

SUBURBAN DIAGNOSTICS (INDIA) PRIVATE LIMITED

Corporate Identity Number: U85110MH2002PTC136144

Regd. Office: 2nd Floor, Aston, Sundervan Complex, Lokhandwala Road, Andheri (West)
Mumbai, Maharashtra- 400053

Phone: 022-61700000, Email: cs@lalpathlabs.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 21st Annual General Meeting (“AGM”) of the members of Suburban Diagnostics (India) Private Limited (“the Company”) will be held on Thursday June 01, 2023 at 12:00 Noon at 2nd Floor, Aston, Sundervan Complex, Lokhandwala Road, Andheri (West) Mumbai, Maharashtra- 400053 , to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in the place of Dr. Vandana Lal (DIN: 00472955) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

Ratification of Remuneration payable to Cost Auditors for the Financial Year 2023-24

“**RESOLVED THAT** pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and any other applicable provisions/statute as may be applicable from time to time, the Shareholders hereby ratifies the remuneration of INR 25,000 /- (Rupees Twenty-Five Thousands Only) plus applicable taxes and out of pocket expenses payable to M/s. A.G. Agarwal &

Associates (Firm Registration No. 000531), Cost and Management Accountants, appointed as Cost Auditors of the Company for the Financial Year 2023-24.

RESOLVED FURTHER THAT Mr. Ved Prakash Goel and Mr. Shankha Banerjee, Directors of the Company be and are hereby severally authorized to file the necessary e-form/ intimation in this regard with the Registrar of Companies and to do all such other deeds, things as may be considered necessary or incidental to give effect to the above resolution.”

By order of the Board of Directors of
Suburban Diagnostics (India) Private Limited

Place: Mumbai
Date: May 04, 2023

Ved Prakash Goel
(Director)
DIN: 02748363

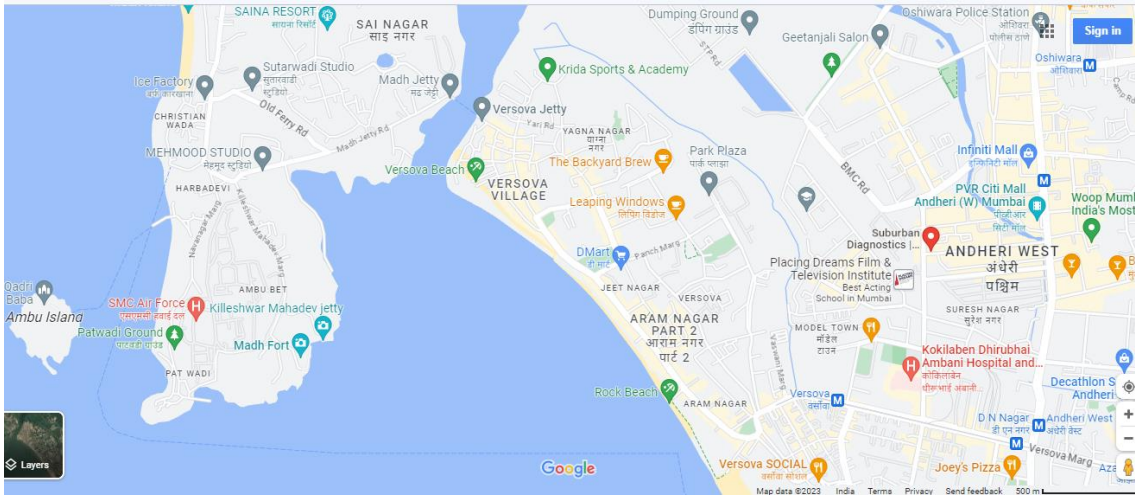
NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

Proxies submitted on behalf of the companies, must be supported by an appropriate resolution/authority as may be applicable.

2. Members are requested to note that pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. During the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the board or governing body resolution/ Power of Attorney authorizing the representatives to attend and vote at the Annual General Meeting atleast 48 hours before the AGM.
5. The Register of Director and their shareholding, maintained under Section 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which directors are interested under Section 189 will be made available for inspection by members of the Company at AGM.

