

 Figure 1
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 CORPORATE
 : 701
 8
 702, BHUMIRAJ COSTARICA,

 PLOT 1
 & 2, SECTOR
 - 18, SANPADA, NAVI MUMBAI - 400705

January 15, 2025

To,

BSE Limited	National Stock Exchange of India Limited
Phiroze Jeejeebhoy Towers,	Exchange Plaza,
Dalal Street, Fort,	Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 001	Mumbai - 400 051.
Scrip Code (BSE): 544009	Symbol: BLUEJET

Subject: Notice of Postal Ballot- Intimation under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the copy of notice of Postal Ballot of Blue Jet Healthcare Limited ('the Company') datedJanuary 13, 2025, issued by the Company for seeking approval of Members for the following matters:

Sr No.	Particulars	Type of Resolution
1.	Appointment of Ms. Priyanka Yadav (DIN: 08858855) as an	Special Resolution
	Independent Director of the Company	
2.	Appointment of Mr. Popat Kedar (Din: 01986137) as an Executive	Ordinary Resolution
	Director of the Company.	
3.	Re-appointment Mr. Girish P Vanvari (Din: 07376482) as an	Special Resolution
	Independent Director of the Company	
4.	Re-appointment Ms. Preeti G Mehta (Din: 00727923) as an	Special Resolution
	Independent Director of the Company	
5.	re-appointment Ms. Divya S Momaya (Din: 0365757) as an	Special Resolution
	Independent Director of the Company	

Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as "the said Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred as "the Rules") including any statutory modification(s) or re-enactment(s) thereof for the time being in force and in compliance with the provisions of the General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant general circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars'), issued by the Ministry of Corporate Affairs, Government of India, read with applicable SEBI Circulars, this Notice is being sent ONLY through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/Depository Participants ('**DPs**')/Registrar and Transfer Agent

Unit I

Unit ())

3/2, Milestone, Kalyan Murbad Road, Village Varap, P.O. Box No. 5, Shahad-421 103, Tel.: 91 251 2280283 Fax : +91 251 2280567

Plot No. B-12, C-4, E-2, MIDC, Industrial Area, Chemical Zone, Ambernath (W) 421501. Tel. : +91 8956363877/8956363878

K-4/1, Additional MIDC Road, Mahad Industrial Area, Mahad- 402309, Tel.: + 91 22 2207 5307 / 6192 / 1691 Fax: + 91 22 2207 0294



 REGISTERED & CORPORATE : 701 & 702, BHUMIRAJ COSTARICA,

 PLOT 1 & 2, SECTOR - 18, SANPADA, NAVI MUMBAI - 400705

 T : 022- 41840550 / 40037603

 F : +91 22 27814204

 E : sales@bluejethealthcare.com

 CIN NO. : L99999MH1968PLC014154

('**RTA**') and whose names are recorded in the Register of Members maintained by the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, January 10, 2025 ('**cut-off date**').

The Company has engaged the services of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) to provide remote e-Voting facility to the Members. The remote e-Voting period commences on Thursday, January 16, 2025, from 9:00 a.m. (IST) and ends on Friday, February 14, 2025, at 5:00 p.m. (IST). The e-Voting module shall be disabled by MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) thereafter. Voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the cut-off Date.

The Notice is also available on the website of the Company at https://bluejethealthcare.com/.

You are requested to take the same on record.

Thanking you.

Yours faithfully,

By Order of the Board

SWETA Digitally signed by SWETA PODDAR Date: 2025.01.15 16:29:01+05'30'

Ms. Sweta Poddar Company Secretary & Compliance Officer

Registered Office: Membership No.: F12287 Date: January 15, 2025

> Unit | 3/2, 1

3/2, Milestone, Kalyan Murbad Road, Village Varap, P.O. Box No. 5, Shahad-421 103, Tel.: 91 251 2280283 Fax : +91 251 2280567

Plot No. B-12, C-4, E-2, MIDC, Industrial Area, Chemical Zone, Ambernath (W) 421501. Tel.: +91 8956363877/8956363878

Unit III

K-4/1, Additional MIDC Road, Mahad Industrial Area, Mahad- 402309, Tel.: + 91 22 2207 5307 / 6192 / 1691 Fax: + 91 22 2207 0294



Registered and Corporate Office: 701,702, 7th Floor, Bhumiraj Costarica, Sector 18, Sanpada, Navi Mumbai, Thane- 400705 Website: www.bluejethealthcare.com Tel: (022) 69891200 E-mail: companysecretary@bluejethealthcare.com CIN: L99999MH1968PLC014154

NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

VOTING STARTS ON- Thursday, January 16, 2025, at 9:00 a.m. (IST)

VOTING ENDS ON- Friday, February 14, 2025, at 5:00 p.m. (IST)

Dear Member(s),

NOTICE is hereby given to the Members of Blue Jet Healthcare Limited ("the Company"), pursuant to Section 108 and 110 of the Companies Act, 2013, ('Act') read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('**Rules**'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**') and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('**SS-2**'), each as amended, and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), and in accordance with the requirements/guidelines prescribed by the Ministry of Corporate Affairs ('**MCA**') for holding general meetings/conducting postal ballot process through e-Voting vide General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as '**MCA Circulars**'), to transact the special businesses as set out hereunder through postal ballot and by voting through electronic means only ('**remote e-Voting**').

