

MAX INDIA LIMITED

(formerly "Advaita Allied Health Services Limited")

(CIN: L74999MH2019PLC320039)

Registered Office: 167, Floor 1, Plot-167A, Ready Money Mansion,

Dr. Annie Besant Road, Worli Mumbai - 400018

Tel : 0120-4696000

Website: www.maxindia.com | E-mail: investorhelpline@maxindia.com

NOTICE

NOTICE is hereby given that the 2nd (Second) Annual General Meeting ("AGM") of Max India Limited ("the Company") will be held on Thursday, September 23, 2021 at 12:30 P.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business(es):

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of the Auditors thereon.
3. To appoint Mrs. Tara Singh Vachani (DIN: 02610311), who retires by rotation and being eligible offers herself for re-appointment, as a Director.
4. To appoint Mr. Mohit Talwar (DIN: 02394694), who retires by rotation and being eligible offers himself for re-appointment, as a Director.

Special Business:

5. **To appoint Mrs. Bhawna Agarwal (DIN: 05238504) as an Independent Director and in this regard, pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") and pursuant to the recommendations of Nomination and Remuneration Committee, Mrs. Bhawna Agarwal (DIN: 05238504), who was appointed as an Additional Director (Independent) on the Board of Directors of the Company on January 15, 2021 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and Listing Regulation and in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing her candidature for appointment as an Independent Director of the Company, be and is hereby appointed as an Independent Director to hold the office for a term of 5 (five) consecutive years with effect from January 15, 2021 to January 14, 2026 and that she shall not be liable to retire by rotation."

6. **To appoint Mr. Niten Malhan (DIN:00614624) as an Independent Director and in this regard, pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") and pursuant to the recommendation of Nomination and Remuneration Committee, Mr. Niten Malhan (DIN:00614624), who was appointed as an Additional Director (Independent) on the Board of Directors of the Company on February 1, 2021 and who holds office upto the date of

this Annual General Meeting of the Company in terms of Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and Listing Regulation and in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing his candidature

for appointment as an Independent Director, be and is hereby appointed as an Independent Director to hold the office of the Company, for a term of 5 (five) consecutive years with effect from February 1, 2021 to January 31, 2026 and that he shall not be liable to retire by rotation.”

By Order of the Board

For Max India Limited
(formerly “Advaita Allied Health Services Limited”)

Pankaj Chawla

Company Secretary
Membership No. FCS : 6625

Place: Noida

Date: August 27, 2021

Regd. Office: 167, Floor 1, Plot-167A, Ready Money Mansion,
Dr. Annie Besant Road, Worli Mumbai- 400018

NOTES

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is the norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 (collectively referred to as “MCA Circulars”) and all other relevant circulars issued from time to time, physical attendance of the Members at the EGM/AGM venue is not required and general meeting 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 compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”) and MCA Circulars, the deemed venue for the 2nd AGM will be the Registered Office of the Company.
2. The Company has appointed National Securities Depository Ltd (“NSDL”), to provide the VC facility for conducting the AGM and for voting through remote e-voting or through e-voting at the AGM.
3. Pursuant to the MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. Pursuant to the provisions of Sections 112 and 113 of the Act, Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. The Members can join the AGM in the VC/OAVM mode 30 minutes before 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 for 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, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the

The procedure for participating in the meeting through VC/ OAVM is explained in these notes.

AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and SEBI Listing Regulations 2015, and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as on the date of the AGM will be provided by NSDL.

8. In view of the COVID-19 pandemic and resultant difficulties involved in dispatch of physical copies of the Annual Report, SEBI and MCA had dispensed with the requirement of dispatch of physical copies of the Annual Report. Accordingly, the Notice of the AGM along with the Annual Report for the Financial Year 2020-21 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/ Depositories.

Those Members, who have not yet registered their email addresses and consequently, have not received the Notice and the Annual Report, are requested to get their email addresses and mobile numbers registered by following the guidelines mentioned in these notes.

9. The notice of AGM along with Annual Report will be sent to those members / beneficial owners whose name will appear in the register of members/ list of beneficiaries received from the depositories as on Friday, August 27, 2021 (i.e. the benpos date for sending the Annual Report and AGM Notice).

10. In line with the MCA Circulars and SEBI Listing Regulations, 2015, the Annual Report and Notice calling the AGM have been uploaded on the website of the Company at www.maxindia.com.

