

Date: September 30, 2024

To,  
**BSE Ltd.**  
P.J. Towers,  
Dalal Street,  
Mumbai-400001

**Scrip Code: 524444**

**Sub:-** Submission of Extra Ordinary General Meeting Notice

Dear Sir,

With reference to the above captioned subject, we would like to inform you that Company's Extra-ordinary General Meeting (EGM) will be held on Wednesday, October 23, 2024 at the Registered Office of the Company at 11.00 A.M. and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of Notice of Extra Ordinary General Meeting ("Notice") duly sent to the members.

Kindly take the same on your records and oblige.

Thanking You,

Yours faithfully,

**For Evexia Lifecare Limited**

JAYESHKUMAR  
RAICHANDBHAI  
THAKKAR

Digitally signed by  
JAYESHKUMAR RAICHANDBHAI  
THAKKAR  
Date: 2024.09.30 18:34:48 +05'30'

**JAYESHBHAI R. THAKKAR**  
**MANAGING DIRECTOR**  
**DIN: 01631093**

**EVEXIA LIFECARE LIMITED**  
**(CIN: L23100GJ1990PLC014692)**

**Registered Office:** Village - Tundav, Ta. Savli, Vadodara – 391 775, Gujarat

E-mail: [info@evexialifecare.com](mailto:info@evexialifecare.com)

Website: [www.evexialifecare.com](http://www.evexialifecare.com) Tel No.: 0265-2362200 / 0265-2361100

**NOTICE**

**NOTICE** is hereby given that Extra Ordinary General Meeting of the Members of Evexia Lifecare Limited will be held on Wednesday, the October 23, 2024 at 11.00 a.m. at the registered office of the Company to transact the following business, to transact the following business:

**SPECIAL BUSINESS**

**ITEM NO-1 TO ISSUE FULLY CONVERTIBLE SHARE WARRANTS ON PREFERENTIAL BASIS:**

To consider and if thought fit to pass, with or without modification, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of sections 23, 42, 62(1)(c), and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ('Takeover Regulations'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the policies, rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India or any other competent authority, as may be necessary, including the Securities and Exchange Board of India ("SEBI"), BSE Limited ("BSE") where the equity shares of the Company are listed ("Stock Exchange") and subject to the necessary approval(s), consent(s), permissions(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s) and/or sanction(s) and which may be agreed to by the Board of Director of the Company ('the Board') (which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the company be and is hereby accorded to create, issue, offer and allot, from time to time in one or more tranches, up to 24,00,00,000 Convertible Warrants ('Warrants') of face value of Re. 1/- each on a preferential basis, for cash, at an issue price of Rs. 3.60/- (Three rupees and sixty paise only) [including premium of Rs. 2.60 /- each (Two Rupees and sixty paise Only)] per Warrant ('Warrant Issue Price') as determined in accordance with the provisions of Regulation 166A read with Regulation 164 of Chapter V of the SEBI (ICDR) Regulation, 2018 ("Equity Share Issue Price") aggregating to an amount not exceeding Rs.86,40,00,000 /- (Rupees Eighty Six crores and Forty Lakhs Only) to the Promoter group of the Company (hereinafter referred to as the "Proposed Allottees/Warrant

holder”) as mentioned in the list below and as more particularly mentioned in the explanatory statement setting out material facts on preferential basis (Preferential Allotment), entitling the warrant holders to exercise option to convert and get allotted 1 (One) equity share of face value of Re. 1/- (Rupee one only) each of the Company (‘Equity Shares’) for each Warrant, within a period of 18 (Eighteen) months from the date of allotment of the Warrants, and in such form and manner and in accordance with the provisions of ICDR Regulations and Takeover Regulations or other applicable laws and on such terms and conditions as the Board may, in its absolute discretion think fit and without requiring any further approval or consent from the Members:

Sr.No.	Name of the Proposed Allottees	Category	No. of Convertible Warrants to be allotted
1	Raghuvir International Pvt Ltd	Promoter Group	12,00,00,000
2	Shree Saibaba Exim Pvt Ltd	Promoter Group	12,00,00,000

