

SUSHRUTA VISHRANTHI DHAMA LIMITED
ADDRESS: SY NO. 18/4, THALAGATTAPURA, UTTARAHALLI,
MANAVARTHE KAVAL, UTTARAHALLI, BANGALORE SOUTH TALUK,
BANGALORE- 560109

CIN: U85310KA2004PLC035063 E-mail: contact@suvidha.co.in

ADDENDUM TO THE NOTICE OF THE 16TH ANNUAL GENERAL MEETING

Addendum to the Notice dated 5th December 2020 convening the 16th Annual General Meeting of the members of Sushruta Vishranthi Dhama Limited (the Company) scheduled to be held on Sunday, the 27th day of December, 2020 at 10.00 a.m. IST through Video Conference (“VC”) to transact the business set out herewith, in compliance with the applicable provisions of the Companies Act, 2013 (“Act”), the General Circular No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020 and No.20/2020 dated May 5, 2020, issued by Ministry of Corporate Affairs (“MCA”), as may be applicable.

Notice is hereby given that pursuant to the provisions of Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the following items of business are added in the aforesaid Notice as Item No. 12 to 14 as Special Business of the AGM and this addendum shall be deemed to be a part of the original Notice of the 16th Annual General meeting dated 5th December 2020 and the notes provided therein:

SPECIAL BUSINESS:

ITEM NO 12 APPOINTMENT OF DR. NILIMA KADAMBI AS A DIRECTOR

To consider and, if though fit, to pass with or without modification, the following as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 160, and any other applicable provisions of the Companies Act, 2013, and the Rules made thereunder, Dr. Nilima Kadambi (DIN : 01553825), in respect of whom the Company has received a notice in writing along with the requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only) proposing her candidature for the office of Director of the Company be and is hereby appointed as a Director of the Company and whose office shall be liable to retirement by rotation.”

ITEM NO 13 APPOINTMENT OF MRS. RAMA SUBBA RAO AS A DIRECTOR

To consider and, if though fit, to pass with or without modification, the following as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 160 and any other applicable

provisions of the Companies Act, 2013, and the Rules made thereunder, Mrs. Rama Subba Rao (DIN : 07409545), in respect of whom the Company has received a notice in writing along with the requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only) proposing her candidature for the office of Director of the Company be and is hereby appointed as a Director of the Company and whose office shall be liable to retirement by rotation.”

ITEM NO 14 APPOINTMENT OF MR. A. SURESHBABU AS A DIRECTOR

To consider and, if though fit, to pass with or without modification, the following as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of section 160 and any other applicable provisions of the Companies Act, 2013, and the Rules made thereunder, Mr. A. Suresh babu (DIN : 09001878), in respect of whom the Company has received a notice in writing along with the requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only) proposing his candidature for the office of Director of the Company be and is hereby appointed as a Director of the Company and whose office shall be liable to retirement by rotation.”

**By Order of the Board
For Sushruta Vishranthi Dhama Limited**

Sd/-

Nidhi Kumari
Company Secretary
M. No. A56996

**Registered Office:
Sy. No. 18/4,
Thalaghattapura,
U. M. Kaval, Uttarahalli
Hobli, Bangalore-
560109**

Date: 19.12.2020

NOTES:

- a) In view of the current extraordinary circumstances due to Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”), has vide its circular dated 5 May, 2020 read with circulars dated 13 April, 2020 and 8 April, 2020 (collectively referred to as “MCA Circulars”), permitted the Companies to conduct their Annual General Meeting through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of the Members at a common venue, subject to the fulfilment of conditions as specified in the MCA Circulars. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM. Further, for the purpose of technical compliance of the provisions of section 96(2) of the Companies Act, 2013 we are assuming the place of meeting as the place where the Company is domiciled i.e. the registered office of the Company.
- b) In compliance with the aforesaid MCA Circulars and in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Board’s report, Auditor’s report or other documents required to be attached therewith), such statements shall therefore be sent only by email to the members and to all other persons so entitled. Further, the notice for AGM shall be given only through emails registered with the Company. Members may note that the Notice will also be available on the Company’s website at www.suvidha.co.in
- c) The Members can attend the meeting through VC from their laptop/mobile. Members are requested to follow the steps mentioned in the file named ‘INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC’ which is enclosed with the Notice of the AGM and shall also be attached separately on the e-mail, with the Notice of the AGM.
- d) The Company shall provide VC facility via ZOOM VIDEO COMMUNICATIONS