Pursuant to Section 102(1) read with Section 110 and other applicable provisions of the Act, an explanatory statement pertaining to the resolution, setting out the material facts and the reasons/rationale thereof ('**Statement**') forms an integral part of this Postal Ballot Notice ("Notice").

In compliance with the MCA Circulars, the Notice and instructions for remote e-voting are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ('**RTA**')/Depositories as on Friday, January 10, 2025 ("cut-off date")Voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the cut-off date.

Accordingly, physical copy of the Notice along with Postal Ballot form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. Members are requested to read the detailed instructions for remote e-Voting as mentioned in the 'Notes' section to this Notice, to cast their votes electronically from 09:00 AM (IST) on Thursday, January 16, 2025 and not later than 05:00 PM (IST) on, Friday, February 14, 2025 (the last day to cast vote electronically) to ensure their votes are considered.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) for the purpose of providing remote e-Voting facility to its Members.



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In accordance with the MCA Circulars, the Company has made necessary arrangements to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice.

The Notice is also available on the website of the Company at: www bluejethealthcare.com and in the relevant section of the website of BSE Limited (BSE) www.bseindia.com and National Stock Exchange of India Limited (NSE) www.nseindia.com, on which the Equity Shares of the Company are listed.

The Board of Directors of the Company through circular resolution on Monday, January 13, 2025 has appointed M/s. Mehta & Mehta, Company Secretaries, as the 'Scrutinizer', to scrutinize the e-voting process in a fair and transparent manner. Ms. Nupur Gadekar (Membership No. A41015), Partner and failing her, Ms. Alifya Sapatwala (Membership No. A24091) Partner will represent M/s. Mehta & Mehta, Company Secretaries.

After completing of scrutiny of the votes cast, the Scrutinizer shall, within 2 working days from the conclusion of the voting period of postal ballot, submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him. The Chairperson or a person authorized by him shall declare the result of the voting forthwith. The result of the Postal Ballot shall be declared on or before Tuesday, February 18, 2025.

The said results, along with the Scrutinizer's Report, will be placed on the website of the Company - www. bluejethealthcare.com and MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) - www.instavote.linkintime.co.in and also displayed at the Registered Office of the Company. The same will also be simultaneously forwarded to the Stock Exchanges where the Equity Shares of the Company are listed, for placing the same on their websites. The resolutions, if approved, will be taken as having been duly passed on the last date specified for e-voting i.e., Friday, February 14, 2025. The proposed resolutions and Explanatory Statement setting out all material facts relating thereto, as required in terms of Section 102(1) of the Act read with the Rules and the MCA Circulars, are appended below:

SPECIAL BUSINESS

1. Appointment of Ms. Priyanka Yadav (DIN: 08858855) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the applicable provisions of the Articles of Association of the Company, Sections 149 and 152, read with Schedule IV, and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, (collectively, "**Companies Act**"), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") (including any amendments, modification(s) or re-enactment(s) thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, consent of the members of the company be and is hereby accorded to appoint Ms. Priyanka Yadav (Din: 08858855) as an Independent Director of the Company, who is not disqualified under Section 164(2) of the Companies Act and who possesses relevant expertise and experience and has submitted a declaration that she meets the criteria for appointment as an independent director as provided under the Company, who shall hold office for a term of 3 (three)



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years commencing with effect from November 19, 2024 till November 18, 2027, and shall not be liable to retire by rotation. She shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment or as may be determined by the Board from time to time.

RESOLVED FURTHER THAT Mr. Akshay B Arora (DIN: 00105637), Executive Chairman and/or Ms. Sweta Poddar, Company Secretary and Compliance Officer be and are hereby severally authorised to file necessary forms with the Registrar of Companies, Maharashtra located at Mumbai and to do all the acts, deeds, matters and things which are necessary to the appointment of Ms. Priyanka Yadav (DIN: 08858855), as an Independent Director of the Company for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company is authorised to certify the true copy of the aforesaid resolutions which may be forwarded to any concerned authorities for necessary action."

2. Appointment of Mr. Popat Kedar (Din: 01986137) as an Executive Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 197, 198 and other applicable provisions, if any, read along with Schedule V to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and on the recommendation of Nomination & Remuneration Committee and approval of the Board of Directors of the Company, consent of the members of the company be and is hereby accorded for the appointment and terms of remuneration of Mr. Popat B Kedar (DIN: 01986137) as an Executive Director of the Company and shall be liable to retire by rotation.

RESOLVED FURTHER THAT in the event of Loss or inadequacy of the profit in any of the financial year during the tenure of service of Executive Director, the payment of salary, perquisites and other allowances shall be governed by the limit as prescribed under Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter and vary the terms and conditions of the said appointment and remuneration, as may be mutually agreed upon between the Board of Directors and Mr. Popat B. Kedar, provided such terms remain in compliance with applicable laws and regulations.

RESOLVED FURTHER THAT Mr. Akshay B Arora (DIN: 00105637), Executive Chairman and/or Ms. Sweta Poddar, Company Secretary and Compliance Officer be and are hereby severally authorised to file necessary forms with the Registrar of Companies, Maharashtra located at Mumbai and to do all the acts, deeds, matters and things which are necessary for giving effect to the aforesaid resolution."



