



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

CIN: L24100MH1988PLC343805

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

info@remediumlifecare.com

+91 8433895251



January 10, 2024

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

Scrip Code: 539561

Subject: Notice of Postal Ballot & Remote E-Voting

Dear Sir,

In Compliance with Regulation 30 and other applicable provisions of SEBI (Listing Obligation & Disclosure Requirements), Regulations, 2015, please find enclosed herewith a copy of Postal Ballot Notice dated January 08, 2024, seeking approval of the Members of the Company in respect of the following resolutions for your information and records.

Item No.	Special Business	Resolution Type
1	Sub-division (Stock Split) of every 1 (One) equity share of face value of Rs. 5/- each into 5 (Five) equity shares of Face Value of Re. 1/- each.	Ordinary Resolution
2	Alteration of Capital Clause of the Memorandum of Association of the Company consequent upon Sub Division/ Stock Split	Ordinary Resolution
3	Appointment of Mr. Adarsh Munjal (DIN:07304004) Whole-time Director	Special Resolution

Ministry of Corporate Affairs (the "MCA") in terms of the MCA Circulars, has advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made there under, without holding a general meeting that requires physical presence of members at a common venue. MCA has



clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) by postal ballot up to September 30, 2024 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis, hence the requirements of sending Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope has been dispensed with and the voting on the proposed resolutions will be conducted only through remote e-voting system. In compliance with MCA Circulars, this Notice is being sent only through electronic mode to those members whose e-mail address is registered with the Company/ Depository Participant(s) as on Friday, 5th January, 2024 ("Cut-off date"). If the member's e-mail address is not registered or updated with the Company/ Depository Participant(s), they may follow the process provided in the Notes hereunder to receive the Notice, login ID and password for remote e-Voting. Members are requested to read the instructions given in the Notes under the section "Voting through Electronic Means" of the Notice. The communication of the assent or dissent of the members would only take place through the remote e-voting facility.

The Company has engaged the services of CDSL for purpose of providing remote e-voting facility to all its Members. The remote e-voting will commenced from Friday, January 12, 2024 (9.00am) and shall end on Saturday, February 10, 2024 (5.00pm).

The result of Postal Ballot will be declared within 2 working days and will be uploaded on the website of the Company www.remlife.com, communicated to the Stock Exchange on which the Company is listed www.bseindia.com and Central Depository Services (India) Limited ("CDSL") www.evotingindia.com.

Thanking you,

Yours faithfully,

For Remedium Lifecare Limited



Dhwani Desai

Company Secretary & Compliance Officer



Remedium Lifecare Limited

CIN: L24100MH1988PLC343805

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

Email: info@remediumlifecare.com; **Website:** www.remlife.com

Contact : +91 84338 95251

POSTAL BALLOT NOTICE

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

Dear Member(s),

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

Ministry of Corporate Affairs (the "MCA") in terms of the MCA Circulars, has advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made there under, without holding a general meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) by postal ballot up to September 30, 2024 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis, hence the requirements of sending Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope has been dispensed with and the voting on the proposed resolutions will be conducted only through remote e-voting system. In compliance with MCA Circulars, this Notice is being sent only through electronic mode to those members whose e-mail address is registered with the Company/ Depository Participant(s) as on Friday, 5th January, 2024 ("Cut-off date"). If the member's e-mail address is not registered or updated with the Company/ Depository Participant(s), they may follow the process provided in the Notes hereunder to receive the Notice, login ID and password for remote e-voting. Members are requested to read the instructions given in the Notes under the section "Voting through Electronic Means" of the Notice. The communication of the assent or dissent of the members would only take place through the remote e-voting facility.

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

The Board of Directors of the Company, at its meeting held on Monday, 8th January, 2024 has appointed Yogesh Patel & Associates, (ACS No. 28275, CP No. 20553), Company Secretaries, Mumbai, as Scrutinizer for conducting the Postal Ballot through the remote e-voting process in a fair and transparent manner. In the event the draft Resolution as set out in the Notice is assented by the requisite majority by means of Postal Ballot through the remote e-voting process, they shall be deemed to have been passed as Special Business at an Extra Ordinary General Meeting. Resolution passed by the members through Postal Ballot is deemed to have been passed as if the same was passed at a general meeting of the members convened in that regard on the last date specified for remote e-voting period i.e., Saturday, 10th February, 2024.

