

NOTICE

Notice is hereby given that the 38th Annual General Meeting of the Members of Medico Intercontinental Limited will be held on Tuesday, 27th September, 2022 at 12:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2022 together with the Reports of Board of Directors and Auditors thereon.
2. To appoint Director in place of Mrs. Swati V Shah (DIN: 08420884), who retires by rotation and being eligible offers herself for reappointment.

SPECIAL BUSINESSES:

3. REGULARISATION OF MR. NIKUL DIPAKBHAI SHAH AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

“**RESOLVED THAT** pursuant to the provisions of Section 149,152, 160, 161 of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, Mr. Nikul Dipakbhai Shah (DIN: 09582627) who was appointed as an Additional Independent Director in the meeting of the Board of Directors held on 28th May, 2022 and whose appointment as an Independent Director is recommended by Nomination and Remuneration Committee and whose term expires at this Annual General Meeting of the Company and for the appointment of whom the Company has received a notice in writing proposing his candidature for the office of the Director be and is hereby appointed as an Independent director for the period of five years of the Company which is not liable to retire by rotation.”

“**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary and incidental to give effect to the aforesaid resolution.”

4. APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTIONS:

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

“**RESOLVED THAT** pursuant to provisions of Section 188 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in supersession of the earlier resolutions passed in this regard and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), consent of the members of the Company be and is hereby accorded for entering into the following related party transaction(s) to the extent of the maximum amounts in any financial year, as provided below:

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Medico Healthcare	Transactions related to purchase, sale, rent income, rent paid, commission received and commission paid and other financial services	Mr. Samir Shah, Mr. Dilipkumar Shah and Mrs. Tanvi Shah	Mr. Samir Shah and Mr. Dilipkumar Shah are partners in Medico Healthcare. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 10 Crores	None
Ritz Pharma	Transactions related to purchase, sale, rent paid commission received and commission paid and other financial services	Mr. Samir Shah, Mr. Dilipkumar Shah and Mrs. Tanvi Shah	Mr. Samir Shah and Mr. Dilipkumar Shah are partners in Ritz Pharma. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Flora Marketing	Transactions related to purchase, sale, rent paid commission received and commission paid and other financial services	Mrs. Tanvi Shah, Mr. Dilip Shah and Mr. Samir Shah	Mrs. Tanvi Shah is the Proprietor of Flora Marketing. Mr. Samir Shah is husband of Mrs. Tanvi Shah. Mr. Dilip Shah is father in law of Mrs. Tanvi Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Oxford Pharma	Transactions related to purchase and sale of goods, purchase of plant and machinery and land & building and any other transactions related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilip Shah and Mrs. Tanvi Shah	Mr. Samir Shah is a Partner in Oxford Pharma. Mrs. Tanvi Shah is wife of Mr. Samir Shah. Mr. Dilip Shah is father of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 30 Crores	None
Kingston Infracon	Transactions related to commission paid, commission income, other transactions related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilipkumar Shah and Mrs. Tanvi Shah	Mr. Samir Shah and Mr. Dilipkumar Shah are Partners of Kingston Infracon. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Kingston Cafe	Transactions related to commission paid, commission income other transactions related to business of the Company and other financial services	Mr. Samir Shah Mr. Dilipkumar Shah Mrs. Tanvi Shah	Mr. Samir Shah is Proprietor of Kingston Café. Mrs. Tanvi Shah is wife of Mr. Samir Shah. Mr. Dilip Shah is father of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Kingston Club & Spa Private Limited	Transactions related to commission paid, commission income other transactions related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilip Shah and Mrs. Tanvi Shah	Mr. Samir Shah & Mr. Dilip Shah are Directors of the Company. Mrs. Tanvi Shah is wife of Mr. Samir Shah	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Medico Medserve India Private Limited	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest paid, interest received, rent paid, rent received and other financial services	Mr. Samir Shah, Mr. Dilip Shah and Mrs. Tanvi Shah	Mr. Samir Shah & Mr. Dilip Shah are Directors of the Company. Mrs. Tanvi Shah is wife of Mr. Samir Shah	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Mr. Samir Shah	Transactions related to Remuneration, Interest paid, Loan taken, rent paid and other perquisites and other financial service.	Mrs. Tanvi Shah and Mr. Dilip Shah	Mr. Samir Shah is Managing Director of the Company. Mr. Dilipkumar Shah is father of Mr. Samir Shah. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores	None
Mr. Dilipkumar Shah	Transactions related to Remuneration, Interest paid, Loan taken, rent paid and other perquisites and other financial service.	Mr. Samir Shah and Mrs. Tanvi Shah	Mr. Dilip Shah is father of Mr. Samir Shah and CEO of the Company. Mrs. Tanvi Shah is Daughter in law of Mr. Dilip Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Mr. Ronak Shah	Transactions related to Remuneration, Interest income, Interest exp, Loan given, loan taken and other perquisites and other financial services	Mr. Samir Shah	Mr. Ronak Shah is cousin brother of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Mr. Sharadbhai Shah	Transactions related to Remuneration, Interest income, Interest exp, Loan given, loan taken and other perquisites and other financial services	Mr. Samir Shah and Mr. Jay Shah	Mr. Sharad Shah is real uncle of Mr. Samir Shah and father of Mr. Jay Shah, CFO of the Company	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Mrs. Panna Shah	Transactions related to Remuneration and other financial services	Mr. Samir Shah and Mr. Jay Shah	Mrs. Panna Shah is wife of Mr. Sharadbhai Shah, uncle of Mr. Samir Shah. Mrs. Panna Shah is Mother of Mr. Jay Shah, CFO of the Company	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 50 lakhs	None
Mr. Jay Shah	Transaction related to Remuneration, Loan taken, Loan given, interest paid and interest received and other financial services	Mr. Samir Shah	Mr. Jay Shah is Cousin brother of Mr. Samir Shah, Managing Director of the Company and he is the CFO of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Lakhs	None
Mrs. Khushboo Shah	Transactions related to Remuneration, Interest, received and paid, loan taken and given and other financial services	Mr. Samir Shah	Mrs. Khushboo Shah is wife of Mr. Ronak Shah, Brother of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 1 Crores	None
Kings Legacy	Transactions related to commission paid, commission income and other financial services	Mr. Samir Shah, Mr. Dilip Shah, Mrs. Tanvi Shah, Mr. Jay Shah, Mrs. Swati Shah	Mr. Samir Shah, Mr. Ronak Shah and Mr. Sharad Shah are Partners of Kings Legacy. Mrs. Tanvi Shah is wife of Mr. Samir Shah. Mr. Dilip Shah is father of Mr. Samir Shah. Mr. Sharad Shah is father of Mr. Jay Shah. Mrs. Khushboo Shah is wife of Mr. Ronak Shah. Mrs. Swati Shah is wife of Mr. Jay Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Kings Marvela LLP	Transactions related to commission paid, commission income other transaction related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilip Shah, Mrs. Tanvi Shah.	Mr. Samir Shah and Mr. Dilip Shah are Designated Partners in the LLP. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Ritz Formulations Private Limited (RFPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income and other financial services	Common Director	RFPL is wholly owned subsidiary of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores	None
Sungrace Pharma Private Limited (SPPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income & other financial services	NA	SPPL is wholly owned subsidiary of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores	None
Evagrace Pharma Private Limited (EPPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income & other financial services	NA	EPPL is wholly owned subsidiary of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 10 Crores	None
Azillian Healthcare Private Limited (AHPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income & other financial services	Common Director	AHPL is wholly owned subsidiary of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores	None
Tanvi S. Sha	Transactions related to remuneration, commission paid and received, rent paid & received, interest paid, received and other, financial services	Mr. Samir Shah, and Mr. Dilip Shah,	Mrs. Tanvi Shah is wife of Mr. Samir Shah, Managing Director of the Company and Daughter in law of Mr. Dilip Shah, CEO of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 10 Crores	None
Divya Samir Sha	Transactions related to remuneration, commission paid and received, rent paid & received, interest paid, received and other, financial services	Mr. Samir Shah, Mr. Dilip Shah, and Tanvi Shah	Mr. Samir Shah, Mrs. Tanvi Shah are parents of Ms. Diya Shah & Mr. Dilip Shah is Grandfather of Ms. Diya Shah	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 1 Crores	None
					Total	up to 189.70 Crores

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (the “Board”, which term shall be deemed to include its “Committee of Directors”), be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any questions, difficulties or doubts that may arise with regard to any transactions.”

