

Registered & Corporate Office :

1004 - 1006, 10th Floor, North Tower, One42,
Off. Bopal Ambli Road, Opp. Ashok Vatika,
Bodakdev, Ahmedabad-380054, Gujarat, India.
Phone:+91-6357087189 / 90



NOTICE

NOTICE is hereby given that the Extra-ordinary General Meeting of the members of Ratnatris Pharmaceuticals Private Limited (Formerly Known as Ratnamani Healthcare Private Limited) will be held on Saturday, July 06, 2024 at 11:00 A.M. at the registered office of the Company situated at 1004-1006, 10th Floor, North Tower, One42, B/H Ashok Vatika Nr. Jayantilal Park Brts, Ambli Bopal Road, Ahmedabad-380054, Gujarat, India, to transact the following business:

SPECIAL BUSINESS:

1. TO REGULARIZE APPOINTMENT OF MR. KALPIT RAJESH GANDHI (DIN:02843308) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE INDEPENDENT) OF THE COMPANY

To consider and if thought fit, to pass, with or without modification, the following resolutions as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded, to appoint Mr. Kalpit Rajesh Gandhi (DIN: 02843308) as an Independent Director (Non-Executive- Independent Director) and in respect of whom the Company has received a declaration that he fulfils the criteria to be appointed as an Independent Director, on the Board of the Company w.e.f. 12th June, 2024, to hold office for a term up to 5 (five) consecutive years from the date of appointment."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies."

2. TO REGULARIZE APPOINTMENT OF MR. UDAYAN DILEEP CHOKSI (DIN:02222020) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE INDEPENDENT) OF THE COMPANY

To consider and if thought fit, to pass, with or without modification, the following resolutions as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded, to appoint Mr. Udayan Dileep Choksi (DIN: 02222020) as an Independent Director (Non-Executive- Independent Director) and in respect of whom the Company has received a declaration that he fulfils the criteria to be appointed as an Independent Director, on the Board of the Company w.e.f. 12th June, 2024, to hold office for a term up to 5 (five) consecutive years from the date of appointment."

Ratnatris Pharmaceuticals Pvt. Ltd. (Formerly Known as Ratnamani Healthcare Pvt. Ltd.)

Manufacturing Unit :

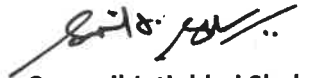
Survey No.416, At. Indrad, Ta. Kadi,
Dist. Mehsana - 382715, Gujarat, India

Phone: +91-2764-233651/233051 **Email:** info@ratnatris.
Website: www.ratnatris.com **CIN:** U24230GJ2005PTC04

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies."

Date: 12/06/2024
Place: Ahmedabad

By order of the Board
For Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)


Swapnil Jatinbhai Shah
Director
DIN: 05259821



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 that the proxy needs to be a member of the company. Proxy in order to be effective must be received by the company not less than 48 hours before the scheduled time of the meeting.
2. Corporate members intending to send their respective authorized representative(s) are requested to send a duly certified copy of board resolution authorizing such representative(s) to attend and vote at the extra ordinary general meeting.
3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of all the businesses specified above is annexed hereto.
4. A map to reach at the venue of meeting is enclosed at the end of the Notice.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

SPECIAL BUSINESS:

Resolution No. 1

TO REGULARIZE APPOINTMENT OF MR. KALPIT RAJESH GANDHI (DIN: 02843308) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE INDEPENDENT) OF THE COMPANY

Mr. Kalpit Rajesh Gandhi (DIN: 02843308) was appointed as an Additional Director (Non-Executive Independent Director) of the Company with effect from 12th June, 2024 pursuant to Articles of Association of the Company and provisions of Section 149, 150, 152 read with Schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) Accordingly, his term expires at the ensuing Annual General Meeting.

