



GIAN LIFE CARE LIMITED

Regd Office:- 7/216 (6) Swaroop Nagar (Infront of L.L.R. Hospital), Kanpur, Uttar Pradesh-208002

CIN: L85100UP2018PLC110119

Mobile:8808051576

<https://gianlifecare.org/>;

Email: gpxreport@gmail.com

Dated: October 01, 2024

To,

BSE Limited

Phirozee Jeejeebhoy Tower,

Dalal Street,

Mumbai-400001

Scrip Code: 542918

Sub: Copy of Proceedings of 6th Annual General Meeting of the Company

Dear Sir,

Please find enclosed herewith a copy of proceedings of the 6th Annual General Meeting of the Company held on Monday, September 30, 2024.

This is for your reference and record.

Yours faithfully,

For Gian Life Care Limited

A handwritten signature in black ink, appearing to read "Arun Kumar Gupta", is written over a faint horizontal line.

(Arun Kumar Gupta)

Managing Director

DIN:- 01331593

CERTIFIED TRUE COPY OF MINUTES OF THE 6th ANNUAL GENERAL MEETING OF GIAN LIFE CARE LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 7/216(6), SWAROOP NAGAR, KANPUR-208002, UTTAR PRADESH AT 09:30 A.M. ON MONDAY, THE 30TH SEPTEMBER, 2024 AND CONCLUDED AT 11:30 A.M.

Present:-

Mr. Arun Kumar Gupta	Managing Director
Ms. Avani Gupta	Chief Financial Officer
Ms. Rashika Agarwal	Director
Mr. Shivam Mamgain	Director
Mr. Umang Gupta	Independent Director
Mr. Abhiram Saran Agarwal	Independent Director
Mr. Ramesh Yadav	Independent Director
Mr. Vanshul Asnani	Company Secretary
Mr. Prakhar Pandey	Scrutinizer
Mr. Navodit Tyagi	Statutory Auditor

No. of Shareholders attended the meeting:-

Promoters and Promoters Group: 5

Public: 4

Mr. Arun Kumar Gupta, was unanimously elected as Chairman for the Annual General Meeting.

Accounts and Statutory Register:-

The following documents/Registers were available for inspection:-

- i. Notice convening Annual general Meeting and documents referred therein;
- ii. Register of Directors and Key Managerial Personnel and their Shareholding

Welcome:-

The Managing Director welcomed the members to the Annual general Meeting of the Company. Ms. Rashika Agarwal requested Mr. Arun Kumar Gupta to preside over the meeting. Mr. Gupta formally extended a very warm welcome and special invitees to the Annual General Meeting.

Quorum

The Chairman confirmed that the requisite quorum being present, the Chairman called the meeting to order. The Meeting commenced at 09.30 A.M.

Notice Convening Annual General Meeting

All the Directors including Statutory Auditors and other invitees were introduced by the Managing Director on behalf of Board of Directors.

The Chairman explained the objective and implications to the Resolutions mentioned in the Annual general Meeting notice before they were put to vote. Mr. Gupta provided fair opportunity to Members who were entitled to vote to seek clarifications and offer comments related to any item of business.

The Chairman informed that the Company has availed the services of CDSL to provide the facility of Remote e-voting, to participate in this Annual general Meeting. The Notice convening the AGM and Annual Report of the Company for the Financial Year ended March 31, 2024, were taken as read as the same were already circulated to the members. Thereafter all queries regarding the audit reports and other reports forming part of the Board report were answered to.

The Managing Director informed that the Company has provided e-voting facility to all the shareholders to cast their vote in respect of all resolutions mentioned in the notice, which commenced at 9.00 a.m. on Friday, 27th September, 2024 and ended at 5.00 p.m. on Sunday, 29th September, 2024.

The Chairman further informed that Mr. Prakhar Pandey, Company Secretary in Practice has been appointed as Scrutinizer for the purpose of Remote E voting and voting to be conducted at the AGM.

Thereafter, the Chairman delivered an extended speech covering inter-alia the business and financial performance of the Company and future opportunities and potential of the Company. He provided an insight on the performance of the Company including operationalization of new Centers on Pan Indian basis.

The Chairman then invited the shareholders with their queries who had registered themselves. The Chairman announced that combined result of remote e voting and the voting at AGM will be disseminated to the stock exchange and will also be placed on the website of the Company within 48 hours from the date of the Annual General Meeting.

The Chairman thanked all the shareholders for their presence and support and declared the Annual general meeting closed.

The Resolutions for the Ordinary and Special Business as set out in Item nos. 1 to 4 in the Notice of Annual General Meeting, duly approved by the members with requisite majority are recorded

hereunder as a part of the proceedings of the AGM of the members held on Monday, September 30, 2024.

ORDINARY BUSINESSES:-

Item no.1

Ordinary Resolution:

“RESOLVED THAT the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon and other report as presented to the meeting be and hereby approved and adopted.

Item no. 2

Ordinary Resolution:

“RESOLVED THAT Ms. Rashika Agarwal (DIN: 08275078) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment be and is hereby appointed as Director of the Company.”

Item no. 3

Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 13, 61,& 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present INR 12,00,00,000/- (Rupees Twelve Crores only) consisting of 1,20,00,000 (One Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each to INR 42,00,00,000/- (Rupees Forty Two Crores only) consisting of 4,20,00,000 (Four Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

“V. The authorized Share Capital of the Company is Rs. 42,00,00,000/- (Rupees Forty Two Crores only) consisting of 4,20,00,000 (Four Crore Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each with power to increase and/ or reduce the capital of the company as provided in the Articles of the Company”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be

and is hereby authorized to take such steps as may be necessary and to execute all deeds, applications, documents and writings that may be required and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution(s), on behalf of the Company.

Item no. 4

Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the Members of the Company be and is hereby accorded for re-appointment of Shri Arun Kumar Gupta (DIN:- 01331593) as Managing Director and Key Managerial Personnel of the Company for a period of 5 years w.e.f. March 15, 2024 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Shri Arun Kumar Gupta.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.”

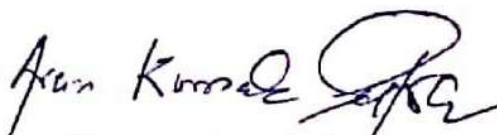
Note: Summary of Scrutinizer Report is provided hereunder:

Sr no.	Resolution	% of Votes in favour	% of Votes against	Result
1.	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon	100	NIL	Passed as an ordinary resolution
2.	To appoint a Director in place of Ms. Rashika Agarwal (DIN: 08275078) who retires by rotation at this Annual General Meeting and being eligible	100	NIL	Passed as an ordinary resolution

	offers herself for re-appointment.			
3.	To increase the Authorized Share Capital of the Company from the present INR 12,00,00,000/- (Rupees Twelve Crores only) consisting of 1,20,00,000 (One Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each to INR 42,00,00,000/- (Rupees Forty Two Crores only) consisting of 4,20,00,000 (Four Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each with consequential alteration in Memorandum of Association of the Company.	100	NIL	Passed as an ordinary resolution
4.	Re-appointment of Shri Arun Kumar Gupta (DIN:- 01331593) as Managing Director and Key Managerial Personnel of the Company for a period of 5 years w.e.f. March 15, 2024 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Shri Arun Kumar Gupta	100	NIL	Passed as an ordinary resolution

Date:- October 01, 2024

Place: Kanpur



Chairman