

Date: September 26, 2024

REF: WHL/BSE/AGM-PROCEEDING/2024-25

To,  
**Corporate Relations Department**  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001

**Script Name: WARDWIZARD HEALTHCARE LIMITED (Formerly known as Ayoki Merchantile Limited) ( BSE Scrip Code: 512063 )**

**Ref.: Summary of Proceedings of the 40<sup>th</sup> Annual General Meeting ("AGM") of WARDWIZARD HEALTHCARE LIMITED (Formerly known as Ayoki Merchantile Limited) ("the Company") held on Thursday, September 26, 2024 through Video Conferencing (VC)**

**Subject: Regulation 30 read with Para A (13) of Part A of Schedule III and all other applicable regulations if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.**

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith a summary of proceedings of the 40<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of **WARDWIZARD HEALTHCARE LIMITED (Formerly known as Ayoki Merchantile Limited)** (the Company) held on **Thursday, September 26, 2024 at 01:02 p.m. (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

The meeting was concluded at 01:25 p.m. (IST)

Kindly take the above intimation in your record.

Thanking You,

**For WARDWIZARD HEALTHCARE LIMITED  
(Formerly known as Ayoki Merchantile Limited)**

**DHARMESH CHAUHAN  
COMPANY SECRETARY & COMPLIANCE OFFICER  
MEMBERSHIP NO.: A40003**

## **SUMMARY OF PROCEEDINGS OF THE 40<sup>th</sup> ANNUAL GENERAL MEETING OF WARDWIZARD HEALTHCARE LIMITED (Formerly known as Ayoki Merchantile Limited)**

The 40<sup>th</sup> Annual General Meeting (AGM) of the Members of **WARDWIZARD HEALTHCARE LIMITED (Formerly known as Ayoki Merchantile Limited)** (the Company) was held on **Thursday, September 26, 2024 at 01.00 P.M. (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

The meeting commenced at 01:02 P.M (IST)

Mr. Gaurav Gupte, Chairman & Managing Director of the Company had joined the meeting through Video Conference from Thane and occupied the chair of Meeting. After obtaining the confirmation from **Purva Sharegistry (India) Pvt. Ltd**, the Host of the meeting, the Chairman informed the meeting that the requisite quorum was present and declared the meeting in order and open for business. The Board of Directors of the Company attended the meeting virtually. The Chairman also recognized the presence of Statutory Auditors and Secretarial Auditors of the Company.

### **Directors and KMP's in attendance:**

Mr. Gaurav Gupte – Chairman & Managing Director  
Mr. Dharmendra Ramabhai Bhaliya - Non-Executive Independent Director  
Mrs. Mansi Jayendra Bhatt - Non-Executive Independent Director  
Mr. Mitesh Ghanshyambhai Rana - Non-Executive Independent Director  
Mr. Paresh Prakashbhai Thakkar - Non-Executive Independent Director  
Mr. Dharmesh Chauhan - Company Secretary & Compliance Officer  
Mr. Tejas Mehta – Group CFO

Joined the meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") from their respective locations.

### **Other Representatives:**

Mr. Mahesh Udhvani partner of M/s. Mahesh Udhvani & Associates, Chartered Accountants, Statutory Auditors of the Company, Mr. Kamal A. Lalani, Practicing Company Secretary, Secretarial Auditor and Scrutinizer of the Company attending this meeting from their respective Locations.

### **Leave of Absence:**

The Leave of Absence was granted to Mrs. Sheetal Bhalerao, Non-Executive Director, Mr. Yatin Gupte, Non-Executive Director and Mrs. Mittal Patel Chief Financial Officer of the Company, as she expressed his inability to attend the meeting due to some unavoidable reason.

### **Members:**

**9 Members** attended the meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

### **Summary of Proceedings in Brief:**

Mr. Dharmesh Chauhan, Company Secretary and Compliance Officer joined the meeting through VC from Vadodara and welcomed all the Board Members and Shareholders who were present in the 40<sup>th</sup> Annual General Meeting of the Company. He briefed all the important aspects regarding the AGM coupled with informing the names of Board Members and KMPs who had attended the meeting with names of the Committees of the Company.

