



NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the members of **Roche Diagnostics India Private Limited** will be held on **Monday, 28th September, 2020 at 10.45 a.m.** at 501-B, Silver Utopia, Cardinal Gracious Marg, Chakala, Andheri East, Mumbai 400069 through video conferencing to transact following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2020 and the Reports of Directors' and Auditors thereon.

SPECIAL BUSINESS:

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

2. REGULARIZATION OF APPOINTMENT OF MRS. CLAUDIA BOECKSTIEGEL (DIN: 0008690067) AS A DIRECTOR OF THE COMPANY:

"RESOLVED THAT pursuant to the provisions of Section 161 (1) and all other applicable provision of the Companies Act, 2013 (including any modification or reenactment thereof), and in terms of the Articles of Association of the Company, Mrs. Claudia Boeckstiegel (DIN: 0008690067), who was appointed as an additional director on the Board of the Company w.e.f. 29th June, 2020 and who holds office upto the date of this Annual General Meeting be and is hereby regularized and confirmed as a Director of the Company.

RESOLVED FURTHER THAT any one of the Directors of the Company or the Secretary of the Company be and are hereby severally, authorized to sign and submit all the necessary documents, papers and forms with the Registrar of Companies, Maharashtra, Mumbai, electronically or otherwise and in general, to do all such acts, deeds, matters and things as may be deemed necessary, desirable and expedient, for and on behalf of the Company, to give effect to the foregoing resolutions."

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3. REGULARIZATION OF APPOINTMENT OF MR. SIMPSON EMMANUEL VINOD KUMAR (DIN : 0008688201) AS A DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Section 161 (1) and all other applicable provision of the Companies Act, 2013 (including any modification or reenactment thereof), and in terms of the Articles of Association of the Company, Mr. Simpson Emmanuel Vinod Kumar (DIN: 0008688201), who was appointed as an additional director on the Board of the Company w.e.f. 04th September, 2020 and who holds office upto the date of this Annual General Meeting be and is hereby regularized and confirmed as a Director of the Company.

RESOLVED FURTHER THAT any one of the Directors of the Company or the Secretary of the Company be and are hereby severally, authorized to sign and submit all the necessary documents, papers and forms with the Registrar of Companies, Maharashtra, Mumbai, electronically or otherwise and in general, to do all such acts, deeds, matters and things as may be deemed necessary, desirable and expedient, for and on behalf of the Company, to give effect to the foregoing resolutions."

**By Order of the Board
For ROCHE DIAGNOSTICS INDIA PRIVATE LIMITED**

**BRAJESH DAGA
DIRECTOR & COMPANY SECRETARY
DIN: 02349092**

**DATE: 04TH SEPTEMBER 2020
PLACE : MUMBAI**



IMPORTANT NOTES

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM" or "Meeting") through Video Conferencing (VC) /other audio visual means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), the AGM of the Company is being held through VC /OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars on AGM through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Corporate members intending to authorize their representatives to attend the AGM are requested to send a scanned certified copy of the board resolution (pdf/jpeg format) authorizing their representative to attend and vote on their behalf at the Meeting.
4. In compliance with MCA circulars, notice of the AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company. For those members whose email id is not registered with Company, the company has individually contacted them through available modes of communication and the copy of the Notice of the AGM is being sent to them through electronic means