



ALTHEA DRF LIFESCIENCES

Althea DRF Lifesciences Ltd.
(Formerly Known as Althea Lifesciences Limited)
22, Site IV, Sahibabad, Ghaziabad – 201010 (U.P.)
Ph.: +91-(120)-3378400, Fax: +91-(120)-4152279
Website: www.altheadrflifesciences.com
CIN No. U33110DL2008PLC185857

NOTICE

Notice is hereby given that the 15th Annual General Meeting of the members of **Althea DRF Life Sciences Limited** shall be held at the registered office of the Company situated at First Floor, ASHI, 19, Rouse Avenue Institutional Area New Delhi - 110002 on Monday, 25th September, 2023 at 11:00 A.M. at shorter notice to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Financial Statements (Standalone and Consolidated) of the Company as at March 31, 2023 together with the Reports of the Directors and the Auditors thereon.

“**RESOLVED THAT** the Audited Financial Statements (Standalone and Consolidated) of the Company for the period ended March 31, 2023 together with Directors’ Report and Auditors’ Report thereon as laid before the meeting be and is hereby approved and adopted.”

2. To re- appoint Ms. Minnie Burman (DIN: 02614903), Director of the Company who retires by rotation and, being eligible, offers herself for re-appointment. In this connection, to consider, and if thought fit, to pass with or without modification(s) the following as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provision of Section 152 and other applicable provision of the Companies Act, 2013 read with rules, the consent of the members be and is hereby accorded for the re-appointment of Ms. Minnie Burman (DIN: 02614903) as director of the Company, who retires by rotation at the Annual general Meeting and being eligible offers herself for re-appointment.”

SPECIAL BUSINESS:

3. APPROVAL FOR CONVERSION OF LOAN

To consider and if thought fit to pass the following resolution with or without modification as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 62(3) and any other applicable provisions of Companies Act, 2013 read with rules thereunder (including any statutory modifications

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or re-enactment thereof, for the time being in force), the consent of the members of the Company, be and is hereby accorded to add an option in the Loan agreement entered / proposed to be entered with M/s Milky Investment and Trading Company, the shareholder of the Company for conversion of Loan obtained or to be raised by the Company wholly or partly into Equity shares or 0.001% Compulsory Convertible Debentures (CCDs) on such terms and conditions as may be approved by the parties mutually.

FURTHER RESOLVED THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and are hereby authorized to do and perform all such acts, deeds, matters, things, sign any documents and take all steps as may be considered necessary and expedient thereto.”

Date: 23rd September, 2023
Place: Delhi

for & on behalf of the Board of Directors
For Althea DRF Lifesciences Limited

Anurag Gupta
Director

DIN: 07138649

Add: G-1126 A, Mansarover
Park, Shahdara, Delhi- 110032

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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF SELF AND PROXY NEED NOT BE MEMBER OF THE COMPANY. AN INSTRUMENT APPOINTING PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE MEETING.**
2. Members/Proxies should bring duly filled attendance slips sent herewith for attending the meeting.
3. Members are requested to notify any change in their address immediately to the Company's registered office address mentioned above.
4. All documents referred to in accompanying Notice shall be open for inspection at the registered office of the Company during the office hours on all working days between 10 am to 6 pm up to the date of conclusion of AGM.
5. In respect of shares held by body (ies) corporate, the authorized representative should be accompanied with a duly certified true copy of Board Resolution/ Authority letter.
6. The route map and landmark to venue of the Annual General Meeting to be held on Monday, 25th September, 2023 is attached herein below:

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Explanatory Statement U/S 102:

Item No. 3

Pursuant to the provisions of Section 62(3) of the Companies Act, 2013 and any other applicable provisions, if any, it is proposed to add option to convert the loan obtained or to be raised by the Company from M/s Milky Investment and Trading Company into Equity Shares or 0.001% Compulsory Convertible Debentures (CCDs) wholly or partially at any point of time and for availing such option the approval of the members of the Company by way of Special Resolution is sought.

The board recommends the above resolution for shareholders' approval as **Special Resolution**.

None of the Directors, Key Managerial Personnel and their relatives are interested or concerned in the above resolution.