The Chairman informed the members that the Company had taken all feasible efforts under the current circumstances to enable members to participate through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") and vote at the Annual General Meeting.

The Chairman then expressed his gratitude to all the Members of the Board for their valuable contributions which led to the consistent steady performance of the Company. Thereafter, the Chairman requested Mr. Dharmesh Chauhan, Company Secretary and Compliance Officer of the Company to explain the procedural and technical aspects to the shareholders for attending the meeting as well as the facility of remote e-voting for the members was made available to the Shareholders of the Company during the meeting.

After that, Mr. Dharmesh Chauhan requested Mr. Gaurav Gupte Chairman of the meeting to take over the further proceedings.

The Notice of 40<sup>th</sup> Annual General Meeting, Board Report along with its annexures for the Financial Year 2023-24, which were emailed electronically and circulated to all the Shareholders of the Company.

The reports of Statutory Auditors and Secretarial Auditor were unqualified or without any adverse observations or comments that were taken as read & considered.

The Chairman then informed the Members that **Mrs. Kamal A. Lalani**, Practicing Company Secretary (**Membership No. 37774**) (**C. P. No.: 25395**), Vadodara was appointed as the Scrutinizer by the Board of Directors to supervise the remote e-voting and e-voting during the process of AGM in a fair and transparent manner.

The Chairman then gave an overview of the Company's performance based on financial and towards pushing its growth during the Financial Year 2023-24.

The Company Secretary informed the Members that the facility for e-voting had also been provided during the course of the AGM and 30 minutes thereafter and requested the Members who were present at the AGM through VC and who had not cast their votes by remote e-voting to cast their votes by e-voting during the course of the Meeting.

The following items of business as set out in the Notice convening the 40<sup>th</sup> Annual General Meeting Was recommended by the Chairman for consideration, approval & adoption of the shareholders.

#### **Ordinary Business**

1. Adoption of the Audited Financial Statements as at March 31, 2024 - Ordinary Resolutoin
2. Appointment of Mr. Yatin Sanjay Gupte (Din-07261150) as a Director liable to retire by rotation - Ordinary Resolutoin

### Special Business

3. Approval for material related party transaction(s) under section 188 of the Companies Act, 2013 - Ordinary Resolutoin
4. Increasing Borrowing limits of the Board of Directors of the Company under section 180 of the Companies Act, 2013. - Special Resolution
5. Approve the creation of Charge on Movable and Immovable Properties of the Company both present and future, in respect of Borrowing under the Provision of Section 180(1)(A) of the Companies Act, 2013 - Special Resolution
6. Authorisation to advance Loan or give Guarantee or provide Security in connection with Loan availed by any Person in whom any of the Directors of the Company is interested under the provision of Section 185 of the Companies Act 2013. - Special Resolution
7. Authorisation to make investments, give loan(s), give guarantee(s) and provide Security (ies) by the Company in excess of limits specified under the Provision of section 186 of the Companies Act, 2013 - Special Resolution

Thereafter, Mr. Dharmesh Chauhan, informed that there were no speaker shareholder registration done by any shareholder for 40<sup>th</sup> Annual general meeting of the company. There was no question & answer session for this meeting. The Vote of thanks was given by Mittal Patel, Chief Financial officer to the shareholders.

Mr. Dharmesh Chauhan, thereafter, thanked all the Members of the meeting for attending and actively participating at the Annual General Meeting. Thereafter, stated that there was no business left to be transacted and so he declared the Meeting as concluded.

The Meeting Concluded at 01:25 P.M (IST)

This is for your information and record.

**For WARDWIZARD HEALTHCARE LIMITED**  
**(Formerly known as Ayoki Merchantile Limited)**

**DHARMESH CHAUHAN**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**MEMBERSHIP NO.: A40003**