“Zoom”) in order to make it convenient for the Members to attend the Meeting. Members are required to use the following link or details to join the meeting through VC facility of Zoom:

Zoom Meeting Link:

<https://zoom.us/j/95885153563?pwd=WmJuZW1iNHZGQjlhSVFuemZnbHhwdz09>

Meeting ID 958 8515 3563

Password 76Jpks

- e) Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- f) The members desiring to inspect the relevant documents referred to in the accompanying notice and other statutory registers are required to send requests on the Company Secretary's email address: cs@suvidha.co.in. An extract of such documents would be sent to the members on their registered email address. The same will also be made available for inspection by the members at the Meeting in electronic mode.
- g) Members seeking any information with regard to the matters to be placed at the AGM, are requested to write to the Company Secretary at cs@suvidha.co.in. The same shall be taken up in AGM and replied by the Company suitably.
- h) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 read with Rules issued thereunder will be made available for inspection by the members at the Meeting

in electronic mode.

- i) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM. However, both the joint holders may attend the meeting and participate in the discussions.
- j) Members seeking any information with regard to the accounts or any matter to be placed at AGM are requested to submit their questions in advance, on or before 20th December, 2020 through the Company Secretary's email address i.e. cs@suvridha.co.in. The same will be replied by the Company suitably.
- k) Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- l) Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
- m) The meeting room shall be open 15 minutes prior to the scheduled time to avoid last minute technical glitches
- n) In case of any technical assistance before or during the meeting the member or representative as the case may be may contact the following person:
 - o) Name of the person: Nidhi Kumari
Designation: Company Secretary
Telephone Number: 8209753243
- p) In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using E- mail voting system from a place other than the venue of the AGM the business may be transacted through such voting.
- q) Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote on all the resolutions set forth in the Notice of AGM. The facility for

voting, either through E-mail voting or voting by show of hands shall also be made available at the AGM at the discretion of the Chairman of the meeting.

- r) The company has appointed CS Thirupal Gorige, practicing Company Secretary as the scrutinizer of the company.
- s) The results of the voting shall be displayed on the Notice Board at the registered office of the Company and the results along with the scrutinizer's report shall also be placed at website of the company immediately after the results are declared.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE
COMPANIES ACT, 2013 SPECIAL BUSINESS:**

**ITEM NO. 12 APPOINTMENT OF DR. NILIMA KADAMBI AS A DIRECTOR, DIN:
01553825**

In terms of provisions of section 160 of the Companies Act, 2013, the company has received a Notice in writing dated 8th December 2020 from members of the company along with a deposit of 1,00,000/- (Rupees One Lakh only) signifying their intention to propose the candidature of Dr. Nilima Kadambi for the Office of Director of the company.

Accordingly, as per the provisions of Rule 13 of the Companies (Appointment and Qualifications of Directors), Rules 2014 the company is forwarding this information to all the shareholders for their perusal.

BRIEF PROFILE:

- A qualified Pediatric Surgeon with 15+years of clinical experience. Worked at the Chinmaya Mission Hosp and Sri Sathya Sai Hosp Blr.
- Holds a PG Dip in Medico-Legal & Healthcare Management. Has 15+ years in Senior Management at TTK Healthcare TPA, Swiss Re as Head of Life & Health Claims, Asia.
- Founder Director of Belle Sante Institute and is a certified Life Skills coach and a Spirituality based Counsellor.
- Served as the Chief Wellbeing Officer for NGO, Colors of Life, I am an Advisory Board Member for Symbiosis and the National Chairperson for Indian Medical Association initiative D4D = Doctors for Doctors since 2018.
- At present working as a Volunteer Doctor to support GOI in the fight against Corona, through Tele Consulting & Tele Counselling for Covid cases.
- A published Author and Blogger. My hobbies are Nature walks, Treks, Gardening, Reading, Traveling, Music and Poetry.
- A spiritual seeker and believe in living in harmony "Help Ever & Hurt Never".
- Can communicate in 7 languages.
- Founder shareholder of our Suvidha and am committed to doing my best for the Wellbeing of Suvidha and every Shareholder.
- My complete biodata, my education and work experience details are available on LinkedIn.

None of the Directors/ Key Managerial Personnel or their relatives except the appointee are in any way concerned or interested, financially or otherwise, in the said resolution.

**ITEM NO. 13 APPOINTMENT OF MRS. RAMA SUBBA RAO AS A DIRECTOR, DIN:
07409545**

In terms of provisions of section 160 of the Companies Act, 2013, the company has received a Notice in writing dated 8th December 2020 from members of the company

along with a deposit of Rs. 100,000/- signifying their intention to propose the candidature of Mrs. Rama Subba Rao for the office of Director of the company.

