

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF HEALTH & GLOW PRIVATE LIMITED WILL BE HELD ON FRIDAY, THE 30TH DAY OF SEPTEMBER, 2022 AT 10.30 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT SITE NO. 32/5, 2ND FLOOR, GANAPA TOWERS, NGR LAYOUT, ROOPENA AGRAHARA, BOMMANAHALLI, HOSUR MAIN ROAD, BANGALORE - 560 068, KARNATAKA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

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

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2022, including the audited Balance Sheet as at 31st March, 2022 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.

SPECIAL BUSINESS

2. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution -

“**RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Ms. Radhika Govind Rajan (DIN: 00499485), who was appointed as an Additional Director of the Company with effect from 18th August, 2022 by the Board of Directors of the Company pursuant to section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any one Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution.”

Date : 18th August, 2022

Place: Mumbai

By order of the Board of Directors

Health & Glow Private Limited

Sd/-

Venkata Subbaiah M

Head - Legal & Company Secretary

Membership No. : A14448

Health & Glow Private Limited

Reg & Corporate office : Site No. 32/5, 2nd Floor, Ganapa Towers, NGR Layout, Roopena Agrahara, Bommanahalli, Hosur Main Road, Bangalore - 560 068, CIN No. : U52110KA1999PTC067372, : www.healthandglow.com, Email: feedback@healthandglow.in, Ph.: +91 7406477770

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 / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting.
3. A person can act as a proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of the Companies, Societies, etc., must be supported by an appropriate resolution / authority as applicable.
4. Members / Proxies / Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
5. As per provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Company may give notice etc. through hand delivery, post, electronic mode i.e. by e-mail as a text or as an attachment to e-mail or as a notification providing electronic link.
6. Members who have not yet registered their e-mail id or who want to change their e-mail id are requested to approach their respective DP (for electronic holding) or with R&TA / Company (for physical holding), so as to receive all communications electronically including annual report, notices, circulars etc. sent by the Company from time to time.
7. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a duly certified copy of their Board Resolution pursuant to the Section 113 of the Companies Act, 2013 authorizing their representatives to attend and vote on their behalf at the said Meeting.
8. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the General Meeting in respect of item no. 2 of the notice is annexed hereto and forms part of this notice.

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

ITEM NO. 2

Ms. Radhika Govind Rajan who was appointed as an Additional Director of the Company under section 161 of the Companies Act, 2013 effective 18th August, 2022, holds office up to the date of this Annual General Meeting, and is eligible for appointment as Director of the Company.

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

The Board recommends this resolution for approval by the Members of the Company as an ordinary resolution.

For Health & Glow Private Limited

Sd/-

Venkata Subbaiah M
Head- Legal & Company Secretary
Membership No. - A14448

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: HEALTH & GLOW PRIVATE LIMITED

CIN : U52110KA1999PTC067372

Registered Office : Site No. 32/5, 2nd Floor, Ganapa Towers, NGR Layout, Roopena Agrahara, Bommanahalli, Hosur Main Road, Bangalore-560 068, Karnataka, India.

Name of the Member :

Registered Address :

E-mail ID :

DP ID and Client ID :

I/ we, being the member(s) of..... shares of the above named Company, hereby appoint

Name :

E-mail ID :

Address :

Signature:

as my proxy to attend and vote (on a poll) for me and on my behalf at the Annual General Meeting of the Company, to be held on Friday, the 30th day of September, 2022 at 10.30 AM and at any adjournment thereof in respect of such resolutions mentioned in Notice.

Affix revenue stamp of Re. 1

Signed this onSeptember 2022

Signature

Shareholder

Signature

Proxy Holder

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.

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE MEETING VENUE.