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3. Re-Appointment Mr. Girish P Vanvari (Din: 07376482) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the applicable provisions of the Articles of Association of the Company, Sections 149 and 152, read with Schedule IV, and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, (collectively, **"Companies Act"**), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") (including any amendments, modification(s) or re-enactment(s) thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and approved by the Board of Directors of the Company, Mr. Girish P Vanvari (Din: 07376482), who was appointed as an Independent Director of the Company by the members for a term up to April 12, 2025, who being eligible for re-appointment for a second term be and is hereby reappointed as an Independent Director of the Company, to hold office for a period of 5 (five) years with effect from April 13, 2025 up to April 12, 2030, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board or any committee of directors or executives / officers of the Company authorised by them, be and are hereby authorised to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution."

4. Re-Appointment Ms. Preeti G Mehta (Din: 00727923) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the applicable provisions of the Articles of Association of the Company, Sections 149 and 152, read with Schedule IV, and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, (collectively, "**Companies Act**"), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") (including any amendments, modification(s) or re-enactment(s) thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and approved by the Board of Directors of the Company, Ms. Preeti G Mehta (Din: 00727923), who was appointed as an Independent Director of the Company by the members for a term up to April 12, 2025, who being eligible for re-appointment for a second term be and is hereby reappointed as an Independent Director of the Company, to hold office for a period of 5 (five) years with effect from April 13, 2025 up to April 12, 2030, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board or any committee of directors or executives / officers of the Company authorised by them, be and are hereby authorised to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution."



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E-mail: companysecretary@bluejethealthcare.com CIN: L999999MH1968PLC014154

5. Re-Appointment Ms. Divya S Momaya (Din: 0365757) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the applicable provisions of the Articles of Association of the Company, Sections 149 and 152, read with Schedule IV, and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, (collectively, "Companies Act"), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any amendments, modification(s) or re-enactment(s) thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, Ms. Divya S Momaya (Din: 0365757), who was appointed as an Independent Director of the Company by the members for a term up to July 31, 2025, who being eligible for re-appointment for a second term be and is hereby reappointed as an Independent Director of the Company, to hold office for a period of 5 (five) years with effect from August 1, 2025 up to July 31, 2030, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board or any committee of directors or executives / officers of the Company authorised by them, be and are hereby authorised to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution."

By Order of the Board

Ms. Sweta Poddar

Company Secretary & Compliance Officer Membership No.: F12287 Date: January 13, 2025



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E-mail: companysecretary@bluejethealthcare.com CIN: L999999MH1968PLC014154

Notes:

- 1. The Statement pursuant to the provisions of Section 102(1) and 110 of the Companies Act, 2013 ('Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolution and the reasons thereof is annexed hereto and forms an integral part of this Notice.
- 2. In terms of the MCA Circulars, the Notice is being sent only through electronic mode to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories/MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the Company's Registrars and Transfer Agent ('RTA'), as on Friday, January 10, 2025 ('Cut-Off Date') and whose e-mail addresses are registered with the Company/RTA/Depositories and who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.
- 3. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-Voting. A person who is not a Member as on the Cut-Off Date should treat this Notice for information purposes only. Any Member(s) who did not receive the Notice may either send an email to companyseretary@bluejethealthcare.com.

It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.

Members who have not registered their e-mail address are requested to register the same with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form

- 4. In compliance with the provisions of Section 108 and 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically.
- 5. The remote e-Voting shall commence on Thursday January 16, 2025, at 9:00 a.m. (IST) and shall end on Friday, February 14, 2025, at 5:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote(s) electronically. The remote e-Voting module shall be disabled by MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) for voting thereafter.
- 6. Pursuant to Rule 22(5) of the Management Rules, the Board of Directors of the Company has appointed M/s. Mehta and Mehta, Company Secretaries as the Scrutinizer, for conducting the Postal Ballot e-voting process in a fair and transparent manner. Ms. Nupur Gadekar (Membership No. A41015), Partner and failing her, Ms. Alifya Sapatwala, (Membership No. A24091) Partner of M/s Mehta & Mehta, Company Secretaries will represent M/s. Mehta & Mehta, Company Secretaries.



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- 7. The Scrutinizer will submit her consolidated report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the postal ballot within two working days from the conclusion of the postal ballot through remote e-Voting. The Scrutinizer's decision on the validity of votes cast will be final.
- 8. The result of the postal ballot declared along with the Scrutinizer's Report ('Result') shall be placed on the Company's website www.bluejethealthcare.com and on the website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) at <u>https://instavote.linkintime.co.in</u> immediately after the Result is declared by the Chairman or any other person so authorised by him, and the same shall be communicated to the Stock Exchanges, i.e., BSE Limited ('BSE') and the National Stock Exchange of India Limited ('NSE'), where the equity shares of the Company are listed.
- 9. The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-Voting i.e., Friday, February 14, 2025. The resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a general meeting of the Members.
- 10. Members may download the Notice from the website of the Company at www.bluejethealthcare.com or the website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) at https://instavote.linkintime.co.in A copy of the Notice is also available on the website of BSE at www.bseindia.com and NSE at www.bseindia.com
- 11. Members are informed that in case of joint holders, only such joint holder whose name stands first in the Register of Members of the Company / Register of beneficial owners as on cut-off date as received from Depositories in respect of such joint holding will be entitled to vote.
- 12. All correspondence related to change of address, change in e-mail ID already registered with the Company, transfer / transmission of shares, issue of duplicate share certificates, Company mandates and all other matters relating to the shareholding in the Company may be made to M/s. MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the Registrar and Share Transfer Agent ("RTA").
- 13. All the documents referred in Postal Ballot Notice shall be available for inspection through electronic upon request being sent by Members to the email id: <u>companysecretary@bluejethealthcare.com</u> mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
 - 14. The vote in this Postal Ballot cannot be exercised through proxy.
 - 15. Once the vote on a resolution stated in this Notice is cast by the members through Remote e-voting, the members shall not be allowed to change it subsequently and such e-vote shall be treated as final.