The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

11. AGM shall be convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA Circulars.

12. Information regarding particulars of the Directors to be appointed/re-appointed requiring disclosure in terms of the Secretarial Standard 2 and SEBI Listing Regulations, 2015 is at **Annexure - A**.

An Explanatory Statement pursuant to Section 102 of the Act, read with the relevant Rules made thereunder and Regulation 36 of SEBI Listing Regulations, 2015, setting out the material facts and reasons, in respect of item no. 5 and 6 are annexed hereto and forms part of this Notice.

13. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 17, 2021 to Thursday, September 23, 2021 (both days inclusive).

14. Members are requested to send all their correspondence directly to Mas Services Limited, Registrar and Transfer Agent ("RTA") of the Company at T-34, 2nd Floor, Okhla Industrial Area Phase II, New Delhi – 110 020. Tel-011-26387281-83, Fax-011-26387384; E-mail: info@masserv.com or mas_serv@yahoo.com

15. The entire shareholding of the Company has been in demat mode.

16. 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 their PAN to their Depository Participant ("DP") with whom they are maintaining their demat account.

17. Members are requested to intimate changes/

update, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs for the shares held by them in electronic form.

18. The Company has designated an exclusive E-mail Id i.e. investorhelpline@maxindia.com for redressal for Shareholders'/Investors' complaints/grievance. In case you have any queries, complaints or grievances, then please write to us at the above mentioned e-mail address.
19. All the documents referred in the notice and explanatory statement thereto are open for inspection at the Registered Office of the Company during working hours between 10.00 a.m. and 1.00 p.m., except on holidays from the date of circulation of this Notice up to the date of AGM i.e. Thursday, September 23, 2021.

The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and all the documents referred to in the Notice and explanatory statement will be available electronically for inspection by the members during the AGM.

20. Pursuant to Section 72 of the Act, Member(s) of the Company may nominate a person in whose name the shares held by him/her/them shall vest in the event of his/her/their unfortunate death. Member(s) holding shares in dematerialized form may file nomination form with their respective Depository Participant.
21. The Board of Directors has appointed Mr. Devesh Kumar Vasisht, (CP No. 13700) Partner of M/s Sanjay Grover & Associates, Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi – 110024, as

Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed for the said purpose.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on Sunday, September 19, 2021 at 9 A.M. and ends on Wednesday, September 22, 2021 at 5 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, September 16, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, September 16, 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding

securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<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.nsd.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 options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting 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.nsd.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL 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 with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest, the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 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 link in www.cdslindia.com home page. 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Type of shareholders	Login Method
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. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.

Login type	Helpdesk details
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
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 or 43-23058542-022

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares in Demat Mode (NSDL or CDSL)	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
- Click on "**Forgot User Details/ Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid option, you can send a request at evoting@nsdl.co.in mentioning your demat account number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 - Now, you will have to click on "Login" button.
 - After you click on the "Login" button, Home page of e-Voting will open.
- Step 2: Cast your vote electronically and join Annual General Meeting on NSDL e-Voting system.**
- How to cast your vote electronically and join Annual General Meeting on NSDL e-Voting system?**
- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
 - Select "EVEN" of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
 - Now you are ready for e-Voting as the Voting page opens.
 - Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 - Upon confirmation, the message "Vote cast successfully" will be displayed.
 - You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 - Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- General Guidelines for shareholders**
- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to

send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to contact@cssanjaygrover.in with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any query/grievance, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or contact Mr. Amit Vishal, Senior Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 at telephone nos. 1800-222-990 (toll free) or 022-2499 4360 or at e-mail ID amitv@nsdl.co.in or alternatively, you may contact Mr. Pankaj Chawla, Company Secretary & Compliance Officer at: Email id: corpsecretarial@maxindia.com, phone no.:+91- 120- 4696000 or Mr. Sharvan Mangla, General Manager, MAS Services Limited, Registrar and Transfer Agent of the Company, at T-34, 2nd Floor, Okhla Industrial Area, Phase – II, New Delhi – 110 020, e-mail: info@masserv.com, phone no. +91 11 2638 7281/ 82/ 83

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. The entire shareholding of the Company has been in the Demat Mode. Therefore, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to

info@masserv.com for procuring your user id and password for e-voting or attending General Meeting through VC /OAVM. Kindly, refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

2. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
3. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will attend 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the

NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered Email Id mentioning their name, DP ID and Client ID, PAN, Mobile No. to the Registrar and Share Transfer agent of the Company at info@masserv.com and to the Company at investorhelpline@maxindia.com on or before Friday, September 17, 2021. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Other Instructions

1. The e-voting rights of members shall be in proportion of their shares in the paid up equity share capital of the Company as on the cut – off

date, i.e., closure of business hours of Thursday, September 16, 2021. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting, either through remote e-voting or voting at the AGM through electronic voting system.