DP Id / Client Id -

NUMBER OF SHARES HELD -

NAME OF THE MEMBER /REPRESENTATIVE (IN BLOCK LETTERS) -

ADDRESS OF THE MEMBER /REPRESENTATIVE (IN BLOCK LETTERS) -

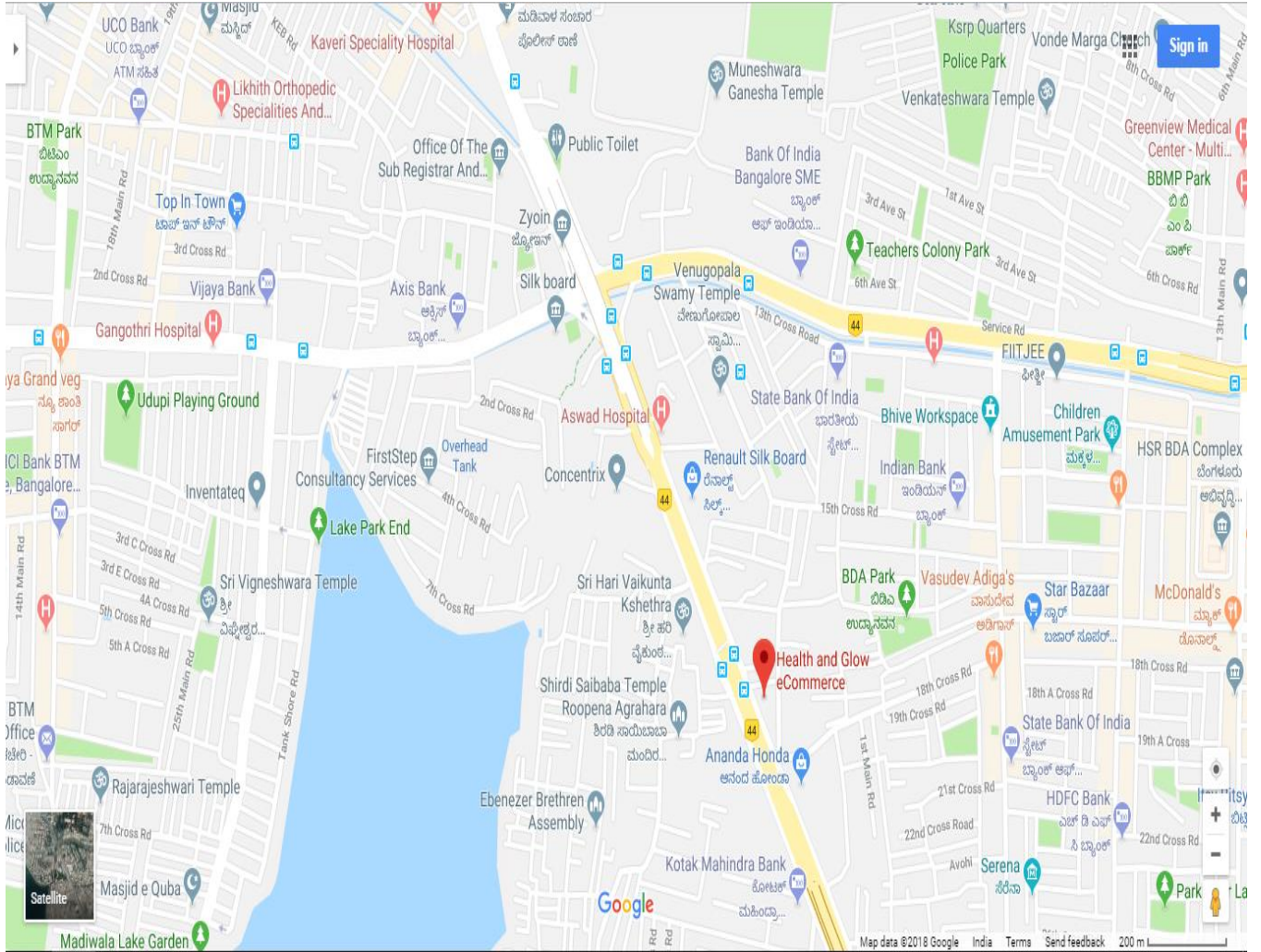
I certify that I am a member/Representative for the member, of the Company.

I hereby record my presence at the 23RD ANNUAL GENERAL MEETING of the Company held on Friday, 30th September, 2022 at 10.30 a.m. at Site No. 32/5, 2nd Floor, Ganapa Towers, NGR Layout, Roopena Agrahara, Bommanahalli, Hosur Main Road, Bangalore-560 068, Karnataka, India.

.....
Signature of the Member/Proxy/Representative*

* Strike out whichever is not applicable

Map showing location of the venue of Annual General Meeting of Health & Glow Private Limited



Venue:
Health & Glow Private Limited
Site No. 32/5, 2nd Floor,
Ganapa Towers, NGR Layout,
Roopena Agrahara, Bommanahalli,
Hosur Main Road,
Bangalore-560 068