

Date: February 29, 2024

REF: WHL/BSE/Feb-1/2023-24

To,
BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001

REF: - **WARDWIZARD HEALTHCARE LIMITED (Formerly known as Ayoki Mercantile Limited)**
(SCRIPT CODE: 512063)

Sub: Outcome of Board Meeting held on February 29, 2024 under Regulation 30 of the SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

This is to inform you that the Board of Directors of the Company at its meeting held today, i.e. **Thursday, February 29, 2024** has considered and approved the following matters, inter-alia:

1. Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the appointment of **Mr. Miteshkumar Ghanshyambhai Rana (DIN: 06770916)** as Additional Non-Executive Independent Director and **Mr. Paresh Prakashbhai Thakkar (DIN: 08265981)** as Additional Non-Executive Independent Director of the Company with effect from **February 29, 2024** who shall hold office up to next general meeting of the company or for a period of three months from the date of appointment, whichever is earlier for a tenure of 05 (Five) Consecutive years commencing from **February 29, 2024**, subject to approvals of the shareholders.

In accordance with the verification made by the Company and NRC, the aforesaid Directors are not debarred from holding of office of Directors pursuant to any order of the Securities Exchange Board of India. (Brief Profiles Attached)

Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and Circular No SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023, are **enclosed as Annexure A & B.**

2. Consequent to the change in the composition of the Board, the Board of the company has approved the re-constitution of the Committee pursuant to Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (LODR) with effect from **February 29, 2024:**

CIN : L20237MH1985PLC034972 | GSTIN NO. 24AAACA4982A1Z5

Registered Office: Office no. 101, 1st Floor, Shree Sai Ashirwad CHS, Ghantali Path, Above Saibaba Mandir, Thane (West)-400602, Village-Naupada, Tehsil-Thane, Dist.-Thane, Maharashtra

Corporate Office: 11, Windward Business Park, Opp. Aadicura Hospital, Jetapur Road, Vadodara, Gujarat-390007

Website: www.ayokimerchantile.com | **Email ID:** ayoki1985@gmail.com | **Contact Us:**+91 63591 58825

Audit Committee: -

Re-constitution of the Audit Committee, the composition shall be as follows:

SR. NO.	NAME OF DIRECTOR	DIN	DESIGNATION	POSITION IN COMMITTEE
1	MANSI JAYENDRA BHATT	10177722	INDEPENDENT DIRECTOR	CHAIRPERSON
2	MITESH GHANSHYAMBHAI RANA	06770916	INDEPENDENT DIRECTOR	MEMBER
3	PARESH PRAKASHBHAI THAKKAR	08265981	INDEPENDENT DIRECTOR	MEMBER
4	DHARMENDRABHAI RAMABHAI BHALIYA	10176412	INDEPENDENT DIRECTOR	MEMBER
5	GAURAV JAYANT GUPTA	06741475	EXECUTIVE DIRECTOR	MEMBER

Nomination and Remuneration Committee: -

Re-constitution of the Nomination and Remuneration Committee, the composition shall be as follows:

SR. NO.	NAME OF DIRECTOR	DIN	DESIGNATION	POSITION IN COMMITTEE
1	DHARMENDRABHAI RAMABHAI BHALIYA	10176412	INDEPENDENT DIRECTOR	CHAIRPERSON
2	MANSI JAYENDRA BHATT	10177722	INDEPENDENT DIRECTOR	MEMBER
3	MITESH GHANSHYAMBHAI RANA	06770916	INDEPENDENT DIRECTOR	MEMBER
4	PARESH PRAKASHBHAI THAKKAR	08265981	INDEPENDENT DIRECTOR	MEMBER
5	SHEETAL MANDAR BHALERAO	06453413	NON-EXECUTIVE DIRECTOR	MEMBER

Stakeholder Relationship Committee: -

Re-constitution of the Stakeholder Relationship Committee, the composition shall be as follows:

SR. NO.	NAME OF DIRECTOR	DIN	DESIGNATION	POSITION IN COMMITTEE
1	PARESH PRAKASHBHAI THAKKAR	08265981	INDEPENDENT DIRECTOR	CHAIRPERSON
2	MITESH GHANSHYAMBHAI RANA	06770916	INDEPENDENT DIRECTOR	MEMBER
3	DHARMENDRABHAI RAMABHAI BHALIYA	10176412	INDEPENDENT DIRECTOR	MEMBER
4	MANSI JAYENDRA BHATT	10177722	INDEPENDENT DIRECTOR	MEMBER
5	YATIN SANJAY GUPTA	07261150	NON-EXECUTIVE DIRECTOR	MEMBER

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Wardwizard

Healthcare Limited

(Formerly known as Ayoki Merchantile Limited)

3. The Board took note and accepted of resignation of **MR. KAMAL ASHWINBHAI LALANI (DIN-09141815)**, Non-Executive Independent Director of the Company including the Board Committees with effect from **February 8, 2024** (after closing of business hours). The resignations are purely on account of their personal reasons and confirmed that there are no other material reasons other than those provided in their resignation letters.

The Board of Directors of the Company appreciates his valuable contributions and support during their term as the 'Non-Executive Independent Director' of the Company.

The information required pursuant to Regulation 30 of (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and Circular No SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023, Schedule III - Para A (7B) of Part A of SEBI Listing Regulations.

The Company hereby furnishes the requisite details of Mr. Kamal Ashwinbhai Lalani (DIN: 09141815), enclosed herewith as **Annexure- C** and a copy of his Resignation letters as received are enclosed

The aforesaid Outcome of the Board meeting held today is also available on the Company's website at www.ayokimerchantile.com.

The Board meeting commenced at 11:15 a.m. and concluded at 11:45 a.m.

Thanking you,

**For WARDWIZARD HEALTHCARE LIMITED
(Formerly known as Ayoki Merchantile Limited)**

**DHARMESH CHAUHAN
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO.: A40003**

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**Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Circular
No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**

ANNEXURE – A

Appointment of Mr. PARESH PRAKASHBHAI THAKKAR (DIN: 08265981) as Additional Non-Executive Independent Director

Particulars	Details
Name of Director	Mr. PARESH PRAKASHBHAI THAKKAR (DIN: 08265981)
Reason for Change viz appointment, Resignation, removal, death or otherwise	Appointment of Mr. Paresh Prakashbhai Thakkar (DIN: 08265981) as an Additional Director “(Non-Executive Independent Director)” of the Company.
Date of Appointment	w.e.f Thursday, February 29, 2024 , to hold office up to ensuing general meeting of the Company, subject to necessary approvals of the members of the Company.
Brief Profile	<p>Mr. Paresh Prakashbhai Thakkar is a professional practicing in the field of Legal and Taxation since last more than 15+ Years as an Advocate and Tax Consultant with special emphasize on Corporate, Civil, Criminal, Revenue, Consumer and Commercial Law practice. He is Fellow member of The Institute of Cost & Management Accountants of India.</p> <p>He had wide and varied client base for in Legal and Taxation Field including companies, institutions and individuals. He is Founder and pioneer of Thakkar & Associates located in Vadodara.</p> <p>He will be joining as an Independent Director in the Company with various committees in compliance with the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.</p>
Disclosure of relationship between directors	Mr. Paresh Prakashbhai Thakkar is neither related inter se nor with any other existing Director(s) of the Company.
Information as required under Circular No. LIST/COMP/14/2018-19 issued by the BSE	Mr. Paresh Prakashbhai Thakkar is not debarred from holding of office of a Director by virtue of any SEBI order or any other such authority.

