

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 22nd Annual General Meeting (“AGM”) of the members of Suburban Diagnostics (India) Private Limited (“the Company”) will be held on Friday, June 28, 2024 at 10:30 A.M. (IST) 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, 2024, together with the reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in the place of Mr. Ved Prakash Goel (DIN: 02748363) who retires by rotation and being eligible offers himself 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 2024-25

“**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 35,000/- (Rupees Thirty Five Thousand 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 2024-25.

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: Gurugram

Date: 06.05.2024

Ved Prakash Goel

(Director)

DIN: 02748363

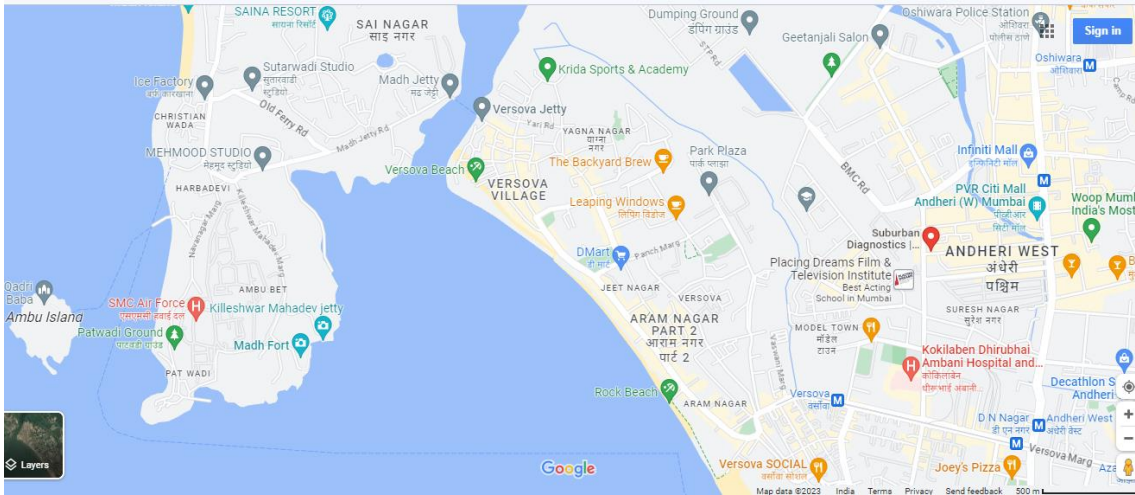
NOTES:

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 22nd Annual General Meeting of the Company:



DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT IN THE 22ND AGM OF THE COMPANY, PURSUANT TO SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ARE AS MENTIONED BELOW:

Name of the Director	Mr. Ved Prakash Goel
DIN	02748363
DOB (Age)	January 10, 1976 (about 48 years)
Date of First Appointment to the Board	November 12, 2021
Qualifications, Experience, Brief Resume and Nature of Expertise in specific functional areas	<p>Mr. Ved Prakash Goel is a Chartered Accountant and LLB with more than 27 years' experience. He also did Senior Leadership programs from IIMA and ISB. He worked in different industries including Manufacturing, Mines, Engineering, Infrastructure and Healthcare Services. As a Chartered Accountant, he has a strong expertise in Financial & Strategic Planning and execution, Fund Raising, Legal & Corporate Affairs, Merger & Acquisition, Direct & Indirect Taxes and various other areas related to finance.</p> <p>Ved P Goel is currently working as Group CFO of Dr. Lal PathLabs Ltd. He was instrumental in bringing IPO of Dr. Lal PathLabs in 2015 and led many small and mid-size M&A including a large size deal of Suburban Diagnostics in Mumbai in 2021.</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)	<ol style="list-style-type: none"> 1. ASV Associates Private Limited 2. Dr. Lal Ventures Private Limited 3. PathLabs Unifiers Private Limited 4. Centrapath Labs Private Limited 5. APRL PathLabs Private Limited 6. Chanre Laboratory Private Limited 7. OFB Tech Private Limited
Membership /Chairmanship of Committees of other companies	<p><u>OFB Tech Private Limited</u></p> <ol style="list-style-type: none"> 1. Audit Committee (Chairperson) 2. Risk Management Committee (Member) 3. IPO Committee (Member) <p><u>Centrapath Labs Private Limited</u></p> <p>Corporate Social Responsibility Committee (Member)</p>
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 06, 2024 appointed M/s. A.G. Agarwal & Associates (Firm Registration Number: 000531), Cost and Management Accountants, as the Cost Auditors for the Financial Year 2024-25 at a remuneration of 35,000/- (Rupees Thirty 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.

SUBURBAN DIAGNOSTICS (INDIA) PRIVATE LIMITED

Corporate Identity Number: U85110MH2002PTC136144

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

Mumbai, Maharashtra- 400053, Tel. No. 022-61700000, E-mail: cs@lalpathlabs.com

ATTENDANCE SLIP

22nd 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 22nd Annual General Meeting of the Company on Friday, June 28, 2024 at 10:30 A.M. (IST) at 2nd Floor, Aston, Sundervan Complex, Lokhandwala Road, Andheri (West) Mumbai, Maharashtra- 400053.

.....

Signature of the Member/Proxy

SUBURBAN DIAGNOSTICS (INDIA) PRIVATE LIMITED

Corporate Identity Number: U85110MH2002PTC136144

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

Mumbai, Maharashtra- 400053, Tel. No. 022-61700000, E-mail: cs@lalpathlabs.com

PROXY FORM

22nd 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 22nd Annual General Meeting of the Friday, June 28, 2024 at 10:30 A.M. (IST) 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, 2024, together with the reports of the Board of Directors and Auditors thereon.		
2	Re-appointment of of Mr. Ved Prakash Goel (DIN: 02748363) as a Director of the Company, liable to retire by rotation.		
Special Business			
3	Ratification of Remuneration payable to Cost Auditors for the Financial Year 2024-25		

Signed this day of 2024.

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.