2. Any persons who acquires shares of the Company and becomes a Member of the Company after mailing of the Notice and holding shares as of the cut-off date i.e. closure of business hours of Thursday, September 16, 2021, shall be entitled to avail remote e-voting facility or e-voting during the AGM. They, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
3. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the Meeting, 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 make, not later than two working days of 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 authorised by him in writing, who shall countersign the same. The Chairman or the authorized person shall declare the results.
4. The result declared along with the Scrutinizers Report shall be immediately placed on the Notice Board of the Company at its Registered Office, Corporate Office, Company's website www.maxindia.com and on the website of NSDL www.evoting.nsdl.com. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

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

As required under Section 102 of the Companies Act, 2013 read with the relevant Rules made thereunder (the Act) and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), the following explanatory statement sets out all material facts relating to the business set at under item nos. 5 & 6.

Item no. 5 and 6

Based upon the recommendations of Nomination and Remuneration Committee, the Board of Directors of the Company had appointed Mrs. Bhawna Agarwal and Mr. Niten Malhan as Additional Directors in the capacity of Non-Executive Independent Directors of the Company for a period of five years effective from January 15, 2021 and February 1, 2021, respectively.

As Additional Directors, they shall hold office till the date of the AGM and are eligible for being appointed as Independent Directors.

In the terms of Section 160 of the Act, the company has received Notice in writing from a member proposing candidatures of Mrs. Bhawna Agarwal and Mr. Niten Malhan for appointment as Independent Directors in terms of provisions of the Act. The Company has also received requisite declarations from them confirming that they meet the criteria / Conditions of Independence as prescribed under the Act and Listing Regulations. They have also given their consent for the appointment as Independent Directors of the Company.

In the opinion of the Board, both Mrs. Bhawna Agarwal

and Mr. Niten Malhan, fulfill the conditions specified in the Act and Listing Regulations and are independent of the Management. Further, both of them, are not disqualified from being appointed as Directors under provisions of Section 164 of the Act, and also they are not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

A Copy of appointment letter setting out terms and conditions of their appointment and all other documents referred to in the accompanying Notice are available for inspection through electronic mode and any Member interested for inspection may write to investorhelpline@maxindia.com.

Considering the vast and varied experience and expertise of proposed appointees, your directors recommend the appointment of Mrs. Bhawna Agarwal and Mr. Niten Malhan as Independent Directors on the Board of the Company for a term of five years effective from their respective appointments in the manner as per resolutions set out at Item No. 5 and 6 of the Notice, for the approval of the Members.

The information as required under Listing Regulations read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), in respect of the proposed appointments forms part of Annexure A.

Save and except Mrs. Bhawna Agarwal and Mr. Niten Malhan and relatives thereof, to the extent of their shareholding interest, if any, none of the other Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions as set out at Item No. 5 and 6.

By Order of the Board

For Max India Limited
(formerly "Advaita Allied Health Services Limited")

Place: Noida
Date: August 27, 2021
Regd. Office: 167, Floor 1, Plot-167A, Ready Money Mansion,
Dr. Annie Besant Road, Worli Mumbai- 400018

Pankaj Chawla
Company Secretary
Membership No. FCS : 6625

The details of Directors seeking appointment and re-appointment, pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standards on General Meeting issued by Institute of Company Secretaries of India are appended below:

Name of the Director & DIN	Mrs. Bhawna Agarwal DIN: 05238504	Mr. Niten Malhan DIN: 00614624	Mr. Mohit Talwar DIN: 02394694	Mrs. Tara Singh Vachani DIN: 02610311
Date of Birth/ Age	June 06, 1977 44 Years	August 01, 1971 49 Years	September 17, 1959 62 Years	January 04, 1987 34 Years
Brief Resume (including nature of expertise in specific functional areas and qualification)	<p>Mrs. Bhawna Agarwal is an award winning Digital leader & an entrepreneur with over 20 years of experience in leading media houses, internet companies & start-ups in India. She has held several leadership & founding roles at platforms like NDTV gadgets, Yatra.com, Seventymmm & Times Internet where she successfully incubated new businesses, led the scale up and built high performance teams.</p> <p>In her most recent role, she was the CEO of NDTV Gadgets where she led the company to become the #1 digital tech platform in India. She is currently part of the senior leadership team of HPE driving Growth & Transformation.</p> <p>She is responsible for developing the growth strategy for India to enhance the overall portfolio delivering growth in new and existing Growth market segments in India.</p>	<p>Mr. Niten Malhan is the founder and managing partner of New Mark Advisors LLP. Prior to founding New Mark Advisors LLP in April 2018, he was the managing director and co-head of India at Warburg Pincus India Private Limited ("Warburg Pincus"), a global private equity firm.</p> <p>Mr. Malhan joined Warburg Pincus in 2001 and became a partner at the firm in 2007. In 2012, he was appointed as the co-head of the India business, co-leading a team of 15 investment professionals and a portfolio of over \$3 billion in value.</p> <p>Between 2012 and 2017, Mr. Malhan was also a member of the global executive management group of the firm, a group of senior partners who lead different offices and industry groups at Warburg Pincus.</p> <p>Prior to joining Warburg Pincus, he worked as director of business development at Stratum 8, a Silicon Valley technology start-up company.</p> <p>Before that, he was an engagement manager at McKinsey & Company, and worked in India, Southeast Asia, and Boston offices of the firm.</p>	<p>Currently, Mr. Mohit Talwar is the Non-Executive Director of Max India. During his tenure with Max Group, Mr. Talwar has led on multiple fronts such as effective alignment with Max Group's valued joint venture partners; progressing new business opportunities organically and inorganically; optimizing capital management & treasury; managing investors.</p> <p>In his earlier role as the Deputy Managing Director of the erstwhile consolidated Max India Limited, he successfully leveraged his strong relationships with institutional investors, hedge funds, banks, and private equity firms, and led several complex corporate finance and financial structuring deals to ensure adequate investment and liquidity for the Group's operations.</p> <p>He has played a central role in executing key transactions including the setting up of Max Bupa Health Insurance, bringing on board MS&AD Insurance Group Holdings as the new JV partner for Max Life and Life Healthcare's entry as JV partner in Max Healthcare, and later the equalization of its stake in the business, and completing the mega restructuring of the erstwhile Max India into three new listed companies, which received a significantly positive reaction from capital markets.</p>	<p>Mrs. Tara Singh Vachani is the Executive Chairperson of Antara Senior Living and Vice Chairperson of Max India Limited.</p> <p>As the founder of Antara her vision was to give a new dimension to the Senior Care space in India. Antara today encompasses four verticals, Residences for Seniors, Care Homes for Seniors, Care at Home for Seniors and MedCare Products.</p> <p>Tara is also the Managing Trustee of Max India Foundation, a role she is extremely passionate about. Max India Foundation currently focuses on supporting partners doing work in the space of Foundational Learning and runs a program on Social Emotional Ethical (SEE) learning in collaboration with Emory University.</p> <p>She currently chairs the Teach for India's Delhi Regional Board and is a member of the Advisory Board of Vedica Scholars Program.</p> <p>Tara is a 2020 member of Young Global Leaders, a part of the World Economic Forum and was also one of the 40 under 40 leaders published by Economic Times in 2018.</p>

