PALIWAL DIAGNOSTICS PRIVATE LIMITED

Corporate Identity Number: U26914UP1997PTC022257

Regd. Office: 117/H-1/02 Pandu Nagar Kanpur, Uttar Pradesh - 208025

Phone: 0512-2235821, E-mail: cs@lalpathlabs.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 27th Annual General Meeting ("AGM") of the members of Paliwal Diagnostics Private Limited ("the Company") will be held on Thursday, June 27, 2024 at 10:00 A.M. (IST) at 117/H-1/02 Pandu Nagar Kanpur, Uttar Pradesh – 208025, 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, 2024, together with the reports of the Board of Directors and Auditors thereon.

2. To declare final dividend of INR 9375/- per equity share (93750% on a face value of Rs. 10/- per share) aggregating to INR 15 Crore for the financial year ended March 31, 2024.

3. To appoint a Director in the place of (Hony) Brig. Dr. Arvind Lal (DIN: 00576638), who retires by rotation and being eligible offers himself for re-appointment.

By order of the Board of Directors of
Paliwal Diagnostics Private Limited

Shankha Banerjee
(Director)
DIN: 07872511

Place: Mumbai
Date: 06.05.2024

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NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

   Proxies submitted on behalf of the companies, must be supported by an appropriate resolution/authority as may be applicable.

2. Members are requested to note that pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

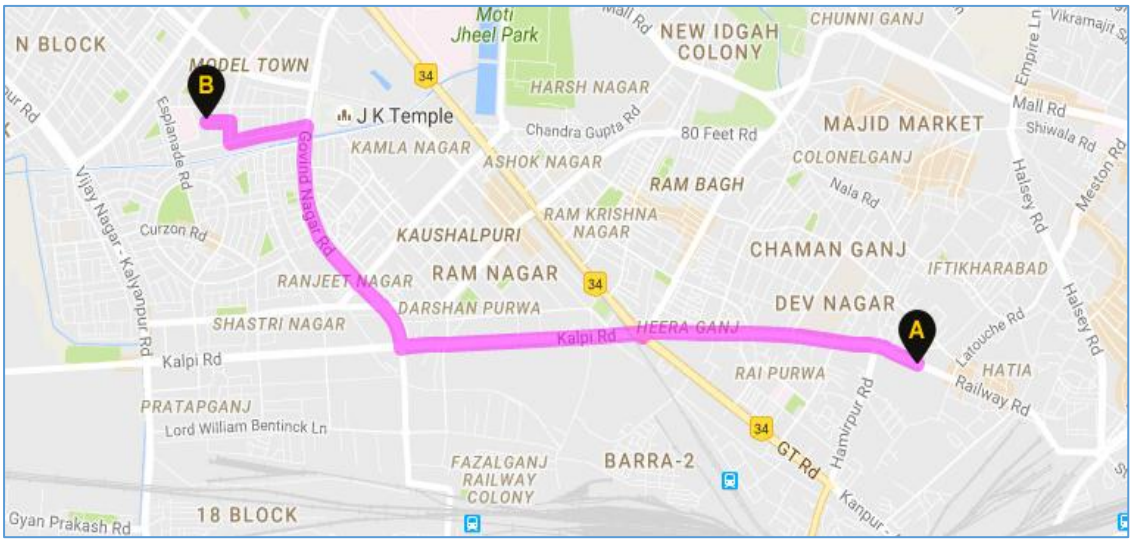
3. During the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

4. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the board or governing body resolution/ Power of Attorney authorizing the representatives to attend and vote at the Annual General Meeting at least 48 hours before the AGM.

5. The Register of Director and their shareholding, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which directors are interested under Section 189 will be made available for inspection by members of the Company at AGM.

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6. Below is the Route map of the venue of 27th Annual General Meeting of the Company.



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DETAILS OF DIRECTOR(S) SEEKING RE-APPOINTMENT IN THE 27th AGM OF THE COMPANY, PURSUANT TO SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ARE AS MENTIONED BELOW:

Name of the Director	**(Hony) Brig. Dr. Arvind Lal**
DIN	00576638
DOB (Age)	August 22, 1949 (about 75 years)
Date of First Appointment to the Board	August 14, 2008
Qualification, Experience, Brief Resume and Nature of Expertise in specific functional areas	(Hony) Brig Dr. Arvind Lal, Padma Shri, is the Executive Chairman of Dr. Lal PathLabs, the 70+ years old diagnostic laboratory chain in India. He is a pioneer in bringing laboratory services in India at par with the Western world. Under Dr. Lal's leadership, Dr. Lal PathLabs has become one of the most reputed laboratories in Asia having to its credit the highest number of accreditations from the National Accreditation Board for Testing and Calibration Laboratories (NABL). He brought International recognition to the Indian Healthcare Industry in the form of accreditation from the College of American Pathologists (CAP), USA. His R & D unit is recognized by the Department of Science and Technology and provides highly specialized tests at low cost to the weaker sections of the society. Awarded with the Padma Shri in 2009, Dr. Lal is the first civilian doctor to be granted an honorary Brigadier's rank by President of India in the Armed Forces Medical Services. He is currently the Chairman of FICCI's Swasth Bharat (Public Health) Task Force. He has also been the Chairman of FICCI's Health Services

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	Committee, President of NATHEALTH and Healthcare vertical of PHD Chambers. An alumnus of Armed Forces Medical College Pune, Dr. Lal has been conferred with several coveted awards like Business Standard Star SME of the Year 2021, EY Entrepreneur of the Year Award in Healthcare 2019, FICCI Lifetime Achievement Award 2017, All India Management Association (AIMA) Entrepreneur of the Year Award 2016, and many others. Dr. Lal is the Managing Trustee of ALVL Foundation, his philanthropic initiative that is doing pioneering work in Primary Healthcare with the Government in Uttarakhand and with AFMC in Pune District. He is currently the Chairman of Haidakhandi Samaj, a spiritual organization that has 25 centers all over the world and has written about his spiritual experiences in his book 'Corporate Yogi: My Journey as a Spiritual Seeker and An Accidental Entrepreneur'.
Shareholding in the Company	Nil
Relationship with other Directors & KMP's	None
No. of Meetings of the Board attended during the year	One (1)
Directorships held in other Companies (Excluding Foreign Companies)	1. Dr. Lal PathLabs Limited 2. Paliwal Medicare Private Limited 3. Pathlabs Unifiers Private Limited 4. Archana Pharmaceuticals Private Limited 5. Doon MRI Private Limited 6. Kalmatia Sangam Travels Private Limited 7. New Delhi Centre for Sight Limited

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	8. Dr. Lal Ventures Private Limited
Membership /Chairmanship of Committees of other companies	**1. <u>Dr. Lal PathLabs Limited</u>** Corporate Social Responsibility Committee (Chairperson) **2. <u>New Delhi Centre for Sight Limited</u>** (i) Audit Committee (Member) (ii) Nomination & Remuneration Committee (Chairperson)
Remuneration sought to be paid / last drawn	Nil
Terms & conditions of Appointment	Director, liable to retire by rotation.

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ATTENDANCE SLIP

27th Annual General Meeting

DP ID - Client ID / Folio No …….

No. of shares held: ……

Name of the Member / Proxy :…….....(In Block Letters)

Address of the Member: …….....

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

I/ We hereby record my/our presence at the 27th Annual General Meeting of the Company on Thursday, June 27, 2024 at 10:00 A.M. (IST) at 117/H-1/02 Pandu Nagar Kanpur, Uttar Pradesh – 208025.

…….....……

Signature of the Member/Proxy

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PROXY FORM

27th Annual General Meeting

[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: …….....

Registered Address: ……..……….....

E-mail ID:…….....……….....

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

I/We being the member(s) of ……..... shares of Paliwal Diagnostics Private Limited, hereby appoint:

1. Name: …….....

   Address: ……..……...

   E-mail ID: ……..……..……..…….....

   Signature: ..... failing him/her

2. Name: …….....

   Address: ……..……...

   E-mail ID: ……

   Signature: .....failing him/her

3. 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 27th Annual General Meeting of the Company on Thursday, June 27, 2024 at 10:00

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A.M. (IST) at 117/H-1/02 Pandu Nagar Kanpur, Uttar Pradesh – 208025, and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution Description	For*	Against*
Ordinary Business			
1	Adoption of the audited financial statements of the Company for the Financial Year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon.		
2	To declare dividend of INR 9375/- per equity share for the Financial Year ended March 31, 2024.		
3	Re-appointment of (Hony) Brig. Dr. Arvind Lal (DIN: 00576638), as Director of the Company liable to retire by rotation.		

Signed this …… day of ……. 2024.

Affix Revenue Stamp

Signature of the shareholder(s) ……

Signature of the Proxy Holder(s) ……...

Notes:

1. (*) Please put "X" in the Box in the appropriate column. If you leave 'For' or 'Against' column blank in respect of any or all of the resolutions, your proxy will be entitled to vote in the matter as he/she thinks appropriate.
2. 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 Annual General Meeting.
3. The proxy form should be signed across the revenue stamp as per specimen signature(s) registered with the Company.

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