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of ICDR Regulations including Regulation 161, the “Relevant Date” for determining the Floor Price of Warrants shall be Monday, September 23, 2024 being the date 30 days prior to the date of the Extra ordinary general meeting of the shareholders of the Company scheduled to be held on Wednesday, October 23, 2024.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the issue of the Warrants shall be subject to the following terms and conditions apart from the other terms and conditions as prescribed under applicable laws:

- Each Warrant is convertible into One (1) Equity Share and the conversion can be exercised by warrant holder(s), at any time during the period of Eighteen (18) months from the date of allotment of Convertible Warrants, in one or more tranches, as the case may be and on such other terms and conditions as applicable;
- In accordance with the provisions of Chapter V of ICDR Regulations, Convertible Warrant subscription price equivalent to 25% of the issue price will be payable at the time of subscription and allotment of Convertible Warrants, which would be adjusted by the Company and appropriated against the issue price of the resultant Equity Shares. The balance 75% of the Warrant issue price shall be payable by the warrant holder(s) at the time of exercising conversion of Convertible Warrants;
- The respective Warrant holder shall make payment of Warrant price from their own bank account into to the designated bank account of the Company;
- The Warrants shall be exercised in a manner that shall be in compliance with the minimum public shareholding norms prescribed for the Company under the Listing Regulations and the Securities Contract (Regulation) Rules, 1957;

- e. The Warrants themselves until converted into Equity Shares, does not give to the Warrant Holder any rights (including any dividend or voting rights) in the Company in respect of such Warrants;
- f. The Equity Shares to be so allotted upon the exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respect including dividend, with the existing Equity Shares of the Company;
- g. The Company shall re-compute the price of the Warrants/ Equity Shares issued upon exercise of the Warrants in terms of the ICDR Regulations, where it is required to do so and the differential price, if any, shall be required to be paid by such Warrant Holders to the Company in accordance with the provisions of the ICDR Regulations;
- h. The said Warrants by themselves until exercise of conversion option and Equity Shares allotted, does not give to the Warrant holder any rights with respect to that of the Shareholders of the Company;
- i. The allotment of Warrants pursuant to this resolution shall be completed within a period of 15 (fifteen) days from the passing of special resolution by the Members, provided that, where the allotment pursuant to aforesaid resolution is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of last of such approval(s);
- j. The allotment of the Equity Shares pursuant to exercise of Warrants shall be completed within a period of 15 (Fifteen) days from the date of such exercise by the allottee; and warrants so allotted shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under;
- k. In the event that, a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the amount paid by the Warrant holders on such Warrants shall stand forfeited by Company;
- l. The Convertible Warrants and the Equity Shares being allotted pursuant to exercise of such Convertible Warrants shall be subject to a lock-in for such period as specified under applicable provisions of SEBI (ICDR) Regulations.
- m. The Company shall procure the listing and trading approvals for the resulting Equity Shares to be issued and allotted to the Warrant Holders upon exercise of the Warrants from the relevant Stock Exchanges in accordance with the ICDR Regulations and the Listing Regulations.

**RESOLVED FURTHER THAT** any of the Director of the board or the Company Secretary of the Company be and are hereby severally authorized to issue the said Warrants of the Company as may be required to be issued and allotted upon exercise of the Warrants held by the Warrant holders.

**RESOLVED FURTHER THAT** any of the Director of the board or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required in connection with the aforesaid resolution, including issue of offer letter, making necessary filings with Stock Exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental / regulatory authorities to give effect to the aforesaid resolution;

**RESOLVED FURTHER THAT** any of the Director of the board or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot the said Warrants and Equity Shares upon exercise of the Warrants, to issue clarifications on the issue and allotment of Warrants and thereafter allotment of Equity Shares further to exercise of the Warrants, effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Warrants including deciding the size and timing of any tranche of the Warrants), entering into contracts, arrangements, agreements, memoranda, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants), including making application to Stock Exchanges for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Proposed Allottees, and to delegate all or any of the powers conferred by the aforesaid resolutions on it to any committee of directors or any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard;

**RESOLVED FURTHER THAT** the Board Directors be and is hereby authorized to make an offer to the proposed allottees through private placement offer cum application letter (In the format of 'Form PAS-4') immediately after passing of this resolution with a stipulation that allotment would be made only upon receipt of in-principle approval from the stock exchanges.

