



**NOTICE OF
ANNUAL GENERAL
MEETING**





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

Corporate Office: L20M, Max Towers, Plot No. C-001/A/1, Sector 16B, Noida-201301

Tel: 0120-4696000 | Website: www.maxindia.com | E-mail: investorhelpline@maxindia.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 3rd Annual General Meeting ("AGM") of the members of Max India Limited (formerly 'Advaita Allied Health Services Limited') ('the Company') will be held on Thursday, August, 25, 2022 at 12:00 noon (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022, 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 year ended March 31, 2022 and the Report of the Auditors thereon.
3. To appoint Mr. Rajit Mehta (DIN: 01604819), who retires by rotation and being eligible offers himself for re-appointment, as a Director.
4. To appoint Mrs. Tara Singh Vachani (DIN: 02610311), who retires by rotation and being eligible offers herself for re-appointment, as a Director.
5. To consider and if thought fit, to pass the following resolution with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Ravi Rajan & Co., LLP, Chartered Accountants (FRN. 009073N/N500320) be and are hereby re-appointed as the Statutory Auditors of the Company for

a term of five consecutive years, who shall hold office from the conclusion of this 3rd Annual General Meeting till the conclusion of the 8th Annual General Meeting to be held in the year 2027 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

**By Order of the Board
For Max India Limited**

(formerly "Advaita Allied Health Services Limited")

Sd/-

Pankaj Chawla

Company Secretary

Membership No. FCS: 6625

Place: Noida

Date: July 27, 2022

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

NOTES

1. Pursuant to General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs ("MCA Circulars") and Circular Nos. SEBI/ HO/ CFD/ CMD1CIR/ P/ 2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2 /CIR /P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India ("SEBI Circulars"), the 3rd AGM of the Company is being conducted through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a venue. The deemed venue for the 3rd AGM shall 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. The procedure for participating in the meeting through VC/ OAVM is explained in these notes.
3. Pursuant to 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 Companies Act, 2013 ("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 AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Pursuant to MCA Circulars and SEBI Circulars, Annual Report for F.Y. 2021-22 and the Notice of the 3rd Annual General Meeting of the Company are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

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.

8. 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, July 22, 2022 (i.e. the benpos date for sending the Annual Report and AGM Notice).

In line with the MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), 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.

9. AGM shall be convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA Circulars.
10. Information regarding particulars of the Directors to be re-appointed requiring disclosure in terms of the Secretarial Standard 2, and SEBI Listing Regulations attached as **Annexure - A**.
11. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, August 19, 2022 to Thursday, August 25, 2022 (both days inclusive).
12. 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 – 110020. Tel-011-26387281- 83, Fax-011-26387384; E-mail: info@masserv.com.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The entire share capital of the Company is in demat mode. Members holding shares in demat form are therefore, requested to submit the PAN to their Depository Participant ("DP") with whom they are maintaining their demat account.
14. 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, Branch details, Bank account number, MICR code, IFSC code, etc., to their DPs with whom they are maintaining their demat account.
15. The Company has designated an exclusive Email Id: investorhelpline@maxindia.com for redressal of 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.

16. All the documents referred in the notice and explanatory statement thereto are open for inspection at the Registered and Corporate 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, August 25, 2022.
17. 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.
18. Pursuant to Section 72 of the Act, Member(s) of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their unfortunate death. Therefore, member(s) holding shares in dematerialized form, may file nomination form with their respective Depository Participant.
19. 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.
20. FOR THE KIND ATTENTION OF SHAREHOLDERS WHOSE SHARES ARE LYING IN UNCLAIMED SHARE DEMAT SUSPENSE ACCOUNT

The entire share capital of the Company is in demat form. The transfer of Equity Shares in dematerialized form are done through depositories with no involvement of the Company.

In terms of the SEBI Listing Regulations, 2015, securities of listed companies can only be transferred in dematerialized form including where the claim is lodged for transmission or transposition of shares.

Shares transferred to Max India Limited - Unclaimed Share Demat Suspense Account can be claimed in demat form

from the Company. All such shareholders are requested to approach the Registrar and Transfer Agent (RTA) of the Company to know the procedure of claiming such shares by forwarding a request letter duly signed by all them along with their complete postal address along with PIN code, a copy of PAN card & proof of address. As soon as these shareholders follow the prescribed procedure as may be communicated to them, the Company is immediately crediting the eligible equity shares into the demat account of the concerned shareholder.