The Scrutinizer after completion of scrutiny will submit his report on Postal Ballot through the remote e-voting process to the Chairman or any person authorized by the Board after completion of the e-voting period. The result of the Postal Ballot through the remote e-voting process shall be declared within 2 working days and will be uploaded on the website of the Company www.remlife.com, communicated to the Stock Exchange on which the Company is listed www.bseindia.com and Central Depository Services (India) Limited ("CDSL") www.evotingindia.com.

SPECIAL BUSINESS:

Item No. 1- Sub-division (Stock Split) of every 1 (One) equity share of face value of Rs. 5/- each into 5 (Five) equity shares of Face Value of Re. 1/- each.

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 61(1)(d), 64, and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules framed thereunder and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof from time to time] and the provisions of Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the authorities concerned, consent of the members of the Company be and is hereby accorded that every existing 1 (One) equity share of the Company having face value of Rs. 5/- (Rupees Five only) each fully paid up be sub-divided (stock split) into 5 (Five) equity shares of face value of Re. 1/- (Rupee One only) each fully paid up and consequently the Authorised, Issued, Subscribed and Paid-up Share Capital of the Company be sub-divided with effect from the Record Date as may be fixed for the purpose.

RESOLVED FURTHER THAT pursuant to the sub-division (stock split) of the equity shares of the Company, Issued, Subscribed and Paid-up Equity Share of the Company having face value of Rs. 5/- (Rupees Five only) each fully paid up existing on the Record Date to be fixed by the Company shall stand subdivided (stock split) into 5 (Five) equity shares of face value of Re. 1/- (Rupee One only) each fully paid up, without altering the aggregate amount of such capital and such shares shall rank pari- passu in all respects with the then existing equity shares with effect from the Record Date.

RESOLVED FURTHER THAT upon sub-division/split of equity shares as aforesaid and with effect from the Record Date:

(a) for the equity shareholders who are holding shares in physical form:

- **In case of Bonus Equity Shares** (which were allotted on 31st July, 2023) **as well its Sub- divided Equity Shares from Face Value of Rs. 10/- each to Rs. 5/- each** (as on the Record Date 1st September, 2023) **which are lying in the “Remedium Escrow Suspense Account”**-The Company shall credit the sub-divided/split Equity Shares of Face Value of Re. 1/- each to the existing “Remedium Escrow Suspense Account” of the Company and on providing the details of Demat Account, such sub-divided/split Equity Shares of Face Value of Re. 1/- each shall be credited proportionately to the concerned Demat Account of the shareholder, in terms of applicable regulations, rules, guidelines and Circulars as may be issued from time to time in this regard.
- **In case of Original Equity Shares being lying in the separate Demat Suspense Account of the Company**- The Company shall credit the sub-divided/split Equity Shares of Face Value of Re. 1/- each to the existing Demat Suspense Account of the Company and the existing share certificate(s) in relation to the said equity shares, shall be deemed to have been automatically cancelled and shall be of no effect on and from the Record Date without the Company requiring the Members to surrender their existing share certificate(s) and on providing the details of Demat Account, such sub-divided/split Equity Shares of Face Value of Re. 1/- each shall be credited proportionately to the concerned Demat Account of the shareholder, in terms of applicable regulations, rules, guidelines and Circulars as may be issued from time to time in this regard.

- (b) for the equity shares held in dematerialized form, the sub-divided/split equity shares of Face Value of Re. 1/- each shall be credited proportionately into the respective beneficiary Demat accounts of the Shareholders held with their depository participants, in lieu of the existing credits present in their respective beneficiary Demat accounts.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, Mr. Hanosh Sam Santok, Director of the Company or Mr. Adarsh Deepak Munjal, Whole-time Director of the Company or Mrs. Dhvani Desai, Company Secretary of the Company be and is hereby severally authorized to fix the record date and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and / or incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company including filing of documents with Stock Exchange, filing of Corporate Action documents with the Depositories, filing of e-forms with ROC and generally to do all such acts, deeds, matters and things, from time to time, as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Company Secretary or Officer(s) of the Company as may be required to give effect to the above resolution.”

