

NOTICE

Shorter Notice is hereby given that the Extra-Ordinary General Meeting of Members of Libocare Medical Trade Private Limited will be held on Thursday the 16th Day of December 2021 at 2:30 P.M. IST/10:00 A.M. Austria through video conferencing to transact the following business:

SPECIAL BUSINESS:**ITEM NO. 1:****TO APPOINT M/S BRAHMAYYA & CO., CHARTERED ACCOUNTANTS, [FRN: 000511S] AS FIRST STATUTORY AUDITORS OF THE COMPANY**

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(6) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) the appointment of M/s Brahmayya & Co, Chartered Accountant, (FRN: 000511S) as First Statutory Auditor of the Company be and is hereby approved.

RESOLVED FURTHER THAT M/s Brahmayya & Co LLP, Chartered Accountants, shall hold office as Statutory Auditors of the Company from the conclusion of this Extra Ordinary General Meeting until the conclusion of First Annual General Meeting and that they shall conduct the Statutory Audit for the period ended on 31st March, 2022 on such remuneration as may be fixed by the Board of Directors in consultation with them.

RESOLVED FURTHER THAT the Board of Directors, be and are hereby severally authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies.”

**BY THE ORDER OF THE BOARD
FOR LIBOCARE MEDICAL TRADE PRIVATE LIMITED**



Garvit Aggarwal
Director
DIN: 08593294
R/O: House No. 1509, Ground Floor
Sector 21d Faridabad Haryana
India 121012

**Place: Faridabad
Date: 15.12.2021**

LiboCare Medical Trade Private Ltd
Regd Office: Shop No.5, DharamPali
Palace, Bhoja Market, Sector-27 Noida
Gautam Buddha Nagar Uttar Pradesh
201301 India
Email: office@libocare.com

Company Registration No.:
U51909UP2021PTC152609

NOTES:

- i. An Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 in respect of the item Nos. 1 of the special business is annexed hereto.
- ii. Due to outbreak of COVID-19, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 14/2020 dated 8th April, 2020, read with General Circular No. 17/2020 dated 13th April, 2020 read with General Circular No. 22/2020 dated 15th June, 2020, read with general circular No 33/2020 dated 28th September, 2020, read with General Circular No 39/2020 dated 31st December, 2020 and General Circular No. 10/2021 dated 23rd June, 2021 and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the EGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) upto 31st December, 2021.
- iii. As the EGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this EGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
- iv. All the documents referred to in the accompanying Notice shall be available for inspection through electronic mode, basis the request being sent on office@libocare.com
- v. The deemed venue for EGM shall be the Registered Office of the Company i.e Shop No.5, DharamPali Palace, Bhoja Market, Sector-27 Noida Gautam Buddha Nagar Uttar Pradesh 201301 India and the proceedings of the EGM shall be deemed to be made thereat.
- vi. The attendance of the Shareholders attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

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➤ **INSTRUCTIONS ON HOW TO ATTEND THE MEETING PARTICIPATE THE MEETING THROUGH VC/OAVM:**

- The members are requested to attend the meeting through link shared to them via e-mail.
- For convenience of the Members and proper conduct of EGM, Members can login and join 15 (fifteen) minutes before the time scheduled for the EGM and shall be kept open throughout the proceedings of EGM.
- Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- The designated email address of the Company is office@libocare.com
- Every participant shall identify himself/herself for the record before speaking on any item of business on the agenda
- Members are requested to login using their laptops / desktops / tablets with stable Wi-Fi or LAN connection for better experience. Members logging in from mobile devices or through laptops / desktops / tablets connecting via mobile hotspot or with low bandwidth, may experience audio / video loss due to fluctuation in their respective network.

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ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT****A STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****TO APPOINT M/S BRAHMAYYA & CO., CHARTERED ACCOUNTANTS, [FRN: 000511S] AS FIRST STATUTORY AUDITORS OF THE COMPANY**

In terms of Section 139 (6) of Companies Act, 2013, the first auditor of the Company is required to be appointed by the Board within 30 days from the date of incorporation and in the case of failure of the Board to appoint such auditor, the members of the company, who shall within ninety days at an extraordinary general meeting appoint such auditor and such auditor shall hold office till the conclusion of the first annual general meeting.

The Company has received proposals from various Audit firms for the purpose of appointment of the first Auditors of the Company. The Board has evaluated the said proposals and recommended to appoint M/s Brahmayya & Co., (Firm Registration No.- 000511S) as Statutory Auditor of the Company.

M/s Brahmayya & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed in terms of the provisions of Companies Act, 2013

Accordingly, Board recommends the Ordinary Resolution set out in accompanying notice for approval by members.

None of the Directors and Key Managerial Person of the Company and their relatives are treated as interested (financially or otherwise) in the proposed resolution.

**BY THE ORDER OF THE BOARD
FOR LIBOCARE MEDICAL TRADE PRIVATE LIMITED**



Garvit Aggarwal

Director

DIN: 08593294

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