5. OFFER, ISSUE AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “SEBI Listing Regulations”), as amended from time to time, the listing agreement entered into by the Company with the BSE Limited (the “Stock Exchange”) on which the Equity Shares of the Company having Face Value of Rs. 10/- each (“Equity Shares”) are listed, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities (hereinafter referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the consent and approval of the Members of the Company (“Members”) be and is hereby accorded to the Board to create, issue, offer and allot at an appropriate time, in one or more tranches, up to 67,51,000 (Sixty Seven Lakhs Fifty One Thousand Only) fully Paid up Equity Shares of the Company having a Face Value of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 37/- (Rupees Thirty Seven Only) per Equity Share (including a premium of Rs. 27/- (Rupees Twenty Seven Only) per share (‘Preferential Allotment Price’), aggregating to not exceeding Rs. 24,97,87,000/- (Rupees Twenty Four Crores Ninety-Seven Lakhs Eighty-Seven Thousand Only), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (hereinafter referred to as the “Price”), to the below mentioned Proposed Allottees, on a preferential issue basis (“Preferential Allotment”) on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws.

List of Proposed Allottee (s):

Name of the Proposed Allottee (s)	Address	Class or classes of person(s)	No. of Equity Shares to be allotted
Samir Dilipkumar Shah	3, Varsha Bunglows, Nr. Dhananjay Cross Road, Satellite, Ahmedabad, Gujarat – 380015	Promoter	3050000
Dilipkumar Bhogilal Shah	3, Varsha Bunglows, Nr. Dhananjay Cross Road, Satellite, Ahmedabad, Gujarat – 380015	Promoter	651000
Saurangiben B Shah	A-301, Soham Flat inside Siddhigiri, Mithakali, Navrangpura, Ahmedabad, Gujarat – 380009	Non Promoter	75000
Shah Arpita Malav	200/D, 1st Floor, 6th Cross 4th Main HAL 3rd Stage, Above Federal Bank ATM, New Thippasandra, Bangalore North, Karnataka – 560075	Non Promoter	62500

Name of the Proposed Allottee (s)	Address	Class or classes of person(s)	No. of Equity Shares to be allotted
Mukesh K Shah HUF	401, Swapneel Pearl, 36, Shrimali Society, Navrangpura, Ahmedabad, Gujarat-380009	Non Promoter	87500
Dineshkumar Sevantilal Shah	13, Golden Tulip Society Limited, B/h Shreyas Foundation, Ambawadi, Ahmedabad, Gujarat – 380015	Non Promoter	75000
Siddharth Dinesh Shah	13, Golden Tulip Society Limited, B/h Shreyas Foundation, Ambawadi, Ahmedabad, Gujarat – 380015	Non Promoter	37500
Doshi Gaurang Manubhai	Anuj Bunglow No 26, Samast Brahmakshatriya Society, Near Shantivan Society, Narayannagar Road, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	50000
Sarojben Gaurangbhai Doshi	26 Anuj Bunglow, Samast Brahmakshatriya Society, Near Shantivan Society, Narayannagar Road, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	50000
Kothari Paulomi Nileshkumar	7, Mahavir Bunglows, Jodhpur Gam, Satellite, Prerna Tirth Jain Temple, Ahmedabad, Gujarat – 380015	Non Promoter	100000
Dhwanish Ashvin Shah HUF	E-84, Sachin Tower, On 100 Feet Road, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	110000
Sejal Dhwanish Shah	E-84, Sachin Tower, 100 Feet Road, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	110000
Shah Ragini Ashvin	E-84, Sachin Tower, On 100 F T Road, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	110000
Sonia Mathur	S, 2, 194, Khushi Vihar, Near Patrakar Colony, Jaipur, Rajasthan – 302020	Non Promoter	50000
Lalita Mathur	E-804, Safal Parisar – 2, South Bopal, Ahmedabad, Gujarat – 380058	Non Promoter	150000
Binna Simlot	Bhagwan Mahaveer Hospital, Ramnagar, Sumerpur Pali, Rajasthan – 306902	Non Promoter	50000
Jagrutiben Devendra Modi	26, Haridarshan Bunglows, Nr. CIMS Hospital, Science City Road, Sola, Ahmedabad, Gujarat – 380060	Non Promoter	100000
Hiten Bharatkumar Shah	3, Shivam Bunglows, Opp. Shivalik Bung., on 100 ft Ring Road, Anandnagar, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	100000
Agam Lalit Shah	5-A, Sneha Sadan, CHS Building No. 13, D. N. Dube Road, Near St. Xavier School, Ratan Nagar, Dahisar, Mumbai, Maharashtra – 400068	Non Promoter	60000
Prafulla Lalit Shah	5-A, Sneha Sadan, CHS Building No. 13, D N Dube Road, Near St. Xavier School, Ratan Nagar, Dahisar, Mumbai, Maharashtra – 400068	Non Promoter	60000
Jaiswal Chandrakala Amar	A-15, Marutinandan Vihar, Near Suncity, Ahmedabad, Gujarat – 380058	Non Promoter	60000
Jaiswal Dalima Ashish	A-15, Marutinandan Vihar, Near Suncity, Ahmedabad, Gujarat – 380058	Non Promoter	60000

Name of the Proposed Allottee (s)	Address	Class or classes of person(s)	No. of Equity Shares to be allotted
Ashish Ravindrabhai Shah	C-81, Konark Karishma, Behind Management Enclave, Vastrapur, Ahmedabad, Gujarat – 380015	Non Promoter	50000
Bhavika Hirenkumar Shah	201, Ksp Housing, Near Spersh Hospital, Swastik Society, Navrangpura, Ahmedabad, Gujarat – 380009	Non Promoter	100000
Rajesh Lalitkumar Rupani	D-804, Safal Parivesh, Uthopiya Restaurant Gali, Jai Vaishnodevi Co.Op.H.S.L Part 6, Prahladnagar, Ahmedabad, Gujarat-380015	Non Promoter	110000
Nitaben Rajeshbhai Rupani	804, D, Safal Parivesh, Uthopiya Restaurant Gali, Jai Vaishnodevi Co.Op.H.S.L Part 6, Prahladnagar, Ahmedabad, Gujarat-380015	Non Promoter	110000
Aminesh Lalitbhai Rupani	Flat No. A-12, Eiffel Tower, Opp. Wock Hardt Hospital, Off Kalawad Road. Rajkot, Gujarat – 360005	Non Promoter	110000
Kripa Sanjay Shah	19/A/1 Jain Merchant Society, Nr. Badshah Dairy, Paldi, Ahmedabad, Gujarat-380007	Non Promoter	100000
Rahil Sanjaybhai Shah	19/A/1 Jain Merchant Society, Nr. Mahalaxmi Cross Road, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	100000
Sanjay Jashwantlal Shah	19/A/1 Jain Merchant Society, Nr. Badshah Dairy, Paldi, Ahmedabad, Gujarat-380007	Non Promoter	100000
Rutvee Rutwa Shah	19/A, Jain Merchant Society, Near Mahalaxmi Cross Road, Paldi, Ahmedabad, Gujarat - 380007	Non Promoter	100000
Kunal Narendrabhai Shah	302, Sun Evoq., Behind Rajpath Club, Sindhubhavan Road, Bodakdev, Thaltej, Ahmedabad, Gujarat - 380059	Non Promoter	100000
Punit Narendrabhai Shah	A-405, Satra Park, Shimpoli Road, Opp. Veg Treat Hotel, Borivali West, Mumbai, Maharashtra – 400092	Non Promoter	100000
Shah Sugeet R	C-81, Konark Karishma Tower, Vastrapur, B/H Sunrise Shopping Mall, Ahmedabad, Gujarat – 380015	Non Promoter	50000
Shah Dharmendra Arvindkumar	1, Shiladitya Society, Naranpura, B/h, Mirambica School, Ahmedabad, Gujarat – 380013	Non Promoter	100000
Pragna Shah	1, Shiladitya Society, Naranpura, B/h, Mirambica School, Ahmedabad, Gujarat – 380013	Non Promoter	100000
Nanavati Nirav Kiritkumar	G-201, Indraprasth – 5, Opp Heritage Skyz, Near HDFC Bank, Prahladnagar, Ahmedabad, Gujarat – 380015	Non Promoter	100000
Alkaben Rajeshkumar Mehta	303, Sumangal Apt., Mithakali Six Road, Navrangpura, Ahmedabad, Gujarat – 380009	Non Promoter	62500

