



SONI MEDICARE LTD.

38, Kanota Bagh, Jawahar Lal Nehru Marg, JAIPUR-302 004 INDIA
CIN No:- L51397RJ1988PLC004569
Telephone : (0141) 5163700, Fax : (0141) 2564392
E-mail : sonihospital@sonihospitals.com

September 2, 2019

To,
The Manager (Department of Corporate Affairs)
Bombay Stock Exchange Limited (BSE)
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai- 400 023

SCRIP CODE: 539378; SCRIP NAME: SML

Sub: Notice of 31st Annual General Meeting of the Company

Dear Sir/Madam,

Please find attached herewith Notice of 31st Annual General Meeting of the Company to be held on September 30, 2019 at 3:00 P.M. at the registered office of the Company i.e. 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur Rajasthan-302004.

This is for your information and record.

Thanking You,

Yours Faithfully,

For SONI MEDICARE LIMITED
CIN: L51397RJ1988PLC004569

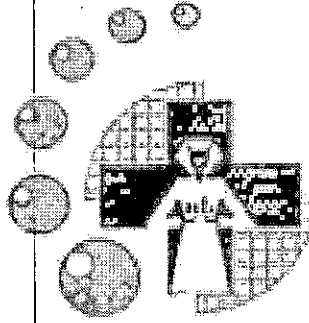



POOJA SHARMA
Company Secretary



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हमें सिर्फ़ी की बात, हमारे साथ
SONI GROUP OF HOSPITALS

SONI MEDICARE LIMITED

Notice of 31st

Annual General Meeting & E- Voting

2018-19



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NOTICE FOR CALLING 31st ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting of the Members of **SONI MEDICARE LIMITED** will be held on Monday, the 30th Day of September 2019, at 3.00 P.M. at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan-302004.

ORDINARY BUSINESS:

1. **To receive consider and adopt:**
 - The Audited Balance Sheet as on 31st March, 2019 and Statement of Profit and Loss Account and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon; and
2. **No Dividend was declared during the Financial Year.**
3. **To appoint a director in place of Mrs. Anju Soni (DIN: 00716193), who retires by rotation, and being eligible offers herself for re-appointment.**

SPECIAL BUSINESS:

4. **Re-appointment of Mahavir Prasad Yadav (DIN: 05249381) as an Independent Director**

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

"RESOLVED THAT pursuant to provisions of sections 149, 152, and any other applicable provisions of the Companies Act, 2013, and the Rules made there under read with Schedule IV to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mahavir Prasad Yadav (DIN: 05249381), who was appointed as an independent director of the Company for a term of five years, i.e., up to the date of this 31st AGM, and who is eligible for re-appointment, be and is hereby re-appointed as an independent director of the Company, to hold office for a second term of 5 (five) consecutive years commencing from January 5, 2020 up to January 5, 2025, not liable to retire by rotation.

"RESOLVED FURTHER that for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion consider necessary in relation thereto."

5. **Re-appointment of Mamta Sharma (DIN: 07060149) as an Independent Director**

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

"RESOLVED THAT pursuant to provisions of sections 149, 152, and any other applicable provisions of the Companies Act, 2013, and the Rules made there under read with Schedule IV to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mamta Sharma (DIN: 07060149), who was appointed as an independent director of the Company for a term of five years, i.e., up to the date of this 31st AGM, and who is eligible for re-appointment, be and is hereby re-appointed as an independent director of the Company, to hold office for a second term of 5 (five) consecutive years commencing from January 5, 2020 up to January 5, 2025, not liable to retire by rotation.



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"RESOLVED FURTHER that for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion consider necessary in relation thereto."

6. Appointment of Mr. Naveen Sanghi (DIN: 00270432) as an Independent Director

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

"RESOLVED THAT pursuant to the applicable provisions of Sections 149 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, and of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded to appoint Mr. Naveen Sanghi (DIN: 00270432) as Independent Director of the Company to hold office for a term of five consecutive years with effect from September 30, 2019, to September 30, 2024 not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, and to execute all such documents, instruments and writings as may be required, proper or expedient, to give effect to this resolution.

