



**BE SWASTH HEALTHCARE LIMITED**

**CIN: L93000DL1985PLC021397**

**Date: 10.09.2024**

**To,**

**The Head - Listing & Compliance**

Metropolitan Stock Exchange of India Limited (MSEI)

Vibgyor Tower, 4th Floor,

Plot No. C-62, G - Block,

Opp. Trident Hotel

Bandra Kurla Complex

Mumbai-400098

**ISIN: INE288U01011**

**Subject: Proceedings of 38<sup>th</sup> Annual General Meeting (AGM)**

Dear Sir/Ma'am,

With respect to the above captioned subject, pursuant to Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith proceedings of the 38<sup>th</sup> Annual General Meeting of the company held on Tuesday, 10<sup>th</sup> September, 2024 at 1:00 PM.

Thanking you,

**For Be Swasth Healthcare Limited**

**Amit Kumar**

**(Company Secretary & Compliance Officer)**

**Encl: a/a**



**SUMMARY OF THE PROCEEDINGS OF THE 38<sup>th</sup> ANNUAL GENERAL MEETING (“AGM”) OF BE SWASTH HEALTHCARE LIMITED HELD ON TUESDAY, 10<sup>th</sup> SEPTEMBER, 2024 AT 1.00 P.M. AT MAHARAJA BANQUET AT A-1/20A, PASCHIM VIHAR (OPPOSITE METRO PILLAR NO. 256), MAIN ROHTAK ROAD, NEW DELHI 110063**

The 38<sup>th</sup> Annual General Meeting (**AGM**) of the members of **Be Swasth Healthcare Limited** (the Company”) was held on **Tuesday, 10<sup>th</sup> September, 2024 at 1:00 P.M.** at Maharaja Banquet at **A-1/20A, Paschim Vihar (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi 110063.**

The Company Secretary i.e. Mr. Amit Kumar introduced all the Directors, and the Secretarial Auditor attending the meeting.

The Chairperson & Directors greeted the members attending the AGM.

The Company Secretary further informed that due to some Health issues Mr. Ganesh Ray was unable to chair the meeting. Therefore, he requested to all the Directors to elect among themselves the Chairperson for this meeting.

Mr. Ganesh Ray, Independent Director proposed the name of Mrs. Sushma Jain to chair the meeting.

Mrs. Sushma Jain, Chairperson, chaired the meeting. The requisite quorum being present, the Chairperson called the meeting to order.

Thereafter, the Chairperson delivered the speech and informed the shareholders present that the notices convening the meeting, and Annual Accounts and Directors’ Report for the year 2023-2024 were taken as read. The Chairperson of the meeting informed the members that as per the provisions of section 145 of the Companies Act, 2013 and Secretarial Standard 2 issued by Institute of Companies Secretaries of India, the auditor’s report has to be read in case there is any qualification or adverse remark in the auditor’s report. As there is no qualification or adverse remarks in the Statutory auditor’s report of the Company, it was not required to be read, but we have three qualification in Secretarial Audit Report issued by the Secretarial Auditor of the Company, i.e.

1. Mr. Ganesh Ray and Mrs. Sushma Jain, independent directors in the company have not applied to the institute for inclusion of their name in the data bank and have not passed self-assessment test as conducted by the Indian Institute of Corporate Affairs (IICA) during the year ended March 31, 2024. Hence they stand ineligible to be appointed as such in the office of independent directors in the Company. It is a violation of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013 and rules made there under.
2. Company has not maintained structured digital database for the quarter ended June 30, 2023. It is a non-compliance of Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015.



3. Mr. Karan Jindal, Company Secretary and the compliance officer of the company has resigned from the post of the Company Secretary and compliance officer w.e.f. 26/12/2023 but no Company Secretary and Compliance Officer has been appointed during the audit period. It is a non-compliance of Regulation 6 of SEBI (LODR), Regulations 2015.

Thereafter the Board of Directors present their views and clarification on the above qualification and assured that this will be complied soon.

Further, The Chairperson informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility to the Members entitled to cast their votes on all resolutions. Remote e-voting facility commenced at 09.00 A.M. (IST) on 7<sup>th</sup> September 2024 and ended at 5.00 P.M. (IST) on 9<sup>th</sup> September 2024.

The Chairperson requested the members who had not yet cast their votes or were otherwise not barred from exercising their voting rights to cast their votes on the abovementioned resolutions through Polling papers.

Mr. Apoorv Srivastava, Practicing Company Secretary, (having Membership No: 12734 and Certificate of Practice Number: 21063) has been appointed as the Scrutinizer by the Board for the purpose of scrutinizing the process of remote e-voting held prior and voting through poll.

The Chairperson explained the objective and implications of each resolution and requested the Members to ask questions or seek clarifications or express their views on the agenda items. Thereafter put the resolutions to vote at the meeting.

The following items of business as set out in the Notice convening 38<sup>th</sup> Annual General Meeting (AGM) were transacted as follows :

### **ORDINARY BUSINESS: -**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 along with the reports of Independent Auditors and Directors thereon. **(Ordinary Resolution).**
2. To consider the re-appointment of Mrs. Nirmal Jain (DIN: 00036929), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment. **(Ordinary Resolution).**

The Chairperson further informed that results of remote e voting would be declared within two working days from the conclusion of this meeting i.e. on or before September 12, 2024. The voting



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result will be submitted to the stock exchanges and also will be uploaded on the website of the company.

Mrs. Sushma Jain, Chairperson granted vote of thanks to shareholder and requested Mr. Amit Kumar, Company Secretary to conclude the meeting.

The meeting concluded at 1:30 P.M.

**For and on Behalf of  
Be Swasth Healthcare Limited**

**Amit Kumar  
(Company Secretary & Compliance Officer)**