

NOTICE

Notice is hereby given that an Extra - Ordinary General Meeting (bearing No. 1/2021 – 2022) of the members of Medi Assist Insurance TPA Private Limited will be held on Tuesday, December 21, 2021 at 0930 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

- To consider and approve the appointment of MSKA & Associates, Chartered Accountants as the statutory auditors of the Company and in this regard, pass the following resolution as an Ordinary Resolution:**

To consider and if thought fit to pass, with or without modifications, 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 in accordance with the recommendation of the Board of Directors, the consent of the members be and is hereby accorded to appoint MSKA & Associates, Chartered Accountants, (FRN 105047W) as the statutory auditors of the Company in place of vacancy caused by 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 this Extraordinary General Meeting till the conclusion of the 23rd Annual General Meeting of the company, at a remuneration to be decided by the Board of Directors in consultation with the Auditors.*

***RESOLVED FURTHER THAT** any one of the Directors of the Company and/or Ms. Suchitra Krishnakumar, Company Secretary, be and is hereby authorised severally to do all such acts, deeds, matters and things necessary to give effect to the said resolution.”*

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



**Satish Gidugu
Director
DIN:06643677**

**Address: #401, Adarsh Palm Retreat,
Devarabeesanahalli, Bellandur, Bangalore – 560 103**

Date: December 17, 2021

Place: Bangalore

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

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, not less than Forty Eight hours 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 December 17, 2021. 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.
- In view of the prevailing circumstances due to the COVID-19 pandemic, and also in conformity with the applicable regulatory requirements, the Notice of this EGM is being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company.
- All documents referred to in the accompanying Notice and the Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Extra-ordinary General Meeting of the Company.
- Route map of the Extra ordinary General Meeting venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.



ANNEXURE TO NOTICE:

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

ITEM NO. 1

The Company received a resignation letter dated December 7, 2021 from M/s. B S R & Co LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), the statutory auditor of the Company who resigned with effect from December 7, 2021.

The Board of Directors of the Company ('the Board'), have recommended for the proposed approval of the Members, the appointment of MSKA & Associates, Chartered Accountants, (FRN 105047W), as the Statutory Auditors of the Company for the financial year 2021-22, from the conclusion of this Extraordinary General Meeting till the conclusion of the 23rd Annual General Meeting of the company, to fill casual vacancy caused by resignation of M/s. B S R & Co LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022).

The Management of the Company has evaluated the prospective Auditors and also 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 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.

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

None of the Directors and Key Managerial Personnel of the Company, or their relatives are interested in this Resolution. The Board recommends this Resolution for the approval of the members.

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



Date: December 17, 2021

Place: Bangalore

Satish Gidugu

Director

DIN:06643677

**Address: #401, Adarsh Palm Retreat,
Devarabeesanahalli, Bellandur, Bangalore – 560 103**

ATTENDANCE SLIP

EXTRA-ORDINARY GENERAL MEETING (BEARING NO. 1/2021 – 2022) OF THE MEMBERS OF MEDI ASSIST INSURANCE TPA PRIVATE LIMITED ON TUESDAY, DECEMBER 21, 2021 AT 0930 HRS. AT THE REGISTERED OFFICE OF THE COMPANY 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”, 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. 1/2021 – 2022) of the Company to be held on Tuesday, December 21, 2021 at 0930 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. 1/2021 – 2022) of the Company to be held on Tuesday, December 21, 2021 at 0930 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 consider and approve the appointment of MSKA & Associates, Chartered Accountants as the statutory auditors of the Company

Signed this ____ day of _____ 2021

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, not less than 48 hours before the commencement of the Meeting.



ROUTE MAP