Accordingly, as per the provisions of Rule 13 of the Companies (Appointment and Qualifications of Directors), Rules 2014 the company is forwarding this information to all the shareholders for their perusal.

BRIEF PROFILE:

Graduated in Home Science and chemistry from the University of Mysore in 1963.
Completed a 13 month course in Secretarial practice from YMCA. New Delhi.
Completed ACP (Associate Computer Professional) course from Lan Eseda, Bangalore.

Work Experience

- Functioned as an Office Manager in the office of a Real Estate Consultant, New Delhi.
- Served as an editor for children's educational books.
- Served in an organization promoting the direct sale of handicrafts and handlooms made by rural artisans.
- Was a committee member of Mahila Dakshata Samithi, an NGO which supplies milk to the children of Anganwadi School, runs a short-stay home for abused women, arranges training for women in different skills to make them employable, and offers scholarship to needy female students, among others.
- Was a committee member of SHOWS, a solid waste management initiative in RMVE 2nd stage
- Was a Director on the Board of Suvidha Retirement Village, and handled housekeeping, Security and Maintenance apart from other responsibilities at the village.

Present Occupation:

Homemaker and trader in the Stock Market, mainly in the Futures & Options segment. Neutering and anti-rabies vaccination of street dogs and rescue and treatment of injured animals.

None of the Directors/ Key Managerial Personnel or their relatives except the appointee are in any way concerned or interested, financially or otherwise, in the said resolution.

ITEM NO. 14 APPOINTMENT OF MR. A. SURESHBABU AS A DIRECTOR, DIN: 09001878

In terms of provisions of section 160 of the Companies Act, 2013, the company has received a Notice in writing dated 9th December 2020 from members of the company along with a deposit of Rs. 100,000/- signifying their intention to propose the candidature of Mr. A. Sureshbabu for the Office of Director of the company.

Accordingly, as per the provisions of Rule 13 of the Companies (Appointment and Qualifications of Directors), Rules 2014 the company is forwarding this information to all the shareholders for their perusal.

BRIEF PROFILE:

B.Sc(Science) Graduate retired from Government Service in the year 2012. Worked in Karnataka State Government as marketing officer, and also worked in the Agricultural Marketing Department in various fields like Accounts Officer, Senior Auditor in Audit Cell, Established Superintendent, Marketing Officer in Enforcement Cell. Personal Secretary to Director of Agricultural Marketing, Secretary of APMC. Retired as Assistant Director of Agricultural Marketing department on 31.01.2012.

None of the Directors/ Key Managerial Personnel or their relatives except the appointee are in any way concerned or interested, financially or otherwise, in the said resolution.

By order of the Board

For Sushruta Vishranthi Dhama Limited

Sd/-

Nidhi Kumari

Company Secretary

M. No. A56996

Registered Office:

Sy. No. 18/4, Thalaghattapura,

U. M. Kaval, Uttarahalli

Hobli, Bangalore- 560109

Date: 19.12.2020

Disclosure pursuant to Secretarial Standard- 2 on General meeting

Name of the Director	Age/ Date of Birth	Qualification	Experience (Years)	Terms & Conditions of appointment / reappointment	Details of remuneration sought to be paid	Shareholding in the Company	Last drawn remuneration	Relationship with Company	No. of Board meetings attended during the year	Directorship in other Companies	Chairmanship of the committees of other Boards
Dr. Nilima Kadambi (as a second shareholder)	6 th January 1963	PG Dip in Medico-Legal & Healthcare Management. Pediatric Surgeon with 15+years of clinical experience	15+	NIL	NIL	30000	NIL	Shareholder	NA	BELLE SANTE DIAGNOSTIC AND THERAPEUTIC INSTITUTE PRIVATE LIMITED	NIL
Mrs. Rama Subba Rao	24 th March 1945	Graduated in Home science & Chemistry from University of Mysore in 1963		NIL	NIL	15000	NIL	Shareholder	NA	NIL	NIL
Mr. A. Sureshbabu	06 th January 1952	B.Sc. Degree Science Graduate		NIL	NIL	15000	NIL	Shareholder	NA	NIL	NIL

**By Order of the Board
For SUSHRUTA VISHRANTHI DHAMA
LIMITED**

**Sd/-
Nidhi Kumari
Company Secretary
M. no. A56996**