

AHL/AO/2023/379

04.12.2023

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited, P. J. Tower,  
Dalal Street, Mumbai- 400 001

**Subject: Outcome of Board Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015**

**Ref: Script Code- 543943**  
**ISIN: ISNODN001027**

Dear Sir,

With reference to the above captioned subject, the meeting of the Board of Directors of the Company held on Friday, 29th day of December 2023 at 11:00 A.M and ended at 3:30 P.M, held at the registered office of the company i.e., 4<sup>th</sup> Floor, Asarfi Hospital, Baramuri, Bishunpur Polytechnic, Dhanbad 828130 inter alia considered and approved the following. In compliance with the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby have enclosed the followings:

1. Notice of the 1st Extra Ordinary General Meeting of the Company for the Financial Year 2023-24.

Also, please note that the 1st Extra Ordinary General Meeting (EGM) of the members of the Company has been scheduled to be held on Tuesday, 30th January 2024 at 12 P.M (noon), at the registered office of the company i.e., 4th Floor, Asarfi Hospital, Baramuri, Bishunpur Polytechnic, Dhanbad 828130 to transact the following business as set out in the Notice, enclosed herewith for your kind perusal.

#### **Book Closure Date**

Pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 91 of the Companies Act, 2013 and rules made thereunder, the Register of Member and Share Transfer Books of the Company will remain closed from

**Asarfi Hospital Limited**

Baramuri, P.O.: B Polytechnic, Dhanbad 828 130 || CIN: U85110JH2005PLC011673

[www.asarfi.in](http://www.asarfi.in) || 96088 33708 || Email: cs@asarfihospital.com



Wednesday, 24th January, 2024 to Tuesday, 30th January, 2024 (both days inclusive) for taking record of the Members of the Company for the purpose of 1<sup>st</sup> Extra-Ordinary General Meeting.

## E-Voting

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 of the Companies Act, 2013 and rules made thereunder, the Company has engaged services of Central Depository Services (India) Limited (CDSL) and Cameo Corporate Services Limited for providing the remote e-voting facility to its members & has fixed 23<sup>rd</sup> January, 2024 as the cutoff date to determine the entitlement of members, to cast their vote (electronically) on resolutions set forth in the Notice of 1st EGM.

You are requested to take the above on your records and oblige the same,

Thanking you



Yours faithfully  
For Asarfi Hospital Limited  
Udal Pratap Singh  
Managing Director  
DIN: 08453794

Enclosed: As above.



असर्फी हॉस्पिटल  
सबके लिए स्वास्थ्य

## Asarfi Hospital Limited

CIN: U85110JH2005PLC011673

**Registered Office:** Baramuri, B polytechnic, Dhanbad, Jharkhand – 828130

+91 96088 33708 || Email: [cs@asarfihospital.com](mailto:cs@asarfihospital.com) || [www.asarfi.in](http://www.asarfi.in)

### NOTICE FOR EXTRA ORDINARY GENERAL MEETING

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*NOTICE IS HEREBY GIVEN THAT THE 1ST EXTRA ORDINARY GENERAL MEETING OF ASARFI HOSPITAL LIMITED WILL BE HELD ON TUESDAY, JANUARY 30TH, 2024 AT 12.00 NOON AT THE REGISTERED OFFICE OF THE COMPANY I.E., 4TH FLOOR, ASARFI HOSPITAL, BARAMURI, BISHUNPUR POLYTECHNIC, DHANBAD 828130.*

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To transact the following business:

**SPECIAL BUSINESS:**

**ITEM NO. 1:**

**Acquisition of all the shares of Asarfi Educational Foundation:**

Chairman of the Company informed about the acquisition of all the shares of the newly incorporated Section 8 Company, where the requisite quorum was present, and have been duly recorded in the minutes book.

**“RESOLVED THAT** pursuant to provision of section 179(3)(e) and any other applicable provisions of Companies Act 2013 read with the rules thereunder ( including any statutory modifications or re- enactment thereof, for the time being in force) and subject to the limits envisaged under Section 186 read with Rule 11 and 13 of the Companies ( Meetings of Board and its Powers) Rules, 2014 , provisions of Articles of Association of the Companies and Regulation 30 and other applicable provision of SEBI( Listing obligation and disclosure requirements) (including any statutory modifications or re-enactment thereof for the time being in force), consent of the shareholders of the Company be and are hereby accorded to invest the sum of Rs. 100000 (one lac only) to acquire all the equity shares of Asarfi Educational Foundation (CIN: U85301JH2023NPL021689) which has lead to arise the materiality effect on the Company as Asarfi Education Foundation has become wholly owned subsidiary of Asarfi Hospital Limited.