The instructions for members for remote e-voting and joining Annual General Meeting are as under:

The remote e-voting period begins on Sunday, August 21, 2022 at 09.00 A.M. (IST) and ends on Wednesday, August 24, 2022 at 05.00 P.M. (IST). 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, August 18, 2022, may cast their vote electronically. The 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.

Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again. The person who is not the member or beneficial owner as on cut-off date should treat this Notice for information purpose only.

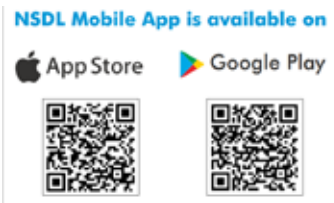
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

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. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="790 1355 1125 1556" style="text-align: center;"> <p>NSDL Mobile App is available on</p>  </div>
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 022-23058542-43

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

4. Your User ID details are given below :

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.

Manner of holding shares i.e. Demat (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:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) 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.
- c) How to retrieve your 'initial password'?
- (i) 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 or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) 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:
- a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
- b) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- c) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

How to cast your vote electronically on NSDL e-Voting system?

1. 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.
2. Select "EVEN" of 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".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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?" or "Physical User Reset Password?" option available on www.evoting.nsd.com to reset the password.
3. In case of any queries, 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 – 110020, e-mail: info@masserv.com, phone no. +91 11 2638 7281/ 82/ 83.

Process for registration of e-mail ids and for procuring user Id and password for e-voting

1. The entire shareholding of the Company is in Demat Mode. Therefore, the members who have not registered their e-mail addresses with the Depositories/ Depository Participant are requested to register the same with their concerned Depository Participant where they maintain their Demat Account. 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. Kindly, refer to the login method explained at step 1 (A) i.e. Login method for e-Voting 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 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 / Folio No., 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 August 19, 2022. 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, August 18, 2022. 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 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 person 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 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, 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 and Corporate office and also on 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 (NSE) and BSE Limited (BSE), 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 ('the Act') read with the relevant Rules made thereunder and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulation, 2015"), the following explanatory statement sets out all material facts relating to the business set at under item no. 5.

Item no. 5

At the 1st Annual General Meeting ('AGM') of the Company held on May 5, 2022, the shareholders had approved the appointment of M/s. Ravi Rajan & Co. LLP, Chartered Accountants; (FRN. 009073N/N500320) as Statutory Auditors of the Company, to hold the office till the conclusion of the 3rd AGM of the Company to be held in the year 2022. Accordingly, the first term of appointment of M/s. Ravi Rajan & Co. LLP, Chartered Accountants as Statutory Auditors of the Company shall expire from the conclusion of the 3rd AGM of the Company.

Pursuant to Section 139(2) of the Act, the Company may re-appoint M/s. Ravi Rajan & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company for the second term of five consecutive years. M/s. Ravi Rajan & Co. LLP have given their consent for their re-appointment as Statutory Auditors of the Company and has issued certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Act and the rules made thereunder.

Accordingly, on the recommendation of the Audit Committee, the Board of Directors of the Company in its meeting held on May 25, 2022, approved and recommended to the Members, the re-appointment of M/s. Ravi Rajan & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company for the second term of five consecutive years to hold office from the conclusion of 3rd AGM till the conclusion of the 8th AGM of the Company to be held in the year 2027 at such remuneration plus service tax, out of pocket expenses, etc., as may be mutually agreed between the Board of Directors of the Company and

the Statutory Auditors.

The proposed fee to be paid to M/s. Ravi Rajan & Co., LLP for audit services for the financial year ending March 31, 2023, is ₹18 Lakhs plus applicable taxes and out-of-pocket expenses. Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and other permissible non-audited services from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of directors in consultation with the Audit Committee. The Board of Directors and the Audit Committee shall approve appropriate revisions to the remuneration of the Statutory Auditors for the remaining part of the tenure.

Brief profile of Auditors:

M/s. Ravi Rajan & Co. LLP is a dynamic and multi-faceted accountancy firm incorporated in 1989. Revered for professional

ethos and technical expertise, drawn on perspicacity of 33 Years and a team of highly competent professionals, the firm provides efficacious solutions to the client's needs.

The firm has 16 partners and a team of 150 people providing varied range of services, well supported by professionals from different fields like Lawyers, Company Secretaries & Engineers, Insolvency Professionals and Registered Valuers. It is a limited liability partnership firm ("LLP") incorporated in India.

The Audit Firm also has a Peer Review Certificate, which is valid till 31st May 2025.

