



GIAN LIFE CARE LIMITED

Regd Office:- 7/216 (6) Swaroop Nagar (Infront of L.L.R. Hospital), Kanpur, Uttar Pradesh-208002

CIN: L85100UP2018PLC110119

Mobile:8808051576

Website: www.gianpathlabs.com;

Email: gpxreport@gmail.com

NOTICE OF 3rd ANNUAL GENERAL MEETING

Dear Members

NOTICE is hereby given that **3rd Annual General Meeting ("AGM")** of the Members of the Company will be held on: **Day - Thursday, Date- September 30, 2021, and Time - 02.30 P.M.** at the registered office of the Company at 7/216, (6), Swaroop Nagar, Kanpur-208002, Uttar Pradesh to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt standalone audited financial statements of the Company for the financial year ended March 31st, 2021 together with the Report of the Board of Directors and Report of the Auditors thereon.
2. To appoint a Director in place of Ms. Rashika Agarwal (DIN: 08275078) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.

For and on behalf of the Board

Date: September 03, 2021

Place: Kanpur

**Sd/-
(Arun Kumar Gupta)**

Managing Director
DIN:- 01331593

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. If a Proxy is appointed for more than fifty Members, the Proxy shall choose any fifty Members and confirm the same to the Company not later than 48 (forty eight) hours before the

commencement of the meeting. In case, the Proxy fails to do so, the first fifty proxies received by the Company shall be considered as valid. The instrument of Proxy, in order to be effective, should be deposited, either in person or through post, at the Registered Office of the Company, duly completed and signed, not later than 48 (forty eight) hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / letter of authority, as applicable.

2. Corporate Members intending to send their authorised representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 24th September, 2021 to Thursday, 30th September, 2021 (Both days inclusive).
4. Brief Profile under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and in terms of Secretarial Standards-2 issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment / re-appointment at the 3rd AGM forms part of this notice.
5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s). Members who have not registered their e-mail address with the Company can now register the same by submitting a duly filled-in 'E-communication Registration Form' available on the website of the Company. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company who have registered their e-mail address are also entitled to receive such communication in physical form, upon request.
6. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.
7. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 23rd September, 2021, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic

voting system from any place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9.00 a.m. on Monday, 27th September, 2021 and will end at 5.00 p.m. on Wednesday, 29th September, 2021. The Company has appointed Mr. Prakhar Pandey, Company Secretaries (ACS 31982 and CP No. 23619), to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

8. The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date.
9. Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their voting right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts maintained under Section 189 of the Act will be available at the venue for inspection.

Voting Process and other instructions regarding Remote e-voting:

Section A: Voting Process

The members should follow the following steps to cast their votes electronically:

Step 1 -Open your web browser during the voting period and log on to the e-voting Website: www.evotingindia.com

Step 2 -Click on “Shareholders” to cast your vote (s).

Step 3 - Please enter User ID –

- a. For account holders in CDSL: Your 16 digits beneficiary ID.
- b. For account holders in NSDL: Your 8 Character DP Id followed by 8 Digits Client ID.
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Step 4 - Enter the Image Verification as displayed and Click on “LOGIN”.

Step 5 - If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used. If you have forgotten the password, then enter the Used ID and the image verification code and click on “FORGOT PASSWRD” and enter the details as prompted by the system.

Step 6 - Follow the steps given below, if you are:

- a. Holding shares in physical form, or
- b. Holding shares in demat form and are a first time user,

- PAN Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
- Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN Field. Sequence number is printed at the bottom of the proxy form.
 - In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
- Dividend Bank Details Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
- OR** Date of Birth (DOB)
- If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in Step 3.

c. After entering these details appropriately, click on “SUBMIT” tab.

d. For Demat holding:

Members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For Physical holding:

Members holding shares in physical form will then directly reach the Company selection screen. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in the Notice.

Step 7 - Click on the EVSN of the Company to vote.

Step 8 - On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

Step 9 -Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

Step 10 After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- Step 11 Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

Section B: Other instructions regarding Remote e-voting

- a. The Remote e-voting period shall commence at 9.00 a.m. on Monday, 27th September, 2021 and will end at 5.00 p.m. on Wednesday, 29th September, 2021.
- b. During this period, Members of the Company, holding shares either in physical form or in dematerialization form, as on the cut-off date, may cast their votes electronically. The e-voting module shall be disabled for voting thereafter.
- c. Institutional Shareholders (i.e. members other than Individuals, HUF, NRI, etc.) are additionally requested to note and follow the instructions mentioned below, if they are first time user:
 - Non-Individual shareholders and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- d. Institutional Shareholders (i.e. members other than Individuals, HUF, NRI, etc.) are required to upload the following in PDF format in the system for the scrutinizer to verify the same:
 - Copy of the Board Resolution (where institution itself is voting)
 - Power of Attorney issued in favour of the custodian (if POA is not uploaded earlier) as well as Board Resolution of custodian.
- e. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e., 23rd September, 2021 may follow the same instructions as mentioned above for e-Voting.
- f. Members holding shares under multiple folios/ demat accounts shall choose the voting process separately for each of the folios/ demat accounts.’
- g. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Annexure to the Notice

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]