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**RESOLVED FURTHER THAT** the draft of Share Purchase Agreement between the Company and Mr. Udai Pratap Singh and Mrs. Madhuri Singh (the shareholders of Asarfi Education Foundation) as placed before the Board and initialed by the Chairman for the purpose of identification, be and hereby approved,

*It has been resolved and ratified to accept the below acquisition and the new shareholding structure of Asarfi Education Foundation with effect from [30.01.24]:*

<b>Shareholder</b>	<b>Before</b>	<b>After</b>	<b>Share Value</b>
<b>Name</b>	Mr. Udai Pratap Singh Mrs. Madhuri Singh	Asarfi Hospital Limited Mr. Harendra Singh	100000
<b>Number Of Shares</b>	5,000 5,000	9,999 1	100000

**RESOLVED FURTHER THAT** Mrs. Seepika Gupta (Company Secretary & Compliance Officer) of the Company, be and is hereby authorized on behalf of the Company to execute the SPA including signing any letter of undertakings, declarations, agreements and other papers which the Company may be required to sign in terms of the SPA and do all such acts, deeds and things as may be required to give effect to the same.”

**By the Order of the Board of Directors**

**Sd/-**

**(Seepika Gupta)**

Company Secretary & Compliance Officer

**Place: Dhanbad**

**Date: 29-12-2023**

**Registered Office:**

4<sup>Th</sup> FLOOR, ASARFI HOSPITAL, BARAMURI,  
BISHUNPURI POLYTECHNIC, DHANBAD 828130

CIN: U85110JH2005PLC011673

E-MAIL: cs@asarfihospital.com

WEBSITE: www.asarfi.in

PHONE: +91 96088 33708

**NOTES:**

1. A member entitled to attend and vote at the Extra Ordinary General Meeting (EGM) shall be entitled to appoint another person as proxy to attend and vote at the meeting on his behalf. A proxy shall not have the right to speak at the aforesaid Meeting and shall not be entitled to vote except on a poll. A proxy need not be a member of the company. Proxies, in order to be effective, must be received by the company not later than 48 hours before the commencement of the aforesaid Meeting. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of not more than fifty members and holding in the aggregate, not more than 10% of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not be entitled to act as proxy for any other person or member.
2. Corporate Members are requested to send to the Company/ Registrar & Share Transfer Agent, a duly certified copy of the Board Resolution / Power of Attorney authorizing their representative to attend and vote at the AGM, pursuant to Section 113 of the Companies Act, 2013.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from 24.01.2024 to 30.01. 2024 (both days inclusive).
4. Members are requested to produce the attendance slip duly signed as per the specimen signature recorded with the Company for admission to the meeting hall.
5. Members holding shares in dematerialized form are requested to furnish their Client ID and DP ID nos. for easy identification at the Meeting.
6. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their respective Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar & Share Transfer Agent of the Company.
7. Relevant documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company from 24.01.2024 to 30.01.2024 on all days except Saturdays, Sundays and public holidays and at the Extra Ordinary General Meeting.
8. Shareholders holding their shares in dematerialized form may lodge their requests for change of address, if any, with their respective Depository Participants.
9. In all correspondence with the Company/Registrar & Share Transfer Agents, members are requested to quote their DP ID and Client ID Number.