**RESOLVED FURTHER THAT** a copy of the aforesaid resolution certified to be true by anyone of the Directors of the Company or the Company Secretary of the Company be furnished to the appropriate authorities with a request to act thereon."

**Registered Office:**  
**TundavAnjesar Road, Village**  
**Tundav, Savli, Vadodara,**  
**Gujarat, 391775**

By Order of the Board of Directors,  
For, **Evexia Lifecare Limited**

Place: Vadodara  
Date: 20/09/2024

Sd/-  
Jayesh Raichandbhai Thakkar  
Chairperson  
DIN: 01631093

**NOTES:**

1. The Ministry of Corporate Affairs (MCA) by Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2021 dated January, 13, 2021 and Circular No. 21/2021 dated December 14, 2021 , 02/2022 dated May 5, 2022, 10/2022 dated December 28, 2022 and the latest being 09/2023 dated September 25, 2023 ("MCA Circulars") read with Securities Exchange Board of India Circular Nos. SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022 and SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/ CFD- PoD-2/P/CIR/2023/167 dated October 7, 2023 had permitted sending of the Notice only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories Accordingly, in compliance with applicable provisions of the Companies Act, 2013 and the said Circulars the:
  - a. Notice of the EGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories.
  - b. The EGM of the Members will be held at the registered office of the company.
2. The notice of EGM is being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice will also be available on the Company's website <https://www.evexialifecare.com/>, website of stock exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com).
3. The Explanatory Statement pursuant to Section 102(1) of the Act with respect to the Ordinary/Special Business to be transacted at the meeting set out in the Notice is annexed hereto.
4. IN TERMS OF SECTION 105 OF THE COMPANIES ACT, 2013 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF, SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten (10) per cent of the total share capital of the Company. In case proxies proposed to be appointed by a Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder.
5. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed, and signed and stamped, not less than 48 hours before the commencement of the meeting. A Proxy Form is sent herewith. Proxies submitted on behalf of the

companies, societies etc. must be supported by an appropriate resolution/authority, as applicable.

6. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
7. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc with the Depository through their Depository Participant(s).
9. Members are informed that in case of joint holders attending the Meeting, only such joint holder whose name stands first in the Register of Members of the Applicant Company/ list of Beneficial Owners as received from National Securities Depository Limited ("NSDL") /Central Depository Services (India) Limited ("CDSL") (collectively referred to as "Depositories") in respect of such joint holding will be entitled to vote.
10. In accordance with MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") as the authorised e-Voting agency for facilitating voting through electronic means. The facility of casting votes by members using remote e-voting will be provided by NSDL. The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.
11. The members who did not exercise their vote by E-Voting shall have an option to cast their vote on poll that will be conducted at the EGM Venue. Further there shall not be any voting through Show of Hands.
12. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of October 05, 2024. Members shall have one vote for every one fully paid share of the Company held by them as on the cut-off date. Members can vote for their entire voting rights as per their discretion.



13. Participation of members will be reckoned for the purpose of quorum for the EGM as per section 103 of the Act.
14. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **atleast 7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [info@evexialifecare.com](mailto:info@evexialifecare.com). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [info@evexialifecare.com](mailto:info@evexialifecare.com). These queries will be replied to by the company suitably by email.
15. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
16. The Company has appointed Mr. Brajesh Gupta & Co., Indore, Practising Company Secretary (Membership No. ACS: 33070; CP No: 21306), to act as the Scrutinizer for conducting the remote e-voting process for the EGM, in a fair and transparent manner.
17. The declared Results, along with the Scrutinizer's Report will be submitted with the Stock Exchanges where the Company's equity shares are listed (i.e. BSE Limited) and shall also be displayed on the Company's website i.e. <https://evexialifecare.com/> and on the website of BSE Limited i.e. [www.bseindia.com](http://www.bseindia.com)

