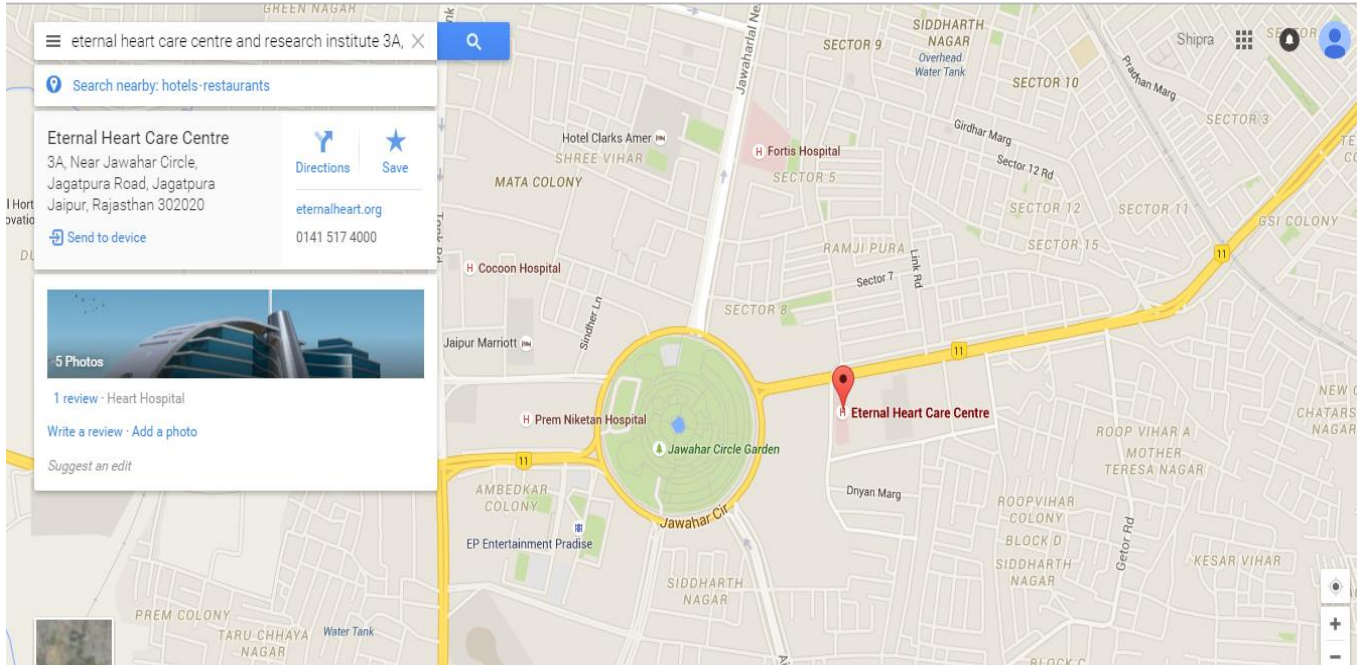
**For & on Behalf of Board  
Eternal Heart Care Centre and Research  
Institute Private Limited**

**Sd/-  
Shipra Sharma  
(Company Secretary)  
(M. No.: A39189)**

**Notes: -**

1. Explanatory statement pursuant to section 102(1) of the Companies Act, 2013 is attached herewith.
2. A member entitled to attend and vote at the Annual General Meeting (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.
3. The instrument appointing a proxy shall
  - a) Be in writing and
  - b) Be signed by the appointer or his attorney duly authorized in writing or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
4. A person can act as proxy on behalf of the member not exceeding Fifty (50) and holding in aggregate not more than 10% of the total share capital carrying voting rights.
5. A member holding more than 10% of the total share capital carrying voting rights may appoint single person as proxy and such person shall not act as proxy for any other person or shareholder.
6. Corporate members intending to send their authorized 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.
7. Proxies in order to be effective should be lodged with the Company at the Registered Office of the Company at least 48 hours before the commencement of the meeting.
8. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
9. Every member entitled to vote at the meeting of the company may inspect the proxies lodged at time during the business hours of the company provided not less than Three (3) days’ notice in writing of the intention to do so is given to the company.
10. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
11. The notice of the AGM as per Rule 18 of Companies (Management and Administration) Rules 2014 and Secretarial Standard - 2 is available on the website: [www.eternalhospital.com](http://www.eternalhospital.com)
12. All relevant documents including Statutory Registers will be open for inspection by the Members at the venue of AGM.
13. In accordance with the provisions for the Companies Act, 2013 SS2-Secretarial Standard on General Meetings, the request for consenting to shorter notice of the members for calling Annual General Meeting is enclosed with the Notice. Further, the Twelfth Annual General Meeting of Eternal Heart Care Centre and Research Institute Pvt. Ltd. shall be held, if consent is received from not less than ninety five percent of the Members entitled to vote thereat.

