

PROCEEDINGS OF THE THIRTY SEVENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ADS DIAGNOSTIC LIMITED HELD ON FRIDAY 29th SEPTEMBER 2023, THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) FACILITY TO TRANSACT THE FOLLOWING BUSINESS.

Dr. Gautam Sehgal : Managing Director
Dr. (Mrs.) Versha Sehgal : Director
Mrs. Radhika Sehgal : Director
N.L. Gayari : Company Secretary
Gaurav Joshi : Auditor

Member Attendance:-

Members in person or through proxies were present at the meeting.

Chairman of The Meeting:-

Dr. Gautam Sehgal took the Chair.

Other Representatives

Mr. Anand Pandey Proprietor of M/s. Anand Pandey & Associates, Practicing Company Secretaries, Secretarial Auditor of the Company & Scrutinizer of 38th AGM had joined the meeting through VC from registered office of the Company. On the request from the statutory auditors, the Company has granted exemption to the auditor from attending the 38th Annual General Meeting.

Proceedings In Brief:

Dr. Gautam Sehgal- Chairman & Managing Director of the Company chaired the Meeting. He welcomed all the Directors and Shareholders of the Company to the AGM. He then introduced the Directors on the Board and other representatives one by one, the requisite quorum being present, the Chairman called the Meeting to order. The Chairman informed the members that the Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the AGM. after that. Mr. Ravi Kohli requested Mr. N.L. Gayari, Company Secretary of the Company to explain the procedural and technical aspect to the shareholders for attending the meeting.

The Notice convening 38th AGM as a part of Annual Report for the Financial Year 2022-23 and report of Statutory Auditors (being Non-qualified) were taken as read. Chairman also informed the member that, observations of Secretarial Auditor which are self-explanatory and management reply on the same has been provided in the board report of the Company. The Report of Secretarial Auditors Report was also taken as read.

The Company Secretary further informed the members that, MOA, AOA and the Register of Directors & KMPs (including their shareholding) maintained under Section 170) and Register of Contract maintained under section 189 of the Companies Act, 2013, are made available electronically for inspection by the Members during the AGM. Members seeking to inspect. Such documents can send their request to adsmedical@rediffmail.com the following items of business as set out in the Notice convening the 38th AGM were recommended for consideration, approval & adoption of the shareholders.

ADS DIAGNOSTIC LIMITED

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CIN:- L85110DL1984PLC018486, Udyam Registration Number (MSME) - UDYAM-DL-08-0007361



E-Voting Facility:-

The Chairman then Informed the Members that Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company the e-voting commenced at 09:00 a.m. on Tuesday, 26 September, 2023 and ended at 05:00 p.m. on Thursday, 28 September, 2023 in respect of the Ordinary and Special Business to be transacted at the Annual General Meeting. He further informed that, Practicing Company Secretaries (CP NO. 21110) were appointed as Scrutinizers in the said process. He then stated that the said Scrutinizers have submitted their report of E-Voting to him.

Resolution No.1 (Ordinary Resolution)**Adoption of Accounts and Directors and Auditors report thereon**

“RESOLVED THAT the audited Balance Sheet of the Company as at 31st March, 2023 and the statement of profit and Joss for the year ended on that date, with the report of the Directors and the Auditors thereon, be received, approved and adopted.”

Resolution No.2 (Ordinary Resolution)**Re-appointment of Director.**

“RESOLVED THAT to appoint a Director in place of Mrs. Radhika Sehgal, who retires by rotation and, being eligible, offers herself for re-appointment.

Resolution No.3 (Special Resolution)**Declare Dividend financial year 2022-23.**

“RESOLVED THAT to declare Dividend on equity shares for the financial year 2022-23.

Resolution No.3 (Ordinary Resolution)**Appointment of Statutory Auditors:**

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, the retiring Auditors, of M/s V. N. Purohit & Co. Chartered Accountants (Registration No. 304040E), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Next AGM of the Company to be held in the year 2024, to conduct the audit for the financial year 2023-24 at such remuneration plus GST, out-of-pocket, travelling expenses etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

VOTE OF THANKS:-

The Chairman Then thanked the members attending the meeting and for their co-operation and concluded the meetings at 1:30 P.M.

Dated 29/09/2023
Place New Delhi



Dr. Gautam Sehgal
Managing Director