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

**The remote e-voting period begins on Sunday, October 20, 2024 at 09:00 A.M. and ends on Tuesday, October 22, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. October 16, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.**

#### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**





A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

		<p><b>NSDL Mobile App is available on</b></p> <p>  App Store            Google Play         </p> <div>   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>	

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e.</b>	<b>Your User ID is:</b>
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Demat (NSDL or CDSL) or Physical	
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

c) If you are still unable to get the password by aforesaid two options, you can

<p>send a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.</p> <p>d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</p>
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system. How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

<ol style="list-style-type: none"> <li>1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.</li> <li>2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting.</li> <li>3. Now you are ready for e-Voting as the Voting page opens.</li> <li>4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.</li> <li>5. Upon confirmation, the message "Vote cast successfully" will be displayed.</li> <li>6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.</li> <li>7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.</li> </ol>
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**General Guidelines for shareholders**

<ol style="list-style-type: none"> <li>1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to <a href="mailto:brajesh.cs19@gmail.com">brajesh.cs19@gmail.com</a> with a copy marked to <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.</li> <li>2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "<a href="#">Forgot User Details/Password?</a>" or "<a href="#">Physical User Reset Password?</a>" option available on <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a> to reset the password.</li> <li>3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a> or call on.: 022 - 4886 7000 or send a request to Ms. Prajakta Pawle at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a></li> </ol>
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**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [info@evexialifecare.com](mailto:info@evexialifecare.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [info@evexialifecare.com](mailto:info@evexialifecare.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM. The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The members who did not exercise their vote by E-Voting shall have an option to cast their vote on poll that will be conducted at the AGM Venue. Further there shall not be any voting through Show of Hands.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [info@evexialifecare.com](mailto:info@evexialifecare.com) The same will be replied by the company suitably.

**Registered Office:**  
**TundavAnjesar Road, Village**  
**Tundav, Savli, Vadodara,**  
**Gujarat, 391775**

By Order of the Board of Directors,  
For, **Evexia Lifecare Limited**

Place: Vadodara  
Date: 20/09/2024

Sd/-  
Jayesh Raichandbhai Thakkar  
Chairperson  
DIN: 01631093



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**ITEM NO. 1**

The Board of the Directors of the Company at its meeting held on September 20, 2024 has given their consent subject to approval of shareholders of the Company by way of Special Resolution to the issue and allotment Up to 24,00,00,000 Convertible Warrants ('Warrants') of face value of Re. 1/- each on a preferential basis, for cash, at an issue price of Rs.3.60/- (Three Rupees and sixty paise only) [including premium of Rs. 2.60/- each (Two Rupees and sixty paise Only)] per Warrant ('Warrant Issue Price') aggregating to an amount not exceeding Rs.86,40,00,000 /- (Rupees Eighty-Six Crore and Forty Lakhs Only) to the Promoter Group.

This proposal is subject to the approval of the shareholders through a special resolution and in accordance with the requirements contained in the SEBI (ICDR) Regulations 2018, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (as amended), and other applicable provisions, if any and Sections 42 and 62(1)(c) of the Companies Act, 2013, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable legislations..

The information as required under SEBI (ICDR) Regulations and the provisions of the Companies Act, 2013 read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are given below:

**1. Objects of the Preferential Issue:**

The Company intends to utilize the proceeds raised through the proposed Preferential Issue 24,00,00,000 Convertible Warrants ("Issue Proceeds") towards following objects:

<b>Sr. No.</b>	<b>Particulars (Object of the Issue)</b>	<b>Total estimated amount to be utilised for each of the Objects* (Rs. In crore)</b>	<b>Tentative timelines for utilization of Issue Proceeds from the date of receipt of funds</b>
1	Capital Expansion requirement	25.00 Crores	Within 12 months from receipt of the Issue Proceeds (as set out herein)
2	Working capital requirement	41.40 Crores	
3	General Corporate Purpose	20.00 Crores	
	<b>Total</b>	<b>86.40 Crores</b>	