Brief Resume of the Director	Name of Director	Ms. Rashika Agarwal
	Date of Birth	05/03/1993
	Date of Appointment at Board Meeting	06/11/2018
	Brief Profile Ms. Rashika Agarwal aged 28 years, is a Non-Executive Director and was appointed on our Board on November 06, 2018. She holds a graduate degree. He possesses an experience and knowledge of 10 years in one or more fields of sales, marketing, administration, or other disciplines related to the company's business. As a Director she fulfils the criteria of good expertise and knowledge in the field of her work.	
Nature of her expertise in specific functional Areas	Administration	
Disclosure of relationship between directors inter-se	She is daughter of the Managing Director of the Company - Mr. Arun Kumar Gupta and Chief Financial Officer - Ms. Avani Gupta.	
Name of listed entities in which the person also hold directorship and the membership of Committees of the Board	NIL	
Chairperson/ Member of Committees of the Company	Member – Audit Committee Chairperson – Stakeholders Relationship Committee Member – Nomination and Remuneration Committee	
Shareholding of director	19,900 Equity Shares	

For and on behalf of the Board

Date: September 03, 2021

Place: Kanpur

**Sd/-
(Arun Kumar Gupta)**

Managing Director
DIN:- 01331593

Form No. 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]

CIN: L85100UP2018PLC110119
Name of the Company: Gian Life Care Limited
Registered office: 7/216 (6), Swaroop Nagar, Kanpur-02, Uttar Pradesh

Name of the Member(s):
Registered address:
E-mail Id:
Folio No/ Clint Id:

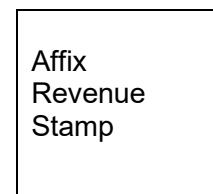
I/ We being the member of, holding.....shares, hereby appoint

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

2. Name:
Address:
E-mail Id:
Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on at the..... registered office of the Company at, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.
1
2
3
4
5

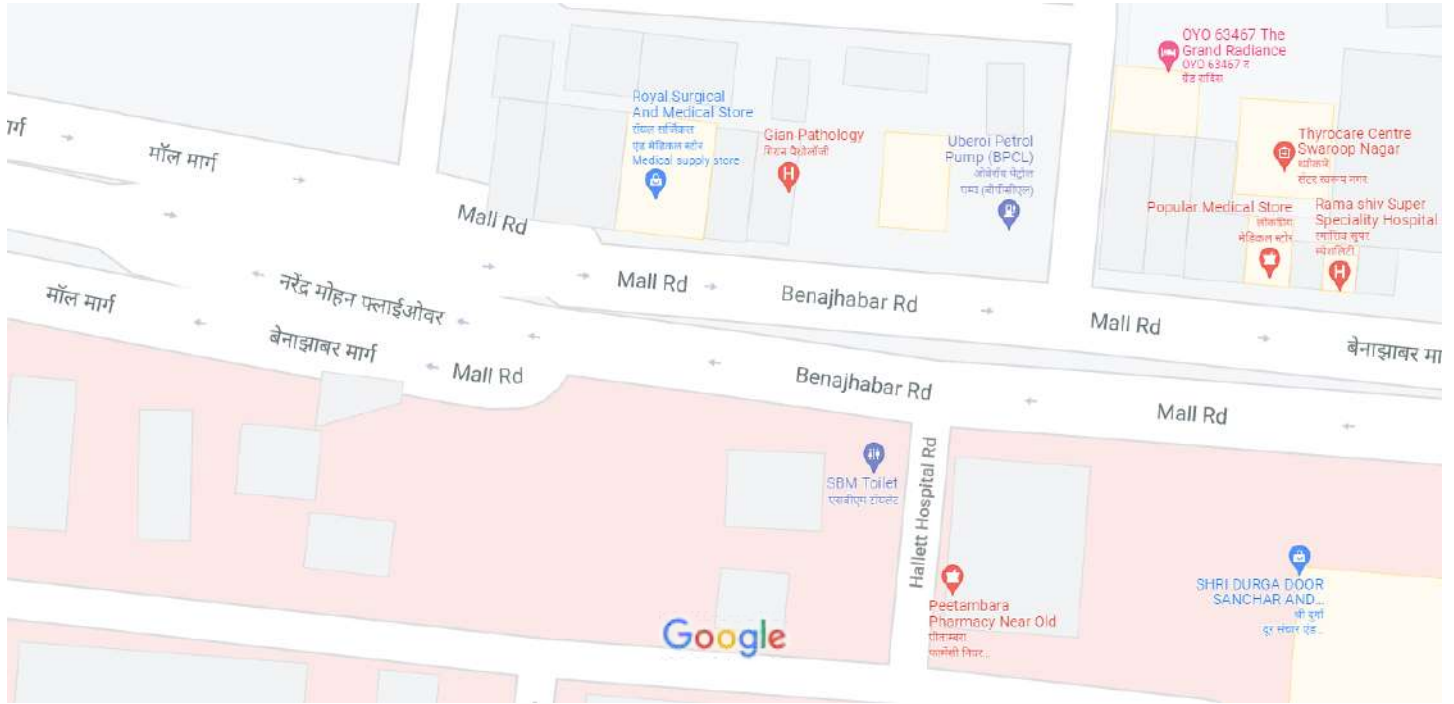


Signed this day of..... 2021

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.



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