6. Below is the Route map of the venue of 21st Annual General Meeting of the Company:



DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT IN THE 21ST AGM OF THE COMPANY, PURSUANT TO SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ARE AS MENTIONED BELOW:

Name of the Director	Dr. Vandana Lal
DIN	00472955
DOB (Age)	November 18, 1956 (about 67 years)
Date of First Appointment to the Board	November 12, 2021
Qualifications, Experience, Brief Resume and Nature of Expertise in specific functional areas	<p>Dr. Vandana Lal, aged about 67 Years, is a promoter of Dr. Lal PathLabs Limited, she holds a bachelor's degree in medicine and surgery from the University of Delhi and a doctorate degree in medicine (pathology) from the University of Delhi. She has over 38 years of experience in the field of pathology.</p> <p>Dr. Vandana Lal is also trained in Quality Assurance and spearheads the quality implementation process in all the laboratories of Dr Lal PathLabs Limited. She is the head of Clinical Research Services being the Chief Technical Officer since 2007, playing a pivotal role in conception, planning, construction, execution & operationalizing the Clinical trials division. She also heads the Research & Development wing of Dr. Lal PathLabs Limited by monitoring development of new tests and methods.</p> <p>She is the Executive Director of Dr. Lal PathLabs Limited since 1995. Her job profile includes expansion of activities of the laboratory with assistance in planning and execution of new projects for the Company; overall charge of all the technical departments ensuring accuracy, quality assurance, quality control & compliance to standards laid down by the accreditation bodies like CAP, NABL & ISO.</p>

Shareholding in the Company	Nil
Relationship with other Directors & KMP's	None
No. of Meetings of the Board attended during the year	Four(4)
Directorships held in other Companies (Excluding Foreign Companies)	1. Archana Pharmaceuticals Private Limited 2. Kalmatia Sangam Travels Private Limited 3. Dr. Lal PathLabs Limited
Membership /Chairmanship of Committees of other companies	Nil
Remuneration sought to be paid / last drawn	-
Terms & conditions of Appointment	Director, liable to retire by rotation.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The Board of Directors of the Company in their meeting held on May 04, 2023 appointed M/s. A.G. Agarwal & Associates (Firm Registration Number: 000531), Cost and Management Accountants, as the Cost Auditors for the Financial Year 2023-24 at a remuneration of 25,000/- (Rupees Twenty Five Thousand only) plus applicable taxes and out of pocket expenses.

As per Section 148 of Companies Act, 2013 and applicable rules thereunder, the remuneration payable to the cost auditors is required to be ratified by the Shareholders of the Company.

The Board considers the remuneration payable to the Cost Auditors as fair and recommends the resolution contained in Item no. 3 of the accompanying notice for approval of the Shareholders as an Ordinary Resolution.

None of the Directors or KMP's or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this AGM Notice.

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ATTENDANCE SLIP

21st Annual General Meeting

DP ID - Client ID / Folio No.:

No. of shares held:

Name of the Member / Proxy: (In Block Letters)

Address of the Member:

I certify that I am/we are member(s)/proxy for the member(s), of the Company.

I/We hereby record my/our presence at the 21st Annual General Meeting of the Company on Thursday June 01, 2023 at 12:00 Noon at 2nd Floor, Aston, Sundervan Complex, Lokhandwala Road, Andheri (West) Mumbai, Maharashtra- 400053.

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Signature of the Member/Proxy

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PROXY FORM

21st Annual General Meeting

[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 member:

Registered Address:

E-mail ID:

DP ID - Client ID / Folio No.:

I/We being the member(s) of shares of Suburban Diagnostics (India) Private Limited, hereby appoint:

1. Name:

Address:

E-mail ID:

Signature: failing him/her

2. Name:

Address:

E-mail ID:

Signature:failing him/her

3. Name:

Address:

E-mail ID:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the Thursday June 01, 2023 at 12:00 Noon at 2nd Floor, Aston, Sundervan Complex, Lokhandwala Road, Andheri (West) Mumbai, Maharashtra- 400053, and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution Description	For*	Against*
Ordinary Business			
1	Adoption of the audited financial statements of the Company for the Financial Year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon.		
2	Re-appointment of Dr. Vandana Lal (DIN: 00472955) as a Director of the Company, liable to retire by rotation.		
Special Business			
3	Ratification of the remuneration of Cost Auditors for the Financial Year 2023-24.		

Signed this day of 2023.

Affix Revenue Stamp

Signature of the shareholder(s)

Signature of the Proxy Holder(s)

Notes:

1. (*) Please put "X" in the Box in the appropriate column. If you leave 'For' or 'Against' column blank in respect of any or all of the resolutions, your proxy will be entitled to vote in the matter as he/she thinks appropriate.

2. 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 Annual General Meeting.
3. The proxy form should be signed across the revenue stamp as per specimen signature(s) registered with the Company.