**2. Kinds of securities offered and the price at which security is being offered/  
Maximum number of specified securities to be issued including date of Board  
Resolution:**

The board in its meeting held on Friday, September 20, 2024 has given their consent and passed a resolution, subject the approval of shareholders, to offer, issue and allot up to Up to 24,00,00,000 Convertible Warrants ('Warrants') of face value of Re. 1/- each on a preferential basis, for cash, at an issue price of Rs. 3.60/- (Three Rupees and Sixty Paisa only) [including premium of Rs. 2.60 /- each (Two Rupees and sixty Paisa Only)] per Warrant ('Warrant Issue Price') aggregating to an amount not exceeding Rs.86,40,00,000 /- (Rupees Eighty six crore and Forty lakhs Only) to the Promoter Group of the Company, such price being not less than the floor price as on the relevant date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

**3. Pricing of preferential issue/ Basis or justification for the price:**

The pricing of the equity shares to be allotted on conversion of warrants on preferential basis shall not be lower than the price determined in accordance with Chapter V of SEBI (ICDR) Regulations 2018 and applicable law. The issue of equity shares arising out of exercise of warrants issued on preferential basis shall be made at a price not less than higher of the following or as per the law prevailing at the time of allotment of warrants:

- i. 90 trading days volume weighted average price (VWAP) of the scrip preceding the relevant date i.e. Rs. 2.99/- (Rupees Two and Ninety Nine paisa only) per equity share; or
- ii. 10 trading days volume weighted average price (VWAP) of the scrip preceding the relevant date i.e. Rs. 3.57/- (Rupees Three and Fifty Seven paisa only) per equity share.

Hence, as per SEBI (ICDR) Regulations, 2018, the price per equity share comes to Rs. 3.57/- which is being rounded off to Rs. 3.60/-.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for particular method for determination of price in case of preferential issue.

**Report of independent registered valuer:**

The Company has proposed preferential issue to certain allottees, which may result in allotment of more than five (5) percent of the post issue fully diluted share capital of the Issuer to allottees and accordingly the Company has obtained the Valuation Report from Independent Valuer i.e. RV Barkha Deshmukh, IBBI Registered Valuer for price to be determined in accordance with the Chapter V of SEBI (ICDR) Regulations 2018 as on Relevant date i.e. September 23, 2024 and also in accordance with Regulation 166A(1) of the ICDR Regulations. In terms of Regulation 164, the Registered Independent Valuer fixed the value of Rs. 3.57 /- (Rupees Three and Fifty Seven paisa Only) per equity share.

Accordingly, the floor price in terms of SEBI (ICDR) Regulations is Rs. 3.60/- (Rupees Three and Fifty Seven paise Only) per Equity Share including share premium of Rs. 2.60/- per share which is not lower than the floor price determined in compliance with applicable provisions of SEBI (ICDR) Regulations.

The Valuation Report received from Independent Valuer i.e. RV Barkha Deshmukh, IBBI Registered Valuer (Registration no. IBBI/RV/03/2022/14974) having office at L-02, 806, Malkans Society, Jijamata Chowk, Sector-10, Ghansoli- 400 701, Navi Mumbai in terms of Regulation 166A of the SEBI (ICDR) Regulations is also available/disseminated on the website of the Company at <https://evexialifecare.com/preferential-issues.html>

**4. Undertaking as to re-computation of price and lock-in of specified securities:**

The Company shall re-compute the price of the Equity Shares, in terms of the provision of Regulation 166 of the ICDR Regulations or any other applicable laws, where it is required to do so. The Company further undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Equity Shares shall continue to be locked- in till the time such amount is paid by the Equity Share Holder.