The Board of Directors proposed Mr. Kalpit Rajesh Gandhi (DIN: 02843308) as candidate for the office of Independent Director (Non-Executive- Independent Director) of the Company. Mr. Kalpit Rajesh Gandhi is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as a Director. Further, in the opinion of the Board, the independent director proposed to be appointed, fulfils the conditions specified in the Act and the rules made thereunder and that the proposed director is independent of the management.

The company has obtained a declaration of independency from Mr. Kalpit Rajesh Gandhi (DIN: 02843308) as a candidate for the office of Non-Executive Independent Director of the Company.

Keeping in view his expertise and knowledge, it will be in the interest of the Company to regularize appointment of Mr. Kalpit Rajesh Gandhi as an Independent Director (Non-executive Independent) of the Company.

Except Mr. Kalpit Rajesh Gandhi (DIN: 02843308) being appointee, none of the Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 1.

The Board recommends the Ordinary Resolution set out at Item No.1 of the Notice for approval by the shareholders.

The brief details of Mr. Kalpit Rajesh Gandhi (DIN: 02843308) in accordance with para 1.2.5 of the Secretarial Standard on General Meeting (SS 2) is mentioned herein below for the members for the reference:

Sr. No.	Title	Details
1.	Name	Mr. Kalpit Rajesh Gandhi
2.	DIN	02843308
3.	Category	Non- Executive Independent

4.	Date of Birth/ Age	03/02/1985
5.	Qualification	Post Graduate
6.	Experience	He has rich experience of global business, food manufacturing, quality control, research & development, and corporate finance.
7.	Terms & Conditions of appointment	Mr. Kalpit Rajesh Gandhi is proposed to be appointed as Independent Director of the Company for a period of 5 years w.e.f. 12 th June, 2024.
8.	Details of Remuneration	N.A.
9.	Remuneration last paid	N.A.
10.	Date of First Appointment on the Board	12 th June, 2024
11.	Details of Shareholding	-
12.	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	-
13.	No. of Meeting attended during the year (2024-25)	-
14.	Membership/ Chairmanship in Committees	-

Resolution No. 2

TO REGULARIZE APPOINTMENT OF MR. UDAYAN DILEEP CHOKSI (DIN: 02222020) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE INDEPENDENT) OF THE COMPANY

Mr. Udayan Dileep Choksi (DIN: 02222020) was appointed as an Additional Director (Non-Executive Independent Director) of the Company with effect from 12th June, 2024 pursuant to Articles of Association of the Company and provisions of Section 149, 150, 152 read with Schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) Accordingly, his term expires at the ensuing Annual General Meeting.

The Board of Directors proposed Mr. Udayan Dileep Choksi (DIN: 02222020) as candidate for the office of Independent Director (Non-Executive- Independent Director) of the Company. Mr. Udayan Dileep Choksi is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as a Director. Further, in the opinion of the Board, the independent director proposed to be appointed, fulfils the conditions specified in the Act and the rules made thereunder and that the proposed director is independent of the management.

The company has obtained a declaration of independency from Mr. Udayan Dileep Choksi (DIN: 02222020) as a candidate for the office of Non-Executive Independent Director of the Company. Keeping in view his expertise and knowledge, it will be in the interest of the Company to regularize appointment of Mr. Udayan Dileep Choksi as an Independent Director (Non-executive Independent) of the Company.

Except Mr. Udayan Dileep Choksi (DIN: 02222020) being appointee, none of the Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 2.

The Board recommends the Ordinary Resolution set out at Item No.2 of the Notice for approval by the shareholders.