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ANNEXURE – B

Appointment of Mr. MITESH GHANSHYAMBHAI RANA (DIN: 06770916) as Additional Non-Executive Independent Director

Particulars	Details
Name of Director	Mr. MITESH GHANSHYAMBHAI RANA (DIN: 06770916)
Reason for Change viz appointment, Resignation, removal, death or otherwise	Appointment of Mr. Miteshkumar Ghanshyambhai Rana (DIN: 06770916) as an Additional Director “(Non-Executive Independent Director)” of the Company.
Date of Appointment	w.e.f Thursday, February 29, 2024 , to hold office up to ensuing general meeting of the Company, subject to necessary approvals of the members of the Company.
Brief Profile	<p>Mr. Miteshkumar Ghanshyambhai Rana is a Practicing Company Secretary and having post qualification experience of more than 12 years in the field of corporate laws, Foreign Exchange Regulation Act, SEBI Act and its regulation. He is also M.com post-graduate in the field of Accounts and Finance from The Maharaja Sayajirao University of Baroda.</p> <p>He had worked with listed company based at surat during the year 2011 to 2013. He is also a Member of PCS Committee of WIRC of ICSI for the year 2023- 2024. He is Proprietor and Owner of Mitesh Rana & Co, Vadodara since 2013. He is also a Managing Trustee at Constellation Education and Charitable Foundation, Umreth, Gujarat.</p> <p>He provides consultancy to many companies. His knowledge and experience in the legal and compliance field helps the company in a significant way.</p>
Disclosure of relationship between directors	Mr. Miteshkumar Ghanshyambhai Rana is neither related inter se nor with any other existing Director(s) of the Company.
Information as required under Circular No. LIST/COMP/14/2018-19 issued by the BSE	Mr. Miteshkumar Ghanshyambhai Rana is not debarred from holding of office of a Director by virtue of any SEBI order or any other such authority.

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ANNEXURE-C

Details of **MR. KAMAL ASHWINBHAI LALANI (DIN: 09141815)**, as required under Schedule III - Para A (7B) of Part A of SEBI Listing Regulations read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023, is enclosed here:

Sr. No.	Details of Information that is required to be provided	Information of such events
1	Name of the Director	Mr. Kamal Ashwinbhai Lalani (DIN: 09141815), Non- Executive Independent Director
2	Reason for Change in Directors viz. appointment , resignation, removal , death or otherwise;	Resignation due to personal reasons as he is unable to devote his time to the Company. There is no other material reason for resignation other than those mentioned in the resignation letter.
3	Date of appointment /cessation (as applicable) & term of appointment	w.e.f. Thursday, February 8, 2024 (After closure of Business hours)
4	Brief Profile: (In case of Appointment of Director)	Not Applicable
5	Disclosure of relationship between directors: (In case of Appointment of Director)	Not Applicable
6	Letter of Resignation along with detailed reason for resignation	Enclosed

Names of the listed entities in which **Mr. Kamal Ashwinbhai Lalani (DIN: 09141815)** holds Directorship, indicating the category of Directorship and Membership of Board Committees, before the resignation becoming effective:

Sr. No	Name of the Listed Entity	Category of Directorship	Membership of the Board Committees
1	Wardwizard Healthcare Limited (Formerly known as Ayoki Merchantile Limited)	Non-Executive Independent Director	a) Stakeholder Relationship Committee (Chairperson) b) Audit Committee (Member) c) Nomination & Remuneration Committee (Member)
2	Wardwizard Innovations & Mobility Limited	Non-Executive Independent Director	a) Audit Committee (Chairperson) b) Nomination & Remuneration Committee (Member) c) Stakeholder Relationship Committee (Member) d) Risk Management Committee (Member) e) Fund Raising Committee (Member)