**5. Amount which the company intends to raise by way of such securities:**

The Company intends to issue upto 24,00,00,000 Convertible Warrants and assuming full subscription and conversion of warrants into equity shares to amount to be raised upto Rs. 86,40,00,000/-.

**6. The intention of the Promoters, Directors or Key Managerial Personnel to subscribe to the Offer:**

M/s. Shree Saibaba Exim Pvt. Ltd. and M/s. Raghuvir International Pvt. Ltd. Promoter group of the Company have shown their interest to subscribe Convertible Warrants proposed to be issued by the Company as more particularly set out in the explanatory statement setting out the material facts. None of the other Promoter & Promoter Group, Directors, or Key Managerial Personnel of the Company except as mentioned herein, intend to subscribe to any of the Equity Shares and Convertible Warrants proposed to be issued under the Preferential Issue.

**7. Relevant date with reference to which the price has been arrived at:**

The 'Relevant Date' determined in accordance with the provisions of Regulation 161 of ICDR Regulations is Monday, September 23, 2024, being 30 days prior to the date of the Extra-ordinary General Meeting to be convened to obtain the approval of the Members.

**8. The class or classes of persons to whom the allotment is proposed to be made:**  
**The following is the list of Proposed Allotees of Convertible warrants:**

Sr · No	Name of the Proposed Allottee	Class (PG/NP )	Pre-Issue Shareholding		No of warrants to be issued	Post Issue Shareholding#	
			No. of Shares	% of Share holdi ng		No. of Shares	% of Share holdi ng
1	Shree Saibaba Exim Pvt Ltd	Promoter Group	64,624	0.01	12,00,00, 000	12,00,64,	8.85

						624	
2	Raghuvir International Pvt Ltd	Promoter Group	2,90,46,394	2.60	12,00,00,000	14,90,46,394	10.98

#Assuming full subscription of Equity shares and fully conversion of convertible warrants.

#### 9. Shareholding Pattern before and after the proposed Preferential Issue:

Category	Pre Preferential Issue		Post Preferential Issue (Assuming full subscription of fully conversion of 24,00,00,000 warrants into Equity Shares)	
	No of shares	% of shareholding	No of shares	% of shareholding
Indian				
Individual/HUF	3,64,53,400	3.26	36,4,53,400	2.69
HUF	-	-	-	-
Central Government /State Government	-	-	-	-
Bodies Corporate	2,91,11,018	2.61	26,91,11,018	19.83
Relatives	-	-	-	-
Sub Total	-	-	-	-
Foreign Promoters	-	-	-	-
<b>Sub Total (A)</b>	<b>6,55,64,418</b>	<b>5.87</b>	<b>30,55,64,418</b>	<b>22.51</b>
<b>Non- Promoter Holding</b>				
Institutional Investors	1,55,66,650	1.39	1,55,66,650	1.15
Non-Institutions	-	-	-	-
Private Corporate Bodies/ Limited Liability Partnerships	-	-	-	-
Directors and Relatives	-	-	-	-
Indian Public	60,45,47,215	54.10	60,45,47,215	44.54
NRI	1,02,47,966	0.92	1,02,47,966	0.75

Foreign National				
Foreign Companies	38,68,95,460	34.62	38,68,95,460	28.50
Body Corporate	1,21,00,444	1.08	1,21,00,444	0.89
Others (Firm, HUF Including NRIs)	2,24,97,422	2.01	2,24,97,422	1.66
<b>Sub Total (B)</b>	<b>1,05,18,55,157</b>	<b>94.13</b>	<b>1,05,18,55,157</b>	<b>77.49</b>
<b>GRAND TOTAL</b>	<b>1,11,74,19,575</b>	<b>100.00</b>	<b>1,35,74,19,575</b>	<b>100.00</b>

**\*It is assumed that the proposed allottee will subscribe to the entire quantity of the new shares proposed to be offered under preferential allotment.  
(The above pre-issue shareholding pattern is based on the shareholding as on 26<sup>th</sup> July, 2024)**

**10. Time frame within which the preferential issue shall be completed:**

The Convertible Warrants shall be allotted within 15 days after receiving in-principle approval letter from stock exchanges OR October 23, 2024, the date on which this resolution is deemed to have been passed in the general meeting of the members of the Company, whichever is later, provided that where the allotment of Equity Shares is subject to receipts of any approval or permission from any regulatory or Government of India, the allotment shall be completed.