10. Members may note that the Notice of the EGM available on the Company's website [asarfi.in](http://asarfi.in) Members that require communication in physical form in addition to e-communication, may write to the Company / Registrar & Transfer Agent at [priya@cameoindia.com](mailto:priya@cameoindia.com)
  11. Members are to inform of their current email ID to the Company in compliance of Green Initiative as per Ministry of Corporate Affairs circular on this subject.
  12. In compliance with the provisions of Section 108 of the Companies Act, 2013, read with the Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the Listing Agreement and Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, the Company is providing the members with the facility to cast their vote electronically from a location other than the venue of the Annual General Meeting ("Remote e-voting"). The Company has engaged in National Securities Depository Limited ("NSDL") to provide to the Members the e-voting platform and services for casting their vote through remote E-voting on all resolutions set forth in this Notice. The facility for voting through ballot paper shall be made available at the EGM & the members attending the EGM who have not cast their vote by remote e-voting shall be able to exercise their right at the EGM through ballot paper. Members who have cast their votes by remote e-voting prior to the EGM may attend the EGM but shall not be entitled to cast their vote again.
  13. Members are required to bring their admission slips of the EGM. Duplicate admission slips or copies of the Report and Accounts will not be made available at the EGM venue.
  14. Electronic copy of the Notice of the 1<sup>st</sup> EGM along with the Attendance Slip and Proxy form is being sent to all the members whose email address are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. Members are entitled to receive the said Annual Report & Notice in physical form upon sending a request in writing to the Company's registered office and / or sending an email to [info@asarfihospital.com](mailto:info@asarfihospital.com). Members whose email addresses are not registered, a physical copy of the said Annual Report and Notice is being dispatched in the permitted mode.
  - 15. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING 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 non-individual shareholders holding shares in demat mode.
      - i. The voting period begins on 27.01.2024 at 10.00 A.M. and ends on 29.01.2024 at 05.00 P.M. During this period shareholders' of the Company, as on the cut-off date (record date) of 29.12.2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
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- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated December 14, 2021 (General Circular No. 21/2021) read with circulars dated January 13, 2021, May 5, 2020 April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting/ Extra Ordinary General Meeting (“AGM”/“EGM”) 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”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and MCA Circulars, the EGM of the Company is being held through physical mode.
- iv. 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.
- v. 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.

- vi. [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 abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li data-bbox="655 365 1327 1160">4. 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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li data-bbox="655 1171 1327 1429">5. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li data-bbox="655 1440 1327 2045">6. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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</li> </ol>



	<p>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.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>5. Users who have opted for CDSL 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 users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>6. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>7. If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option</li> <li>8. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress</li> </ol>

	and also able to directly access the system of all e-Voting Service Providers.
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 website for casting your vote during the remote e-Voting period.

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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-4886 7000 and 022-2499 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33.

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

- vii. Login method for Remote e-Voting for **shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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:

	<b>For Individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department.</p> <ul style="list-style-type: none"> <li>• 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.</li> </ul>
Dividend Bank Details  <b>OR</b> Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> <li>• 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.</li> </ul>

- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. 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.

- x. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
  - xi. 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.
  - xii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
  - xiii. 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.
  - xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
  - xv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
  - xvi. 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.
  - xvii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
  - xviii. Additional Facility for Non – Individual Shareholders and Custodians –For 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](http://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](mailto: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.
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- 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 mandatory 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; [cs@asarfihospital.com](mailto:cs@asarfihospital.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
2. 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 e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll 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](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

16. Any person who acquires shares and became Member after dispatch of Notice of EGM and holds shares as of the cut-off date of 29.12.2023 may obtain the sequence a request to the Company's RTA at [agm@cameoindia.com](mailto:agm@cameoindia.com)
17. The Board of Directors has appointed CS SOURAV MALL (Membership No. A67274) representing ASARFI HOSOTAL LIMITED as the Scrutinizer to scrutinize the remote e-Voting process in a fair and transparent manner.
18. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date. In the case of joint holders, only one of the joint holders may cast his vote.
19. Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their voting right at the meeting through poll. The members who have already cast their vote by remote e-voting prior to the meeting shall not be entitled to cast their vote again.

20. The results on the resolution will be declared not later than two (2) days from the conclusion of the EGM i.e. 01.02.2024. The declared results along with the Scrutinizer's Report shall be placed on the Company's [website info@asarfihospital.com](mailto:info@asarfihospital.com) and on the website of NDSL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and will also be forwarded to the Stock Exchanges i.e. BSE SME subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the EGM.

<b><u>ASARFI HOSPITAL LIMITED</u></b>		
<b>Registered Office</b>	:	4 <sup>TH</sup> FLOOR, ASARFI HOSPITAL, BARAMURI, B. POLYTECHNIC, DHANBAD 828130
<b>CIN</b>	:	U85110JH2005PLC011673
<b>E-Mail</b>	:	cs@asarfihospital.com
<b>Website</b>	:	www.asarfi.in
<b>Contact No.</b>	:	96088 33708