7. To Borrow money for the business 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 provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose), subject to such aggregate borrowings not exceeding the amount Rs.500 crores (Rupees Five Hundred crores only) over and above the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose) and that the Board be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."



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8. To create security on the properties of the Company, both present and future, in favor of lenders:

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 provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board) for creation of charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company, as the case may be in favour of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings to be availed by the Company by way of loan(s) availed or to be availed by the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Act together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premium on prepayment, remuneration of the Agent(s) / Trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s), or any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies) representing various state government and/or other agencies etc. in respect of the said loans / borrowings / securities / deferred sales tax loans and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies), etc."

"RESOLVED FURTHER THAT the securities to be created by the Company as aforesaid may rank prior / pari-passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties."

Date: 02/09/2019

Place: Jaipur

By order of the Board of Directors
SONI MEDICARE LIMITED
CIN: L51397RJ1988PLC004569

Pooja Sharma
Company Secretary



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NOTES:

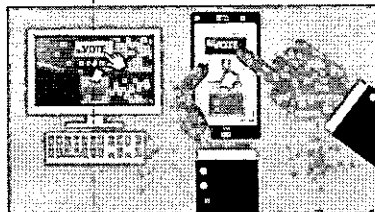
1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
2. ***A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.***
3. ***THE INSTRUMENTS APPOINTING PROXY SHOULD BE DULY STAMPED COMPLETED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF ANNUAL GENERAL MEETING.***
4. Corporate members intending to send their authorized representative to attend the meeting pursuant to Section 113 of Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board resolution together with the specimen signature of their authorized representatives to attend and vote on their behalf at the meeting.
5. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, nominations, change of address, change of name and e-mail address, etc., to their Depository Participant. This will help the Company and the Company's Registrar and Transfer Agent, **M/s Sharex Dynamics (India) Pvt. Ltd.** to provide efficient and prompt services.
6. The Notice of AGM along with the Annual Report 2018-2019 is sent to all members via email at the email address and in hard copy at the address registered with the RTA. Members may also note that this Notice and Annual Report of 2018-2019 will also be available on the Company's Website.
7. The Register of Members & the Share Transfer Books of the Company will remain closed from **24th September, 2019 to 30th October, 2019** (both days inclusive).
8. Shareholders seeking any information with regard to accounts are requested to write to the Company at least seven days in advance so as to enable the Company to keep the information ready.
9. Members/Proxy holders are requested to bring their Attendance Slip duly completed and signed along with their copy of Annual Report to the Meeting.
10. Members, who are holding shares in identical order of names in more than one folio, are requested to write to the Company enclosing their share certificates to consolidate their holdings in one folio.
11. Physical share transfer request should be accompanied by valid transfer deed, duly stamped, ADHAAR and PAN card copy of both transferor and transferee.
12. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.



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13. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID numbers for easy identification.
14. Consequent upon introduction of section 72 of the Companies Act, 2013, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their request in form SH-13 (which will be made available on request) to the Registrar and Share Transfer Agents, **Sharex Dynamics (India) Pvt. Ltd.**
15. The Ministry of Corporate Affairs has taken "Green Initiative in Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of Notice /documents including Annual Report can be sent by email to its members. The e-copy of the 31st Annual General Meeting is also posted on the website "**www.sonihospitals.com**" for download and copy of the Annual Report shall be provided to the shareholder at the Annual General Meeting, if required.
16. To Support this Green initiative of the Government in full measure, members who have not registered their e-mail, so far, are requested to register their email addresses with their concerned Depository Participants. Members who hold share in physical form are requested to contact Ms. Pooja Sharma, Company Secretary on cs@sonihospitals.com or at the registered office of the Company or contact **Sharex Dynamics (India) Pvt Ltd.**
17. In order to facilitate e-voting on the resolutions by members, electronic copy of the Notice of the 31st Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 31st Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.



18. **Voting through e-voting means:**

In compliance with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 31st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Securities Limited (CDSL).



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The instructions for members for voting electronically are as under:-

- The voting period begins on 27th September, 2019 at 09.00 A.M. and ends on 29th September, 2019 at 5.00 P.M. Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23th September 2019 may cast their vote electronically. The e-voting module shall be disabled after the period afore-mentioned comes to an end by CDSL for voting thereafter.
- Log on to the e-voting website www.evotingindia.com.
- Click on "Shareholders" tab.

