

NOTICE

Notice is hereby given that an Extra - Ordinary General Meeting (bearing No. 1/2022 – 2023) of the members of Medi Assist Insurance TPA Private Limited will be held on Saturday, 11th March, 2023 at 1700 Hrs. at the Registered Office of the Company at Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560029 to transact the following business at a shorter notice:

SPECIAL BUSINESS

1. To approve increase in the investment limit by the Company

To consider and if thought fit to pass, with or without modifications, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions contained in Section 179, 186 of the Companies Act, 2013, read with the Companies (Meeting of the Board and its Powers) Rules, 2014, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, to make investments upto an aggregate amount not exceeding Rs.500,00,00,000/-(Rupees Five Hundred Crores Only) notwithstanding that the aggregate of the investments or loans or guarantees or securities so far given or to be given and / or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 (2) of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any one Director of the Company or Ms. Suchitra Krishnakumar, Company Secretary be and are hereby severally authorised to negotiate and decide, from time to time, terms and conditions and further, sign and execute such documents, deeds, writings, papers and / or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate and settle any questions, difficulty or doubt that may arise in this regard.

RESOLVED FURTHER THAT the aforesaid power entrusted to the aforesaid officials shall be valid and effective unless revoked earlier by the Board or shall be exercisable by him/her so long as he/she is associated with the Company.

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 a certified copy of the resolution be given to anyone concerned or interested in the matter.”

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



Date: 11th March, 2023

Place: Bangalore

**Suchitra Krishnakumar ,
Company Secretary**

Membership No: A29245

**Address: #432B, Ranka Apartments, Bilkehalli,
Bangalore – 560 076**

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 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 before the commencement of the meeting.
- A proxy form (MGT-11) is sent herewith. The meeting is being convened at shorter notice with the consent of the members by virtue of the proviso to section 101(1) of the Companies act, 2013.
- Corporate Members are requested to send duly certified true copies of Board Resolution, pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Extra – Ordinary General Meeting.
- The explanatory statement pursuant to section 102 of the Companies Act, 2013, in respect of the special business is annexed hereto.
- 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 Extra-Ordinary general meeting and will also be available for inspection at the meeting.
- The Notice is being sent to all the Members whose names appear in the records of the Company as on **March 11, 2023**.
- Participation through electronic mode is not available.
- 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.
- Route Map of the venue of the EGM pursuant to the Secretarial Standards on General Meetings, is also annexed.



ANNEXURE TO NOTICE:

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

As per Section 186 of the Companies Act, 2013, a Company can invest/provide loans or give guarantees upto 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is higher. Consequently, it is proposed to authorise the Board of Directors of the Company to invest into securities of anybody-corporate and/or make loan(s) in connection with loan(s) made upto Rs.500,00,00,000/- (Rupees Five Hundred Crores Only).

Pursuant to the provisions of Section 186 of the Companies Act, 2013, the Board of Directors cannot approve investment more than the limits specified above except with the consent of the members of the Company in a general meeting.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 1 of the Notice.

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

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

Date: 11th March, 2023

Place: Bangalore


**Suchitra Krishnakumar ,
Company Secretary**

Membership No: A29245

**Address: #432B, Ranka Apartments, Bilkehalli,
Bangalore – 560 076**



ATTENDANCE SLIP

EXTRA - ORDINARY GENERAL MEETING (BEARING NO. 1/2022 – 2023) OF THE MEMBERS OF MEDI ASSIST INSURANCE TPA PRIVATE LIMITED ON SATURDAY, 11TH MARCH, 2023 AT 1700 HRS. AT THE REGISTERED OFFICE OF THE COMPANY AT TOWER "D", 4TH FLOOR, IBC KNOWLEDGE PARK, 4/1, BANNERGHATTA ROAD, BANGALORE – 560 029.

CIN	U74900KA2000PLC027229
Name of the Company	MEDI ASSIST INSURANCE TPA PRIVATE LIMITED
Office	"TOWER "D", 4 TH FLOOR, IBC KNOWLEDGE PARK, 4/1, BANNERGHATTA ROAD, BANGALORE – 560029".

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 Extra - Ordinary General Meeting (bearing No. 1/2022 – 2023) on Saturday, 11th March, 2023 at 17:00 Hrs. at the Registered Office of the Company at Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560029.

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 Extra - Ordinary General Meeting (bearing No. 1/2022 – 2023) of the Company to be held on Saturday, 11th March, 2023 at 17:00 Hrs. at the Registered Office of the Company at #Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore – 560029 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To approve increase in the investment limit by the Company

Signed this ____ day of _____ 2023

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

NOTE: This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company before the commencement of the Meeting.



ROUTE MAP