<p>Name of the Director & DIN</p>	<p>Mrs. Bhawna Agarwal DIN: 05238504</p> <p>She is very active across the start-up ecosystem in India & is a member of various forums, where she is involved in mentoring digital start-ups & nurturing entrepreneurship. In addition to mentoring, she is also on the advisory board of a few ventures helping drive strategy for growth. She is an organization builder & a strong leader, known for starting up & scaling businesses through vision, intuition, technology & user experience know-how.</p>	<p>Mr. Niten Malhan DIN: 00614624</p> <p>Mr. Malhan has served as member of the board of directors of several investee companies including Alliance Tire Company, AVTEC, Cleanmax Solar, DB Corp, Diligent Power Private Limited, Embassy Industrial Parks, Havells India Limited, Laurus Labs, Lemon Tree Hotels, Metropolis Healthcare Limited and Sintex Industries Limited.</p> <p>He currently serves as an Independent Director on the boards of Max Ventures and Industries Limited, Lemon Tree Hotels, and Fleur Hotels Private Limited.</p> <p>Mr. Malhan has also served as the vice-chairman of the Indian Venture Capital and Private Equity Association and is a Founder and Trustee of Plaksha University.</p> <p>Mr. Malhan studied Computer Science & Engineering at Indian Institute of Technology, New Delhi, and completed his Post Graduate Diploma in Management from Indian Institute of Management, Ahmedabad.</p>	<p>Mr. Mohit Talwar DIN: 02394694</p> <p>He has played a central role in executing key transactions including the setting up of Max Bupa Health Insurance, bringing on board MS&AD Insurance Group Holdings as the new JV partner for Max Life and Life Healthcare's entry as JV partner in Max Healthcare, and later the equalization of its stake in the business, and completing the mega restructuring of the erstwhile Max India into three new listed companies, which received a significantly positive reaction from capital markets.</p> <p>A veteran in the Corporate Finance and Investment Banking industry, Mr. Mohit Talwar has a wealth of experience in Corporate Finance and Investment Banking, having spent 24 years in Wholesale Banking across global organizations such as Standard Chartered, ANZ Grindlays and Bank of Nova Scotia, prior to joining the Max Group.</p>	<p>Mrs. Tara Singh Vachani DIN: 02610311</p> <p>With a major in Politics and South Asian studies at the National University of Singapore followed by courses in Strategy Management at the London School of Economics, and Hospitality Business Strategy and Management at Ecole hôtelière de Lausanne, Switzerland; Tara loves to learn.</p>	
<p>Terms and conditions of appointment</p>	<p>As captured in the resolution</p>			<p>Currently holds the position of non executive director; liable to retire by rotation.</p>	<p>Appointed as a non executive director; liable to retire by rotation.</p>
<p>Directorships in other Listed Companies</p>	<p>Nil</p>			<p>Max Financial Services Limited</p>	<p>Nil</p>
<p>Committee memberships in Companies</p>	<p>Nil</p>			<p>Max India Limited - Stakeholders' Relationship Committee-Member Max Financial Services Limited - Stakeholders' Relationship Committee-Member - CSR Committee-Member - Risk Compliance & Review Committee-Member Max Life Insurance Company Limited - Investment Committee-Member</p>	<p>Max India Limited - Audit Committee-Member - Nomination and Remuneration Committee-Member - Stakeholders Relationship Committee-Chairman</p>

Name of the Director & DIN	Mrs. Bhawna Agarwal DIN: 05238504	Mr. Niten Malhan DIN: 00614624	Mr. Mohit Talwar DIN: 02394694	Mrs. Tara Singh Vachani DIN: 02610311
Directorships in other India Companies	Teen Styles Online Private Limited	- Fleur Hotels Private Limited - Spank Hotels Private Limited	- Max Life Insurance Company Limited - Max Financial Services Limited	- Siva Realty Ventures Private Limited - Seven Heaven Buildmart Private Limited - Antara Purukul Senior Living Limited - Antara Senior Living Limited - Antara Assisted Care Services Limited - Siva enterprises Private Limited - Rama Krishna Cold- Chem Limited - SKA Diagnostic Private Limited - Max learning Ventures Private Limited - Max Ventures Investments Holding Pvt Ltd
Equity Shareholding in the Company including beneficial ownership (as on date)	Nil	Nil	1,26,227 equity shares (0.23%)	20,000 equity shares (0.04%)
Remuneration last drawn (including sitting fees, if any)	Please refer details given in the Corporate Governance Report.			
Remuneration proposed to be paid	Sitting fees of Rs. 1 Lakh per meeting is being paid to all Non-Executive Directors of the Company, for attending meetings of the Board and Committees, thereof.			
Number of meetings of the Board attended during the year	Please refer details given in the Corporate Governance Report.			
Related to any other Director / KMP of the Company	Nil	Nil	Nil	Mrs. Tara Singh Vachani is a daughter of Mr. Aniljit Singh, Director and Promoter of the Company
Date of Appointment on Board	January 15, 2021	February 1, 2021	June 1, 2020	June 1, 2020

This statement may also be regarded as appropriate disclosures under the Act and the SEBI Listing Regulations.