

**NOTICE**

SHORTER NOTICE is hereby given that the 10<sup>th</sup> Annual General Meeting of the members of Gaudium IVF and Women Health Limited (*Formerly known as Gaudium IVF and Women Health Private Limited*) will be held on Saturday, 27<sup>th</sup> September, 2025 at 11:00 A.M. IST at the Registered Office of the Company at B1/51, Janak Puri, Janakpuri B-1, West Delhi, New Delhi, Delhi, India 110058 to transact the following business:

**ORDINARY BUSINESS:**

**ITEM NO.1: TO CONSIDER AND ADOPT THE AUDITED STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2025, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** the audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.

**ITEM NO.2: TO APPOINT A DIRECTOR IN PLACE OF DR. PEEYUSH KHANNA (DIN: 07091422), WHOLE-TIME DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Articles of Association of the Company, Dr. Peeyush Khanna (DIN: 07091422), Whole-time Director of the Company, who retires by rotation and being eligible, offers himself for reappointment, be and is hereby reappointed as a Director of the Company, liable to retire by rotation.”



**ITEM NO.3: RE-APPOINTMENT OF M/S. S K G N & ASSOCIATES LLP, CHARTERED ACCOUNTANTS (FRN: 023403N/N500052) AS STATUTORY AUDITORS OF THE COMPANY:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provision of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with rule 3 of the Companies (Audit and Auditors) Rule, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s), or re-enactment thereof for the time being in force) and pursuant to the recommendations of the audit committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to re-appoint M/s. S K G N & Associates LLP, Chartered Accountants (FRN: 023403N/N500052) as Statutory Auditors of the Company for a period of 5 (Five) years from the conclusion of this Annual General Meeting until the conclusion of 15<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030, on such remuneration as may be mutually agreed upon between Board of Directors of the Company and the said Statutory Auditors.

**RESOLVED FURTHER THAT** the any of the directors of the Company be and is hereby authorized to file necessary documents and do any other acts deeds and things as may be necessary to give effect to the resolution.”

**SPECIAL BUSINESS:**

**ITEM NO.4: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH DR. MANIKA KHANNA, PROMOTER AND CHAIRPERSON & MANAGING DIRECTOR OF THE COMPANY:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the relevant Rules made thereunder or any other applicable provision of the Companies Act, 2013 or any other Act/ Law (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to enter into related party transaction(s)/contract(s)/arrangement(s) with Dr. Manika Khanna, Promoter and Chairperson & Managing Director, a related party of the Company, for payment of Consultancy fees, Lease Rent and other transactions, up to an amount not exceeding Rs. 3,00,00,000/- (Rupees Three Crore only) per annum, for the financial year 2025-26, provided that the said transaction(s)/contract(s)/arrangement(s) are entered into/ carried out in the ordinary course of business and at arm's length basis and on such terms as may be mutually agreed upon between the Board and Dr. Manika Khanna.



**RESOLVED FURTHER THAT** any of Directors of the Company be and is hereby severally or jointly authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution including execution of agreements, documents or writings and to settle any questions, difficulties or doubts that may arise in this regard.”

**ITEM NO.5: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH DR. PEEYUSH KHANNA, PROMOTER AND WHOLE-TIME DIRECTOR OF THE COMPANY:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the relevant Rules made thereunder or any other applicable provision of the Companies Act, 2013 or any other Act/ Law (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to enter into related party transaction(s)/contract(s)/arrangement(s) with Dr. Peeyush Khanna, Promoter and Whole-Time Director, a related party of the Company, for payment of Consultancy fees and other transactions, up to an aggregate amount not exceeding Rs. 36,00,000/- (Rupees Thirty-Six Lakhs only) per annum, for the financial year 2025-26, provided that the said transaction(s)/contract(s)/arrangement(s) are entered into/ carried out in the ordinary course of business and at arm's length basis and on such terms as may be mutually agreed upon between the Board and Dr. Peeyush Khanna.