The brief details of Mr. Udayan Dileep Choksi (DIN: 02222020) in accordance with para 1.2.5 of the Secretarial Standard on General Meeting (SS 2) is mentioned herein below for the members for the reference:

Sr. No.	Title	Details
1.	Name	Mr. Udayan Dileep Choksi
2.	DIN	02222020
3.	Category	Non- Executive Independent
4.	Date of Birth/ Age	14/01/1976
5.	Qualification	Chartered Accountant and Lawyer
6.	Experience	He has 25 years of experience in the areas of Goods and Services Tax (GST), pre-GST taxes, customs and international trade.
7.	Terms & Conditions of appointment	Mr. Udayan Dileep Choksi is proposed to be appointed as Independent Director of the Company for a period of 5 years w.e.f. 12 th June, 2024.
8.	Details of Remuneration	N.A.
9.	Remuneration last paid	N.A.
10.	Date of First Appointment on the Board	12 th June, 2024
11.	Details of Shareholding	-
12.	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	-
13.	No. of Meeting attended during the year (2024-25)	-
14.	Membership/ Chairmanship in Committees	-

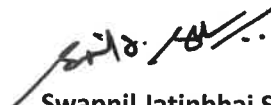
Date: 12/06/2024

Place: Ahmedabad

By order of the Board

For Ratnatris Pharmaceuticals Private Limited

(Formerly known as Ratnamani Healthcare Private Limited)


Swapnil Jatinbhai Shah
Director
DIN: 05259821



RATNATRIS PHARMACEUTICALS PRIVATE LIMITED

CIN: U24230GJ2005PTC047394

Registered office: 1004-1006, 10th Floor, North Tower, One42, B/H Ashok Vatika Nr. Jayantilal Park Brts,
Ambli Bopal Road, Ahmedabad-380054, Gujarat, India

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting place)

I/We hereby record my/our presence at the Extra Ordinary General meeting of the Company being held on July 06, 2024 at 11:00 A.M. at 1004-1006, 10th Floor, North Tower, One42, B/H Ashok Vatika Nr. Jayantilal Park Brts, Ambli Bopal Road, Ahmedabad-380054, Gujarat, India.

Full Name of Member (in Block Letters) _____

Registered Folio No. _____

No. of Equity Shares held _____

Full Name of the Proxy (in Block Letters) _____

Signature of the Member (s) / Proxy Present _____

Please complete and sign this attendance slip and hand over at the entrance of the meeting place. Only Members(s) or his/her/their proxy with this attendance slip will be allowed entry to the meeting.

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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: U24230GJ2005PTC047394

Name of the company: RATNATRIS PHARMACEUTICALS PRIVATE LIMITED

Registered office: 1004-1006, 10th Floor, North Tower, One42, B/H Ashok Vatika Nr. Jayantilal Park Brts, Ambli Bopal Road, Ahmedabad-380054, Gujarat, India.

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ DP ID and Client Id:

I/We, being the member (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:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the company scheduled to be held on July 06, 2024 at 1004-1006, 10th Floor, North Tower, One42, B/H Ashok Vatika Nr. Jayantilal Park Brts, Ambli Bopal Road, Ahmedabad-380054, Gujarat, India and at any adjournment thereof, in respect of such resolutions as are indicated below:

SPECIAL BUSINESS:

Resolution No:

1. To Regularize Appointment of Mr. Kalpit Rajesh Gandhi (DIN:02843308) as an Independent Director (Non-Executive Independent) of the Company
2. To Regularize Appointment of Mr. Udayan Dileep Choksi (DIN:02222020) as an Independent Director (Non-Executive Independent) of the Company

Signed this day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

Affix	15
paisa	
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.

ROUTE MAP TO THE VENUE OF THE EXTRA ORDINARY GENERAL MEETING OF RATNATRIS PHARMACEUTICALS PRIVATE LIMITED (FORMERLY KNOWN AS RATNAMANI HEALTHCARE PRIVATE LIMITED) TO BE HELD ON SATURDAY JULY 06, 2024 AT 11:00 A.M. THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1004-1006, 10TH FLOOR, NORTH TOWER, ONE42, B/H ASHOK VATIKA NR. JAYANTILAL PARK BRTS, AMBLI BOPAL ROAD, AHMEDABAD-380054, GUJARAT, INDIA