Date: 23rd September, 2023
Place: Delhi

**for & on behalf of the Board of Directors
For Althea DRF Lifesciences Limited**

**Anurag Gupta
Director**

DIN: 07138649

Add: G-1126 A, Mansarover
Park, Shahdara, Delhi- 110032

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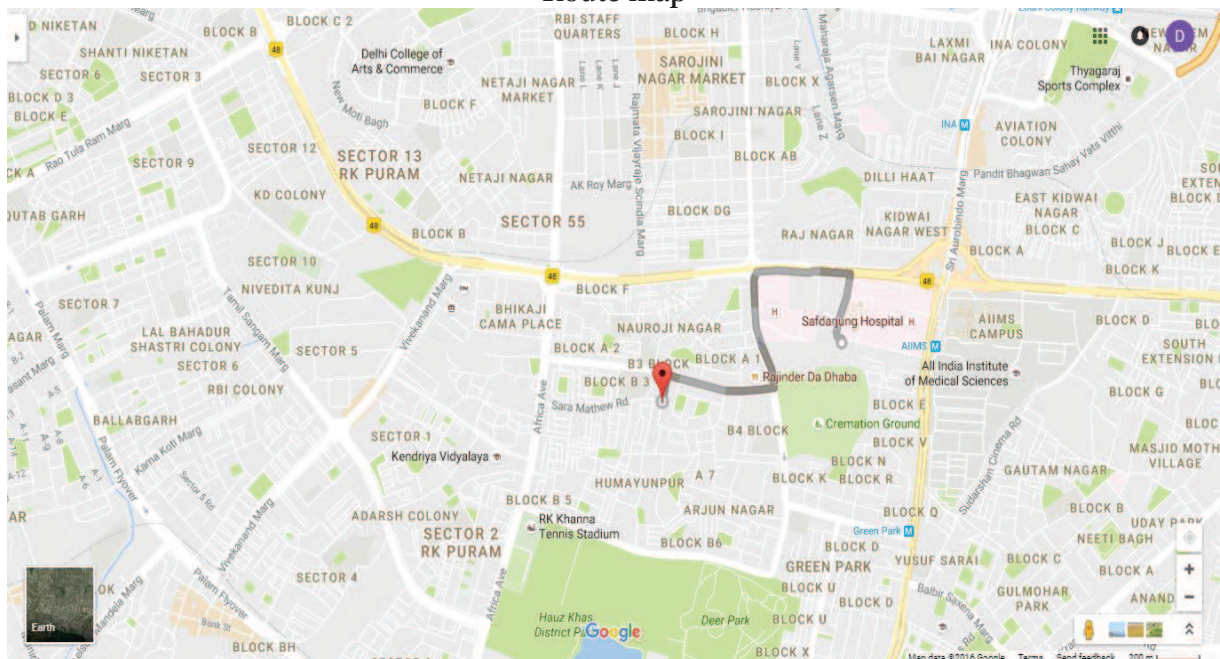
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Route map



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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]

Name of the company:	
Registered office:	
Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member (s) of shares of the above named company, hereby appoint:

1. Name: _____ E-mail Id: _____
Address: _____
Signature: _____ or failing him

2. Name: _____ E-mail Id: _____
Address: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 14th Annual general meeting of the company, to be held on the Monday, 25th September, 2023 at 11:00 A.M. at shorter notice at the registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	Type of Resolution
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1	To receive, consider and adopt the audited Financial Statements (Standalone and Consolidated) of the Company as at March 31, 2023 together with the Reports of the Directors and the Auditors thereon	Ordinary
2.	To re- appoint Ms. Minnie Burman (DIN: 02614903), Director of the Company who retires by rotation and, being eligible, offers herself for re-appointment.	Ordinary
3.	To approve the conversion of loan	Special

Signed this..... day of..... 20....

Signature of shareholder Signature of Proxy holder(s)

AFFIX
REVENUE
STAMP

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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ATTENDANCE SLIP

I/We hereby record my presence at the 15th Annual General Meeting of the Company to be held on Monday, 25th September, 2023 at 11:00. A.M. at the registered office of the company situated at First Floor, ASHI, 19, Rouse Avenue Institutional Area New Delhi Central Delhi 110002

Name of the Shareholders or Proxy (In Block Letters) _____

No. of Shares Held _____

Regd. Folio No. _____

(Member's /Proxy's Signature)

Member's/Proxy's name in Block Letters

Note: Member/Proxy holder should bring his/her copy of the Notice for reference at the Meeting

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