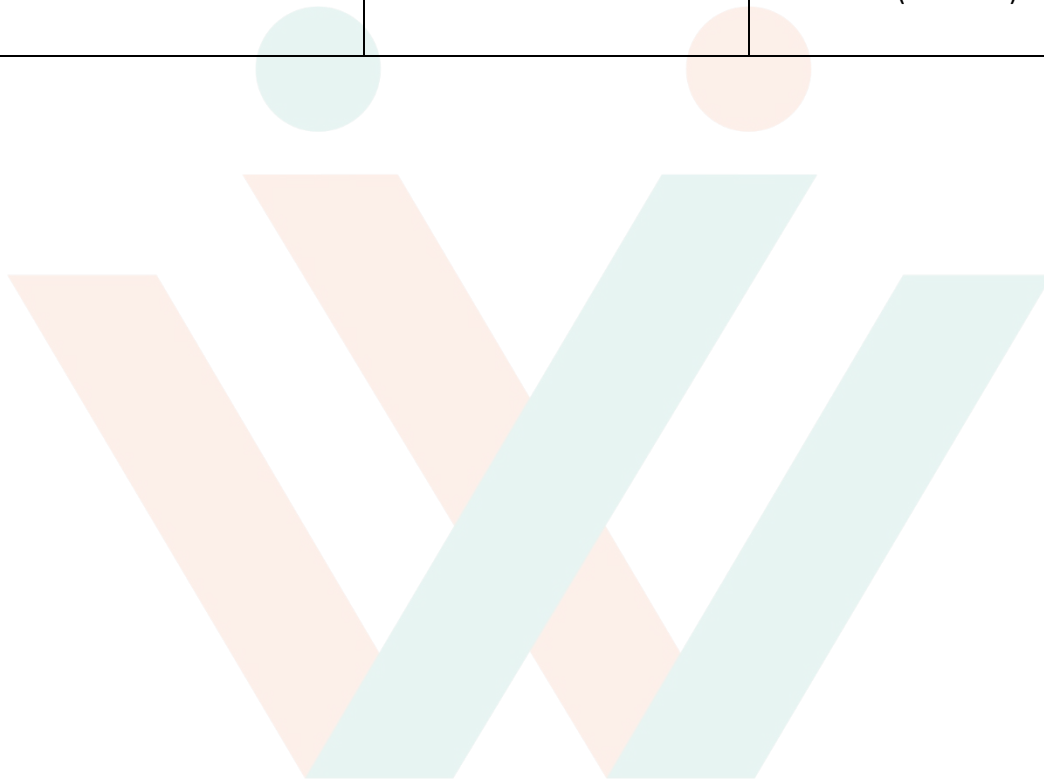
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3	Mangalam Industrial Finance Limited	Non-Executive Independent Director	<ul style="list-style-type: none"> a) Audit Committee (Chairperson) b) Nomination & Remuneration Committee (Chairperson) c) Stakeholder Relationship Committee (Member) d) Rights Issue Committee (Member)
4	I Secure Credit and Capital Service Limited	Non-Executive Independent Director	<ul style="list-style-type: none"> a) Audit Committee(Chairperson) b) Nomination & Remuneration Committee (Member) c) Stakeholder Relationship Committee(Member)



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KAMAL ASHWINBHAI LALANI

Date: - 3rd February, 2024

The Board of Directors,
Wardwizard Healthcare Limited

(Formerly Known as Ayoki Mercantile Limited)

Registered Office: Office No. 101, 1st Floor Shree Sai Ashirwad CHS,
Ghantali Path, Above Saibaba Mandir, Thane (west) -400602, Village –
Naupada, Thane, Dist Thane, Maharashtra.

Sub: Resignation as a Non-Executive Independent Director of the Company

Dear Sir/Madam,

I, Kamal Ashwinbhai Lalani (DIN: 09141815) residing at C-41, Vrajbhoomi Society, B/h Yash Complex, Gotri Road, Vadodara 390021, hereby tender my resignation from the position of Non- Executive Independent Director of the **Wardwizard Healthcare Limited (Formerly Known as Ayoki Mercantile Limited)** with effect from the Board Meeting of the Company which will be held on **Thursday, 08th February, 2024** (after closure of business hours) due to personal reasons, I am not in a position to devote my time to the Company.

Pursuant to provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with clause 7B of Part A of Schedule III of the Listing Regulations, I also hereby confirm that there is no other material reason other than the reason provided above.

I take this opportunity to express my sincere gratitude to the entire Board, the Management Team for the support, guidance and cooperation extended to me during my tenure.

I request the Company to make arrangement to file necessary forms with the concerned Registrar of Companies and intimation to the stock exchanges.

I wish the Company all the success in the future.

Thanking you

Yours Faithfully,



Kamal Ashwinbhai Lalani

DIN: 09141815