

JORIE HEALTH PRIVATE LIMITED

Registered Office: 3rd Floor, SCO-144-45, Sector- 34A, Chandigarh- 160022, India

Email: asingh@mmgrouphealth.com

CIN: U74999CH2019PTC042641

NOTICE

Shorter Notice is hereby given that 1st Annual General Meeting (“AGM”) of the members of Jorie Health Private Limited (“Company”) will be held on Monday, July 19, 2021 through video conferencing on Zoom by joining the link: <https://us02web.zoom.us/j/83372770552?pwd=ZjhhRS9uWThUdGRHODdxSzJMRfhadz09> at 5:00 p.m. (IST). The members are requested to send their consent, in writing or by electronic mode, for convening the meeting at shorter notice. In accordance with Section 101(1) of the Companies Act, 2013, upon receipt of the consent by the members entitled to vote and represent not less than ninety-five per cent (95%) of the paid-up share capital, the Company will proceed with holding AGM to transact the following business:

ORDINARY BUSINESS:

1. Approval of the audited financial statements of the Company for the financial year which ended on March 31, 2020 together with the Director’s Report and the Auditor’s Report thereon.
2. Appointment of the statutory auditor of the Company.

SPECIAL BUSINESS:

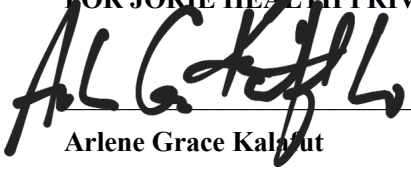
3. Regularization of additional director, Mr. Naveen Kumar, by appointing him as the director of the Company

“**RESOLVED THAT** Mr. Naveen Kumar (DIN: 09130407), who was appointed by the Board of Directors as an Additional Director of the Company with effect from May 13, 2021, in terms of Section 161 of the Companies Act, 2013 and whose period of office is liable to termination at this Annual General Meeting, be and is hereby regularized and appointed as the Director of the Company.

RESOLVED FURTHER THAT any director of the company be and is hereby authorized to file requisite e-forms with the appropriate authority within such time and period as may be prescribed.

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized to issue a certified copy of this resolution.”

BY ORDER OF THE BOARD OF DIRECTORS
FOR JORIE HEALTH PRIVATE LIMITED



Arlene Grace Kalait

Director

DIN: 08520291

Date: July 14, 2021

Enclosed: **Annexure-I**: Explanatory Statement

Notes:

1. In view of the outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) have issued various circulars to allow the Members to attend and participate in the AGM via VC/OAVM, held on or before December 31, 2021, without requirement of physical attendance of the Members.
2. Pursuant to the MCA circulars, the notice to the members will be given only through emails registered with the Company.
3. Further, the facility to appoint a proxy to attend and cast vote for the Members is not available for this AGM. However, the body corporate shareholders are entitled to appoint authorized representatives to attend the AGM via VC/OAVM and participate and cast votes on their behalf. Such corporate members are requested to send a copy of the resolution of its Board of Directors or other governing body, authorizing the representative to attend and vote on their behalf at the meeting.
4. Members / authorized representatives should circulate the duly filled Attendance Slip enclosed herewith to attend the meeting. The attendance of the Members attending the AGM via VC/OAVM will be counted for the purpose of the quorum under Section 103 of the Companies Act, 2013 (the "Act").
5. The Members can pose questions during the course of the meeting. The queries can also be sent in advance to the registered email of the Company.
6. The Chairman will be appointed as per Section 104 of the Act. The Chairman will be obliged to conduct the proceedings of the meeting as per the guidelines provided under the Circulars.
7. A recorded transcript of the meeting will be required for the records and maintained in the safe custody of the Company. The meeting will be recorded at the deemed venue at Quark City (SEZ), 13th Floor, T3 Tower, Phase 8 Extn, Sas Nagar, Mohali 160059.
8. The facility for joining the meeting will be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled meeting.
9. For any shareholder who need assistance with using the technology before or during the meeting may call at (888) 522-0022.
10. The explanatory statement under Section 102(1) of the Act in respect to the above resolutions are attached hereto as Annexure-I.

11. During the meeting held through VC/ OVAM facility, where a poll on any item is required, the members will cast their vote in the resolutions only by sending emails through their email addresses which are registered with the Company. The said emails will be sent to following the designated email address of the Company- info@joriehp.com and info@mmgrouphealth.com.

EXPLANATORY STATEMENT:

If thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

ITEM NO.1- APPROVAL OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR WHICH ENDED ON MARCH 31, 2020 TOGETHER WITH THE DIRECTOR'S REPORT AND THE AUDITOR'S REPORT THEREON

The members are requested to consider and pass the following, with or without modification:

“RESOLVED THAT, the audited Financial Statements of the Company for the financial year which ended on March 31, 2020, and the Auditor's Report thereon and the Board's Report attached thereto as laid before the members at this meeting, be and are hereby approved and adopted.”

ITEM NO. 2- TO APPOINT THE STATUTORY AUDITOR OF THE COMPANY

The Company had appointed M/s Bector & Associates as its first statutory auditors from July 25, 2019 to March 31, 2020. As the term of first statutory auditor is ending, the Board of Directors had again approached M/s Bector & Associates, Chartered Accountants, to seek their consent to be appointed as the statutory auditors of the Company. Pursuant to receipt of their consent, the Board of Directors recommends the appointment of M/s Bector & Associates, Chartered Accountants, having Firm Registration No. 019947N for the term of five (5) years which will end on the conclusion of 6th Annual General Meeting of the Company. The members are requested to consider and pass the following resolution:

“RESOLVED THAT pursuant to the provisions of section 139, 141 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the consent of the members of the Company are hereby accorded for the appointment of M/s Bector & Associates, Chartered Accountants, having Firm Registration No. 019947N as statutory Auditors of the Company to hold the office from the conclusion of the ensuing Annual General meeting till the conclusion of 6th Annual General meeting on such remuneration plus applicable taxes thereon at applicable rates and reimbursement of out of pocket and travelling expenses etc. as may be mutually agreed between the Board of Directors of the Company and the Auditors.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to file such forms with the Registrar of Companies, Chandigarh and to do all such acts/deeds/things as may deem fit to give effect to this resolution.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to issue a certified copy of this resolution.”

None of the Directors or their relatives are in any way concerned or interested in the aforesaid Resolutions.

The Directors recommend the aforesaid resolution for the approval by the members as Ordinary Resolution.

ITEM NO. 3- REGULARIZATION OF ADDITIONAL DIRECTOR, MR. NAVEEN KUMAR, BY APPOINTING HIM AS THE DIRECTOR OF THE COMPANY

Mr. Naveen Kumar was appointed as an Additional Director of the Company with effect from May 13, 2021, in terms of Section 161 of the Companies Act, 2013 and whose period of office is liable to termination at this Annual General Meeting. The Board of Directors recommends the regularization of Mr. Naveen Kumar as the director of the Company.

None of the Directors or their relatives are in any way concerned or interested in the aforesaid resolution.

The Directors recommend the aforesaid resolution for the approval by the members as Ordinary Resolution.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR JORIE HEALTH PRIVATE LIMITED**



Anele Grace Kalafut

Director

DIN: 08520291

Date: July 14, 2021