Now Enter your User ID:

- For CDSL: 16 digits beneficiary ID
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members, who have not updated their PAN with the Company/Depository Participant, are requested to use the sequence number which is printed on Attendance Slip, in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
Bank Details	<ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/folio number in dividend bank details filed as mentioned in instruction.

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then reach directly the Company selection screen. However, members 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.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.



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- Click on the EVSN (Electronic Voting Sequence Number) for the relevant Soni Medicare Limited on which you choose to vote.
 - 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.
 - Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - 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.
 - Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - *Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.*
 - Note for Non Individual shareholders and Custodians:
 - 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 as Corporate and custodians respectively.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) which they wish to vote on.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
19. **Mr. Mahendra Prakash Khandelwal**, a Proprietor of Mahendra Khandelwal & Company Practicing Company Secretaries, (Membership No. 6266; Certificate of Practice No. 4459) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
20. The Results shall be declared on the date of AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sonihospitals.com and on the website of CDSL within 3 (three) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.



SONI MEDICARE LTD.

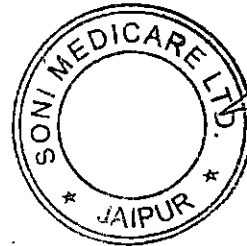
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21. The members are requested to:

- 19.1 Intimate to the Registrars / Company, changes if any, in their registered address at an early date along with the pin code number;
- 19.2 Quote Registered Folio / Client ID & DP ID in all their correspondence;
- 19.3 Dematerialize the shares held in physical form at the earliest as trading in the Equity Shares of the Company shall be only in dematerialized form for all the Investor.

Date: 02/09/2019
Place: Jaipur

By order of the Board of Directors
SONI MEDICARE LIMITED
CIN: L51397RJ1988PLC004569




Pooja Sharma
Company Secretary



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Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

Item no. 4 & 5:

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), inter alia, prescribe that an Independent Director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act. Section 149(10) of the Act provides that an Independent Director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a Special Resolution by the Company and disclosure of such appointment in its Board's report.

Mahavir Prasad Yadav (DIN: 05249381), Mamta Sharma (DIN: 07060149) were appointed as Independent Directors on the Board of the Company pursuant to Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. They hold office as Independent Directors of the Company up to 06th January, 2015 to 05th January, 2020 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act). The Nomination and Remuneration Committee, on the basis of the report of performance evaluation of Independent Directors and their respective consents, has recommended reappointment of Mahavir Prasad Yadav (DIN: 05249381), Mamta Sharma (DIN: 07060149) for a second term from 05th January, 2020 to 05th January, 2025 as Independent Directors on the Board of the Company.

The Board, based on the performance evaluation of Independent Directors and as recommended by the Nomination and Remuneration Committee, also considers that, given their background, experience and substantial contributions made by them during their tenure, the continued association of Mahavir Prasad Yadav and Mamta Sharma would be beneficial to the Company and it is desirable to continue availing their services as Independent Directors. Accordingly, it is proposed to re-appoint Mahavir Prasad Yadav and Mamta Sharma as Independent Directors of the Company, not liable to retire by rotation, The Board commends the Special Resolutions set out at Item Nos. 4 & 5 for the approval of Members.

Item no. 6:

Pursuant to the provisions of Section 149 of the Act, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

The Nomination and Remuneration Committee has recommended the appointment of Mr. Naveen Sanghi (DIN: 00270432) as Independent Director for a period of five years from September 30, 2019 to October 01, 2024.

Mr. Naveen Sanghi has given a declaration to the Board that he meet the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, he fulfill the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and he is independent of the management.

The resolution seeks the approval of Members for the appointment of Mr. Naveen Sanghi (DIN: 00270432) as Independent Director of the Company for period commencing from September 30, 2019 to October 01ST, 2024, pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the rules made there under. He is not liable to retire by rotation.



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None of the Promoters/ Directors/ KMP of the Company/their relatives except Mr. Naveen Sanghi are, in any way, concerned or interested, financially or otherwise.