14. With reference to SS-2 for the easy convenience of recipients of notice, Route Map to the venue of Annual General Meeting of the company is as under:



**Date: 13-09-2019**

**Place: Jaipur**

**For & on Behalf of Board  
Eternal Heart Care Centre and Research  
Institute Private Limited**

**Sd/-  
Shipra Sharma  
(Company Secretary)  
(M. No.: A39189)**

**Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013:**

**Item No. 2**

The Board of Directors of the Company approved the appointment and remuneration of M/s **Bikram Jain & Associates**, Cost Accountants, Jaipur to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020 at their meeting held on 23rd August, 2019 having the following details:

- (a) Name of the cost auditor Firm: **Bikram Jain & Associates**
- (b) FRN of the cost auditor: **101610**

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors should be ratified by the Members of the Company.

Accordingly, consent of the Members is being sought for passing the resolution as set out in item no. 2 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2020.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the said resolution.

The resolution as set out in item no. 2 of this Notice is accordingly commended for your approval.

**Date: 13-09-2019**

**Place: Jaipur**

**For & on Behalf of Board  
Eternal Heart Care Centre and Research  
Institute Private Limited**

**Sd/-  
Shipra Sharma  
(Company Secretary)  
(M. No.: A39189)**



**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: U85110RJ2007PTC023653

Name of the company: Eternal Heart Care Centre and Research Institute Private Limited

Registered office: 3A, Jagatpura Road, Near Jawahar Circle, Jaipur, Rajasthan

Name of the member (s) : Registered Address : E-mail Id: Folio No./ Client Id: DP ID:
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I/We, being (s) of ..... shares of the above named company, hereby appoint

- Name :.....  
Address:  
E-mail Id:  
Signature :
- Name :.....  
Address:  
E-mail Id:  
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twelfth Annual General Meeting of the company to be held on Monday, September 30, 2019 at 01:00 P.M at 3A, Jagatpura Road, Near Jawahar Circle, Jaipur, Rajasthan-302017 and at any adjournment thereof in respect of such resolutions as are indicated below:\*\*

S. no.	Resolution	For	Against	Abstain
1	Audited Financial Statement of the company for the financial year ended March 31, 2019			
2	To ratify the remuneration of the cost auditor			

Affix Revenue

\*\*This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. Alternatively, mention the number of Shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.  
Signed this..... day of..... 20....

Signature of Shareholder

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, not less than 48 hours before the commencement of the Meeting.

**ATTENDANCE SLIP**

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING PLACE. Joint shareholders may obtain additional attendance slips on request. (Folio Nos., DP ID\*, Client ID\* & Name of the Shareholder / Joint holders / Proxy in **BLOCK LETTERS** to be furnished below)

Shareholder/Proxy Holder	DP/ID	Client ID	Folio	No. of Shares Held

I/we certify that I/we am/are member/proxy for the member(s) of the Company.

I/we hereby record my presence at the Twelfth Annual General Meeting of the Company, to be held on Monday, September 30, 2019 at 01:00 P.M. at the registered office of the company situated at 3A, Jagatpura Road, Near Jawahar Circle, Jaipur, Rajasthan-302017

**SIGNATURE OF THE SHAREHOLDER/PROXY/AUTHORISED REPRESENTATIVE**

Signature of First Joint shareholder

Signature of Second Joint shareholder

**NOTES:**

- (1) Shareholders / Proxy holders are requested to bring the Attendance Slip with them when they come to the Meeting and hand it over at the gate after affixing their signature on it.
- (2) Only shareholders or their proxy will be allowed to attend the meeting.
- (3) Shareholders are requested to advise, indicating their Folio Nos. DP ID\*, Client ID\*, the change in their address, if any, to the Registrar & Share Transfer Agents, at Karvy Computershare Pvt. Ltd., Plot No. 17-24, Vittal Road Nagar, Madhapur, Hyderabad-500081.

\*Applicable for investors holding shares in Electronic (Demat) Form.

**THE COMPANIES ACT, 2013**  
**Consent of shareholder for Shorter Notice**  
**(Pursuant to Section 101(1))**

**To,**  
**The Board of Directors**  
**Eternal Heart Care Centre and Research Institute Pvt. Ltd.**  
**3A, Jagatpura Road, Near Jawahar Circle,**  
**Jaipur, Rajasthan**

Dear Sir/Ma'am,

I, ..... s/o ..... R/o .....,

Or

We, ....., joint shareholders of the  
company,

Or

We, ....., having registered office at .....,

holding ..... [..... Only]  
Equity Shares of Rs. 10 [Ten] each in the Company in our name hereby give consent, pursuant  
to Section 101(1) of the Companies Act, 2013, to hold an Annual General Meeting on  
September 30, 2019 at a shorter notice.

**Dated:**

.....  
**(Signature)**