

## NOTICE

**NOTICE** is hereby given that Extraordinary General Meeting of the Members of Medico Electrodes International Limited will be held on 30<sup>th</sup> June, 2020 at 142A/11 & 12, Noida Special Economic Zone, Noida, Uttar Pradesh, India- 201305 to transact the following business: -

### **Item No: 1 Special Resolution**

**To take over the existing business, w.e.f. 1st April, 2020 of M/s. MediElect Realty Private Limited, a Private Limited Company registered under Companies Act' 1956/2013 at fair value @118.88 per equity share aggregating of Rs.16,40,544.00 for takeover of 13,800 equity Shares and pass with or without modification(s), the following Resolution as a special Resolution.**

**RESOLVED THAT** the consent of the shareholders of the Company be and is hereby accorded to purchase and acquire 100% equity shares of M/s MediElect Realty Private Limited. i.e 13,800 equity shares of the company from Mr. Amit Mehra (13,700 equity Shares) & Mrs. Molly Mehra (100 equity Shares), (CIN No.U70100DL1997PTC091160) at fair value as on 31st March' 2020, a private limited company registered under companies Act' 1956/2013 having its registered office at 321A/3 1st Floor, Hari Nagar Ashram, New Delhi 110014.

**RESOLVED FURTHER THAT** total consideration of Rs.16,40,544.00 towards purchase of 13,800 equity shares of M/s MediElect Realty Private Limited from its two shareholders, and amount to be paid to from Mr. Amit Mehra Rs.16,28,656.00 for 13,700 equity shares @ 118.88 each share and Mrs. Molly Mehra Rs.11,888.00 for 100 equity share @118.88 each share.

### **Inspection of documents**

The documents pertaining to the special business are available for inspection at the registered office of the company between 10.30 am to 12.30 pm on any working day prior to the meeting and any person can inspect the documents.

**By order of the Board of Directors,**

Sd/-

**(Sandeep Ahuja)**  
**GM (F & A) and Company Secretary**

Place: - Noida

Date: - 08/06/2020

### **NOTES:**

- (1) Explanatory Statement pursuant to Section 102 of the companies Act, 2013 in respect to the special business stated above is annexed hereto.
- (2) A member entitled to attend and vote at the Extraordinary General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the company.
- (3) Members are requested to fill in and sign the attendance slip and hand it over at the entrance to the venue

- (4) Member are requested to notify any change in their address to the company at its Registered Office in respect of shares held in physical form, quoting their Folio number.
- (5) Notice of Extraordinary General Meeting will be sent to those shareholders/beneficial owners, whose name will appear in the register of members.
- (6) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

## **EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013**

The following statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

### **Explanatory Statement**

To diverting the business of the company, the board of directors has decided to purchase 100% shares of M/s MediElect Realty Private Limited. from Mr. Amit Mehra (13,700 Shares) & Mrs. Molly Mehra (100 Shares), the Chairman informed the Board that the Company intends to purchase 100% shares of M/s. MediElect Realty Private Limited (CIN No.U70100DL1997PTC091160) at fair value as on 31st March' 2020, a private limited company registered under the companies Act' 1956/2013 having its registered office at 321A/3 1st Floor, Hari Nagar Ashram, New Delhi 110014.

The total consideration of Rs.16,40,544.00 towards purchase of 13,800 equity shares of M/s MediElect Realty Private Limited from its two shareholders from Mr. Amit Mehra Rs.16,28,656.00 for 13,700 equity shares @ 118.88 each share and Mrs. Molly Mehra Rs.11,888.00 for 100 equity share @118.88 each share, a certificate taken from M/s. KMGS & Associates, Chartered Accountant, auditors of the company for fair value of shares as on 31/03/2020 of MediElect Realty Private Limited.

As indicated in the resolution, none of the Directors and the Key Managerial Personnel of the company including their relatives are concerned or interested in aforesaid resolutions except Mr. Amit Mehra, Chairman & Managing Director & Mrs. Molly Mehra, Director and their relatives. The proposed resolutions are in the interest of the company and your Directors commend resolution for your approval as special resolution.

**By order of the Board of Directors,**

Sd/-

**(Sandeep Ahuja)**  
**GM (F & A) & Company Secretary**

Place: - Noida

Date: - 08/06/2020