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the Relevant Date for determining the price for the Preferential Issue of the Equity Shares be and is hereby fixed as August 26, 2022 being the working day preceding 30 days prior to the date of the Annual General Meeting on which this special resolution is proposed to be passed.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Equity Shares under the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange subject to receipt of necessary regulatory permissions and approvals as the case maybe.
- b. The Equity Shares allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- c. The Equity Shares to be issued and allotted shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- d. The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.
- e. The allottees shall be required to bring in the entire consideration for the Equity Shares to be allotted to such allottee, on or before the date of allotment thereof.
- f. The Consideration for allotment of Equity Shares shall be paid to the Company from the Bank accounts of the allottees; and
- g. The Equity Shares so offered, issued and allotted shall not exceed the number of Equity Shares as approved herein above.

Without prejudice to the generality of the above, the issue of the Equity Shares shall be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof.

“RESOLVED FURTHER THAT if any of the allottee fails to apply within the stipulated time to the full extent of their eligibility or is found not eligible for the Preferential Allotment, the company shall allot the shares to the allottees (listed herein) up to the extent of their applications received.”

“RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the names of the allottees be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the allottees inviting them to subscribe to the Equity Shares, as per the draft tabled at the Meeting and duly initialed by the Chairman for the purpose of identification and consent of the members of the Company is hereby accorded to the issuance of the same to the allottee inviting them to subscribe to the Equity Shares.”

“RESOLVED FURTHER THAT the monies received by the Company from the allottees for application of the Equity Shares pursuant to this preferential issue shall be kept by the Company in a separate bank account.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Company hereby takes note of the certificate from the Practicing Company Secretary certifying that the above issue of the Equity Shares is being made in accordance with the ICDR Regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Member of the Board or any committee thereof or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt effecting any modifications or changes to

the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the issue, filing of requisite documents with the Registrar of Companies, Depositories and/ or such other authorities as may be necessary and take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT any Member of the Board and/ or Company Secretary of the Company be and are hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any Committee of the Board or any one or more Director(s) or any Officer(s) of the Company including making necessary filings with the Stock Exchange and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**By order of the Board of Directors
For Medico Intercontinental Limited**

**Place : Ahmedabad
Date : 27/08/2022**

**Sd/-
Puneeta Sharma
Company Secretary**

Notes:

1. The AGM will be held on Tuesday, 27th September, 2022 at 12:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable provision of the Companies Act, 2013 read with MCA General Circular no. 14/2020, dated 08th April, 2020, MCA General Circular no. 17/2020, dated 13th April, 2020 and MCA General Circular No. 20/2020 dated 05th May, 2020.
2. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
3. Body Corporates whose Authorized Representatives are intending to attend the meeting through VC/OAVM are requested to send to the Company on their email ID **mail@medicointercontinental.com** a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013.
4. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. In terms of the said Circulars, the 38th Annual General Meeting (AGM) of the members be held through video conferencing (VC) or other audio visual means (OAVM). Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the meeting through VC/OAVM is annexed below in Serial No. 29 and available at the Company's website **www.medicointercontinental.com**
5. A statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business under item nos. 3 to 5 set out above to be transacted at the meeting is annexed hereto and form part of this Notice.
6. Those Shareholders (Physical or Demat) whose email IDs are not registered can get their email ID registered on the website of our RTA i.e., **<https://www.purvashare.com/>**
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. As the Annual General Meeting of the Company is held through Video Conferencing/OAVM, we therefore request the members to submit questions in advance relating to the business specified in this Notice of AGM on the Email ID **mail@medicointercontinental.com**
9. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2022 to 27th September, 2022 (both days inclusive) in terms of provisions of Section 91 of the Companies Act, 2013.
10. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment / re-appointment at the AGM, is furnished as annexure to the Notice. The directors have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and the Rules there under.
11. Members seeking any information with regard to the Accounts are requested to send an email to **mail@medicointercontinental.com**, 14 days in advance before the date of the meeting to enable the management to keep full information ready at the meeting.
12. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM and explanatory statement on the date of AGM in electronic mode can send an email to **mail@medicointercontinental.com**
13. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in the Notice under Note no. 29.

14. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
15. The Annual Report alongwith the Notice of AGM will be placed on the Company's website on **www.medicointercontinental.com**
16. Members of the Company holding shares either in physical form or in Dematerialized forms as on Benpos date i.e. 2nd September, 2022 will receive Annual Report for the financial year 2021-22 through electronic mode.
17. Members are requested to address all the correspondence to the Registrar and Share Transfer Agents, Purva Sharegistry (India) Private Limited, Unit: 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp., Lower Parel (East), Mumbai-400011.
18. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
19. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
20. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
21. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at **www.medicointercontinental.com**. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at **www.bseindia.com**. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. **www.evotingindia.com**.
22. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
23. Members may also note that the Notice of the 38th AGM and the Annual Report 2021-22 will be available on the Company's website **www.medicointercontinental.com**. The physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require e-communication, or have any other queries, may write to us at: - **mail@medicointercontinental.com**.
24. As per the SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 read with MCA General Circular 20/2020 dated 05th May, 2020; the Annual Report will be sent through electronic mode to those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository participant.
25. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts.

Members holding shares in physical form can submit their PAN details to the Registrar and Share Transfer Agent, Purva Sharegistry (India) Private Limited, Unit: 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp., Lower Parel (East), Mumbai-400011.

26. The Annual Report 2021-22, the Notice of the 38th AGM and instructions for e-voting, are being sent by electronic mode to all the members whose email addresses are registered with the Company / Depository Participant(s), unless a member has requested for a physical copy of the documents. For members who have not registered their email addresses and requested for a physical copy of the documents, the said documents are being sent by the permitted mode.
27. Mr. Yash Mehta, Proprietor of M/s. Yash Mehta & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
28. The facility for voting through electronic voting system shall also be made available during the time of meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
29. **THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

Step 1 : Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i. The voting period begins on 24th September, 2022 at 9:00 A.M. and ends on 26th September, 2022 at 5:00 P.M. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20th September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- i. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a

	Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43 .
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- v. Login method for e-Voting and joining virtual meeting for **Physical shareholders and shareholders other than individual holding in Demat form**.
1. The shareholders should log on to the e-voting website www.evotingindia.com.
 2. Click on "Shareholders" module.
 3. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 4. Next enter the Image Verification as displayed and Click on Login.
 5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 6. If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than Individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	- Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. - If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. **Additional Facility for Non – Individual Shareholders and Custodians –Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address **viz; yash.ymassociates@gmail.com** or **mail@medicointercontinental.com** respectively, if they

have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **14 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at **mail@medicointercontinental.com**. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **14 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at **mail@medicointercontinental.com**. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA of the Company at **support@purvashare.com**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**.
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact attoll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to **helpdesk.evoting@cdslindia.com** or call toll free no. 1800 22 55 33.

30. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two

witnesses not in the employment of the Company and shall make, not later than two (2) days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

31. The Result declared along with the Scrutinizers' Report shall be placed on the Company's website on 29th September, 2022 and on the website of CDSL immediately after the results are declared by the Chairman or any other person authorized by him and the Company shall, simultaneously, forward the results to the concerned Stock exchange where its equity shares are listed.

**By order of the Board of Directors
For Medico Intercontinental Limited**

**Place : Ahmedabad
Date : 27/08/2022**

**Sd/-
Puneeta Sharma
Company Secretary**

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013:

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 3 to 5 of the accompanying Notice.

Item No. 3:

Mr. Nikul Dipakbhai Shah, who was appointed as an Additional Independent Director of the Company in the Board meeting held on 28th May, 2022 will hold the office till the ensuing Annual General Meeting of the Company.

A notice under section 160 of the Companies Act, 2013 has been received proposing his appointment as an Independent Director.

Mr. Nikul Dipakbhai Shah is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and has given his consent to act as a Director. He has also submitted a declaration of Independence under section 149 (6) of the Companies Act, 2013 and under regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations). In the opinion of the Board, he fulfills the conditions specified in the Act and the rules made thereunder and also under the LODR Regulations for appointment as an Independent Director of the Company. Hence, it is proposed to appoint Mr. Nikul Dipakbhai Shah as an Independent Director of the Company.

The Board recommends the resolution at item no. 3 for the approval of the members of the Company as a Special Resolution.

None of the Directors/ KMP of the Company is in any way concerned or interested in the above resolution.

Item No. 4:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) provides for obtaining approval of members for entering into material related party transactions as provided therein.

Further, in terms of the provisions of section 188 (1) of the Companies Act, 2013 read with the rules framed thereunder, for entering into related party transactions where the transaction value exceeds the thresholds prescribed, prior approval of members by way of an Ordinary Resolution is required.

Accordingly, in terms of the provisions of the LODR Regulations and the Companies Act, 2013, approval of the members of the Company is being sought by way of an Ordinary Resolution set out at Item No. 4 of this Notice.

Pursuant to the requirements prescribed under the Companies (Meetings of the Board and its Powers) Rules, 2014, as amended from time to time, the details in relation to the transactions with related parties, is as under:

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Medico Healthcare	Transactions related to purchase, sale, rent income, rent paid, commission received and commission paid and other financial services	Mr. Samir Shah, Mr. Dilipkumar Shah and Mrs. Tanvi Shah	Mr. Samir Shah and Mr. Dilipkumar Shah are partners in Medico Healthcare. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 10 Crores	None
Ritz Pharma	Transactions related to purchase, sale, rent paid commission received	Mr. Samir Shah, Mr. Dilipkumar Shah and Mrs. Tanvi Shah	Mr. Samir Shah and Mr. Dilipkumar Shah are partners in Ritz Pharma.	As per the terms of the respective contracts or arrangements	Upto Rs. 5 Crores	None

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
	and commission paid and other financial services		Mrs. Tanvi Shah is wife of Mr. Samir Shah.	entered into or to be entered into from time to time.		
Flora Marketing	Transactions related to purchase, sale, rent paid commission received and commission paid and other financial services	Mrs. Tanvi Shah, Mr. Dilip Shah and Mr. Samir Shah	Mrs. Tanvi Shah is the Proprietor of Flora Marketing. Mr. Samir Shah is husband of Mrs. Tanvi Shah. Mr. Dilip Shah is father in law of Mrs. Tanvi Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Oxford Pharma	Transactions related to purchase and sale of goods, purchase of plant and machinery and land & building and any other transactions related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilip Shah and Mrs. Tanvi Shah	Mr. Samir Shah is a Partner in Oxford Pharma. Mrs. Tanvi Shah is wife of Mr. Samir Shah. Mr. Dilip Shah is father of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 30 Crores	None
Kingston Infracon	Transactions related to commission paid, commission income, other transactions related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilipkumar Shah and Mrs. Tanvi Shah	Mr. Samir Shah and Mr. Dilipkumar Shah are Partners of Kingston Infracon. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Kingston Cafe	Transactions related to commission paid, commission income and other transactions related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilipkumar Shah, Mrs. Tanvi Shah	Mr. Samir Shah is Proprietor of Kingston Café. Mrs. Tanvi Shah is wife of Mr. Samir Shah. Mr. Dilip Shah is father of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Kingston Club & Spa Private Limited	Transactions related to commission paid, commission income other transactions related to business of the Company and other financial services	Mr. Samir Shah, Mr. Dilip Shah and Mrs. Tanvi Shah	Mr. Samir Shah & Mr. Dilip Shah are Directors of the Company. Mrs. Tanvi Shah is wife of Mr. Samir Shah	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Medico Medserve India Private Limited	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest paid, interest received, rent paid, rent received and other financial services.	Mr. Samir Shah, Mr. Dilip Shah and Mrs. Tanvi Shah	Mr. Samir Shah & Mr. Dilip Shah are Directors of the Company. Mrs. Tanvi Shah is wife of Mr. Samir Shah	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Mr. Samir Shah	Transactions related to Remuneration, Interest paid, Loan taken, rent paid and other perquisites and other financial services	Mrs. Tanvi Shah and Mr. Dilip Shah	Mr. Samir Shah is Managing Director of the Company. Mr. Dilipkumar Shah is father of Mr. Samir Shah. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores.	None
Mr. Dilip kumar Shah	Transactions related to Remuneration, Interest paid, Loan taken, rent paid and other perquisites and other financial services	Mr. Samir Shah and Mrs. Tanvi Shah	Mr. Dilip Shah is father of Mr. Samir Shah and CEO of the Company. Mrs. Tanvi Shah is Daughter in law of Mr. Dilip Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores.	None
Mr. Ronak Shah	Transactions related to Remuneration, Interest income, Interest exp, Loan given, loan taken and other perquisites and other financial services	Mr. Samir Shah	Mr. Ronak Shah is cousin brother of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Mr. Sharadbhai Shah	Transactions related to Remuneration, Interest income, Interest exp, Loan given, loan taken and other perquisites and other financial services	Mr. Samir Shah and Mr. Jay Shah	Mr. Sharad Shah is real uncle of Mr. Samir Shah and father of Mr. Jay Shah, CFO of the Company	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 3 Crores	None
Mrs. Panna Shah	Transactions related to Remuneration and other financial services	Mr. Samir Shah and Mr. Jay Shah	Mrs. Panna Shah is wife of Mr. Sharadbhai Shah, uncle of Mr. Samir Shah. Mrs. Panna Shah is Mother of Mr. Jay Shah, CFO of the Company	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 50 lakhs	None