**RESOLVED FURTHER THAT** any of Directors of the Company be and is hereby severally or jointly authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution including execution of agreements, documents or writings and to settle any questions, difficulties or doubts that may arise in this regard.”

**ITEM NO.6: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH GAUDIUM INTERNATIONAL PRIVATE LIMITED, WHOLLY OWNED SUBSIDIARY OF THE COMPANY:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the relevant Rules made thereunder or any other applicable provision of the Companies Act, 2013 or any other Act/ Law (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to enter into related party transaction(s)/contract(s)/arrangement(s) with the Wholly Owned Subsidiary namely ‘M/s. Gaudium International Private Limited’, a related party of the Company, for purchase of goods and any other transactions, up to an aggregate value not exceeding Rs. 10,00,00,000/- (Rupees Ten Crores only) per annum, for the financial year 2025-26, provided that the said transaction(s)/contract(s)/arrangement(s) are entered into/ carried out in the ordinary



course of business and at arm's length basis and on such terms as may be mutually agreed upon between the Board and M/s. Gaudium International Private Limited.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution including execution of agreements, documents or writings and to settle any questions, difficulties or doubts that may arise in this regard.”

By Order of the Board of  
**GAUDIUM IVF AND WOMEN HEALTH LIMITED**  
*(FORMERLY KNOWN AS GAUDIUM IVF AND WOMEN HEALTH PRIVATE LIMITED)*



*NKumar*

**NAVEEN KUMAR**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**MEMBERSHIP NO. A69788**

Place: New Delhi  
Date: 10.09.2025

## NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF/ITSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ANNEXED TO THIS NOTICE. PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. IN TERMS OF SECTION 105 OF THE COMPANIES ACT, 2013 READ WITH RULE 19 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT 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 A PROXY FOR ANY OTHER SHAREHOLDER.
3. CORPORATE MEMBERS INTENDING TO SEND THEIR AUTHORIZED REPRESENTATIVE(S) TO ATTEND THE ANNUAL GENERAL MEETING ARE REQUESTED TO FORWARD A CERTIFIED COPY OF BOARD RESOLUTION AUTHORIZING THEIR REPRESENTATIVE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING EITHER TO THE COMPANY IN ADVANCE OR SUBMIT THE SAME AT THE VENUE OF THE GENERAL MEETING.
4. Members/authorized representative are requested to fill in the attendance slip and submit it at the venue of the annual general meeting.
5. The Register of Members and Share Transfer Books shall be available for inspection by members.
6. The Board of Directors of the Company has not recommended any dividend for the financial year 2024-25.
7. Brief profile and other additional information pursuant to Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, in respect of the Directors seeking re-appointment at the AGM, is furnished in "Annexure – A" to this Notice.
8. The Members are requested to deliver their consent to convene the proposed 10<sup>th</sup> Annual General Meeting at shorter notice as required under the provision of the Companies Act, 2013 (in the form attached as Annexure- B to this notice) to the Company prior to the date of proposed 10<sup>th</sup> Annual General Meeting.
9. Members desirous of obtaining any information in respect of Accounts of the Company are requested to send their queries in writing to the Company at its Registered Office so as to reach at least seven days before the date of the meeting.
10. The Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company, unless any Member has requested a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.



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

**ITEM NO. 3: RE-APPOINTMENT OF M/S. S K G N & ASSOCIATES LLP, CHARTERED ACCOUNTANTS (FRN: 023403N/N500052) AS STATUTORY AUDITORS OF THE COMPANY:**

Pursuant to the provisions of Section 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and on recommendation of Audit Committee and in the best interest of the Company, the Board of Directors of the Company have considered and recommended the appointment of M/s. S K G N & Associates LLP, Chartered Accountants (FRN: 023403N/N500052) as the Statutory Auditors of the Company for a period of 5 (Five) years from the conclusion of this Annual General Meeting until the conclusion of 15<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030, on such remuneration as may be mutually agreed upon between Board of Directors of the Company and the said Statutory Auditors.

M/s. S K G N & Associates LLP, Chartered Accountants (FRN: 023403N/N500052), have conveyed their consent to be re-appointed as Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

The Board recommends the Resolution as set forth in Item No. 3 for the approval of Members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel and Relatives of the Directors / Key Managerial Personnel of the Company is interested in the proposed Resolution.

**ITEM NO. 4: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH DR. MANIKA KHANNA, PROMOTER AND CHAIRPERSON & MANAGING DIRECTOR OF THE COMPANY:**

Dr. Manika Khanna, Promoter and Chairperson & Managing Director of the Company, MBBS, MD, D.A.G.E. (Germany), is an award-winning Infertility Specialist and Laparoscopic Surgeon who has been honored with numerous accolades for her exemplary achievements in the field of Assisted Reproduction. As a part of its ordinary course of business, the Company has entered into/proposes to enter into agreements/ arrangements/transactions with Dr. Manika Khanna for availing consultancy services related to health care, Lease rent and other transactions to meet business objectives/requirements, etc.

The particulars of the transactions are as under:

**Name of Related Party:** Dr. Manika Khanna

**Relationship:** Chairperson and Managing Director of the Company

**Nature of Transaction:** Consultancy services, Lease Rent and other transactions.

**Duration:** For the Financial Year 2025-26.

**Amount:** Up to an aggregate Rs. 3,00,00,000/- (Rupees Three Crore only), per annum.

**Terms:** As may be mutually upon between the Board and Dr. Manika Khanna.



Dr. Manika Khanna, Promoter and Chairperson & Managing Director, who is a related party under Section 2(76) of the Companies Act, 2013 and the said transactions fall under the purview of Section 188 of the Companies Act, 2013 and any other Act/Law and exceeds the threshold limits. The Members Audit Committee and the Board of Directors of the Company in their meetings held on 14<sup>th</sup> April, 2025 have approved said related party transactions. Therefore, the resolution at item no. 4 is recommended as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel except Dr. Manika Khanna, Chairperson and Managing Director, herself, Dr. Peeyush Khanna (Spouse) and Mr. Vishad Khanna (Son) are concerned or interested in this resolution.

**ITEM NO. 5: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH DR. PEEYUSH KHANNA, PROMOTER AND WHOLE-TIME DIRECTOR OF THE COMPANY:**

Dr. Peeyush Khanna, Promoter and Whole-Time Director of the Company, holding a Bachelor's degree in Medicine and Surgery (MBBS) from Manipal Academy of Higher Education and a diploma in Child Health from Delhi University in 1999. As a part of its ordinary course of business, the Company has entered into/proposes to enter into agreements/arrangements/transactions with Dr. Peeyush Khanna for availing consultancy services related to health care and other transactions to meet business objectives/requirements, etc.

The particulars of the transactions are as under:

**Name of Related Party:** Dr. Peeyush Khanna

**Relationship:** Promoter and Whole-Time Director

**Nature of Transaction:** Consultancy services and other transactions

**Duration:** For the Financial Year 2025-26

**Amount:** Up to an aggregate Rs. 36,00,000/- (Rupees Thirty-Six Lakhs only), per annum

**Terms:** As may be mutually upon between the Board and Dr. Peeyush Khanna.

Dr. Peeyush Khanna, Promoter and Whole-Time Director, who is a related party under Section 2(76) of the Companies Act, 2013 and the said transactions fall under the purview of Section 188 of the Companies Act, 2013 and any other Act/Law and exceeds the threshold limits. The Members Audit Committee and the Board of Directors of the Company in their meetings held on 14<sup>th</sup> April, 2025 have approved said related party transactions. Therefore, the resolution at item no. 5 is recommended as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel except Dr. Peeyush Khanna, Whole Time Director, himself, Dr. Manika Khanna (Spouse) and Mr. Vishad Khanna (Son) are concerned or interested in this resolution.



**ITEM NO. 6: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH GAUDIUM INTERNATIONAL PRIVATE LIMITED, WHOLLY OWNED SUBSIDIARY OF THE COMPANY:**

Gaudium International Private Limited, a Wholly Owned Subsidiary of the Company is engaged in the business of trading of pharmaceutical products, medicines, medical consumables and drugs. As a part of its ordinary course of business, the Company has entered into/proposes to enter into agreements/ arrangements/transactions with Gaudium International Private Limited for purchase of goods and any other transactions to meet business objectives/requirements, etc.

The particulars of the transactions are as under:

**Name of Related Party:** Gaudium International Private Limited

**Relationship:** Wholly Owned Subsidiary

**Nature of Transaction:** Purchase of goods and other transactions

**Duration:** For the Financial Year 2025-26

**Amount:** Up to an aggregate Rs. 10,00,00,000/- (Rupees Ten Crore only), per annum.

**Terms:** As may be mutually agreed upon between the Board and M/s. Gaudium International Private Limited.

Gaudium International Private Limited, Wholly Owned Subsidiary of the Company, who is a related party under Section 2(76) of the Companies Act, 2013 and the said transactions fall under the purview of Section 188 of the Companies Act, 2013 and any other Act/Law and exceeds the threshold limits. The Members Audit Committee and the Board of Directors of the Company in their meetings held on 14<sup>th</sup> April, 2025 have approved said related party transactions. Therefore, the resolution at item no. 6 is recommended as an Ordinary Resolution.

None of the directors or any key managerial personnel or any relative of any of the directors/key managerial personnel of the Company is, in anyway, concerned or interested in the above Resolution except to the extent of their shareholding in the Company.

By Order of the Board of

**GAUDIUM IVF AND WOMEN HEALTH LIMITED**  
(FORMERLY KNOWN AS GAUDIUM IVF AND WOMEN HEALTH PRIVATE LIMITED)



*NKumar*

**NAVEEN KUMAR**

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**MEMBERSHIP NO. A69788**

Place: New Delhi

Date: 10.09.2025

**ANNEXURE "A"**

**Details of Director who retires by rotation and being eligible, offers himself for reappointment, as required pursuant to provisions of Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India:**

<b>Name of Director</b>	<b>Dr. Peeyush Khanna</b>
DIN	07091422
Category	Promoter- Whole-Time Director
Age	54 Years
Nationality	Indian
Qualifications	He is holding a Bachelor's degree in Medicine and Surgery (MBBS) from Manipal Academy of Higher Education. He completed a diploma in Child Health from Delhi University in 1999. He has 25 years of experience in pediatrics and child health.
Experience	He has 25 years of experience in paediatrics and child health.
Date of first appointment on the board	March 24, 2015
Details of remuneration Sought to be paid	Rs. 24, 00,000/- p.a.
The remuneration last drawn	Rs. 24, 00,000/- p.a.
Shareholding in The company (as on date of Notice)	221092 Equity shares holding 0.36% stake in the company
Relationship with other directors manager and other key Managerial personnel of the company	Dr. Peeyush Khanna is husband of Dr. Manika Khanna and father of Mr. Vishad Khanna.
The number of meetings of the Board attended during the year 2025-26	Nil
Other directorships, membership/ Chairmanship of committees of other boards	<p><b>Directorship:</b></p> <ol style="list-style-type: none"> <li>Gaudium International Private Limited</li> <li>EKK Global Private Limited</li> </ol> <p><b>Membership/ Chairmanship of committees of other boards: Nil</b></p>



**“Annexure B”**

**CONSENT BY THE SHAREHOLDER FOR CONVENING ANNUAL GENERAL  
MEETING AT SHORTER NOTICE  
[PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013]**

To,  
The Board of Directors,  
Gaudium IVF and Women Health Limited,  
(Formerly known as Gaudium IVF and Women Health Private Limited)  
B1/51, Janak Puri, Janakpuri B-1, West Delhi, New Delhi,  
Delhi, India, 110058

**Subject: Consent for holding the 10<sup>th</sup> Annual General Meeting of the Company at  
Shorter Notice**

Dear Sir/Madam,

I, \_\_\_\_\_, holding \_\_\_\_\_ Equity Shares of Rs. 5 each  
(representing \_\_\_\_\_ %) in the Company, hereby give my consent, pursuant to Section 101  
of the Companies Act, 2013, to hold the 10<sup>th</sup> Annual General Meeting (“AGM”) of the  
Members of the Company at a shorter notice on Saturday, 27<sup>th</sup> September, 2025 at 11:00  
A.M. at the registered office of the company at B1/51, Janak Puri, Janakpuri B-1, West  
Delhi, New Delhi, Delhi, India, 110058.

Thanking you.

**Signature** \_\_\_\_\_

**Name of Shareholder:**

**Place:**

**Date:**

By Order of the Board of  
**GAUDIUM IVF AND WOMEN HEALTH LIMITED**  
(FORMERLY KNOWN AS GAUDIUM IVF AND WOMEN HEALTH PRIVATE LIMITED)

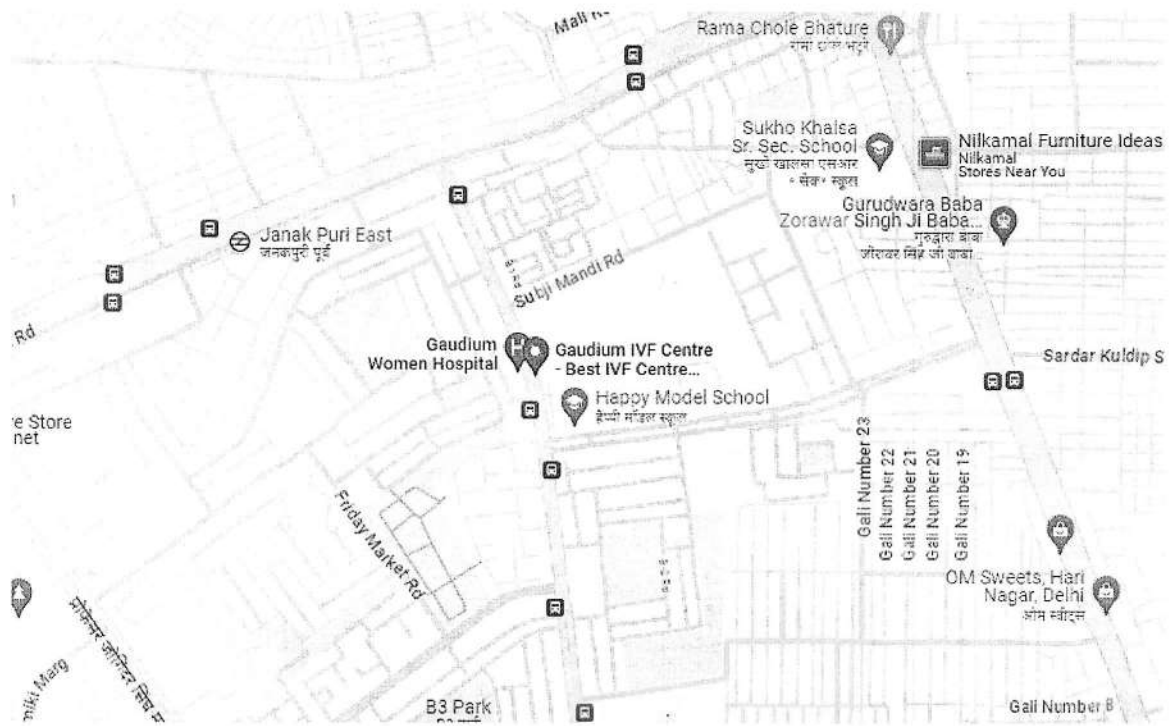


*NKumar*

**NAVEEN KUMAR**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**MEMBERSHIP NO. A69788**

Place: New Delhi  
Date: 10.09.2025

**ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING**  
Venue of AGM: B1/51, Janak Puri, Janakpuri B-1, West Delhi, New Delhi , Delhi,  
India 110058



