

MINUTES OF 1ST ANNUAL GENERAL MEETING OF THE MEMBERS OF NUTRIVENTIA LIMITED HELD ON MONDAY, 12TH JUNE, 2023 AT 10.00 AM AT UNIT NO. 703 AND 704, 7TH FLOOR, HUBTOWN SOLARIS, N S PHADKE MARG, ANDHERI (EAST), MUMBAI 400069 THROUGH VIDEO CONFERENCING MODE

Time of Commencement of meeting – 10.00 a.m.

Time of Conclusion of meeting – 10.05 a.m.

PRESENT (Physically/ through Video Conferencing – ZOOM)

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

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

Mr. Shivam Gupta - Representative of MSKA & Associates, Statutory Auditors from Mumbai

Number of Members attending through video conference (including authorized representative of members) - 5 representing 9,99,998 (99.9998%) 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 1st Annual General Meeting of the members was held through video conferencing (Zoom) in compliance with General Circulars No.20/2020 dated 5th May, 2020, No.02/2021 dated 13th January, 2021, No.19/2021 dated 8th December, 2021, No.21/2021 dated 14th December, 2021, No.2/2022 dated 5th May, 2022 and No.10/2022 dated 28th 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.

DOCUMENTS - INSPECTION

The Register of Directors and Key Managerial Personnel and Register of Contracts with related party and relevant documents as required under the Companies Act, 2013 were available for inspection of members in an electronic mode.

NOTICE, DIRECTOR REPORT, AUDITORS' REPORT

With the consent of the members, the notice convening the meeting, Director report, Auditors' report were taken as read.

There were no qualifications in the Statutory Audit Report for the period ended 31st March 2023.

ORDINARY BUSINESS

1. ADOPTION OF THE AUDITED FINANCIAL STATEMENTS, DIRECTOR REPORT AND AUDITORS REPORT FOR THE PERIOD ENDED 31ST MARCH, 2023

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

“RESOLVED THAT the Audited Balance Sheet as on 31st March 2023 along with Schedules thereto, Profit and Loss Account for the period ended 31st March, 2023 along with Schedules thereto, Cash Flow Statement, Director Report and Auditors' Report thereon be and are hereby adopted.”

On being put to vote by show of hands the resolution was carried unanimously.

2. RETIREMENT BY ROTATION

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

“RESOLVED THAT Mr. Vishal Shah (DIN: 05349303) who retires by rotation and being eligible, offers himself for re-appointment as a Director be and is hereby re-appointed as Director.”

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

3. APPOINTMENT OF M/S. MSKC & ASSOCIATES AS STATUTORY AUDITORS

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

“RESOLVED THAT based on recommendation of Board, pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. MSKC & Associates, Chartered Accountants (Firm Registration No. 001595S), be and are hereby appointed as Statutory Auditor of the Company to hold office for a period of 5 years from the conclusion of the First Annual General Meeting till the conclusion of the Sixth Annual General Meeting of the Company at remuneration plus out of pocket expenses as may be decided by the Board of Directors of the Company;

RESOLVED FURTHER THAT Mr. Vishal Shah or Mrs. Rajat Shah, Directors of

the Company be and are hereby authorized to file such forms with Ministry of Corporate Affairs and to do all such acts, deeds, matters and things as may be required to give effect to the said resolution.”

On being put to vote by show of hands the resolution was carried unanimously.

4. VOTE OF THANKS

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