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Sanpada, Navi Mumbai, Thane- 400705

Website: www.bluejethealthcare.com Tel: (022) 69891200

E-mail: companysecretary@bluejethealthcare.com CIN: L999999MH1968PLC014154

Remote e-Voting Instructions for Unitholders:

As per the SEBI circular dated December 9, 2020, individual Unitholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

Individual Unitholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <u>https://eservices.nsdl.com</u> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User not registered for IDeAS facility:

- a) To register, visit URL: <u>https://eservices.nsdl.com</u> and select "Register Online for IDeAS Portal" or click on <u>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</u> "
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <u>https://www.evoting.nsdl.com/</u>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.



Registered and Corporate Office: 701,702, 7th Floor, Bhumiraj Costarica, Sector 18,

Sanpada, Navi Mumbai, Thane- 400705

Website: www.bluejethealthcare.com Tel: (022) 69891200

E-mail: companysecretary@bluejethealthcare.com CIN: L999999MH1968PLC014154

Individual Unitholders holding securities in demat mode with CDSL:

METHOD 1 – From Easi/Easiest

Users who have registered/ opted for Easi/Easiest

- a) Visit URL: <u>https://web.cdslindia.com/myeasitoken/Home/Login</u> or <u>www.cdslindia.com</u>.
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users not registered for Easi/Easiest

- a) To register, visit URL: <u>https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</u> / <u>https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</u>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <u>https://www.cdslindia.com/</u>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote evoting period.

Individual Unitholders holding securities in demat mode with Depository Participant:

Individual Unitholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through "e-voting" tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.



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d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote evoting period.

Login method for Individual Unitholders holding securities in physical form/ Non-Individual Unitholders holding securities in demat mode is given below:

Individual Unitholders of the company, holding shares in physical form / Non-Individual Unitholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

- 1. Visit URL: https://instavote.linkintime.co.in
- 2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

A. User ID: Unitholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Unitholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Unitholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID. **B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Unitholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. **C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Unitholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

*Unitholders holding shares in NSDL form, shall provide 'D' above

Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$&*), at least one numeral, at least one alphabet and at least one capital letter).
 Click "confirm" (Your password is now generated).

- 3. Click on 'Login' under 'SHARE HOLDER' tab.
- 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

- 1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
- 2. E-voting page will appear.
- 3. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).



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4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional Unitholders ("Corporate Body/ Custodian/Mutual Fund"):

STEP 1 – Registration

- a) Visit URL: <u>https://instavote.linkintime.co.in</u>
- b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to <u>insta.vote@linkintime.co.in</u>.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <u>https://instavote.linkintime.co.in</u> and login with credentials as received in Step 1 above.
- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:
 - a. 'Investor ID'
 - i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - b. 'Investor's Name Enter full name of the entity.
 - c. 'Investor PAN' Enter your 10-digit PAN issued by Income Tax Department.
 - d. 'Power of Attorney' Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <u>https://instavote.linkintime.co.in</u> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.



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- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of InstaVote before the start of remote evoting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <u>https://instavote.linkintime.co.in</u> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select 'View' icon for 'Company's Name / Event number '. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual Unitholders holding securities in physical form/ Non-Individual Unitholders holding securities in demat mode:

Unitholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at <u>enotices@linkintime.co.in</u> or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Unitholders holding securities in demat mode:

Individual Unitholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Unitholders 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
Individual Unitholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <u>helpdesk.evoting@cdslindia.com</u> or contact at toll free no. 1800 22 55 33



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Forgot Password:

Individual Unitholders holding securities in physical form has forgotten the password:

If an Individual Unitholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <u>https://instavote.linkintime.co.in</u>

o Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'** o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case Unitholders is having valid email address, Password will be sent to his / her registered e-mail address. Unitholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$&*), at least one numeral, at least one alphabet and at least one capital letter.

<u>User ID for Unitholders holding shares in Physical Form (i.e. Share Certificate)</u>: Your User ID is Event No + Folio Number registered with the Company

<u>User ID for Unitholders holding shares in NSDL demat account</u> is 8 Character DP ID followed by 8 Digit Client ID <u>User ID for Unitholders holding shares in CDSL demat account</u> is 16 Digit Beneficiary ID.

Institutional Unitholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:

If a Non-Individual Unitholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

o Click on **'Login'** under **'Corporate Body**/ **Custodian/Mutual Fund'** tab and further Click **'forgot password?'** o Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case Unitholders is having valid email address, Password will be sent to his / her registered e-mail address. Unitholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Unitholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Unitholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.



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During the voting period, Unitholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".



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STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013

ITEM NO. 1

The Nomination and Remuneration Committee ('NRC') oversees the succession planning for the Board of Directors ('Board') of the Company and towards this, it has adopted a methodical, meritocratic, fair and transparent process to ensure that it recommends the right candidate(s) to serve on the Board. Aligned to these, the NRC reviewed the profiles of suitable prospects and based on discussions held with relevant stakeholders, identified Ms. Priyanka Yadav as a suitable candidate to be inducted as an Independent Director on the Board of the Company.