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Mr. Jay Shah	Transactions related to, Remuneration Loan taken, loan given, interest paid and interest received and other financial services	Mr. Samir Shah	Mr. Jay Shah is Cousin brother of Mr. Samir Shah, Managing Director of the Company and he is the CFO of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Lakhs	None
Mrs. Khushboo Shah	Transactions related to Remuneration, Interest received & paid, loan taken, loan Given, and other financial services	Mr. Samir Shah	Mrs. Khushboo Shah is wife of Mr. Ronak Shah, Brother of Mr. Samir Shah	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 1 Crores	None
Kings Legacy	Transactions related to commission paid, commission income and other financial services	Mr. Samir Shah, Mr. Dilip Shah, Mrs. Tanvi Shah, Mr. Jay Shah, Mrs. Swati Shah	Mr. Samir Shah, Mr. Ronak Shah and Mr. Sharad Shah are Partners of Kings Legacy. Mrs. Tanvi Shah is wife of Mr. Samir Shah. Mr. Dilip Shah is father of Mr. Samir Shah. Mr. Sharad Shah is father of Mr. Jay Shah. Mrs. Khushboo Shah is wife of Mr. Ronak Shah. Mrs. Swati Shah is wife of Mr. Jay Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Kings Marvela LLP	Transactions related to commission paid, commission income and other financial services	Mr. Samir Shah, Mr. Dilip Shah, Mrs. Tanvi Shah.	Mr. Samir Shah and Mr. Dilip Shah are Designated Partners in the LLP. Mrs. Tanvi Shah is wife of Mr. Samir Shah.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 5 Crores	None
Ritz Formulations Private Limited (RFPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income other financial services	Common Director	RFPL is wholly owned subsidiary of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores	None

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or KMP who is related, if any	Nature of Relationship	Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Sungrace Pharma Private Limited (SPPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income. & other financial services	NA	SPPL is wholly owned subsidiary of the Company	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores	None
Evagrace Pharma Private Limited (EPPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income & other financial services	NA	EPPL is wholly owned subsidiary of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 10 Crores	None
Azillian Healthcare Private Limited (AHPL)	Transactions related to purchase, sale, commission received, commission paid, loan taken, loan given, interest exp and income & other financial services	Common Director	AHPL is wholly owned subsidiary of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 20 Crores	None
Tanvi S. Sha	Transactions related to remuneration, commission paid and received, rent paid & received, interest paid, received and other, financial services	Mr. Samir Shah, and Mr. Dilip Shah,	Mrs. Tanvi Shah is wife of Mr. Samir Shah, Managing Director of the Company and Daughter in law of Mr. Dilip Shah, CEO of the Company.	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 10 Crores	None
Divya Samir Sha	Transactions related to remuneration, commission paid and received, rent paid & received, interest paid, received and other, financial services	Mr. Samir Shah, Mr. Dilip Shah, and Tanvi Shah	Mr. Samir Shah, Mrs. Tanvi Shah are parents of Ms. Diya Shah & Mr. Dilip Shah is Grandfather of Ms. Diya Shah	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time.	Upto Rs. 1 Crores	None
					TOTAL	Upto 189.70 Crores

The Board of Directors recommends the resolution for the approval of members of the Company as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel or any of their relatives is, in anyway, concerned or interested in the above resolution, save and except to the extent of their ownership and management rights, if any, in the entity mentioned in the said resolution.

Item No. 5:

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s))

or re-enactment(s) thereof for the time being in force) and in accordance with the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, and such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, approval of shareholders of the Company by way of special resolution is required for issue & allotment of equity shares to proposed allottee(s) belonging to promoters' group / Non-promoters' group on a preferential basis.

The Company is in the process of improving market share and enhancing shareholders' value, implementation of these would require infusion of additional funds in the Company. Further to strengthen the financial position, to meet the funding requirements including but not limited to working capital requirements, closure of Overdraft, Cash Credit Limit a/c and prepayment of borrowings of the Company and / or its subsidiaries, business expansion and for general corporate purpose & to augment the financial resources of the Company, the management has proposed the preferential issue of Equity Shares. The proceeds of the proposed issue may be utilized for any of the aforesaid purposes to the extent permitted by law. The Company has accordingly proposed the preferential issue of its securities and as a reflection of the confidence that the promoters have in the future of the Company, the proposed allottee(s) belonging to promoters' group and non promoters' group of the Company have agreed to subscribe to and infuse further capital to strengthen its financial position and net worth.

The Board of Directors at their meeting held on Saturday, 27th August, 2022 had, subject to the approval of the members of the Company ('Members') and such other approvals as may be required, approved the issue of upto 67,51,000 (Sixty Seven Lakhs Fifty One Thousand Only) Equity Shares on a preferential basis of Face value of Rs. 10/- each at a price of Rs. 37/- (Rupees Thirty Seven Only) (including a premium of Rs. 27/- (Rupees Twenty Seven Only) per equity share to the proposed allottee(s) belonging to promoter's group / non promoters' group of the Company, as detailed hereunder, on a preferential basis as may be determined as per the provisions of chapter V of SEBI (ICDR) Regulations, 2018 and in such manner and on such terms and conditions as may be determined by the Board in its absolute discretion;

Pursuant to the above transaction, there would be no change in the management or control or would not result in transfer of ownership of the Company to the Proposed Allottees.

Necessary information/details in relation to the Preferential Issue as required under the SEBI ICDR Regulations and the Companies Act, 2013 ("Act") read with the rules issued there under, are set forth below:

1. Purpose/Objects of the Preferential Issue

The Company is in the process of improving market share and enhancing shareholders' value, implementation of these would require infusion of additional funds in the Company. Further to strengthen the financial position, to meet the funding requirements including but not limited to working capital requirements, closure of Overdraft, Cash Credit Limit a/c and prepayment of borrowings of the Company and / or its subsidiaries, business expansion and for general corporate purpose & to augment the financial resources of the Company, the management has proposed the preferential issue of Equity Shares. The proceeds of the proposed issue may be utilized for any of the aforesaid purposes to the extent permitted by law. The Company has accordingly proposed the preferential issue of its securities and as a reflection of the confidence that the promoters have in the future of the Company, the proposed allottee(s) belonging to promoters' group and non promoters' group of the Company have agreed to subscribe to and infuse further capital to strengthen its financial position and net worth.

2. Particulars of the Preferential issue including date of passing of Board resolution

The Board of Directors at its meeting held on August 27, 2022 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of upto 67,51,000 (Sixty Seven Lakhs Fifty One Thousand Only) Equity Shares of the face value of Rs. 10 only per Equity Share, at a price of Rs. 37 (Rupees Thirty Seven Only) per Equity Share (at a premium of Rs. 27 per Equity Share), aggregating up to Rs. 24,97,87,000 (Rupees Twenty Four Crores Ninety Seven Lakhs Eighty Seven Thousand Only) to the proposed allottees, for cash consideration, by way of a preferential issue.

3. Kinds of securities offered and the price at which security is being offered and the total / maximum number of shares or other securities to be issued

Up to 67,51,000 (Sixty Seven Lakhs Fifty One Thousand Only) Equity Shares of the face value of Rs. 10

only per Equity Share of the Company, at a price of Rs. 37 (Rupees Thirty Seven Only) per Equity Share (at a premium of Rs. 27 per Equity Share), aggregating up to Rs. 24,97,87,000 (Rupees Twenty Four Crores Ninety Seven Lakhs Eighty Seven Thousand Only), such price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

4. Basis on which the price has been arrived at and justification for the price (including premium, if any)

The Equity Shares of the Company are listed on BSE Limited. The Equity Shares of the Company are frequently traded in accordance with Regulation 164(1) of the ICDR Regulations. For the purpose of computation of the price per Equity Share, Trading of Shares in BSE Limited, the stock exchange has been considered.

The Floor Price of Rs. 37/- is determined as per the pricing formula prescribed under SEBI ICDR Regulations for the Preferential Issue of Equity Shares and is higher of the following:

- 90 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on the BSE Limited ('BSE') preceding the Relevant Date: i.e. Rs. 36.04/- per Equity Share;
- 10 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on the BSE Limited ('BSE') preceding the Relevant Date: i.e. Rs. 36.60/- per Equity Share.