None of the Directors and their relatives are in any way concerned or interested, financially or otherwise, in the proposed Resolution

The Board recommends the Resolution as set out at Item No. 5 of the notice for your approval.

**By Order of the Board
For Max India Limited
(formerly "Advaita Allied Health Services Limited")**

**Sd/-
Pankaj Chawla
Company Secretary
Membership No. FCS: 6625**

Place: Noida

Date: July 27, 2022

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

Annexure-A

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be appointed or re-appointed:

Name of the Director & DIN	Mr. Rajit Mehta (DIN: 01604819)	Mrs. Tara Singh Vachani (DIN: 02610311)
Date of Birth/ Age	April 21, 1962 / 60 years	January 4, 1987 / 35 years
Qualifications	Graduate in Commerce, postgraduate in Human Resources and has also attended an Advanced Management Program at INSEAD – France.	Bachelor's Degree 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 hotelier de Lausanne, Switzerland. She has also done a program on Disruptive Innovation from Harvard University.
Experience	<p>Mr. Rajit Mehta is the Managing Director at Max India and the MD & CEO for Antara Senior Care as well. He spearheads the operations & future growth strategy for Antara Senior Living, Antara Assisted Care Services, and the company's other growth initiatives. He also oversees Max Group's Human Capital function.</p> <p>He is also a Director on the Boards of Sheares Healthcare India Holdings (a Temasek company) and Medica Synergie Pvt. Ltd. (a hospital chain in East India).</p> <p>Before Antara, Mr. Mehta's last role was the MD & CEO of Max Healthcare (MHC). During his five years' stint, MHC doubled its revenue and earnings (EBITDA). Earlier, Rajit was a founder member of Max Life Insurance where he played an instrumental role in the company becoming a highly admired and profitable insurer. Prior to Max Life, he was the Director – Personnel at Bank of America and has also worked with HCL group. As a prominent advocate of prioritizing senior care in the policy, public and private sector sphere, Rajit is currently the Chairman of CII's task force on senior care sector, a board member of Association of Senior Living India (ASLI) and the co-chair of the senior care vertical at NATHEALTH.</p>	<p>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. She currently chairs the Teach for India's Delhi Regional Board and is a member of the Advisory Board of Vedica Scholars Program. 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>
Terms and conditions of appointment / re-appointment	Mr. Rajit Mehta is a Managing Director of the Company, liable to retire by rotation.	Mrs. Tara Singh Vachani is a non-executive Director of the Company, liable to retire by rotation
Details of remuneration sought to be paid	-	-
Last remuneration drawn (Per Annum)	Please refer section "Remuneration paid to Directors" of Corporate Governance Report for details pertaining to remuneration or sitting fees paid to the proposed appointees during financial year 2021-22.	
Date of first appointment on the Board	January 15, 2021	June 1, 2020

Name of the Director & DIN	Mr. Rajit Mehta (DIN: 01604819)	Mrs. Tara Singh Vachani (DIN: 02610311)
Shareholding in the Company	Nil	20,000 Equity Shares of Rs. 10/- each
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	Mrs. Tara Singh Vachani is the youngest daughter of Mr. Analjit Singh, Chairman of the Company.
No. of Board Meetings attended / held during Financial Year 2021-22	Five out of five meetings held during the the Financial Year 2021-22.	Five out of five meetings held during the the Financial Year 2021-22.
Directorships held in other companies	Antara Purukul Senior Living Limited Antara Senior Living Limited Antara Assisted Care Services Limited Max Skill First Limited Windows Consultants Private Limited Interstoff Syndicate Private Limited Medica Synergie Private Limited Quantum Institute For Wellbeing Private 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 Max Ventures Investment Holdings Private Limited Siva Enterprises Private Limited Rama Krishna Cold-Chem Limited Max Learning Ventures Private Limited Twiggy Ventures Private Limited SKA Diagnostic Private Limited
Chairman/ Member of the Committee of the Board of Directors of the Company	None	Audit Committee, member Nomination and Remuneration Committee, member Stakeholders Relationship Committee, Chairperson
Committees position held in other Companies	None	None
Resignation from listed entities in the past three years	Mr. Rajit Mehta resigned from Max Healthcare Institute Limited effective July 28, 2019, when the Company was not listed on any of the Stock Exchanges.	Mrs. Tara Singh Vachani resigned from Max Healthcare Institute Limited effective June 1, 2020, when the Company was not listed on any of the Stock Exchanges.