On November 19, 2024, based on the recommendations of the NRC, the Board of the Company, in terms of Section 161 of the Companies Act, 2013 ('Act'), appointed **Ms. Priyanka Yadav (DIN: 08858855)** as an Additional Director in the category of Non-Executive and Independent on the Board of the Company, for a term of 3 (three) years commencing from November 19, 2024 upto November 18, 2027 (both days inclusive), not liable to retire by rotation.

Ms. Priyanka Yadav is a fellow member of the Institute of Company Secretaries of India. She holds a bachelor's as well as Master's degree in commerce from the University of Mumbai. She is a practicing Company Secretary and handle PCS firm i.e Priyanka Yadav & Associates. Apart from that she has also completed her law degree from University of Mumbai. She has been in the consulting business for more than 6 years and has experience in matters relating to corporate laws, NCLT matters, legal due diligence and corporate secretarial compliances. Priyanka has extensive expertise in listing compliance, initial public offerings (IPOs), and corporate restructuring. Her experience spans both strategic and operational aspects of corporate governance and compliance, making her a trusted advisor in the industry.

The Board noted that Ms. Priyanka Yadav's background, qualification, experience, skills, attributes and personality is in coherence with the criteria, role and capabilities identified by the NRC and that Ms. Priyanka Yadav is eligible for appointment as an Independent Director.

The Company has received a Notice from a Member in writing under Section 160(1) of the Act proposing her candidature for the office of Director. The Company has also received consent in writing from Ms. Priyanka Yadav to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, and an intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164(1) and 164(2) of the Act. The Company has received a declaration to the effect that she meets the criteria of independence as provided under Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. Ms. Priyanka Yadav has provided a 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 she 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. Ms. Priyanka Yadav has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his name appearing in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and has passed an online proficiency test conducted by the Institute



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Further, in terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Priyanka Yadav has confirmed that she is independent of the Management of the Company and that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company.

The profile and specific areas of expertise of Ms. Priyanka Yadav and other relevant information as required under SEBI Listing Regulations and Secretarial Standard on General Meetings are provided as annexure to this Notice.

In the opinion of the Board, Ms. Priyanka Yadav is independent of the management and is a person of integrity and fulfils the conditions specified under the Act read with Rules thereunder and the SEBI Listing Regulations for her appointment as an Independent Director of the Company.

The terms and conditions of appointment of Ms. Priyanka Yadav as an Independent Director would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at <u>companysecretary@bluejethealthcare.com</u>. Alternatively, the documents will also be made available at the Registered Office of the Company during office hours on all working days between Thursday, January 16, 2025 to Friday, February 14, 2025.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

The Board recommends the Special Resolution set out in Item No. 1 of the accompanying Notice for approval by the Members of the Company.

None of the Director(s) and/or Key Managerial Personnel of the Company or their respective relatives, except Ms. Priyanka Yadav, to whom the resolution relates, are concerned or interested in the Resolution mentioned in the Notice.

ITEM NO. 2

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on November 19, 2024, appointed Mr. Popat B Kedar as an Additional Director in the category of Executive Director on the Board of the Company, liable to retire by rotation.

Mr. Popat B Kedar holds Bachelor's degree in science and Master's degree with specialization in Inorganic Chemistry) from Shivaji University, Kolhapur. He has more than 34 years of experience as Plant Manager. Mr. Popat B Kedar has previously worked with Innotech Pharma Pvt. Ltd., Godavari Drugs Pvt. Ltd, Sara Research Centre etc. as a Plant manager.

He has been associated with our Company since July, 2005.

However, in terms of the amended Regulation 17(1C) of the Listing Regulations, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders is sought to comply with the Listing Regulations.



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Accordingly, approval of the shareholders is sought to comply with the Listing Regulations.

Mr. Popat B Kedar has given his consent to act as a Director of the Company pursuant to Section 152 of the Act. The Company has received a Notice under Section 160(1) of the Act from a Member signifying his intention to propose Mr. Popat B Kedar appointment as a Director. Mr. Popat B Kedar has further confirmed that he is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by SEBI.

The Board, while appointing Mr. Popat B Kedar as an Executive Director of the Company, has considered his skills, background and experience.

Details of remuneration:

Particulars	Amount (In Rs.)	
	Monthly	Yearly
Basic Salary	99,887	11,98,644
House Rent Allowance (HRA)	49,943	5,99,316
Conveyance Allowance	36,000	4,32,000
Medical Allowance	18,000	2,16,000
Special Allowance	1,43,370	1720440
Bonus	0	0
Gross Salary	3,47,200	41,66,400
Provident Fund (Employer)	1,800	21,600
Employee State Insurance (Employer)	0	0
Leave Travel Allowance (LTA)	0	0
Gratuity	4,802	57,624
Cost To Company (CTC)	3,53,802	42,45,624

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice. Alternatively, the documents will also be made available at the Registered Office of the Company during office hours on all working days between Thursday, January 16, 2025 to Friday, February 14, 2025.

The Board recommends the Ordinary Resolution set out in Item No. 2 of the accompanying Notice for approval by of the Members of the Company.



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None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Mr. Popat B Kedar and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the accompanying Notice.

ITEM NO. 3

Mr. Girish P Vanvari (Din: 07376482) is currently an Independent Director of the Company, Chairperson of the Audit Committee and Member of the Risk Management Committee, Nomination & Remuneration Committee of the Company.