However, the Floor price per Equity Share of Rs. 37/- (Rupees Thirty Seven only) is higher than the above Price determined in accordance with Regulation 164 (1) of SEBI ICDR Regulations.

5. The price or price band at/within which the allotment is proposed

The Floor price per Equity Share to be issued is fixed at Rs. 37/- (Rupees Thirty Seven Only) which consists of Rs. 10/- (Rupees Ten Only) as Face Value and Rs. 27/- (Rupees Twenty Seven Only) as premium per Equity Share. Kindly refer to the abovementioned point no. 4 for the basis of determination of the price.

6. Relevant Date with reference to which the price has been arrived at

In terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the relevant date for determining the price for the Preferential Issue is August 26, 2022, being the working day preceding 30 days prior to the date of this Annual General Meeting (AGM), which happens to be August 28, 2022 (a weekend).

Name of the Proposed Allottee (s)	Address	Class or classes of person(s)	No. of Equity Shares to be allotted
Samir Dilipkumar Shah	3, Varsha Bunglows, Nr. Dhananjay CrossRoad, Satellite, Ahmedabad, Gujarat – 380015	Promoter	3050000
Dilipkumar Bhogilal Shah	3, Varsha Bunglows, Nr. Dhananjay Cross Road, Satellite, Ahmedabad, Gujarat – 380015	Promoter	651000
Saurangiben B Shah	A-301, Soham Flat inside Siddhigiri, Mithakali, Navrangpura, Ahmedabad, Gujarat – 380009	Non Promoter	75000
Shah Arpita Malav	200/D, 1st Floor, 6th Cross 4th Main HAL 3rd Stage, Above Federal Bank ATM, New Thippasandra, Bangalore North, Karnataka – 560075	Non Promoter	62500
Mukesh K Shah HUF	401, Swapneel Pearl, 36, Shrimali Society, Navrangpura, Ahmedabad, Gujarat-380009	Non Promoter	87500
Dineshkumar Sevantilal Shah	13, Golden Tulip Society Limited, B/h Shreyas Foundation, Ambawadi, Ahmedabad, Gujarat – 380015	Non Promoter	75000

Name of the Proposed Allottee (s)	Address	Class or classes of person(s)	No. of Equity Shares to be allotted
Siddharth Dinesh Shah	13, Golden Tulip Society Limited, B/h Shreyas Foundation, Ambawadi, Ahmedabad, Gujarat – 380015	Non Promoter	37500
Doshi Gaurang Manubhai	Anuj Bunglow No 26, Samast Brahmakshatriya Society, Near Shantivan Society, Narayannagar Road, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	50000
Sarojben Gaurangbhai Doshi	26 Anuj Bunglow, Samast Brahmakshatriya Society, Near Shantivan Society, Narayannagar Road, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	50000
Kothari Paulomi Nileshkumar	7, Mahavir Bunglows, Jodhpur Gam, Satellite, Prerna Tirth Jain Temple, Ahmedabad, Gujarat – 380015	Non Promoter	100000
Dhwanish Ashvin Shah HUF	E-84, Sachin Tower, On 100 Feet Road, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	110000
Sejal Dhwanish Shah	E-84, Sachin Tower, 100 Feet Road, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	110000
Shah Ragini Ashvin	E-84, Sachin Tower, On 100 F T Road, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	110000
Sonia Mathur	S, 2, 194, Khushi Vihar, Near Patrakar Colony, Jaipur, Rajasthan – 302020	Non Promoter	50000
Lalita Mathur	E-804, Safal Parisar – 2, South Bopal, Ahmedabad, Gujarat – 380058	Non Promoter	150000
Binna Simlot	Bhagwan Mahaveer Hospital, Ramnagar, Sumerpur Pali, Rajasthan – 306902	Non Promoter	50000
Jagrutiben Devendra Modi	26, Haridarshan Bunglows, Nr. CIMS Hospital, Science City Road, Sola, Ahmedabad, Gujarat – 380060	Non Promoter	100000
Hiten Bharatkumar Shah	3, Shivam Bunglows, Opp. Shivalik Bung., on 100 ft Ring Road, Anandnagar, Satellite, Ahmedabad, Gujarat – 380015	Non Promoter	100000
Agam Lalit Shah	5-A, Sneha Sadan, CHS Building No. 13, D. N. Dube Road, Near St. Xavier School, Ratan Nagar, Dahisar, Mumbai, Maharashtra – 400068	Non Promoter	60000
Prafulla Lalit Shah	5-A, Sneha Sadan, CHS Building No.13, D N Dube Road, Near St. Xavier School, Ratan Nagar, Dahisar, Mumbai, Maharashtra – 400068	Non Promoter	60000
Jaiswal Chandrakala Amar	A-15, Marutinandan Vihar, Near Suncity, Ahmedabad, Gujarat – 380058	Non Promoter	60000
Jaiswal Dalima Ashish	A-15, Marutinandan Vihar, Near Suncity, Ahmedabad, Gujarat – 380058	Non Promoter	60000
Ashish Ravindrabhai Shah	C-81, Konark Karishma, Behind Management Enclave, Vastrapur, Ahmedabad, Gujarat – 380015	Non Promoter	50000
Bhavika Hirenkumar Shah	201, Ksp Housing, Near Spersh Hospital, Swastik Society, Navrangpura, Ahmedabad, Gujarat – 380009	Non Promoter	100000
Rajesh Lalitkumar Rupani	D-804, Safal Parivesh, Uthopiya Restaurant Gali, Jai Vaishnodevi Co.Op.H.S.L Part 6, Prahladnagar, Ahmedabad, Gujarat – 380015	Non Promoter	110000

Name of the Proposed Allottee (s)	Address	Class or classes of person(s)	No. of Equity Shares to be allotted
Nitaben Rajeshbhai Rupani	804, D, Safal Parivesh, Uthopiya Restaurant Gali, Jai Vaishnodevi Co.Op.H.S.L Part 6, Prahladnagar, Ahmedabad, Gujarat – 380015	Non Promoter	110000
Aminesh Lalitbhai Rupani	Flat No. A-12, Eiffel Tower, Opp. Wock Hardt Hospital, Off Kalawad Road. Rajkot, Gujarat – 360005	Non Promoter	110000
Kripa Sanjay Shah	19/A/1 Jain Merchant Society, Nr. Badshah Dairy, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	100000
Rahil Sanjaybhai Shah	19/A/1 Jain Merchant Society, Nr. Mahalaxmi Cross Road, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	100000
Sanjay Jashwantlal Shah	19/A/1 Jain Merchant Society, Nr. Badshah Dairy, Paldi, Ahmedabad, Gujarat – 380007	Non Promoter	100000
Rutvee Rutwa Shah	19/A, Jain Merchant Society, Near Mahalaxmi Cross Road, Paldi, Ahmedabad, Gujarat - 380007	Non Promoter	100000
Kunal Narendrabhai Shah	302, Sun Evoq., Behind Rajpath Club, Sindhubhavan Road, Bodakdev, Thaltej, Ahmedabad, Gujarat - 380059	Non Promoter	100000
Punit Narendrabhai Shah	A-405, Satra Park, Shimpoli Road, Opp. Veg Treat Hotel, Borivali West, Mumbai, Maharashtra – 400092	Non Promoter	100000
Shah Sugeet R	C-81, Konark Karishma Tower, Vastrapur, B/H Sunrise Shopping Mall, Ahmedabad, Gujarat – 380015	Non Promoter	50000
Shah Dharmendra Arvindkumar	1, Shiladitya Society, Naranpura, B/h, Mirambica School, Ahmedabad, Gujarat – 380013	Non Promoter	100000
Pragna Shah	1, Shiladitya Society, Naranpura, B/h, Mirambica School, Ahmedabad, Gujarat – 380013	Non Promoter	100000
Nanavati Nirav Kiritkumar	G-201, Indraprasth-5, Opp Heritage Skyz, Near HDFC Bank, Prahladnagar, Ahmedabad, Gujarat – 380015	Non Promoter	100000
Alkaben Rajeshkumar Mehta	303, Sumangal Apt., Mithakali Six Road, Navrangpura, Ahmedabad, Gujarat – 380009	Non Promoter	62500

8. Intention/Proposal of promoters, directors or key managerial personnel to subscribe to the offer

The Promoters/Directors/ Key Managerial Personnel of the Company have conveyed to the Company in writing of their respective intention that to grow our business, they are desirous to support the business and therefore promoters are subscribing to the offer being proposed under special resolution under Item no. 5 of the notice for shareholders' approval at this meeting.

