

## **ADDENDUM TO THE NOTICE OF 35<sup>TH</sup> ANNUAL GENERAL MEETING**

PEERLESS HOSPITEX HOSPITAL AND RESEARCH CENTER LIMITED ("The Company") had issued a Notice (Original Notice), dated 9<sup>th</sup> May, 2024 of the 35<sup>th</sup> Annual General Meeting (AGM) to be held on Monday the 29<sup>th</sup> day of July, 2024 at 11:30 A.M at the Registered Office of the Company at 360, Panchasayar, Kolkata – 700 094 to transact four business items (all are Ordinary Business) as specified in the said notice.

Further to the above, Notice is hereby given that at the said meeting following special business will also be transacted as Item No 7:

### **SPECIAL BUSINESS:**

5. 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 149, 152, 160, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory amendments, modifications, re-enactment thereof for the time being in force), Prof. (Dr.) Indira Chakravarty (DIN: 07368268), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles 30 of the Articles of Association of the Company w.e.f. 17<sup>th</sup> June, 2024 and who holds office as such upto the date of this 35<sup>th</sup> Annual General Meeting and in respect of whom the Nomination and Remuneration Committee of the Board and the Board of Directors the Company have proposed the appointment as Additional Director, be and is hereby appointed as an Additional Director of the Company to hold office upto the date of 35<sup>th</sup> Annual General Meeting i.e. 29<sup>th</sup> July, 2024 and that she shall be liable to retire by rotation.”

By Order of the Board of Directors

Balaram Bose  
Company Secretary

Date : 17<sup>th</sup> June, 2024  
Place: Kolkata

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in respect of Item No. 7 as set out in the Notice is annexed hereto. The relevant details, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Prof. (Dr.) Indira Chakravarty, being appointed as an Additional Director are also annexed.

**ANNEXURE TO THE NOTICE**

**Statement setting out material facts under Section 102 of the Companies Act, 2013**

**Item No. 7**

Prof. (Dr.) Indira Chakravarty, was appointed as additional director of the Company on 17<sup>th</sup> June, 2024 by the Board of Directors of the Company. According to the provisions of section 161 of the Companies Act, 2013, she will hold the office as additional director only upto the date of 35<sup>th</sup> Annual General Meeting. The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors itself consider it desirable that the Company should continue to avail itself of her valuable services and hence proposed her candidature for appointment as Director liable to retirement by rotation.

None of the Directors except Prof. (Dr.) Indira Chakravarty is in any way interested or concerned, either directly or indirectly, in the aforesaid Resolutions.

By Order of the Board of Directors

Balam Bose  
Company Secretary

Date : 17<sup>th</sup> June, 2024

Place: Kolkata

**Disclosure under Standard 12.5 of Secretarial Standards- 2 issued by The Institute of Companies Secretaries of India:**

1.	<b>(a) Name</b>	Prof (Dr.) Indira Chakravarty
	<b>(b) DIN</b>	07368268
	<b>(c) Father's Name</b>	Mr. Prafulla Kumar Sen
	<b>(d) Residential address</b>	D/O, P. K. Sen House No. 99/5/4, Ballygunge Place, Kolkata – 700 019
2.	<b>Age</b>	75 years
3.	<b>Qualification</b>	Ph. D; D.Sc ; FIC, FICAN(USA), FIMSA, FONESA, FIWA, FIPHA.
4.	<b>Experience</b>	49 years
5.	<b>Terms and conditions of appointment</b>	Prof (Dr.) Indira Chakravarty will be appointed as Non-executive Director liable to retire by rotation.
6.	<b>Details of remuneration sought to be paid</b>	NIL
7.	<b>Remuneration last drawn</b>	NIL
8.	<b>Date of first appointment in the Board</b>	17 <sup>th</sup> June, 2024
9.	<b>Shareholding in the Company</b>	NIL
10.	<b>Relationship with the Company</b>	NIL
11.	<b>Number of meetings of the Board attended during the year</b>	NIL
12.	<b>Other directorship / membership</b>	NIL
13.	<b>Chairmanship of committee of other Board</b>	NIL