**11. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/ or who ultimately control the prop**

**12. osed allottees, the percentage of post preferential issue capital that may be held by them:**

Sr. No.	Name of the proposed allottees	Identity of ultimate beneficial owners	Pre-Issue		No. of Warrants to be issued and allotted	Post Preferential Issue (Assuming full subscription of 24,00,00,000 warrants into Equity Shares)	
			No of shares	%		No of shares	%
1	Shree Saibaba Exim Pvt Ltd	Artiben Jayeshbhai Thakkar	64,624	<b>0.01</b>	12,00,00,000	120,064,624	8.85
2	Raghuvir International Pvt Ltd	Jayeshbhai Raichand Bhai Thakkar	29,046,394	<b>2.60</b>	12,00,00,000	149,046,394	10.98

**13. The Current and Proposed status of the allottees post the preferential issue namely, promoter or non- promoter:**

Sr. no.	Names of the Investors/ proposed Allottees	Current status of the allottees namely promoter or non-promoter	Proposed Status of the Proposed Allottee post the preferential issue
1.	Raghuvir International Pvt Ltd	Promoter Group	Promoter Group
2.	Shree Saibaba Exim Pvt Ltd	Promoter Group	Promoter Group

**14.Change in control consequent to the preferential issue:**

The existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment.

**15.Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:**

No allotment(s) has been made on a preferential basis from the beginning of the year to the date of issue of this notice

**16.The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:**

Not applicable as this issue is not for consideration other than cash.

**17.Undertaking:**

The Company hereby undertakes that:

- It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required.
- If the amount payable, if any, on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations the above shares shall continue to be locked-in till the time such amount is paid by the allottees.
- The entire pre-preferential shares in the Company held by the proposed allottees are locked in on or before relevant date;
- None of the propose allottees belonging to the Promoter Group has/have sold/transferred any equity shares of the Company during the 90 trading days preceding the relevant date;
- No person belonging to the promoters / promoter group has previously subscribed to any equity shares/warrants of the Company but failed to exercise them; and
- Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.

**18.Certificate from Practising Company Secretary:**

Mr. Brajesh Gupta proprietor of M/s. Brajesh Gupta & Co, Company Secretaries, Indore, the Practising Company Secretary has certified that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2018. A copy of the certificate is kept for inspection at the Registered Office of the Company during the business hours and also available on the website of the Company at <https://evexialifecare.com/preferential-issues.html>

**19.Lock-in Period:**

The securities allotted to Proposed Allottees shall be locked in as per Regulation 167 and other applicable provisions of SEBI (ICDR) Regulations, 2018.

**20.Terms of payment:**

The entire consideration against the allotment of the Equity shares & Convertible Warrants shall be received by the Company from the allottees before the said allotment. In case allottee pays consideration in less than the amount as agreed, the company shall issues shares on proportionate basis.

**21.Disclosures specified in Schedule VI of SEBI (ICDR) Regulations, 2018, if the issuer or any of the promoters or directors is a wilful defaulter or a fraudulent borrower:**

The Company and none of its Directors or Promoters have been declared as a wilful defaulter or a fraudulent borrower as defined under SEBI (ICDR) Regulations, 2018. None of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations, 2018.

**22. Other Disclosures:**

- (a) The Company is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
- (b) Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.
- (c) The proposed allottees have not sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- (d) An amount equivalent to 100% (Hundred Percent) of the consideration shall be paid by the proposed allottees on or before the date of allotment of equity shares.
- (e) Upon receipt of the payment as above, the Board shall allot 1 (One) equity share by appropriating Re. 1/- towards equity share capital and the balance amount paid against each Share towards the securities premium.
- (f) The Allottee shall also be entitled to any future issue of bonus / rights, if any, in the same proportion and manner as any other shareholders of the Company for the time being and the Company shall reserve proportion of such entitlement for the Allottee.
- (h) The equity shares to be issued and allotted by the Company shall be in dematerialised form and subject to the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing equity shares of the Company and be listed on stock exchanges where the equity shares of the Company are listed.



