

**MINUTES OF 2<sup>ND</sup> EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF NUTRIVENTIA LIMITED HELD ON WEDNESDAY, 15<sup>TH</sup> MARCH, 2023 AT 9.30 AM AT UNIT NO. 703 AND 704, 7<sup>TH</sup> FLOOR, HUBTOWN SOLARIS, N S PHADKE MARG, ANDHERI (EAST), MUMBAI 400069 THROUGH VIDEO CONFERENCING MODE**

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Time of Commencement of meeting – 9.30 a.m.  
Time of Conclusion of meeting – 9:40 a.m.

**PRESENT (Physically/ through Video Conferencing – ZOOM)**

1. Mr. Vishal Shah - Chairman, Director and Member from Mumbai
2. Mrs. Rajat Shah - Director and Member
3. Mr. Janak Shah - Authorised representative of Inventia Healthcare Limited and Member from Ahmedabad
4. Mrs. Maya Shah - Member from Ahmedabad

**INVITEE (Physically/ through Video Conferencing – ZOOM)**

- Mr. Hemendra Shah - Advisor
- Mrs. Rupa Desai - GM– Legal & Secretarial of Inventia Healthcare Limited
- Mr. Jinesh Vora - Lead Manager – Secretarial of Inventia Healthcare Limited

Number of Members attending through video conference (including authorized representative of members) - 5 representing 9,998 (99.98%) equity shares.

**CHAIRPERSON**

Mr. Vishal Shah took the Chair and welcomed the members. Mr. Vishal Shah requested Mr. Jinesh Vora to take forward the proceedings of the meeting.

Mr. Jinesh Vora informed that 2<sup>nd</sup> Extra-Ordinary General Meeting of the members was held through video conferencing (Zoom) in compliance with General Circulars No.14/2020 dated 8<sup>th</sup> April, 2020, No.17/2020 dated 13<sup>th</sup> April, 2020, No.22/2020 dated 15<sup>th</sup> June, 2020, No. 33/2020 dated 28<sup>th</sup> September, 2020, No. 39/2020 dated 31<sup>st</sup> December, 2020, No. 10/2021 dated 23<sup>rd</sup> June, 2021, No. 20/2021 dated 08<sup>th</sup> December, 2021, No. 3/2022 dated 5<sup>th</sup> May, 2022 and No. 11/2022 dated 28<sup>th</sup> December, 2022 issued by Government of India, Ministry of Corporate Affairs and other applicable provisions of the Companies Act, 2013 and rules thereof.

Roll call was then made by all the members and Directors attending the meeting and confirmed that they were attending the meeting through video conferencing from different locations and could completely and clearly communicate with each other.

The members confirmed that all the efforts feasible under the present circumstances had indeed been made by the Company for them to attend and participate in the meeting.

#### **QUORUM**

Chairperson called for the attendance of the Members and being satisfied that the necessary quorum was present through video conference, the Chairperson declared the meeting in order and commenced the proceedings.

#### **NOTICE**

With the consent of the members, the notice convening the meeting was taken as read.

#### **SPECIAL BUSINESS:**

##### **1. RELATED PARTY TRANSACTION - USE OF PREMISES - PLOT NO 15, 16, 21/16, AMBERNATH MIDC, AMBERNATH**

Mr. Janak Shah proposed the following resolution which was seconded by Mrs. Rajat Shah as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 188 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded to ratify the Memorandum of Understanding dated 20<sup>th</sup> December, 2022 executed between Inventia Healthcare Limited and the Company for use of premises being Plot No 15, 16, 21/16 Ambernath MIDC, Morivali Village, Ambernath, Taluka Chikholi, Sub-District – Kalyan, District Thane for a period from 1<sup>st</sup> August, 2022 to 31<sup>st</sup> March, 2023 at arm’s length basis at a charge of INR 16,95,100 per month excluding taxes;

**RESOLVED FURTHER THAT** Mr. Vishal Shah or Mrs. Rajat Shah, Directors of the Company be and are hereby severally authorized to do all such acts, deeds or things as may be required to give effect to the aforesaid resolution.”

On being put to vote by show of hands the resolution was passed unanimously by all members who were entitled to vote.

Before the conclusion of the meeting, Chairperson confirmed that quorum was present throughout the meeting and all the agenda items had been duly considered and approved by all the members.

##### **2. VOTE OF THANKS**

There being no other business, the meeting was then concluded with a vote of thanks to the Chair.