Mr. Girish P Vanvari was appointed as an Independent Director of the Company by the Members at the 50th Extra Ordinary General Meeting of the Company held on May 5, 2022 for a period of 3 (three) consecutive years commencing from April 13, 2022 upto April 12, 2025 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC') and Performance Evaluation report, the Board of Directors at its meeting held on November 19, 2024, proposed the re-appointment of Mr. Girish P Vanvari as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from April 13, 2025 up to April 12, 2030 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Girish P Vanvari is an associate member of the Institute of Chartered Accountants of India since 1995. He holds a bachelor's degree in commerce from Shri Narsee Monjee College of Commerce and Economics, University of Bombay. He is the founder and partner of Transaction Square LLP and Valuation Square LLP and has experience in tax, regulatory and business advisory functions. He has previously worked with KPMG for 13 years and had been the National Leader for Tax at KPMG India.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Girish P Vanvari's qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Mr. Girish P Vanvari is independent of the management and continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from Mr. Girish P Vanvari confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Girish P Vanvari has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties.



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Mr. Girish P Vanvari has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mr. Girish P Vanvari has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to reappointment by the Members. Mr. Girish P Vanvari has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA') and has passed an online proficiency test conducted by the Institute.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Girish P Vanvari as an Independent Director is subject to the approval of the Members by way of Special Resolution.

In the opinion of the Board, Mr. Girish P Vanvari fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at https://www.bluejethealthcare.com_and would also be made available for inspection to the Members of the Company upto Friday, February 14, 2025, by sending a request from their registered email address to the Company at companysecretary@bluejethealthcare.com_along with their Name, DP ID & Client ID/Folio No.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

The terms and conditions of appointment of Mr. Girish P Vanvari as an Independent Director would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at <u>companysecretary@bluejethealthcare.com</u>. Alternatively, the documents will also be made available at the Registered Office of the Company during office hours on all working days between Thursday, January 16, 2025 to Friday, February 14, 2025.

As per the Evaluation report, he had rendered independent, unbiased opinion to the Board. During his tenure as an Independent Director, he had actively monitored the performance of the Management on both tactical and strategic plans. He had provided new ideas and planning for the growth of the Company

The Board recommends the Special Resolution set out in Item No. 3 of the accompanying Notice for approval by the Members of the Company.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Girish P Vanvari and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice.



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ITEM NO. 4

Ms. Preeti G Mehta (Din: 00727923) is currently an Independent Director of the Company, Chairperson of the Corporate Social Responsibility Committee, and Member of the Audit Committee and Nomination & Remuneration Committee of the Company.

Ms. Preeti G Mehta was appointed as an Independent Director of the Company by the Members at the 50th Extra Ordinary General Meeting of the Company held on May 5, 2022 for a period of 3 (three) consecutive years commencing from April 13, 2022 upto April 12, 2025 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on November 19, 2024, proposed the re-appointment of Ms. Preeti G Mehta as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from April 13, 2025 upto April 12, 2030 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Ms. Preeti G Mehta is a practicing advocate & solicitor and a senior partner of Kanga & Co. She is registered with the Bar Council of Maharashtra & Goa and the Bombay Incorporated Law Society and also has a bachelor's degree in arts from St. Xavier's College, University of Bombay and a bachelor's degree in law from Government Law College, University of Bombay. She has been in practice for over 30 years and has experience in matters relating to corporate laws, foreign investment & collaborations, mergers & acquisitions & private equity investments, banking, franchising and hospitality.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Ms. Preeti G Mehta qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Ms. Preeti G Mehta continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing her candidature for the office of Director. The Company has received a declaration from Ms. Preeti G Mehta confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Preeti G Mehta has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties.

Ms. Preeti G Mehta has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Ms. Preeti G Mehta has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-



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appointment by the Members. Ms. Preeti G Mehta has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA') and has passed an online proficiency self-assessment test conducted by the Institute.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Preeti G Mehta as an Independent Director is subject to the approval of the Members by way of Special Resolution.

In the opinion of the Board, Ms. Preeti G Mehta is independent of the management and fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that she is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at https://www.bluejethealthcare.com and would also be made available for inspection at the Registered Office of the Company during office hours on all working days between Thursday, January 16, 2025 to to Friday, February 14, 2025.by sending a request from their registered email address to the Company at companysecretary@bluejethealthcare.com along with their Name, DP ID & Client ID/Folio No.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

The Evaluation Report highlights her ability to offer impartial and objective insights to the Board. As an Independent Director, she has diligently evaluated the Management's execution of both short-term and long-term strategies.

The Board commends the Special Resolution set out in Item No. 4 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Ms. Preeti G Mehta and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

ITEM NO. 5

Ms. Divya S Momaya (Din: 0365757) is currently an Independent Director of the Company, Chairperson of the Nomination & Remuneration Committee, and Member of the Audit Committee and Stakeholder Relationship Committee of the Company.

Ms. Divya S Momaya was appointed as an Independent Director of the Company by the Members at the 54th Annual General Meeting of the Company held on August 5, 2022 for a period of 3 (three) consecutive years commencing from August 1, 2022 till July 31, 2025 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on November 19, 2024, proposed the re-appointment of Ms. Divya S Momaya as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from August 1, 2025 till July 31, 2030 (both days inclusive), not liable to retire by rotation for the approval of the Members by way of a Special Resolution.



