



# TEJNAKSH HEALTHCARE LIMITED

Regd. Add. : Lion Tarachand Bapa Hospital, Lion Tarachand Bapa Hospital Marg, Sion (W), Mumbai - 22

CIN : L85100MH2008PLC179034, Email : instituteofurology@gmail.com

Website : www.tejnaksh.com | Tel No. : 022 - 2404 4983/ 2404 4984

03<sup>rd</sup> September, 2018

To,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai Samachar Marg,  
Mumbai - 400 001.

**Script Code:-539428**

**Sub:-**Notice of Annual General Meeting for the F.Y. 2017-18

**Dear Sir / Madam**

Notice is hereby given that the Annual General Meeting of the Company for the Financial Year 2017-18 will be held on **Friday 28<sup>th</sup> September, 2018 at 2.30 P.M. at Lion Tarachand Bapa Hospital, Lion Tarachand Bapa Hospital Marg, Jain Society, Sion – West, Mumbai – 400022.**

Notice is attached herewith for your kind reference.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,  
**For, Tejnaksh Healthcare Limited**

**Ashish Rawandale**  
**Managing Director**  
**DIN:- 02005733**



## NOTICE

**NOTICE** is hereby given that the **Annual General Meeting** of the Members of **Tejnaksh Healthcare Limited** will be held at Lion Tarachand Bapa Hospital, Lion Tarachand Bapa Hospital Marg, Jain Society, Sion – West, Mumbai – 400022 on **Friday, 28<sup>th</sup> September, 2018 at 2.30 p.m.** to transact with or without modification(s), as may be permissible, the following business:

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### **ORDINARY BUSINESS:-**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31<sup>st</sup> March 2018 including Audited Balance Sheet as at 31<sup>st</sup> March, 2018 and the Statement of Profit & Loss Account and Statement of Cash Flow, for the year ended as on that date together with the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.
2. To appoint Dr. Preeti Ashish Rawandale (DIN: 02021400) as Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors and fix their remuneration and in this regard 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 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors, appointment of M/s. P.D. Dalal & Co., Chartered Accountants (Firm Registration No. 102047W), as the Statutory Auditor of the Company, is hereby ratified to hold office from conclusion of this meeting till the conclusion of the next Annual General Meeting on a remuneration to be fixed by the Board of Directors of the Company, in addition to the GST and actual out of pocket expenses incurred in connection with the audit of the accounts of the Company to be reimbursed for the financial year ending March 31, 2018.”

**By Order of the Board of Directors  
For Tejnaksh Healthcare Limited**

**Sd/-  
Dr. Ashish Vishwas Rawandale  
Chairman**

**Mumbai, 03<sup>rd</sup> September, 2018**

**CIN- L85100MH2008PLC179034**

**Registered Office:-**

Lion Tarachand Bapa Hospital,  
Lion Tarachand Bapa Hospital Marg,  
Sion – West  
Mumbai - 400022  
Email – instituteofurology@gmail.com

