



ETERNAL HEART CARE CENTRE & RESEARCH INSTITUTE PVT. LTD.

Reg. Office : 3A, Jagatpura Road, Near Jawahar Circle, Jaipur - 302017, Rajasthan
Phone : +91-141-5174000, Website : www.eternalhospital.com, Email : accounts@eternalheart.org
CIN No. : U85110RJ2007PTC023653

NOTICE

Notice is hereby given that the *Sixteenth* Annual General Meeting of the members of **Eternal Heart Care Centre and Research Institute Private Limited** will be held on Saturday, the 05th day of August, 2023 at 10.00 A.M. at the registered office of the Company situated at 3A, Jagatpura Road, Near Jawahar Circle, Jaipur-302017, Rajasthan to transact the following *business*:

ORDINARY BUSINESS:

Item No. 1: Consideration and adoption of audited financial statements, reports of the Board of Directors and Auditors thereon:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31st, 2023 together with the reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolution(s) as an *Ordinary Resolution*:

“**RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31st, 2023 together with the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

SPECIAL BUSINESS:

Item No. 2: Ratification of remuneration of Cost Auditors:

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, 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), **M/s Deepak Mittal & Co.**, (Firm Registration No. **003076**), Cost a remuneration, appointed as the Cost Auditor of the Company by the Board of Directors to conduct the audit of the cost records of the Company for the **financial year 2023-24** at a remuneration of Rs. 21,000/- (Rupees Twenty One Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.

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



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

**For ETERNAL HEART CARE CENTRE
& RESEARCH INSTITUTE PVT. LTD.**

Namrata Makharja
**Namrata Makharja
(Company Secretary)
M. No.: A62335**

**Date: 18.07.2023
Place: Jaipur**

Notes: -

1. 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.
2. 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.
3. 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.
4. A member holding more than 10% of the total share capital carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
5. Members are informed that in case of joint holders attending the Meeting, only such Joint holder is higher in the order of the names will be entitled to vote.
6. An Explanatory Statement pursuant to Section 102(1) of the Companies Act 2013, relating to the one ordinary Business and Special Business to be transacted at the meeting is annexed hereto.
7. Documents, if any, referred to in the Notice and the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 are open for inspection at the Company's Registered Office during normal business hours up to the date of the meeting.



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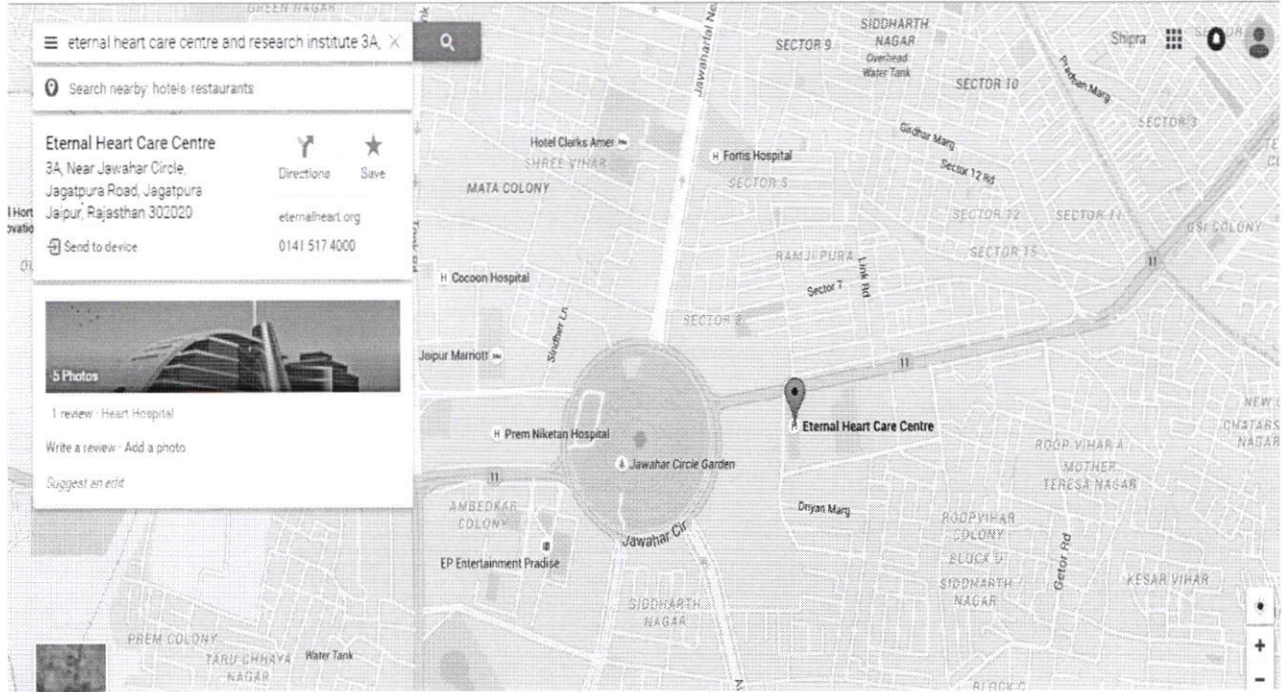
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8. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
9. Members are requested to:
 - (a) intimate change in their Registered Addresses, if any, in respect of Equity Shares held to the Company at it's Registered Office.
 - (b) address their grievances to the Company at its Registered Office.
 - (c) bring their copies of Annual Report at the meeting.
 - (d) bring their attendance slip.
10. The notice of the AGM along with Board Report and Audited financial statements as well as Secretarial Audit Report as per Rule 18 of Companies (Management and Administration) Rules 2014 and Secretarial Standard - 2 is available on the Company's website: www.eternalhospital.com.
11. The Statutory Registers which should be kept open for inspection of members under the Companies Act, 2013 are available for such inspection by the Members at the Annual General Meeting.
12. In accordance with the provisions for the Companies Act, 2013 SS 2 -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 Sixteenth Annual General Meeting of Eternal Heart Care Centre and Research Institute Private Limited shall be held, if consent is received from not less than ninety five percent of the Members entitled to vote thereat.
13. With reference to Secretarial Standard -2 for the easy convenience of recipients of notice, Route Map to the venue of Annual General Meeting of the company is as under:



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

For ETERNAL HEART CARE CENTRE
& RESEARCH INSTITUTE PVT. LTD.


Namrata Makharia
(Company Secretary)
M. No.: A62335

Date: 18.07.2023

Place: Jaipur

Explanatory Statement to the Notice of the Annual General Meeting, as per Section 102(1) of the Companies Act, 2013:

Item No. 2: Ratification of remuneration of Cost Auditor:

In pursuance of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board of Directors of the Company, at their meeting held on 08th day of July, 2023, have appointed M/s Deepak Mittal & Co., (Firm Registration No. 003076), Cost Accountants, Jaipur as the Cost Auditor of the Company to conduct the audit of cost records of the Company for the Financial Year 2023-24 on a remuneration of Rs. 21,000/- (Rupees Twenty One Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses.



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In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company in the General Meeting.

Accordingly, the Board recommends this Resolution to the members for their ratification of the remuneration payable to the Cost Auditor for the Financial Year 2023-24.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the Resolution set out in item No. 2 of the notice.

Your Directors recommend the Ordinary Resolution set out under Item No 2 for your approval.

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

**For ETERNAL HEART CARE CENTRE
& RESEARCH INSTITUTE PVT.LTD.**

Company Secretary

**Namrata Makharia
(Company Secretary)
M. No.: A62335**

**Date: 18.07.2023
Place: Jaipur**

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-302017, Rajasthan

Name of the member (s) :

Registered Address :

E-mail Id:

Folio No./ Client Id:

DP ID:

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

1. Name :.....
Address:
E-mail Id:
Signature :....., or failing him
2. Name :.....
Address:
E-mail Id:
Signature :....., or failing him
3. Name :.....
Address:
E-mail Id:
Signature :....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the *Sixteenth* Annual General Meeting of the Company, to be held on **Saturday, August 05th, 2023 at 10:00 A.M. at 3A, Jagatpura Road, Near Jawahar Circle, Jaipur-302017, Rajasthan** and at any adjournment thereof in respect of such resolutions as are indicated below:**

S. No.	Resolution	For	Against	Abstain
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.			
2.	To ratify the remuneration of the cost auditor.			

**This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. Alternatively, you may 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..... 2023

Signature of Shareholder

Signature of Proxy Holder(s)

Affix
Revenue
Stamp

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.	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 **Sixteenth** Annual General Meeting of the Company, to be held on Saturday, August 05th, 2023 at 10:00 A.M. at the registered office of the Company situated at 3A, Jagatpura Road, Near Jawahar Circle, Jaipur -302017, Rajasthan.

**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) 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 **Kfin Technologies Private Limited, Plot No. 31 & 32, Gachibowli, Hyderabad-500 032, India.**

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

Consent of shareholder for Shorter Notice
(Pursuant to provisions of Section 101(1) of the Companies Act, 2013)

To,
The Board of Directors
Eternal Heart Care Centre and Research Institute Private Limited
3A, Jagatpura Road, Near Jawahar Circle,
Jaipur - 302017, Rajasthan

Subject: Consent to hold 16th Annual General Meeting at shorter notice.

Dear Sir/Ma'am,

I, _____ S/o _____ R/o _____,

Or

We, _____, Joint Shareholders of the Company

holding _____ [_____ Only] Equity Shares of Rs. 10 [Ten] each in the Company in my / our name hereby give consent, pursuant to provisions of Section 101(1) of the Companies Act, 2013, to hold the 16th Annual General Meeting of the Company scheduled to be held on 05th August, 2023 at registered office of the Company situated at 3A, Jagatpura Road, Near Jawahar Circle, Jaipur – 302017, Rajasthan at 10.00 A.M. at a shorter notice.

(Signature)

Date: