



CIN: L24100MH1988PLC343805

Reg. Office : Office No.9, K Raheja Prime Sagbaug Road,
Marol, Andheri (East), Mumbai - 400059

info@remediumlifecare.com

+91 8433895251



REMIIDIUM LIFECARE LTD.
(Formerly known as "Roxy Exports Limited")

December 23rd, 2024

To,
Listing Department
BSE Limited,
P.J . Towers, Dalal Street,
Mumbai- 400001

Scrip Code: 539561

Subject: Notice of Postal Ballot & Remote E-Voting

Dear Sir,

In Compliance with Regulation 30 and other applicable provisions of SEBI (Listing Obligation & Disclosure Requirements), Regulations, 2015, please find enclosed herewith a copy of Postal Ballot Notice dated December 23rd, 2024, seeking approval of the Members of the Company in respect of the following resolutions for your information and records.

Item No.	Special Business	Resolution Type
1	Appointment Of Mr. Mansoor Vahab (DIN: 02882381) As Non Executive Non Independent Director	Ordinary Resolution
2	Appointment of Mr. Dipesh Vaidya (DIN: 10816986) as an Independent Director	Special Resolution

Ministry of Corporate Affairs (the "MCA") in terms of the MCA Circulars, has advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made there under, without holding a general meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) by postal ballot up to September 30, 2024 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis, hence the requirements of





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sending Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope has been dispensed with and the voting on the proposed resolutions will be conducted only through remote e-voting system. In compliance with MCA Circulars, this Notice is being sent only through electronic mode to those members whose e-mail address is registered with the Company/ Depository Participant(s) as on Friday, 20th December, 2024 ("Cut-off date"). If the member's e-mail address is not registered or updated with the Company/ Depository Participant(s), they may follow the process provided in the Notes hereunder to receive the Notice, login ID and password for remote e-Voting. Members are requested to read the instructions given in the Notes under the section "Voting through Electronic Means" of the Notice. The communication of the assent or dissent of the members would only take place through the remote e-voting facility.

The Company has engaged the services of Bigshare services Private Limited for purpose of providing remote e-voting facility to all its Members. The remote e-voting will commence from Tuesday, December 24, 2024 (9.00am) and shall end on Wednesday, January 22, 2025 (5.00pm).

The result of Postal Ballot will be declared within 2 working days and will be uploaded on the website of the Company www.remlife.com, communicated to the Stock Exchange on which the Company is listed www.bseindia.com and Bigshare Services Private Limited <https://ivote.bigshareonline.com>

Thanking you,

Yours faithfully,

For Remedium Lifecare Limited

Neeraj Yadav
Company Secretary & Compliance Officer



POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given that pursuant to Section 110 and 108 and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”), read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meeting Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 General Circular Nos. 14/2020, 17/2020 and 22/2020 dated April 8, 2020, April 13, 2020 and 09/2023 dated September 25, 2023, issued by Ministry of Corporate Affairs (the “MCA Circulars”) including any statutory modification or re-enactment thereof for the time being in force, to transact the below mentioned proposed special businesses by the members of the Remedium Lifecare Limited (“the Company”) by passing resolutions through postal ballot (“**Postal Ballot**”) only through remote e-voting (“**remote e-Voting**”) facility.

Ministry of Corporate Affairs (the “MCA”) in terms of the MCA Circulars, has advised the companies to take all decisions requiring members’ approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made there under, without holding a general meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) by postal ballot up to September 30, 2024 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis, hence the requirements of sending Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope has been dispensed with and the voting on the proposed resolutions will be conducted only through remote e-voting system. In compliance with MCA Circulars, this Notice is being sent only through electronic mode to those members whose e-mail address is registered with the Company/ Depository Participant(s) as on Friday, 20th December, 2024 (“Cut-off date”). If the member’s e-mail address is not registered or updated with the Company/ Depository Participant(s), they may follow the process provided in the Notes hereunder to receive the Notice, login ID and password for remote e-Voting. Members are requested to read the instructions given in the Notes under the section “Voting through Electronic Means” of the Notice. The communication of the assent or dissent of the members would only take place through the remote e-Voting facility.

The Explanatory Statement, as required under Section 102 of the Act, pertaining to the aforesaid resolutions setting out the material facts concerning the business and the reasons thereof are annexed hereto for your consideration. The members are requested to peruse the proposed Resolutions along with their respective explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company. Members are requested to carefully read the instructions/ procedure in the Notes under the section ‘Voting through Electronic Means’ to cast their votes. Member may note that references to Postal Ballot(s) in this Notice stands only for votes received electronically i.e. e-voting.

The Board of Directors of the Company, at its meeting held on Thursday, 31st December, 2024 has appointed Ms. Riddhi Shah (ACS No. 20168, CP No. 17035), Company Secretary, Mumbai, as Scrutinizer for conducting the Postal Ballot through the remote e-voting process in a fair and transparent manner. In the event the draft Resolution as set out in the Notice is assented by the requisite majority by means of Postal Ballot through the remote e-voting process, they shall be deemed to have been passed as Special Business at an Extra Ordinary General Meeting. Resolution

passed by the members through Postal Ballot is deemed to have been passed as if the same was passed at a general meeting of the members convened in that regard on the last date specified for remote e-Voting period i.e., Wednesday, 22nd January, 2025.

The Scrutinizer after completion of scrutiny will submit his report on Postal Ballot through the remote e-voting process to the Chairman or any person authorized by the Board after completion of the e-voting period. The result of the Postal Ballot through the remote e-voting process shall be declared within 2 working days and will be uploaded on the website of the Company www.remlife.com, communicated to the Stock Exchange on which the Company is listed www.bseindia.com and website of e-voting agency i.e. Bigshare Services Pvt Ltd at <https://ivote.bigshareonline.com>. The Company will also display the results of the Postal Ballot at its Registered Office.

SPECIAL BUSINESS:

Item No. 1- Appointment Of Mr. Mansoor Vahab (DIN: 02882381) As Non Executive Non Independent Director

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

“**RESOLVED THAT** pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment, modification, variation or re-enactment thereof and the Articles of Association of the Company, Mr. Mansoor Vahab (DIN: 02882381), who was appointed as an Additional Director in the capacity of Non-executive Non independent Director of the Company with effect from October 31, 2024 and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Non-independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 2- Appointment of Mr. Dipesh Vaidya (DIN: 10816986) as an Independent Director

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

“**RESOLVED THAT** pursuant to provision of Section 149, 150, 152 and other applicable provisions if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 (“SEBI Listing Regulations”) as amended from time to time, the re-appointment of Mr. Dipesh Vaidya (DIN: 10816986), who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for re-appointment as an Independent Director of the Company for the Company for a period of 5 consecutive years with effect from October 31, 2024 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board of Directors
For Remedium Lifecare Limited**

**Date: 23rd December, 2024
Place: Mumbai**

**Sd/-
Neeraj Yadav
Company Secretary and Compliance Officer**

Registered Office:

Office No. 9,
K Raheja Prime,
Marol Industrial Estate,
Behind Ravi Vihar Hotel,
Sagbaug Road, Marol Naka,
Andheri East, Mumbai- 400059

NOTES: -

1. The Explanatory Statement and reasons and secretarial standards on General Meetings (SS-2) pursuant to Section 102 of the Companies Act read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed special businesses are annexed hereto.
2. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Postal Ballot Notice (“Notice”) and other documents are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below: -
 - A. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self- attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company at: csremlife@gmail.com
 - B. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
3. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the Cutoff date i.e. Friday, 20th December, 2024. Any recipient of this Notice, who was not a member as on the aforesaid date, should treat this Notice for information purposes only.

4. In terms of Sections 108, 110 and other applicable provisions of the Companies Act, 2013, as amended, read together with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') as amended from time to time, the Company is pleased to offer remote e-voting facility to all the members of the Company. The Company has appointed Bigshare Services Private Limited for facilitating e-voting to enable the members to cast their votes electronically (hereinafter referred to as the "E-voting"/ "Remote e-voting").
5. The Notice has also been placed on Company's website: www.remlife.com , Bigshare's Website <https://ivote.bigshareonline.com> and on the website of stock exchange i.e. BSE Limited www.bseindia.com.
6. A member cannot exercise his vote by proxy on postal ballot. All members are requested to cast their votes only through remote e-voting as per the procedure provided herein.
7. The resolutions passed by the members through Postal Ballot only through remote e-voting are deemed to have been passed as if they have been passed at a duly convened general meeting of the members on the last date of e-voting i.e. Wednesday, 22nd January, 2025 (till 5.00 p.m.).
8. Voting through electronic means: Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, General Circular and any other applicable provisions, if any, the Company has extended remote e-voting facility to enable the members to cast their votes electronically through the remote e-voting services provided by Bigshare. The remote e-voting facility will be available during the following period: Commencement of remote e-voting from Tuesday 24th December, 2024 (from 9.00 a.m. IST) End of remote e-voting upto Wednesday, 22nd January, 2025 (till 5.00 p.m. IST)
9. The remote e-voting module shall be disabled by Bigshare for voting at 22nd August, 2024 (on 5.00 p.m.)
10. Once the vote on the resolution is cast by a member, he or she will not be allowed to change it subsequently.
11. The instructions of Shareholders for Remote E-voting:
 - (i) The voting period begins on Tuesday, 24th December, 2024 (from 9.00 a.m. IST) and ends on 22nd January, 2025 (till 5.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 20th December, 2024 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has

been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

1) Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PANNo. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e voting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE

	<p>and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL:https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at Bigshare Services Pvt Ltd Attentive Able Adaptive https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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. 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 e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
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 evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

2) Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare i vote** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.
NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

- Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

12. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 20th December, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the member, the member shall not be allowed to change it subsequently.
13. The results of the electronic voting shall be declared to the Stock Exchange after the closing of e voting of Postal Ballot. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company.

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 1- Appointment Of Mr. Mansoor Vahab (DIN: 02882381) As Non Executive Non Independent Director

Mansoor Vahab (DIN: 02882381) was appointed as an Additional Director on the Board of the Company effective October 31, 2024 for the first term of Five years, as per provisions of Companies Act. Pursuant to the provisions of Regulation 17 of SEBI (Listing Obligation Disclosure Requirement), Regulation, 2015 (Listing Regulations) appointment is required to be approved by the members of the Company through Ordinary Resolution at the General Meeting or through Postal Ballot within 3 months from the date of appointment (i.e within 3 months from October 31, 2024) whichever is earlier.

Pursuant to Section 149 and 152 of the Companies Act, 2013, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), the Board at its meeting held on October 31, 2024 approved the appointment of Mr. Mansoor Vahab as Non Executive Non Independent Director for the first term from October 31, 2024 to October 30, 2029 (both days inclusive) subject to the approval of the members through Ordinary resolution .

Mr. Mansoor Vahab is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor is debarred from holding the office of Director by virtue of any SEBI order or any other authority and has given all the necessary declarations and confirmation including her consent to be appointed on the Board of the Company.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards 2 -General Meetings are given below:

Name	Mr. Mansoor Vahab
DIN	02882381
Category	Non-Executive Non-Independent Director
Date of birth	21-07-1985
Age	39 years
Qualifications	Bachelors in Commerce
Experience / Nature of expertise in specific functional areas	Mr. Mansoor Vahab (DIN: 02882381) age 39 years, is a seasoned professional With over 17 years of entrepreneurial experience, Mansoor Vahab is a seasoned leader in the hospitality and business sectors. He launched his first restaurant in 2009, driven by a passion for hospitality and innate business acumen. Mansoor has built a diverse portfolio of businesses across tourism, manufacturing, and event management, reflecting his innovative approach and ability to thrive in dynamic environments. His proven track record includes over a decade of resilience and adaptability, successfully navigating challenges such as rebranding ventures and launching new businesses during lockdowns.
Date of first appointment on the Board	31-10-2024
Shareholding in the Company	NIL
Relationship with other directors and other Key Managerial Personnel	None
Number of Board Meetings attended during FY 2024-25	FY 2024-25 – 1 out of 1
Names of listed entities in which the person holds directorships	None

Names of listed entities from which the person has resigned in the past three years	None
Directorships held in other companies	None
Membership/ Chairmanship of Committees of the Board	None
Memberships / Chairmanship of Committees of other Boards	None
Terms and conditions of appointment or re-appointment	None
Brief profile / resume of Director	Same as mentioned in Experience / Nature of expertise in specific functional areas above.

Copy of the letter of appointment issued to Mr. Mansoor Vahab setting out the terms and conditions of appointment is available for inspection by the members electronically. Members seeking to inspect the same can send an email to csremlife@gmail.com

None of the Directors, Key Managerial Personnel or their relatives are directly or indirectly concerned or interested in the resolutions at Item no. 1 of the Notice except to the extent of their shareholding, if any, in the Company in the accompanying Notice.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 1 of this Notice for the approval of the Members by way of passing an Ordinary Resolution.

Item No. 2- Appointment of Mr. Dipesh Vaidya (DIN: 10816986) as an Independent Director.:

Mr. Dipesh Vaidya (DIN: 10816986) was appointed as an Additional Independent Director on the Board of the Company effective October 31, 2024 for the first term of Five years, as per provision of Section 149 of the Act and Regulation 25 of SEBI Listing Regulations. Pursuant to the provisions of Regulation 17 of SEBI (Listing Obligation Disclosure Requirement), Regulation, 2015 (Listing Regulations) appointment is required to be approved by the members of the Company through Special Resolutions at the General Meeting or through postal Ballot within 3 months from the date of appointment (i.e within 3 months from October 31, 2024) whichever is earlier.

Pursuant to Section 149 and 152 of the Companies Act, 2013, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), the Board at its meeting held on October 31, 2024 approved the appointment of Mr. Dipesh Vaidya as Independent Director for the first term from October 31, 2024 to October 30, 2029 (both days inclusive) subject to the approval of the members through special resolution.

The Company has received:

- (i) Consent in writing from Mr. Dipesh Vaidya to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 (‘Appointment Rules’),
- (ii) Intimation in Form DIR 8 in terms of the Appointment Rules from Mr. Dipesh Vaidya to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act,
- (iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under SEBI LODR Regulations.
- (iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 that he has not been debarred from holding

office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

(v) A notice in writing by a member proposing his candidature under Section 160(1) of the Act.

Mr. Dipesh Vaidya has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs

In the opinion of the Board, Mr. Dipesh Vaidya is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the Listing Regulations, each as amended, and is independent of the management of the Company.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards 2 -General Meetings are given below:

Name	Mr. Dipesh Vaidya
DIN	10816986
Category	Independent Director
Date of birth	10-10-1986
Age	38 years
Qualifications	Bachelors in Commerce
Experience / Nature of expertise in specific functional areas	Mr. Dipesh Vaidya , age 38 years, Graduated in Bachelors in Commerce from Mumbai University. As F&B Director at Azure Hospitality, Mumbai from 2018 he has successfully planned, implemented and conducted budgeting and financial planning, and drove sales through strategic activities. He Previously managed manufacturing operations for tablets and syrup at Medico Remedies Pvt. Ltd., from 2012 to 2018 and Makers Laboratories, Mumbai (2009-2012). He Also served as at Life Insurance Corporation of India, Mumbai from 2005-2009, honing sales and marketing expertise.
Date of first appointment on the Board	31-10-2024
Shareholding in the Company	NIL
Relationship with other directors and other Key Managerial Personnel	None
Number of Board Meetings attended during FY 2024-25	FY 2024-25 – 1 out of 1
Names of listed entities in which the person holds directorships	None
Names of listed entities from which the person has resigned in the past three years	None
Directorships held in other companies	None
Membership/ Chairmanship of Committees of the Board	Audit Committee-Chairman
Memberships / Chairmanship of Committees of other Boards	None

Terms and conditions of appointment or re-appointment	None
Brief profile / resume of Director	Same as mentioned in Experience / Nature of expertise in specific functional areas above.

Copy of the letter of appointment issued to Mr. Dipesh Vaidya setting out the terms and conditions of appointment is available for inspection by the members electronically. Members seeking to inspect the same can send an email to csremlife@gmail.com

None of the Directors, Key Managerial Personnel or their relatives are directly or indirectly concerned or interested in the resolutions at Item no. 2 of the Notice except to the extent of their shareholding, if any, in the Company in the accompanying Notice.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 2 of this Notice for the approval of the Members by way of passing Special Resolution.

**By Order of the Board of Directors
For Remedium Lifecare Limited**

**Date: 23rd December, 2024
Place: Mumbai**

**Sd/-
Neeraj Yadav
Company Secretary & Compliance Officer**