

**NOTICE**

Notice is hereby given that an **Extra ordinary General Meeting of Healthassure Private Limited** will be held through Video Conferencing in compliance with applicable provisions of the Act read with General Circular 14/2020, dated 08<sup>th</sup> April, 2020 and General Circular 17/2020 dated 13<sup>th</sup> April, 2020 on **Monday, 08<sup>th</sup> June, 2020 at 05:00 p.m.** to transact the following special business:

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

**“RESOLVED THAT** pursuant to Section 14 and other applicable provisions of the Companies Act, 2013 and the rules thereunder, and any other provisions as may be applicable (including any statutory modifications and re-enactment if any thereof for the time being in force), the draft articles of association of the Company placed before the Board at this meeting and duly initialed by the Chairman for the purpose of identification be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company, which shall come into force and effect immediately;

**FURTHER RESOLVED THAT** any of the Directors of the Company be and are hereby severally authorized to sign and file necessary forms and documents with the jurisdictional Registrar of Companies and other statutory authorities and to do all acts, matters, deeds and things and to execute all documents and to take all steps and give such directions, as may be necessary, required, expedient or desirable in connection with or incidental for giving effect to the above resolutions, and to comply with all other requirements in this regard.”

**For Healthassure Private Limited**

  


**Date:** 21.05.2020  
**Place:** Delhi

**Varun Gera**  
**Wholetime Director**  
**DIN:** 01646494  
**Add:** D11/28, Ground Floor,  
DLF Exclusive Floors, Phase V, DLF City,  
Gurgaon, Haryana - 122009

**HealthAssure Private Limited**

**NOTES:**

1. **The meeting will be conducted through video conferencing via “ZOOM Application”.** The application enables two way webex for the ease of participation of the members and participants are allowed to pose their questions during the proceedings of the meeting. Following are the details and steps for attending meeting held through Video conferencing facility:

- Download the Zoom Application with this link: <https://zoom.us/download>
- Create an account by linking existing email ID or creating new account
- Join the meeting via following Link:
- <https://us02web.zoom.us/j/89220789284?pwd=SCtFd1V0ZzFUNHRETIVnU28wRVV2Zz09>
- Fill in the details for joining the meeting:

<b>Meeting ID</b>	<b>892 2078 9284</b>
<b>Meeting Password</b>	<b>077822</b>

- In case of any assistance in joining the meeting, member can contact Ms. Mugdha Mhadeshwar, Vice President Finance on this No. 9820945050
2. **The facility to join the meeting will be kept open 15 minutes before and 15 minutes after the time scheduled for the meeting.**
3. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the special business to be transacted at the Extra Ordinary General Meeting is annexed hereto and forms part of the notice.
4. **As per General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 as the meeting will be held through video conferencing where the physical attendance of members in any case has been dispensed with there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxy will not be available for such meeting.**
5. Representatives of the Corporate Members may be appointed for the purpose of voting through remote e-voting or participation and voting in the meeting held through Video Conferencing.
6. If any member demands to vote by poll, then he/she can convey his/her vote during the proceedings of the meeting by sending an email through the email address on which the members have received this notice at [mugdha.mhadeshwar@healthassure.in](mailto:mugdha.mhadeshwar@healthassure.in)
7. The notice of the meeting has also been uploaded on website of the Company at [www.healthassure.in](http://www.healthassure.in)
8. A soft copy of the proposed amended Articles of Association of the Company are available for inspection at the below link : <https://drive.google.com/drive/folders/1PP0ZZ5I6JKyTERgrmd3SpaTZ-wbfqDyk>
9. The soft copy of Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, and soft copy of the register of Directors and Key Managerial Personnel and their shareholding will be available for inspection by the members at the Extra-ordinary General Meetings.

**HealthAssure Private Limited**

**Statement pursuant to Section 102 of the Companies Act, 2013:**

**Item 1: Amendment of Articles of Association of the Company**

It is proposed to amend the articles of association of the Company in consonance with the terms and conditions of the Share Subscription Agreement and Deed of Adherence to Shareholders Agreement dated 14<sup>th</sup> May, 2020.

The aforesaid proposal has been approved by the Board at the meeting held on 15<sup>th</sup> May, 2020.

The Company will require the approval of members in general meeting by way of special resolution for Alteration of its Articles. The Board recommends the resolution set forth in item no.1 above for approval of the Shareholders.

Copies of the aforesaid documents are available for inspection by the members at the link provided herein above under the heading "Notes".

None of the Directors of the Company and their relatives are interested in the proposed resolution except to the extent of their shareholding.

**For Healthassure Private Limited**





**Date: 21.05.2020**  
**Place: Delhi**

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**Wholetime Director**  
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