The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members. The Board recommends the resolution as set out in Item No.1 of this notice for the approval of members as a Special Resolution.

None of the Directors except Mr. Jayeshbhai Raichandbhai Thakkar and Artiben Jayeshbhai Thakkar or Key Managerial Personnel of the Company/ their relatives are in, anyway, concerned or interested, in the above resolution.

**Registered Office:**  
**TundavAnjesar Road, Village**  
**Tundav, Savli, Vadodara,**  
**Gujarat, 391775**

Place: Vadodara  
Date: 20/09/2024

By Order of the Board of Directors,  
For, **Evexia Lifecare Limited**

Sd/-  
Jayesh Raichandbhai Thakkar  
Chairperson  
DIN: 01631093

**\*ATTENDANCE SLIP\***

**EVEXIA LIFECARE LIMITED**  
**(CIN: L23100GJ1990PLC014692)**

**Registered Office:** Village - Tundav, Ta. Savli, Vadodara – 391 775, Gujarat

E-mail: [info@evexialifecare.com](mailto:info@evexialifecare.com)

Website: [www.evexialifecare.com](http://www.evexialifecare.com) Tel No.: 0265-2362200 / 0265-2361100

**DPID/ CLIENT ID:** \_\_\_\_\_

**Registered Folio No.:** \_\_\_\_\_

**No of Shares:** \_\_\_\_\_

**Name(s) and address of the Shareholders/Proxy in Full:**

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**I hereby certify that I am a Shareholder/ Proxy of the Shareholder of the Company. I/We hereby accord my/our presence at the Extra Ordinary General Meeting of the Company being held on 23.10.2024 at 11:00 A.M. at the Registered Office of the Company at Village - Tundav, Ta. Savli, Vadodara – 391 775, Gujarat.**

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**Signature of Shareholder/ Proxy**

**NOTE: Please fill in the Attendance Slip and hand it over at the entrance of the Hall.**

**EVEXIA LIFECARE LIMITED**  
**(CIN: L23100GJ1990PLC014692)**

**Registered Office:** Village - Tundav, Ta. Savli, Vadodara – 391 775, Gujarat

E-mail: [info@evexialifecare.com](mailto:info@evexialifecare.com)

Website: [www.evexialifecare.com](http://www.evexialifecare.com) Tel No.: 0265-2362200 / 0265-2361100

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**FORM 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:	L32201GJ1983PLC006456
Name of the company:	<b>EVEXIA LIFECARE LIMITED</b>
Registered office:	Village - Tundav, Ta. Savli, Vadodara – 391 775, Gujarat

Name of the member(s): Registered address: Email Id: Folio No./Client Id: DP ID:
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I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

1.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

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

3.	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 the Extra Ordinary General Meeting of the company to be held on Wednesday, 23.10.2024 at 11.00 a.m. at the Registered Office of the Company at Village - Tundav, Ta. Savli, Vadodara – 391 775, Gujarat Gujarat-380054., and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars	Option For Against	
1.	TO ISSUE FULLY CONVERTIBLE SHARE WARRANTS ON PREFERENTIAL BASIS		

Signed this 23<sup>rd</sup> day of October 2024.

Signature of shareholder\_\_\_\_\_

Signature of Proxy holder(s)\_\_\_\_\_

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting. The Proxy need not be a member of the Company.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.  
  

\*\* This is only optional. Please put 'X' in the appropriate Column against the resolutions indicated in the Box. If you leave the 'For' or ' Against ' Column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

### **ROUTE MAP TO EGM VENUE**

#### **Registered Office of the Company:**

Village - Tundav, Ta. Savli, Vadodara – 391 775, Gujarat