## NOTES:-

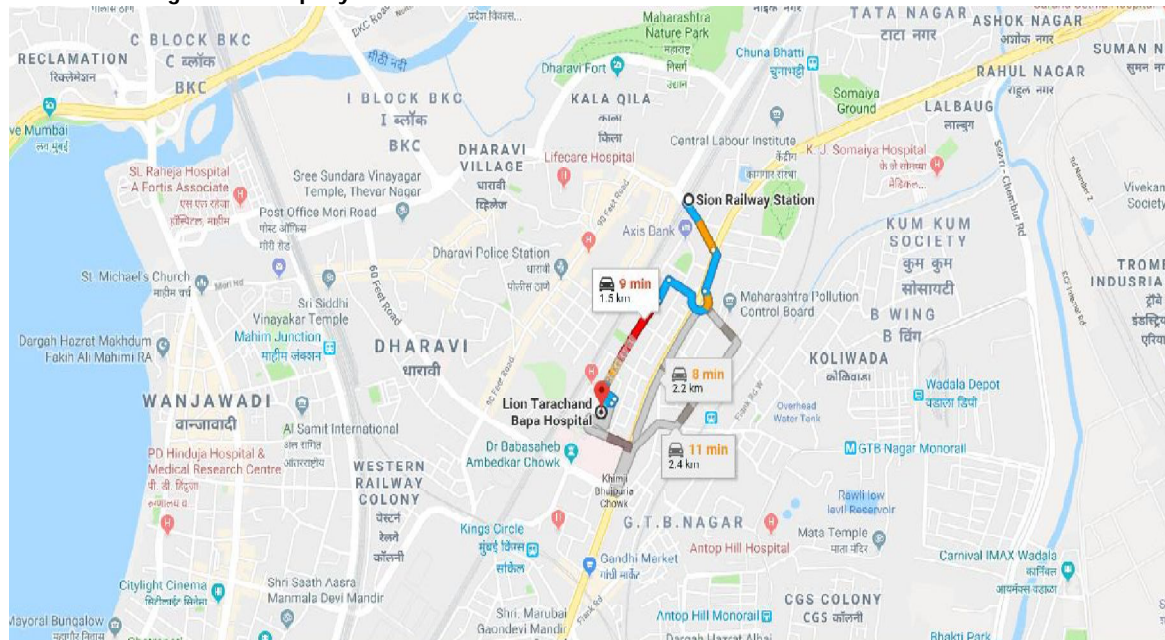
- a. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY/PROXIES SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- b. A person can act as proxy on behalf of Members not exceeding Fifty (50) and holding in the aggregate not more than 10% of the total share Capital of the Company. 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 shareholder.
- c. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
- d. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, ECS mandate, nomination, power of attorney, change of address, change in name, etc, to their Depository Participant (DP). These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to the Members. Members holding shares in physical form are requested to intimate the changes to the Registrar & Share Transfer Agents of the Company (RTA).
- e. **The Shareholders holding Shares in Physical form are advised to get their shares dematerialized as no physical shares can be traded in the Stock Exchanges in terms of SEBI and Stock Exchange guidelines.**
- f. **This is to bring to the notice of the Shareholders that the request for effecting transfer of securities held in Physical form (except in case of transmission or transposition) would not be entertained and shall not be processed by the Company/ RTA of the Company w.e.f. 5th December, 2018 pursuant to SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018. Hence Shareholders are advised to get their physical shares transferred / dematerialized.**
- g. The Company has notified closure of register of members and transfer books from **Wednesday 26<sup>th</sup> September, 2018 to Friday 28<sup>th</sup> September, 2018 (both days inclusive).**
- h. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
- i. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are, therefore, requested to bring their respective copy of the Annual Report to the Meeting and affix their signature at the place provided on the attendance slip annexed to the Proxy form and hand over the slip at the entrance to the place of the Meeting.
- j. Non – Resident Indian Members are requested to inform the Company's registrar and share transfer agents M/s. Cameo Corporate Services Ltd. immediately of -
  - a. The change in the residential status on return to India for permanent settlement.
  - b. The particulars of the bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- k. Relevant documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days except Saturdays between 11.00 a.m. and 1.00 p.m. up to the date of the Annual General Meeting.
- l. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
- m. To support the 'Green Initiative', the Members holding shares in physical form and who have not registered their e-mail addresses are requested to register the same with the Company's registrar and share transfer agents M/s. Cameo Corporate Services Ltd.

- n. To comply with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 it is mandatory for all the investors including transferors to complete their KYC information. The Company has to update the member's PAN No., Phone No., e-mail address and signature in the records. Kindly furnish the same via email at "instituteofurology@gmail.com" or via hand delivery or courier the same to the registered office of the Company.
- o. M/s. Bhuvnesh Bansal & Associates, Practicing Company Secretaries (Membership No. FCS 6526 & COP 9089), has been appointed as the Scrutinizer to conduct the voting process in a fair and transparent manner.