9. The proposed time frame within which the allotment shall be completed

As required under the SEBI ICDR Regulations, the Equity Shares shall be allotted by the Company within a maximum period of 15 days from the date of passing of this Resolution, provided that where the allotment of the proposed Equity Shares is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

10. The pre issue and post issue shareholding pattern of the Company

The pre issue shareholding pattern of the Company as on June 30, 2022 and the post-issue shareholding pattern (considering full allotment of shares issued on preferential basis) is mentioned herein below:

No.	Category	Pre Issue		Post Issue	
		No. of Shares Held	% of Shareholding	No. of Shares Held	% of Shareholding
A	Promoters Holding:				
A1	Indian:				
1.	Individuals / HUF	1776897	54.69%	5477897	54.78%
2.	Bodies Corporate	-	-	-	-
3.	Financial Institutions/Banks	-	-	-	-
4.	Trust	-	-	-	-
5.	Others	-	-	-	-
	Sub Total (A1)	1776897	54.69%	5477897	54.78%
A2	Foreign Promoters	-	-	-	-
	Sub Total (A2)	1776897	54.69%	5477897	54.78%
	TOTAL A (A1+A2)	1776897	54.69%	5477897	54.78%
B	Non-Promoters holding:				
B1	Institutions				
	Financial Institutions/Banks	-	-	-	-
	Sub Total (B1)	-	-	-	-
B2	Non-Institution:				
	Bodies Corporate	93869	2.89%	93869	0.94%
	Individuals	1081964	33.30%	3934464	39.34%
	Clearing Members	370	0.01%	370	0.00%
	HUF	292097	8.99%	489597	4.90%
	LLP	4	0.00%	4	0.00%
	Indian Public	-	-	-	-
	Others (Including NRIs)	3799	0.12%	3799	0.04%
	Sub Total (B2)	1472103	45.31%	4522103	45.22%
	TOTAL B (B1+B2)	1472103	45.31%	4522103	45.22%
	GRAND TOTAL (A+B)	3249000	100.00%	10000000	100.00%

***Note:**

- The post issue shareholding pattern in the above table has been prepared on the basis that the Proposed Allottee would have subscribed to and been allotted all the Equity Shares. In the event for any reason, the Proposed Allottee does not or are unable to subscribe to and/or are not allotted the Equity Shares, the shareholding pattern in the above table would undergo corresponding changes.
- It is further assumed that shareholding of the Company in all other categories will remain unchanged.
The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of Equity Shares of the Company.

11. Material terms of raising such securities

The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

12. Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price

During the year, no preferential allotment has been made to any person as of the date of this Notice.

13. The names of the proposed allottee(s) and the percentage of post preferential offer of Equity Shares that may be held by them:

Proposed Allottee (s)	Prior holding		Equity Shares to allot	Post holding (assuming all the Equity Shares are allotted)	
	No. of Shares held	% of Share-holding		No. of Shares held	% of Share-holding
Samir Dilipkumar Shah	1353500	41.66%	3050000	4403500	44.04%
Dilipkumar Bhogilal Shah	423397	13.03%	651000	1074397	10.74%
Saurangiben B Shah	0	0.00%	75000	75000	0.75%
Shah Arpita Malav	0	0.00%	62500	62500	0.63%
Mukesh K Shah HUF	0	0.00%	87500	87500	0.88%
Dineshkumar Sevantilal Shah	0	0.00%	75000	75000	0.75%
Siddharth Dinesh Shah	0	0.00%	37500	37500	0.38%
Doshi Gaurang Manubhai	0	0.00%	50000	50000	0.50%
Sarojben Gaurangbhai Doshi	0	0.00%	50000	50000	0.50%
Kothari Paulomi Nileshkumar	0	0.00%	100000	100000	1.00%
Dhwanish Ashvin Shah HUF	0	0.00%	110000	110000	1.10%
Sejal Dhwanish Shah	0	0.00%	110000	110000	1.10%
Shah Ragini Ashvin	0	0.00%	110000	110000	1.10%
Sonia Mathur	0	0.00%	50000	50000	0.50%
Lalita Mathur	0	0.00%	150000	150000	1.50%
Binna Simlot	0	0.00%	50000	50000	0.50%
Jagrutiben Devendra Modi	0	0.00%	100000	100000	1.00%
Hiten Bharkatkumar Shah	10000	0.31%	100000	110000	1.10%
Agam Lalit Shah	0	0.00%	60000	60000	0.60%
Prafulla Lalit Shah	0	0.00%	60000	60000	0.60%
Jaiswal Chandrakala Amar	20000	0.62%	60000	80000	0.80%
Jaiswal Dalima Ashish	20000	0.62%	60000	80000	0.80%
Ashish Ravindrabhai Shah	1655	0.05%	50000	51655	0.52%
Bhavika Hirenkumar Shah	0	0.00%	100000	100000	1.00%
Rajesh Lalitkumar Rupani	0	0.00%	110000	110000	1.10%
Nitaben Rajeshbhai Rupani	0	0.00%	110000	110000	1.10%
Aminesh Lalitbhai Rupani	0	0.00%	110000	110000	1.10%
Kripa Sanjay Shah	0	0.00%	100000	100000	1.00%
Rahil Sanjaybhai Shah	0	0.00%	100000	100000	1.00%
Sanjay Jashwantlal Shah	0	0.00%	100000	100000	1.00%
Rutvee Rutwa Shah	0	0.00%	100000	100000	1.00%
Kunal Narendrabhai Shah	0	0.00%	100000	100000	1.00%
Punit Narendrabhai Shah	0	0.00%	100000	100000	1.00%
Shah Sugeet R	0	0.00%	50000	50000	0.50%
Shah Dharmendra Arvindkumar	0	0.00%	100000	100000	1.00%
Pragna Shah	0	0.00%	100000	100000	1.00%
Nanavati Nirav Kiritkumar	0	0.00%	100000	100000	1.00%
Alkaben Rajeshkumar Mehta	0	0.00%	62500	62500	0.63%

