

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Members of Medi Assist Insurance TPA Private Limited will be held on Monday i.e. the 5th day of September, 2022 at 10:30 Hrs. at its Registered Office of the Company situated at Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560 029 to transact the following business at a shorter notice:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2022 together with Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Srimathi Ranganathan, Director (DIN: 06943067), who retires by rotation and being eligible offers herself for re-appointment.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, Ms. Srimathi Ranganathan, Director (DIN: 06943067) in the Company, who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

3. To appoint the statutory auditors of the Company for a period of five years.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139 and 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications and re-enactments, for the time being in force), and recommendation of the Board, M/s. MSKA & Associates, Chartered Accountants (FRN- 105047W) be and is hereby appointed as the statutory auditors of the Company for a period of five years, from the conclusion of the 23rd Annual General Meeting till the conclusion of the 28th Annual General Meeting of the Company to be held in the year 2027 at such remuneration as may be mutually agreed between the Board and the auditors.

Medi Assist Insurance TPA Private Limited

CIN - U85199KA1999PTC025676

Registered Office : Tower "D", 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bengaluru – 560 029

Phone : +91-80-4969 8000 Email : info@mediassist.in

Web : www.mediassisttpa.in

RESOLVED FURTHER THAT any one Director or Ms. Suchitra Krishnakumar, Company Secretary of the Company be and is hereby severally authorized to sign necessary papers and file necessary forms with the Registrar of Companies and do all such acts, deeds, matters and things as may be considered necessary to give effect to the said resolution.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director or Company Secretary wherever required.”

**By order of the Board of Directors
For Medi Assist Insurance TPA Private Limited**



**Suchitra Krishnakumar,
Company Secretary
Membership No. ACS - 29245**



Place : Bangalore

Date : 18th August, 2022

Notes:

- A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member. A person can act as a proxy on behalf of members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or member.
The instruments of form in order to be effective should be deposited at the registered office of the company, duly completed and signed not less than 48 Hrs. before the commencement of the meeting. A proxy form (MGT-11) is sent herewith.
- The meeting is being convened at shorter notice by virtue of the proviso to section 101(1) of the Companies Act, 2013
- The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the AGM.
- The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
- All documents referred to in the notice or in the accompanying explanatory statement are available for inspection by members on all working days, except Sundays and public holidays, during the business hours of the Company prior to the date of the Annual general meeting and will also be available for inspection at the meeting.
- The notice is being sent to all the members, whose names appeared in the register of members of the Company as on 18th August, 2022.
- Participation through electronic mode is not available.
- An explanatory statement pursuant to Section 102 of the Companies Act, 2013 is attached hereto.
- Members are also requested to confirm their email ID, or otherwise notify changes in the email ID, if there is any to which the Company could forward all communications, notices and copies of accounts. Members are requested to immediately inform the Company of their change of address.
- Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
- Route map of the Annual General Meeting venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.

**By order of the Board of Directors
For Medi Assist Insurance TPA Private Limited**



**Suchitra Krishnakumar,
Company Secretary**

Membership No. ACS - 29245

Place : Bangalore

Date : 18th August, 2022



Explanatory Statement
Section 102 of Companies Act, 2013

Item No: 3: To appoint the statutory auditors of the Company for a period of five years.

Though not mandatory, this statement is provided for understanding.

The Company had appointed M/s. MSKA & Associates, Chartered Accountants, (FRN 105047W), as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. B S R & Co LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) for the financial year 2021-22, from the conclusion of the Extraordinary General Meeting held on 21st December, 2021 till the conclusion of the 23rd Annual General Meeting ("AGM") of the company to be held in the year 2022. The term of the statutory auditors expires at this AGM.

The Board of Directors of the Company ('the Board'), have recommended the appointment of M/s. MSKA & Associates, Chartered Accountants, (FRN 105047W), as the Statutory Auditors of the Company for a period of five years, from the conclusion of the 23rd Annual General Meeting till the conclusion of the 28th Annual General Meeting of the Company to be held in the year 2027 for the approval of the members of the Company.

The Board had considered various parameters like overall Audit experience and Audit approach, global experience and relevant insurance & healthcare industry experience, availability of the audit team in Bangalore and extent of partner involvement in the audit process, experience in handling IPO's, use of technology and tools for Audit, managing the transition process from the predecessor auditor, potential conflict and legal or disciplinary action against the firm etc., and found M/s. MSKA & Associates, Chartered Accountants, (FRN 105047W) to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s. MSKA & Associates, Chartered Accountants, (FRN 105047W) have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as Statutory Auditors in terms of the provision of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Companies Act, 2013 and the provisions of the Companies (Audit and Auditors) Rules, 2014



The Board of Directors recommends passing of the Ordinary resolution for the approval of members as contained in item No.3 of the notice of Annual General Meeting.

None of the Directors, Key Managerial Personnel and their relatives are in any way (financially or otherwise) concerned or interested in the said resolution.

**By order of the Board of Directors
For Medi Assist Insurance TPA Private Limited**



**Suchitra Krishnakumar,
Company Secretary**

Membership No. ACS - 29245



Place : Bangalore

Date : 18th August, 2022

ATTENDANCE SLIP

23RD ANNUAL GENERAL MEETING OF THE MEMBERS OF MEDI ASSIST INSURANCE TPA PRIVATE LIMITED ON MONDAY THE 5TH DAY OF SEPTEMBER, 2022 AT 10:30 HRS. AT ITS REGISTERED OFFICE AT TOWER D, 4TH FLOOR, IBC KNOWLEDGE PARK, 4/1, BANNERGHATTA ROAD, BANGALORE - 560 029.

CIN	U85199KA1999PTC025676
Name of the company	Medi Assist Insurance TPA Private Limited
Office	Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore – 560 029

Regd. Folio No. _____ / DP ID _____ Client Id / Ben. A/C _____ No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company and hereby record my presence at the 23rd Annual General Meeting on Monday i.e. the 5th day of September, 2022 at 10:30 Hrs. at its Registered office at Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560 029.

Member's/Proxy's name in Block letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

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

Name of the Member(s):
Registered Address :
E-mail id :
Folio No. / Client ID No.: DP ID No.....
I/ We, being the member(s) of _____ hereby appoint

1. Name :
E-mail :
Address :
Signature :

Or failing him
2. Name :
E-mail :
Address :
Signature :

Or failing him
3. Name :
E-mail :
Address :
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the
23rd Annual General Meeting of the Company held on Monday i.e. the 5th day of
September, 2022 at 10:30 Hrs. at its Registered Office of the Company situated at Tower D,
4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560 029 and at any
adjournment thereof in respect of such resolutions as are indicated below:

1. To approve the Financial Statements for the Financial Year 2021 – 2022
2. To appoint a Director in place of Ms. Srimathi Ranganathan (DIN: 06943067), who
retires by rotation and being eligible offers herself for re-appointment.
3. To appoint the Statutory Auditors of the Company for a period of five years

Affix Revenue Stamp

Signed this _____ day of _____ 2022

Signature of shareholder

Signature of Proxy holder(s)

NOTE: This Form 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



Google

Map data ©2015