Item No. 2- Alteration of Capital Clause of the Memorandum of Association of the Company consequent upon Sub Division/ Stock Split:

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 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules framed thereunder and applicable regulations, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof from time to time], and subject to approval of sub-division of the equity shares/ Stock Split by the members, consent of the members of the Company be and is hereby accorded to alter Authorised Share Capital of the Company from existing Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 6,00,00,000 (Six Crores) Equity Shares of the face value of Rs. 5/- (Rupees Five Only) each to Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30,00,00,000 (Thirty Crores) Equity Shares of the face value of Re. 1/- (Rupee One Only) each.

RESOLVED FURTHER THAT existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted as follows:

“The Authorized Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30,00,00,000 (Thirty Crores only) Equity Shares of Re. 1/- (Rupee One only) each with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for capital of the Company for the time being, with power to increase and reduce the capital of the Company, and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company.”

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, Mr. Hanosh Sam Santok, Director of the Company or Mr. Adarsh Deepak Munjal, Whole-time Director of the Company or Mrs. Dhvani Desai, Company Secretary of the Company be and hereby are severally authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and / or incidental thereto, and to execute all deeds, applications, documents, filing of documents with Stock Exchange, filing of e-forms with ROC and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things, from time to time, as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Company Secretary or Officer(s) of the Company as may be required to give effect to the above resolution.”

Item 3: Appointment of Mr. Adarsh Munjal (DIN:07304004) Whole-time Director

To consider and, if thought fit, to pass, the following resolution as a Special Resolution :

“RESOLVED THAT pursuant to provision of Section 152, 160, 161 and other applicable provisions if any, of the Companies Act, 2013 read with the Companies(Appointment and Qualification of Directors) Rules, 2014, including amendment thereof, if any, Mr. Adarsh Deepak Munjal (DIN:07304004) who was appointed as an Additional Whole-time Director of the Company, with effect from September 05, 2023 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and in terms of Section 161 of the Companies Act, 2013 (“Act”) read with Articles of Association of the Company, who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) as amended from time to time, the Rules, Regulations, Guidelines and Circulars issued in this regards and Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, and subject to necessary approvals, if any, consent of the members be and is hereby accorded for appointment of Mr. Adarsh Deepak Munjal(DIN:07304004) as a Whole-time Director, liable to retire by rotation, for a period of 3years with effect from September 05, 2023, on such terms and conditions as reproduced in the annexed Explanatory Statement.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the whole-time Director, the Company has no profit or its profit inadequate, the Company will pay remuneration by way of salary, which shall not exceed limit specified under Section 197 and Schedule V Part II Section II of the Company Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary the terms of appointment and do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary and with the power on behalf of the Company to settle questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company."

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

**Date: 8th January, 2024
Place: Mumbai**

**Sd/-
Dhwani Desai
Company Secretary & Compliance Officer**

Registered Office:

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

NOTES: -

1. The Explanatory Statement and secretarial standards on General Meetings (SS-2) pursuant to Section 102 of the Companies Act read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed special businesses are annexed hereto.
2. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Postal Ballot Notice (“Notice”) and other documents are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Therefore, those Members, whose email address is not

registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below: -

- A. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self- attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, Aadhaar) supporting the registered address of the Member, by email to the Company at: csremlife@gmail.com
 - B. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
3. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the Cutoff date i.e. Friday, 5th January, 2024. Any recipient of this Notice, who was not a member as on the aforesaid date, should treat this Notice for information purposes only.
 4. In terms of Sections 108, 110 and other applicable provisions of the Companies Act, 2013, as amended, read together with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') as amended from time to time, the Company is pleased to offer remote e-voting facility to all the members of the Company. The Company has appointed Central Depository Services (India) Limited ("CDSL") for facilitating e-voting to enable the members to cast their votes electronically (hereinafter referred to as the "e-voting"/ "Remote e-voting").
 5. The Notice has also been placed on Company's website: www.remlife.com , CDSL's website: www.evotingindia.com and on the website of stock exchange i.e. BSE Limited www.bseindia.com.
 6. A member cannot exercise his vote by proxy on postal ballot. All members are requested to cast their votes only through remote e-voting as per the procedure provided herein.
 7. The resolutions passed by the members through Postal Ballot only through remote e-voting are deemed to have been passed as if they have been passed at a duly convened general meeting of the members on the last date of e-voting i.e. Saturday, 10th February, 2024 (till 5.00 p.m.).
 8. Voting through electronic means: Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, General Circular and any other applicable provisions, if any, the Company has extended remote e-voting facility to enable the members to cast their votes electronically through the remote e-voting services provided by CDSL. The remote e-voting facility will be available during the following period: Commencement of remote e-voting from Friday, 12th January, 2024 (from 9.00 a.m. IST) End of remote e-voting upto Saturday, 10th February, 2024 (till 5.00 p.m. IST)
 9. The remote e-voting module shall be disabled by CDSL for voting at 10th February, 2024 (till 5.00 p.m.)
 10. Once the vote on the resolution is cast by a member, he or she will not be allowed to change it subsequently.
 11. The instructions of Shareholders for Remote E-voting:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Friday, 12th January, 2024 (from 9.00 a.m. IST) and ends on Saturday, 10th February, 2024 (till 5.00 p.m. IST). During this period shareholders' of the Company, holding

shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 5th January, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

Type of shareholders	Login Method
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

		For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN		Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details		Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
	OR Date of Birth (DOB)	

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <REMEDIUM LIFECARE LIMITED> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csremlife@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to **Company email id- csremlife@gmail.com/RTA email id- subhashdhingreja@skylinerta.com**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

12. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 5th January, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the member, the member shall not be allowed to change it subsequently.
13. The results of the electronic voting shall be declared to the Stock Exchange after the closing of e voting of Postal Ballot. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company.

ANNEXURE TO NOTICE

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

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

Item No. 1- Sub-division (Stock Split) of every 1 (One) equity share of face value of Rs. 5/- each into 5 (Five) equity shares of Face Value of Re. 1/- each.

The equity shares of the Company are listed and actively traded on BSE Limited.

In order to provide enhanced liquidity to the Company’s equity shares in the stock market, to widen shareholder base and to make it more affordable/ accessible for small investors in the Stock Market, it is proposed to sub-divide each equity share of face value of Rs. 5/- each into 5 equity shares of face value of Re. 1/- each pursuant to the provisions of Section 61(1) (d) of the Companies Act, 2013 (“the Act”), the rules made thereunder and other applicable provisions. The proposed sub-division (stock split) of shares will not have any effect/result on the voting percentage/rights of any shareholders of the Company.

The record date for the aforesaid sub-division of equity shares shall be fixed by the Board after the approval of the members is obtained for the proposed sub-division (stock- split).

In the opinion of the Board, proposed sub-division of the equity shares is in the best interest of the Company and its investors and therefore the Board at its meeting held on 8th January, 2024, approved the aforesaid sub-division subject to requisite approval of the members. There will not be any change in the amount of authorized, subscribed and paid-up share capital of the Company consequent upon sub-division of equity shares.

Presently, the Authorized Share Capital of your Company is Rs. 30,00,00,000/- divided into 6,00,00,000 Equity Shares of Rs. 5/- each. The Issued, Subscribed and Paid-up Capital of your Company is Rs. 10,08,00,000/- divided into 2,01,60,000 Equity Shares of Rs. 5/- each. Pursuant to the Sub- division/ Stock Split, the Issued, Subscribed and Paid-up Capital of your Company will be Rs. 10,08,00,000/- divided into 10,08,00,000 Equity Shares of Re. 1/- each.

The sub-division of equity shares proposed under business Item No. 1 of this Notice shall also require consequential amendment to the existing Clause V of the Memorandum of Association of the Company as set out under Item No. 2 of this Notice.

None of the Directors, Key Managerial Personnel or their relatives are directly or indirectly concerned or interested in the resolutions at Item No. 1 of the Notice except to the extent of their shareholding and shares which may be allotted to them as part of this Sub- division/ Stock Split.