14. Identity of Proposed Allottee (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential Issue:

Proposed Allottee(s)	Category	Name of the natural persons who are the ultimate beneficial owners	Prior Holding		New Equity Shares to be allotted	Post holding (assuming all the Equity Shares are allotted)	
			No. of Shares held	% of Shareholding		No. of Shares held	% of Shareholding
Samir Dilipkumar Shah	Promoter	Samir Dilipkumar Shah	1353500	41.66%	3050000	4403500	44.04%
Dilipkumar Bhogilal Shah	Promoter	Dilipkumar Bhogilal Shah	423397	13.03%	651000	1074397	10.74%
Saurangiben B Shah	Non Promoter	Saurangiben B Shah	0	0.00%	75000	75000	0.75%
Shah Arpita Malav	Non Promoter	Shah Arpita Malav	0	0.00%	62500	62500	0.63%
Mukesh K Shah HUF	Non Promoter	Mukesh Kirtilal Shah	0	0.00%	87500	87500	0.88%
Dineshkumar Sevantilal Shah	Non Promoter	Dineshkumar Sevantilal Shah	0	0.00%	75000	75000	0.75%
Siddharth Dinesh Shah	Non Promoter	Siddharth Dinesh Shah	0	0.00%	37500	37500	0.38%
Doshi Gaurang Manubhai	Non Promoter	Doshi Gaurang Manubhai	0	0.00%	50000	50000	0.50%
Sarojben Gaurangbhai Doshi	Non Promoter	Sarojben Gaurangbhai Doshi	0	0.00%	50000	50000	0.50%
Kothari Paulomi Nileshkumar	Non Promoter	Kothari Paulomi Nileshkumar	0	0.00%	100000	100000	1.00%
Dhwanish Ashvin Shah HUF	Non Promoter	Shah Dhwanish Ashvin	0	0.00%	110000	110000	1.10%
Sejal Dhwanish Shah	Non Promoter	Sejal Dhwanish Shah	0	0.00%	110000	110000	1.10%
Shah Ragini Ashvin	Non Promoter	Shah Ragini Ashvin	0	0.00%	110000	110000	1.10%
Sonia Mathur	Non Promoter	Sonia Mathur	0	0.00%	50000	50000	0.50%
Lalita Mathur	Non Promoter	Lalita Mathur	0	0.00%	150000	150000	1.50%
Binna Simlot	Non Promoter	Binna Simlot	0	0.00%	50000	50000	0.50%

Proposed Allottee(s)	Category	Name of the natural persons who are the ultimate beneficial owners	Prior Holding		New Equity Shares to be allotted	Post holding (assuming all the Equity Shares are allotted)	
			No. of Shares held	% of Share-holding		No. of Shares held	% of Share-holding
Jagrutiben Devendra Modi	Non Promoter	Jagrutiben Devendra Modi	0	0.00%	100000	100000	1.00%
Hiten Bharatkumar Shah	Non Promoter	Hiten Bharatkumar Shah	10000	0.31%	100000	110000	1.10%
Agam Lalit Shah	Non Promoter	Agam Lalit Shah	0	0.00%	60000	60000	0.60%
Prafulla Lalit Shah	Non Promoter	Prafulla Lalit Shah	0	0.00%	60000	60000	0.60%
Jaiswal Chandrakala Amar	Non Promoter	Jaiswal Chandrakala Amar	20000	0.62%	60000	80000	0.80%
Jaiswal Dalima Ashish	Non Promoter	Jaiswal Dalima Ashish	20000	0.62%	60000	80000	0.80%
Ashish Ravindrabhai Shah	Non Promoter	Ashish Ravindrabhai Shah	1655	0.05%	50000	51655	0.52%
Bhavika Hirenkumar Shah	Non Promoter	Bhavika Hirenkumar Shah	0	0.00%	100000	100000	1.00%
Rajesh Lalitkumar Rupani	Non Promoter	Rajesh Lalitkumar Rupani	0	0.00%	110000	110000	1.10%
Nitaben Rajeshbhai Rupani	Non Promoter	Nitaben Rajeshbhai Rupani	0	0.00%	110000	110000	1.10%
Aminesh Lalitbhai Rupani	Non Promoter	Aminesh Lalitbhai Rupani	0	0.00%	110000	110000	1.10%
Kripa Sanjay Shah	Non Promoter	Kripa Sanjay Shah	0	0.00%	100000	100000	1.00%
Rahil Sanjaybhai Shah	Non Promoter	Rahil Sanjaybhai Shah	0	0.00%	100000	100000	1.00%
Sanjay Jashwantlal Shah	Non Promoter	Sanjay Jashwantlal Shah	0	0.00%	100000	100000	1.00%
Rutvee Rutwa Shah	Non Promoter	Rutvee Rutwa Shah	0	0.00%	100000	100000	1.00%
Kunal Narendrabhai Shah	Non Promoter	Kunal Narendrabhai Shah	0	0.00%	100000	100000	1.00%

Proposed Allottee(s)	Category	Name of the natural persons who are the ultimate beneficial owners	Prior Holding		New Equity Shares to be allotted	Post holding (assuming all the Equity Shares are allotted)	
			No. of Shares held	% of Shareholding		No. of Shares held	% of Shareholding
Punit Narendrabhai Shah	Non Promoter	Punit Narendrabhai Shah	0	0.00%	100000	100000	1.00%
Shah Sugeet R	Non Promoter	Shah Sugeet R	0	0.00%	50000	50000	0.50%
Shah Dharmendra Arvindkumar	Non Promoter	Shah Dharmendra Arvindkumar	0	0.00%	100000	100000	1.00%
Pragna Shah	Non Promoter	Pragna Shah	0	0.00%	100000	100000	1.00%
Nanavati Nirav Kiritkumar	Non Promoter	Nanavati Nirav Kiritkumar	0	0.00%	100000	100000	1.00%
Alkaben Rajeshkumar Mehta	Non Promoter	Alkaben Rajeshkumar Mehta	0	0.00%	62500	62500	0.63%

15. The change in control, if any, in the Company that would occur consequent to preferential offer

There will not be any change in the composition of the Board of Directors and control of the Company on account of the proposed preferential allotment however there will be a corresponding change in the shareholding pattern as well as voting rights consequent to the preferential allotment.

16. Valuation and Justification for the allotment proposed to be made for consideration other than cash

Not Applicable as the allotment shall be made against cash.

17. Lock-in Period

The Equity Shares to be allotted on a preferential basis shall be locked-in for such period as specified under Regulations 167 of the SEBI ICDR Regulations.

18. Listing

The Company will make an application to BSE Limited at which the existing shares are already listed, for listing of the equity shares being issued. Such Equity Shares, once allotted, shall rank pari passu with the existing equity shares of the Company in all respects, including dividend.

19. Undertakings

- None of the Company, its Directors or Promoters has been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- The Company is eligible to make the Preferential Issue to its Investor under Chapter V of the SEBI ICDR Regulations.
- As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164 (1) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

- d. The Company shall re-compute the price of the Equity Shares to be allotted under the Preferential Allotment in terms of the provisions of SEBI ICDR Regulations where it is required to do so.
- e. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity Shares to be allotted under the Preferential Allotment shall continue to be locked-in till the time such amount is paid by the allottees.
- f. The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

21. Company Secretary's Certificate

The certificate from Yash Mehta & Associates, Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: www.medicointercontinental.com.

22. Other disclosures

- a. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer is not applicable as the allotment of Equity Shares under the Preferential Issue is for a cash consideration.
- b. All the proposed allottees have confirmed that they have not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares to proposed allottees is being sought by way of a special resolution as set out in the said item no. 5 of the Notice. Issue of the Equity Shares pursuant to the Preferential Issue would be within the Authorized Share Capital of the Company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 5 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No. 5 of this notice except and to the extent of their shareholding in the Company.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

**By order of the Board of Directors
For Medico Intercontinental Limited**

**Place : Ahmedabad
Date : 27/08/2022**

**Sd/-
Puneeta Sharma
Company Secretary**

Details of Director Seeking Re-appointment at the Annual General Meeting

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking appointment / reappointment:

Name of the Director	Swati Vikramkumar Shah
DIN	08420884
Nationality	Indian
Date of Appointment on Board	29/05/2019
Qualification	LLM and PhD in Law.
Shareholding in company	-
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	NA
Memberships of Audit and Stakeholders' Relationship Committees across Public Companies	-
Remuneration paid or sought to be paid	-
Relationship with other Directors/KMP	Wife of Mr. Jay Shah, CFO of the Company

**By order of the Board of Directors
For Medico Intercontinental Limited**

**Place : Ahmedabad
Date : 27/08/2022**

**Sd/-
Puneeta Sharma
Company Secretary**