Item no. 7& 8:

Keeping in view the Company's existing and future financial requirements for expansion of Company. It needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence, it is proposed to increase the maximum borrowing limits upto Rs.500 Crores (Rupees Five Hundred Crores only) over and above paid up and Free Reserves of the Company. Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting. Further in order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the prior approval of members in the Annual General Meeting by way of SR. None of the Directors or the Key Managerial Personnel of the Company including their relatives are in any way concerned or interested in the resolutions. The Board commends the Special Resolutions set out at Item Nos. 7 & 8 for the approval of Members.

SEEKING REAPPOINTMENT AT THE AGM PURSUANT TO REGULATIONS 36(3) OF LISTING REGULATIONS AND SECRETARIAL STANDARDS - 2 ON GENERAL MEETINGS

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 issued by the Institute of Company Secretaries of India, following information is furnished about the Directors proposed to be appointed/re-appointed.

Mrs. ANJU SONI: DIN 00716193

Name of the Director	ANJU SONI
Father Name	RATAN CHAND MITRA
Date of first appointment on Board	02/08/1988
Qualification	M.S. (Gynecology & Obstetrics)
Status of Directorship Position In Company	Non-Executive - Non Independent Director



SONI MEDICARE LTD.

38, Kanota Bagh, Jawahar Lal Nehru Marg, JAIPUR-302 004 INDIA
 CIN No:- L51397RJ1988PLC004569
 Telephone : (0141) 5163700; Fax : (0141) 2564392
 E-mail : sonihospital@sonihospitals.com

Brief resume including experience	<ol style="list-style-type: none"> 1. She worked as Senior Resident in Gynecology in Zambia from 1980-1983. 2. As Consultant, Gynecology & Obstetrics in Soni Hospital. 3. Head of Department Gynecology department. 4. President, JOGS (Jaipur Obstetric and Gynecological Society of India)- April 2018. 5. Founder Petron-Jaipur Menopause Society, Jaipur. 6. Chief organizer of annual hands-on Live laparoscopic surgery workshop for the teaching Rajasthan state doctors over last 5 years
Expertise in specific functional areas	Gynecology & Obstetrics
Other Directorships	<p>Mrs. Anju Soni is already director in the following companies :-</p> <ol style="list-style-type: none"> 1 CRYSTAL GRAPHICS PRIVATE LIMITED 2. UPASNA FINVEST PRIVATE LIMITED 3. SONI HOSPITALS PRIVATE LIMITED 4. SONI DIAGNOSTICS AND IMAGINGS PRIVATE LIMITED
No. of Equity shares held in the Company as on 31/03/2019	492700
No. of board meetings attended during the year	5

MAHAVEER PRASAD YADAV: 05249381

Name of the Director	MAHAVIR PRASAD YADAV
Father Name	RAMESHWAR LAL YADAV
Date of first appointment on Board	06/01/2015
Qualification	Post Graduate Diploma in Banking & Finance
Status of Directorship Position In Company	Non-Executive - Independent Director



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Brief resume including experience	<ol style="list-style-type: none"> 1. Mr. Mahavir Prasad Yadav (Retired Bank Officer) was born on 10th August 1950 in village Loharu (Haryana). He is a Science graduate from University 2. He Studied in Science Maharaja College, Jaipur. He is also a Law Graduate from Rajasthan University. 3. He passed his Post Graduate Diploma in Banking & Finance from Commerce College, Jaipur.
Expertise in specific functional areas	Banking & Finance
Other Directorships	Nil
No. of board meetings attended during the year	5

MAMTA SHARMA: 07060149

Name of the Director	MAMTA SHARMA
Father Name	SHRIDHAR LAL DEVTA
Date of first appointment on Board	06/01/2015
Qualification	Bachelor of Arts
Status of Directorship Position In Company	Non-Executive - Independent Director
Brief resume including experience	<ol style="list-style-type: none"> 1. Mrs. Mamta Sharma was born in December 21, 1955. 2. She holds the degree of Bachelor of Arts and is actively involved in social activities of the hospitals. 3. She is also associated with many of the social organization for providing health care facilities.
Expertise in specific functional areas	Social activities of the hospitals
Other Directorships	1. SHIKSHANIKETAN FOUNDATION
No. of board meetings attended during the year	5