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

Item No. 2- Alteration of Capital Clause of the Memorandum of Association of the Company consequent upon Sub Division/ Stock Split

The aforesaid sub-division of each equity share of Rs. 5/- (Rupees Five only) each into Five (5) equity shares of Re. 1/- (Rupee One only) each fully paid would require amendment to existing Capital Clause V of the Memorandum of Association. After approval of the resolutions set out at Item No. 1 and 2, the Board of Directors thereof will fix the record date for the purpose of ascertaining the list of members whose shares shall be sub-divided, as proposed above and the same shall be notified to the members through appropriate medium.

A draft copy of the Memorandum of Association along with proposed amendments will be open for inspection by the Members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days from Monday to Friday from the date of email of the Postal Ballot Notice till Saturday, 10th February, 2024 i.e. upto to the closure of remote e-voting period.

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

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

Item No. 3- Appointment of Mr. Adarsh Munjal (DIN:07304004) Whole-time Director

Pursuant to Section 161 of the Companies Act, 2013, approved Mr. Adarsh Munjal (DIN: 07304004) appointed as an Additional Whole-time Director in the meeting of the Board of Directors of the Company held on September 05, 2023 in terms of provisions of Section 161, 196, 197, 203, Schedule V of Companies Act, 2013 and the rules made thereunder subject to the approval of the shareholders through special resolution.

The resolution seeks the approval of members for the appointment of Mr. Adarsh Deepak Munjal as an Whole-time Director of the Company from September 05, 2023 to September 04, 2026 (both days inclusive) pursuant to Sections 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and he shall be liable to retire by rotation.

The Company has received:

- (i) consent in writing from Mr. Adarsh Deepak Munjal to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ('Appointment Rules')
- (ii) intimation in Form DIR 8 in terms of the Appointment Rules from to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act,
- (iii) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.
- (iv) A notice in writing by a member proposing his candidature under Section 160(1) of the Act.

Mr. Adarsh Deepak Munjal does not hold any directorship in any other company.

Mr. Adarsh Munjal is a BMM-graduate from Jai Hind appointment) College (Mumbai University) with over 15 years of experience in business development, creative direction and advertising - he has worked with brands like Unacademy, Hungama & Viacom 18 in the past.

His pursued skills in copywriting, creative-strategy, design, video-production, UX and public-speaking, make him a deservingly popular marketing professional in the country.

His impeccable communication and negotiation skills have helped him develop long-term relationships with various brands (from various industries) across the globe since 2009.

The appointment of Mr. Adarsh Deepak Munjal and his remuneration is subject to approval by the Company's shareholders, as per the relevant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Remuneration proposed to be paid to Mr. Adarsh Deepak Munjal shall comprise of following:

1. Term of Appointment: For a period of three years commencing from September 05, 2023 to September 04, 2026.
2. Salary: Fixed salary of Rs. 2,75,000/- (Rupees Two Lakh Seventy Five Thousand only) per month. You shall be entitled to all the employee benefits as stipulated under Companies Act, 2013. Board of Directors are authorized to increase or decrease remuneration within the overall ceiling limit prescribed under the Act.

- a. Reimbursement of travel, stay and entertainment expenses actually and properly incurred in the course of business as per the Company's policy.
- b. Minimum remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the Whole Time Director, the Company has no profits, or its profits are inadequate, the Company will pay remuneration by way of salary which shall be not exceed the limits specified under 197 and Section II of Part II of Schedule V to the Companies Act, 2013.
- c. Sitting Fees: The Whole Time Director shall not be entitled to sitting fees for attending the meetings of the Board of Directors of the Company or committees thereof.
- d. Variation: Any variation to the terms and conditions of his appointment and remuneration, will be subject to review and approval of the Board and/or NRC and the shareholders (if applicable) in accordance with the applicable law, including the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the material documents referred to in the Notice and Explanatory Statement such as the appointment letter, statutory forms etc. are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting, i.e. Saturday, February 10, 2024.

No director, key managerial personnel or their relatives except Mr. Adarsh Munjal to whom the resolution relates is interested in or concerned with the resolution.

The Board recommends the special resolution set forth in this notice for the approval of Members.

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

**Date: 8th January, 2024
Place: Mumbai**

**Sd/-
Dhwani Desai
Company Secretary & Compliance Officer**