**Information of Director seeking Re-Appointment at the Annual General Meeting to be held on Friday 28<sup>th</sup> September, 2018 is provided hereunder.**

Name of the Director	PREETI ASHISH RAWANDALE
Director Identification Number (DIN)	02021400
Designation	Director
Date of Appointment	18/02/2008
Date of Birth	24/05/1975
Qualification	She is Doctor holding master degree in Ophthalmology.
Expertise in specific functional areas	She is consultant Ophthalmologist and approved by Medical Council of India as professor. She has been associated as Director in our Company since inception.
Relationship between Directors inter-se	Mr. Ashish Vishwas Rawandale, Managing Director, is husband of Mrs. Preeti Ashish Rawandale
Directorship held in other listed Companies	NIL
Membership/Chairmanships of committees of other public companies (Includes only Audit Committee and Stakeholders Relationship Committee)	NIL
Shareholding in the Company	7,83,990 Equity Shares

**With reference to SS-2 for the easy Convenience of recipients of notice, Route Map to the venue of Annual General Meeting of the Company is as Under:**



**TEJNAKSH HEALTHCARE LIMITED**

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Email – instituteofurology@gmail.com

Tel: 91-22- 2404 4983 /2404 4984; web: www. tejnaksh.com

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**ATTENDANCE SLIP**

(To be presented at the entrance)

**ANNUAL GENERAL MEETING ON FRIDAY, SEPTEMBER 28, 2018 AT 2.30 P.M.**

Lion Tarachand Bapa Hospital, Lion Tarachand Bapa Hospital Marg, Jain Society, Sion – West,  
Mumbai – 400 022

Folio No. \_\_\_\_\_ DP ID No. \_\_\_\_\_ Client ID \_\_\_\_\_

Name of the Member \_\_\_\_\_ Signature \_\_\_\_\_

Name of the Proxy holder \_\_\_\_\_ Signature \_\_\_\_\_

No. of Shares held: \_\_\_\_\_

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

Name of the Member / Proxy:-

Signature of the Member / Proxy\*

(\* in case of authorized representative of a body corporate, certified true copy of the relevant authorization viz. Board Resolution/power of attorney should be sent along with ballot form)

**Note:** Shareholder/ Proxy are requested to bring this Attendance slip at the meeting and handover the same at the entrance duly signed.

**TEJNAKSH HEALTHCARE LIMITED**

CIN – L85100MH2008PLC179034

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**PROXY FORM**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014 – Form No.MGT-11)

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 ..... Shares of Tejnaksh Healthcare Limited, hereby appoint:

1. Name: ..... E-mail Id: .....  
Address: .....  
..... Signature: .....  
or failing him

2. Name: ..... E-mail Id: .....  
Address: .....  
..... Signature: .....  
or failing him

3. Name: ..... E-mail Id: .....  
Address: .....  
..... Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company to be held on Friday, 28<sup>th</sup> September, 2018 at 2.30 P.M. at Lion Tarachand Bapa Hospital, Lion Tarachand Bapa Marg, Jain Society, Sion – West, Mumbai - 400022 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Sr. No.	Resolution	Vote	
		For	Against
1.	Receive, consider and adopt the Audited standalone Financial Statement of the Company for the year ended 31st March 2018 including Audited Balance Sheet as at 31st March, 2018 and the Statement of Profit & Loss Account and Statement of Cash Flow, for the year ended as on that date together with the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.		
2.	Appointment of Dr. Preeti Ashish Rawandale, who retires by rotation and being eligible, offers herself for re-appointment.		
3.	Ratify the appointment of Statutory Auditors of the Company		

Affix  
Revenue  
Stamp

Signed this ..... day of ..... 2018

Signature of shareholder

Signature of Proxy holder(s)

**NOTES:**

1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at, not less than 48 hours before the commencement of the Meeting.
2. Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/Proxy.