NAVEEN SANGHI: 00270432

Name of the Director	NAVEEN SANGHI
Father Name	UMRAO MAL SANGHI
Qualification	B. Sc
Status of Directorship Position	Non-Executive - Independent Director

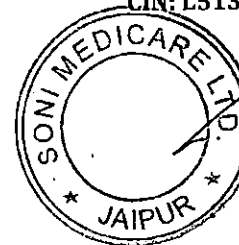


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E-mail : sonihospital@sonihospitals.com

<p>In Company Brief resume including experience</p>	<ol style="list-style-type: none">1. Member pharmacy council India2. Secretary the chemist & druggists association3. Member, Rajasthan pharmacy council4. Executive member Rajasthan chemist association5. Member all India organization of chemist and druggists <p>Nominated by Rajasthan government in pharmacy council of India as a representative from Rajasthan among 60000 pharmacists elected secretary of chemists and druggists association, Jaipur representing 6000 CHEMISTS in Jaipur.</p> <p>Three times elected member of Rajasthan pharmacy council represents 50000 pharmacists Rajasthan chemist association represents more than 40000 chemists of Rajasthan and is affiliated to all India organization of chemist and druggists</p> <p>business dealings include running pharmaceuticals, diagnostic centers, cold storage and petrol pumps from last 20 years</p>
<p>Other Directorships</p>	<ol style="list-style-type: none">1. SANGHI MEDIPHARMA PRIVATE LIMITED2. VARDHMAN MEDICOSE PVT. LTD.3. JAIN ARIHANT COLD STORAGE AND ICEFACTORY PRIVATE LIMITED4. JAIN SARAOGI COLD STORAGE PRIVATE LIMITED

By order of the Board of Directors
Soni Medicare Limited
CIN: L51397RJ1988PLC004569



Pooja Sharma
Pooja Sharma
Company Secretary

Date: 02/09/2019
Place: Jaipur



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Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L51397RJ1988PLC004569		
Name of the company	SONI MEDICARE LIMITED		
Registered office	38, KANOTA BAGH, JAWAHAR LAL NEHRU MARG, JAIPUR, RAJASTHAN		
Name of the member (s)			
Registered address			
E-mail Id			
Folio No/ Client Id			DP ID

I/We, being the holder(s) of _____ Shares of SONI MEDICARE LIMITED, hereby appoint:

Name:			
Address:			
Email Id:		Signature:	

OR FAILING HIM/HER

Name:			
Address:			
Email Id:		Signature:	

OR FAILING HIM/HER

Name:			
Address:			
Email Id:		Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the thirty first Annual General Meeting of the company, to be held on the Monday, 30th September, 2019 at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan and at any adjournment thereof in respect of such resolutions as are indicated below:



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Resolution No.

ORDINARY BUSINESS	
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.
2.	No Dividend was declared during the Financial Year.
3.	To appoint a director in place of Mrs. Anju Soni (DIN: 00716193), who retires by rotation, and being eligible offers herself for re-appointment.

SPECIAL BUSINESS	
4.	To Re-appoint Mahavir Prasad Yadav (DIN: 05249381) as an Independent Director.
5.	To Re-appoint Mamta Sharma (DIN: 07060149) as an Independent Director.
6.	To appoint Mr. Naveen Sanghi (DIN: 00270432) as an Independent Director.
7.	To Borrow money for the business of the Company.
8.	To create security on the properties of the Company, both present and future, in favor of lenders.

Signed this..... day of..... 2019

Signature of Shareholder(s): _____

Signature of Proxy holder: _____

AFFIX
REVENUE
STAMP

NOTES:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan, not less than 48 hours before the commencement of the Meeting.



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ATTENDANCE SLIP

I record my presence at the Thirty first Annual General Meeting to be held on Monday, 30th September, 2019 at 3.00 P.M. at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan.