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Ms. Divya S Momaya is an associate member of the Institute of Company Secretaries of India since 2003. She holds a bachelor's degree in commerce from the University of Pune. She is currently a partner of D. S. Momaya & Co. LLP. She is the first director of MMB Advisors Private Limited and has over 14 years of experience in corporate and secretarial laws, corporate governance, business development, startups, mentoring and consulting. She has also previously worked with BSE Limited and BSEL Infrastructure Realty Limited.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Ms. Divya S Momaya qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Ms. Divya S Momaya continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing her candidature for the office of Director. The Company has received a declaration from Ms. Divya S Momaya confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Divya S Momaya has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties. Ms. Divya S Momaya has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Ms. Divya S Momaya has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to reappointment by the Members. Ms. Divya S Momaya has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA') and has passed an online proficiency self-assessment test conducted by the Institute.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Divya S Momaya as an Independent Director is subject to the approval of the Members by way of Special Resolution.

In the opinion of the Board, Ms. Divya S Momaya is independent of the management and fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that she is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at https://www.bluejethealthcare.com and would also be made available for inspection at the Registered Office of the Company during office hours on all working days between Thursday, January 16, 2025 to to Friday, February 14, 2025, upto 5.00 P.M, by sending a request from their registered email address to the Company at companysecretary@bluejethealthcare.com along with their Name, DP ID & Client ID/Folio No.



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Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

According to the Evaluation Report, she consistently provided independent and unbiased opinions to the Board. During her tenure as an Independent Director, she actively oversaw the Management's performance in executing both tactical and strategic plans.

The Board commends the Special Resolution set out in Item No. 5 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Ms. Divya S Momaya and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.



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ANNEXURE TO THE NOTICE

DETAILS OF DIRECTORS SEEKING APPOINTMENT [Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard–2 on General Meetings]

Name of the	Popat Bhagwan Kedar	Priyanka Yadav	
Director			
DIN	01986137	08858855	
Date of Birth & Age	DOB-27.05.1964	DOB-05.07.1992	
	Age- 60 Years	Age -32 Years	
Nationality	Indian	Indian	
Date of first			
appointment on the Board	November 19, 2024	November 19, 2024	
Qualifications	• Holds bachelor's degree in science and Master's degree with specialization in Inorganic Chemistry) from Shivaji University, Kolhapur.	Company Secretaries of India (ICSI)	
Expertise in specific functional areas	He has previously worked with Infotech Pharma Pvt. Ltd., Godavari Drugs Pvt. Ltd, Sara Research Centre as a Plant manager. He has served the position of director in Blue Jet Healthcare Limited from December 31, 2020 till February 01, 2022	Ms. Priyanka Yadav is a fellow member of the Institute of Company Secretaries of India. She holds a bachelor's as well as masters degree in commerce from the University of Mumbai. She is a practicing Company Secretary and handle PCS firm i.e Priyanka Yadav & Associates. Part from that she has also completed her law degree from University of Mumbai. She has been in the consulting business for more than 6 years and has experience in matters relating to corporate laws, NCLT matters, legal due diligence and corporate secretarial compliances. Priyanka has extensive expertise in listing compliance, initial public offerings (IPOs), and corporate restructuring. Her experience spans both	



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		corporate governance and compliance,
		making her a trusted advisor in the industry.
Terms and		
conditions of re-	-	-
appointment		
Details of	Refer to Item No. 2 of the Explanatory	Sitting Fees of Rs. 50,000/- per meeting as
remuneration	Statement to the Notice.	approved by the Board of Directors
sought to be paid		
Details of last	NIL	NIL
remuneration		
drawn		
Directorships in		1. Electro Force (India) Limited
other Companies		2. Artemis Electricals and Projects Limited
(excluding		3. PKH Ventures Limited
foreign companies)	-	4. Garuda Construction And
		Engineering Private Limited
		5.Eternal Building Assets Private Limited
Membership/		Electro Force (India) Limited
Chairpersonship of		*Audit Committee-Member
Committees in	-	*Risk Management Committee-Chairman
other companies		*Shareholders Relationship Committee-
(excluding foreign		Chairperson
companies)		*Nomination & Remuneration Committee-
		Member
		*CSR Committee- Member
		Artemis Electricals and Projects Limited
		*Audit Committee-Member
		*Nomination & Remuneration Committee-
		Chairperson
Listed entities from		
which the Director	-	-
has resigned from		
Directorship in last		
3 (three) years		
No. of Board		
Meetings attended	-	-
during FY 2024-25		
(upto the date of		
this Notice)		
Inter-se		
relationship with		
other Directors and		
Key Managerial	None	None



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Personnel of the		
Company		
Shareholding	Nil	Nil
in Blue Jet		
Healthcare		
Limited		
including		
shareholding		
as a beneficial		
owner		



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DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard–2 on General Meetings]

