



NOTICE

Notice is hereby given that 18th Annual General Meeting of the Members of Medi Assist Insurance TPA Private Limited (Formerly known as Medi Assist India TPA Private Limited) will be held on Thursday, 29th June, 2017 at 09:30 Hrs. at its Registered office at Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560 029 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2017, Profit and Loss Account for the year ended as on that date together with Reports of the Board of Directors and Auditors thereon.
2. To ratify the re-appointment of Statutory Auditor and to fix their remuneration and for this purpose to consider and if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, the appointment of M/s B S R & Co LLP, Chartered Accountants, Firm Registration No. 101248W/W-100022 who were appointed as Statutory Auditors of the Company to hold office upto the conclusion of the Annual General Meeting to be held in the year 2019, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to negotiate and fix the remuneration payable to the Statutory Auditor and to do all such acts deeds and things as would be required to give effect to the appointment of the statutory auditors."

SPECIAL BUSINESS

3. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:



Medi Assist Insurance TPA Private Limited

(Formerly known as Medi Assist India TPA Private Limited)

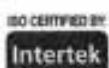
CIN - U85199KA1999PTC025676

Regd Off : Tower "D", 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560 029

Phone : +91-80-4969 8000 Email : info@mediassistindia.com

Web : www.mediassistindia.com

Handwritten signature



"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Articles of Association of the Company, Mr. Dayanand Annaya Kallianpur (DIN: 07703342), who was appointed as an Additional Director (Non-Executive Director) of the Company with effect from 15th February, 2017 and who holds office upto the conclusion of the Annual General Meeting of the Company, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Non – Executive Director of the Company with immediate effect.

RESOLVED FURTHER THAT any one of the Director or Company Secretary of the Company be and is hereby severally authorised to do all such acts deeds matters and things as may be necessary and also file necessary forms with the Registrar of Companies."

**By order of the Board of Directors
For Medi Assist Insurance TPA Private Limited
(Formerly known as Medi Assist India TPA Private Limited)**



**Megha Matoo, Company Secretary
Membership No. ACS - 20114**



Place : Bangalore
Date : 5th June, 2017


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 48 Hrs. before the commencement of the meeting. A proxy form (MGT-11) is sent herewith.

- 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 5th June, 2017.
- 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.

**By order of the Board of Directors
For Medi Assist Insurance TPA Private Limited
(Formerly known as Medi Assist India TPA Private Limited)**


Megha Matoo, Company Secretary
Membership No. ACS - 20114



Place : Bangalore
Date : 5th June, 2017

Explanatory Statement
Section 102 of Companies Act, 2013

Item No: 3

Mr. Dayanand Annaya Kallianpur(DIN: 07703342), who was appointed as an Additional Director (Non-Executive Director) of the Company with effect from 15th February, 2017 vacates the position as an Additional Director in the ensuing Annual General Meeting. The Board recommends his appointment as Non – Executive Director of the Company.

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

No Director other than Mr. Dayanand Annaya Kallianpur is deemed to be interested in this resolution.

By order of the Board of Directors
For Medi Assist Insurance TPA Private Limited
(Formerly known as Medi Assist India TPA Private Limited)



Megha Matoo, Company Secretary
Membership No. ACS - 20114



Place : Bangalore
Date : 5th June, 2017

ATTENDANCE SLIP

18TH ANNUAL GENERAL MEETING OF MEDI ASSIST INSURANCE TPA PRIVATE LIMITED (FORMERLY KNOWN AS MEDI ASSIST INDIA TPA PRIVATE LIMITED) ON THURSDAY, 29TH JUNE, 2017 AT 09:30 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 (Formerly known as Medi Assist India 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 18th Annual General Meeting on Thursday, 29th June, 2017 at 09:30 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.



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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 18th Annual General Meeting of the Company held on Thursday, 29th June, 2017
at 09:30 Hrs. at its Registered office 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. Approval of Financial Statements for the financial year 2016 - 2017
2. Ratification for appointment of M/s. B S R & Co. LLP, Chartered Accountants as Statutory Auditor
3. Appointment of Mr. Dayanand Annaya Kallianpur (DIN: 07703342) as Non – Executive Director in the Company

Signed this _____ day of _____ 2017

Affix
Revenue
Stamp

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.



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ROUTE MAP



Handwritten initials or signature.