Name of the Member(s)		
Registered Address		

DP ID	Client ID	No. of Shares Held

Full Name of Shareholder (Inblock letters)

Signature

Full Name of Proxy (Inblockletters)

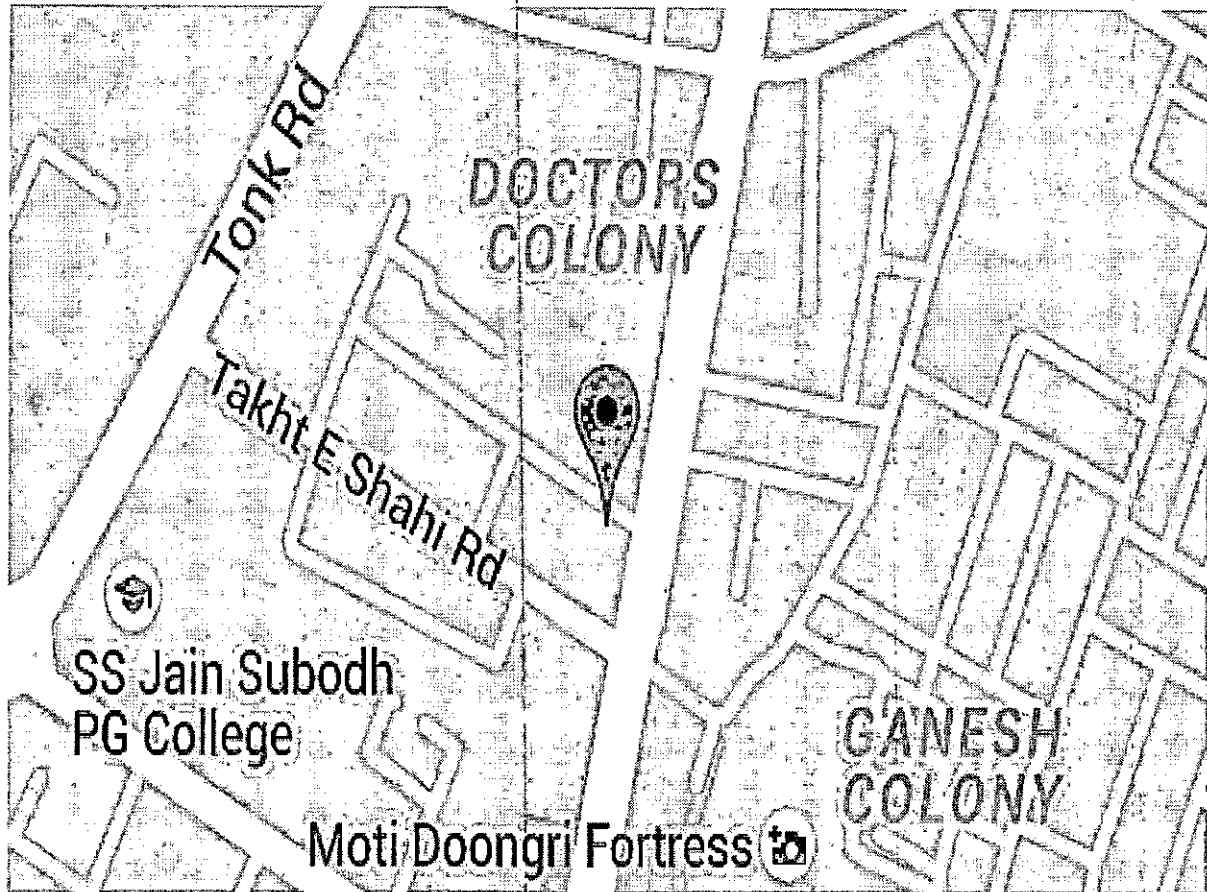
Signature



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Soni Medicare Limited
31st AGM: Route Map to the AGM Venue
Address: 38, Kanota Bagh, JawaharLal Nehru
Marg, Jaipur Raj 302004



For Further Information Kindly refer: -

<https://www.google.co.in/maps/place/Soni+Hospital/@26.8957146,75.8126847,17z/data=!4m2!1m6!3m5!1s0x396db6988073f6b5:0xbbff153c76dd72a6!2sSoni+Hospital!8m2!3d26.8957146!4d75.8148734!3m4!1s0x396db6988073f6b5:0xbbff153c76dd72a6!8m2!3d26.8957146!4d75.8148734>