Name of the Director	Mr. Girish P Vanvari	Ms. Preeti G Mehta	Ms. Divya S Momaya
DIN	07376482	00727923	00365757
Date of Birth &	DOB-10.04.1972	DOB-01.10.1959	DOB-25.04.1979
Age	Age- 52 years	Age- 65 years	Age-45 years
Nationality	Indian	Indian	Indian
Date of first appointment on the Board	13.04.2022	13.04.2022	01.08.2022
Qualifications	Chartered Accountant from the Institute of Chartered Accountants of India, India and Bachelors degree in commerce from Shri Narsee Monjee College of Commerce and Economics, University of Bombay.	Bachelor's degree in arts from St. Xavier's College, University of Bombay and a Bachelors degree in law from Government Law College, University of Bombay.	Company Secretary from the Institute of Company Secretaries of India since 2003 and Bachelors degree in commerce from the University of Pune.
Expertise in specific functional areas	He is the founder and partner of Transaction Square LLP and Valuation Square LLP and has experience in tax, regulatory and business advisory functions. He has previously worked with KPMG for 13 years and had been the National Leader for Tax at KPMG India	She is a practicing advocate & solicitor and a senior partner of Kanga & Co. She is registered with the Bar Council of Maharashtra & Goa and the Bombay Incorporated Law Society. She has been in practice for over 30 years and has experience in matters relating to corporate laws, foreign investment & collaborations, mergers & acquisitions & private equity investments, banking, franchising and hospitality.	She is currently a partner of D. S. Momaya & Co. LLP. She is the first director of MMB Advisors Private Limited and has over 14 years of experience in corporate and secretarial laws, corporate governance, business development, startups, mentoring and consulting. She has also previously worked with BSE Limited and BSEL Infrastructure Realty Limited.
Terms and conditions of re- appointment	Re-appointment as Non- Executive, Independent Director for a second term of 5 (five) years effective from April 13, 2025 till April 12, 2030.[Refer Item No. 3	Re-appointment as Non- Executive, Independent Director for a second term of 5 (five) years effective from April 13, 2025 till April 12,	Re-appointment as Non- Executive, Independent Director for a second term of 5 (five) years effective from August 1, 2025 till July 31,



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Details of remuneration sought to be paid Details of last remuneration drawn	of the Notice and Explanatory Statement] Sitting Fees and Commission as approved by the Board of Directors	2030.[Refer Item No. 4 of the Notice and Explanatory Statement] Sitting Fees and Commission as approved by the Board of Directors	2030. [Refer Item No. 5 of the Notice and Explanatory Statement] Sitting Fees and Commission as approved by the Board of Directors
Directorships in other Companies (excluding foreign companies)	 Aurobindo Pharma Limited Tarsons Products Limited Himadri Speciality Chemical Limited Kolte-Patil Developers Limited Rategain Travel Technologies Limited Menon and Menon Limited 	 Sumitomo Chemical India Limited Protean Egov Technologies Limited JCB India Limited 	 GTPL Hathway Limited Motilal Oswal Financial Services Limited Motilal Oswal Home Finance Limited AAB Advisors Private Limited
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	Aurobindo Pharma Ltd. *Audit Committee- Chairman *Risk Management Committee- Chairman *Nomination & Remuneration Committee- Member *Shareholders Relationship Committee-Member *CSR Committee-Member Tarsons Products Limited *Audit Committee-Chairman *Risk Management Committee- Chairman *Nomination & Remuneration Committee- Member Himadri Specialty Chemical Limited *Audit Committee-Chairman *Nomination & Remuneration Committee- Member	Sumitomo Chemical India Limited *Audit Committee- Chairperson *Risk Management Committee-Member *Nomination & Remuneration Committee- Chairperson *CSR Committee-Member Protean Egov Technologies Limited *Audit Committee-Member *Shareholders Relationship Committee- Chairperson * Corporate Social Responsibility & Sustainability Committee - Chairperson JCB India Limited	GTPL Hathway Limited *Audit Committee- Member *Nomination & Remuneration Committee- Member *CSR Committee- Chairperson *Shareholders Relationship Committee-Chairperson Motilal Oswal Financial Services Limited *Audit Committee- Member *Nomination & Remuneration Committee- Member



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	Kolte-Patil DevelopersLimited*Audit Committee-Member*Risk Management Committee-Member*Nomination & RemunerationCommittee- MemberRategain Travel TechnologiesLimited*Audit Committee-Chairman*Risk Management Committee-Chairman*Nomination & RemunerationCommittee- Chairman*Nomination & RemunerationCommittee- Chairman*Nomination & RemunerationCommittee- Chairman*Audit Committee-Member*Nomination & RemunerationCommittee- Member*Nomination & RemunerationCommittee- Member* CSR- Member	*Audit Committee – Chairperson *Nomination & Remuneration Committee – Chairperson *Corporate Social Responsibility Committee- Chairperson	
Listed entities from which the Director has resigned from Directorship in last 3 (three) years(upto the date of this Notice)	-	 AMJ Land Holdings Limited Bagalkot Cement & Industries Limited (Unlisted) 	1. Arihant Superstructures Limited
No. of Board Meetings attended during FY 2024-25 (upto the date of this Notice)	Attended all 4 Board Meetings held during the period	Attended all 4 Board Meetings held during the period	Attended all 4 Board Meetings held during the period
Inter-se relationship with other Directors and Key Managerial	None	None	None



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Personnel of the			
Company			
Shareholding	Nil	Nil	Nil
in Blue Jet			
Healthcare			
Limited			
including			
shareholding			
as a beneficial			
owner			
Skills and	Refer to Item No. 3 of the	Refer to Item No. 4 of the	Refer to Item No. 5 of the
capabilities	Explanatory Statement to the	Explanatory Statement to the	Explanatory Statement to the
required for the	Notice.	Notice.	Notice.
role and the			
manner in which			
the director meets			
such			
requirements			