**ATTENDANCE SLIP**

<b>NAME AND ADDRESS</b>	
<b>JOINT HOLDERS</b>	
<b>NO. OF SHARES HELD</b>	
<b>E-MAIL ID</b>	
<b>FOLIO / DP ID. / CLIENT ID</b>	

I/We hereby certify that I/We am/are registered Member/Proxy for the registered Member of the Company and hereby record my/our presence at the 10<sup>th</sup> Annual General Meeting of the Company held on Saturday, 27<sup>th</sup> September, 2025 at 11:00 A.M. IST at B1/51, Janak Puri, Janakpuri B-1, West Delhi, New Delhi , Delhi, India 110058 or at any adjournment thereof in respect of such resolutions as mentioned in the Notice.

**Name of the Registered Holder/  
Proxy / Authorized Representative**

**Signature of Registered Holder/  
Proxy /Authorized Representative**

*NOTE: Members/Proxies to Members are requested to fill in the details, sign and handover this slip at the entrance of the venue of the Annual General Meeting.*

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**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 : U85100DL2015PLC278296  
Name of the Company : Gaudium IVF and Women Health Limited  
Registered office : B1/51, Janak Puri, Janakpuri B-1, New Delhi-110058

<b>Name of the Member</b>	
<b>Joint Holder(s)</b>	
<b>Registered Address</b>	
<b>Email ID</b>	
<b>Folio No./ Client ID /DP ID</b>	

I/We being a member / members of.....shares of the above named company, hereby  
appoint

1) Name:

.....Address:.....

E-mail id:.....Signature:.....,or failing him

2) Name:

.....Address:.....

E-mail id:.....Signature:....., or failing  
him

3) Name:

.....Address:.....

E-mail id:.....Signature:....., or failing  
him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll)  
for me/us and on my/our behalf at the 10<sup>th</sup> Annual General Meeting of the Company held  
on Saturday, 27<sup>th</sup> September, 2025 at 11:00 A.M. IST at B1/51, Janak Puri, Janakpuri B-1,  
West Delhi, New Delhi , Delhi, India 110058 and at any adjournment thereof in respect of  
such resolutions as are indicated below:

<b>Sr. No.</b>	<b>Short description of the Resolutions to be passed in the AGM</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>Ordinary Business</b>				
1.	To consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2025, together with the Reports of the Board of Directors and Auditors thereon;			

2.	To appoint a director in place of Dr. Peeyush Khanna (DIN: 07091422), Whole-Time Director, who retires by rotation and being eligible offers himself for re-appointment.			
3.	Re-appointment of M/s. S K G N & Associates LLP, Chartered Accountants (FRN: 023403N/N500052) as Statutory Auditors of the Company.			
<b>Special Business</b>				
4.	To approve the Material Related Party Transactions with Dr. Manika Khanna, Promoter and Chairperson & Managing Director of the Company:			
5.	To approve the Material Related Party Transactions with Dr. Peeyush Khanna, Promoter and Whole-Time Director of the Company:			
6.	To approve the Material Related Party Transactions with Gaudium International Private Limited, Wholly Owned Subsidiary of the Company:			

Signed this..... day of..... 2025.

Affix Rs.1  
Revenue  
Stamp

Signature of shareholder: .....

Signature of first proxy holder(s): .....

**Note:**

- 1. The proxy form in order to be effective should be duly completed, signed, stamped and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.*
- 2. It is optional to indicate your preference. If you leave the "for or against" column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.*