**By the Order of the Board of Directors**

**Sd/-**

**Place: Dhanbad**

**(Seepika Gupta)**

**Date: 29.12.2023**

Company Secretary & Compliance Officer

### **EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

#### **Item No. 1**

*The Company decided to acquire all the shares of Asarfi Education Foundation a newly incorporated as on 12/12/2023 as per the provision of section 179(3)(e) and any other applicable provisions of Companies Act 2013 read with the rules thereunder ( including any statutory modifications or re- enactment thereof, for the time being in force) and subject to the limits envisaged under Section 186 read with Rule 11 and 13 of the Companies ( Meetings of Board and its Powers) Rules, 2014 , provisions of Articles of Association of the Companies and Regulation 30 and other applicable provision of SEBI( Listing obligation and disclosure requirements) (including any statutory modifications or re-enactment thereof for the time being in force).*

*Asarfi Education Foundation has two shareholders i.e. Mr. Udai Pratap Singh and Mrs. Madhuri Singh with 5000 shares each i.e. total 10000 shares of Rs. 10/-. Asarfi Hospital Limited wants to acquire the whole shares of its group company, which is a section newly incorporated company as the directors and shareholders of the section 8 Company are common in Asarfi Hospital Limited.*

The Company agreed to invest the sum of Rs. 100000 (one lac only) to acquire all the equity shares of Asarfi Educational Foundation (CIN: U85301JH2023NPL021689) which has led to arise the materiality effect on the Company as Asarfi Education Foundation has become wholly owned subsidiary of Asarfi Hospital Limited.

It has been resolved and ratified to accept the below acquisition and the new shareholding structure of Asarfi Education Foundation with effect from **[30.01.24]**:

<b>Shareholder</b>	<b>Before</b>	<b>After</b>	<b>Share Value</b>
<b>Name</b>	Mr. Udai Pratap Singh Mrs. Madhuri Singh	Asarfi Hospital Limited Mr. Harendra Singh	100000
<b>Number Of Shares</b>	5,000 5,000	9,999 1	100000

and hence it recommends the said Resolution No. 1 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relative except Mr. Udai Pratap Singh and Mrs. Madhuri Singh is in any way concerned or interested in the said resolution. The Board recommends the said resolution to be passed as an special resolution.

Accordingly, the directors recommend the resolution for member's approval as an **Special Resolution**.

**By the Order of the Board of Directors**

Sd/-

**(Seepika Gupta)**

**Place: Dhanbad**

**Date: 29.12.2023**

Company Secretary & Compliance  
Officer

**Registered Office:**

4<sup>Th</sup> FLOOR, ASARFI HOSPITAL, BARAMURI,  
BISHUNPURI POLYTECHNIC, DHANBAD 828130  
CIN: U85110JH2005PLC011673  
E-MAIL: cs@asarfihospital.com  
WEBSITE: www.asarfi.in  
PHONE: +91 96088 33708

1. ATTENDANCE SLIP



## Asarfi Hospital Limited

CIN: U85110JH2005PLC011673

**Registered Office:** Baramuri, B polytechnic, Dhanbad, Jharkhand – 828130

+91 96088 33708 || Email: [cs@asarfihospital.com](mailto:cs@asarfihospital.com) || [www.asarfi.in](http://www.asarfi.in)

### 1<sup>ST</sup> EXTRA ORDINARY GENERAL MEETING

#### ATTENDANCE SLIP

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

DP ID \* : Client ID\*

Regd. Folio No. : No. of Shares

\*Applicable for shares held in electronic form

Name(s) and Address of the Shareholder / Proxy in full: \_\_\_\_\_

I/We hereby record my/our presence at the 1<sup>st</sup> Extra Ordinary General Meeting of the Company being held on Friday 30.01.2024 at 12.00 P.M. at 4th Floor, Asarfi Hospital, Baramuri, B. Polytechnic, Dhanbad 828130.

Please (v) in the box

MEMBER

PROXY

\_\_\_\_\_  
Signature of Shareholder / Proxy



2. PROXY FORM



## Asarfi Hospital Limited

**CIN:** U85110JH2005PLC011673

**Registered Office:** Baramuri, B polytechnic, Dhanbad, Jharkhand – 828130

+91 96088 33708 || Email: [cs@asarfihospital.com](mailto:cs@asarfihospital.com) || [www.asarfi.in](http://www.asarfi.in)

### 1<sup>ST</sup> EXTRA ORDINARY GENERAL MEETING

FORM NO. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	:	ASARFI HOSPITAL LIMITED
CIN	:	U85110JH2005PLC011673
Registered Office	:	4 <sup>TH</sup> FLOOR, ASARFI HOSPITAL, BARAMURI, B. POLYTECHNIC DHANBAD-828130

NAME OF THE MEMBER(S) :

REGISTERED ADDRESS	:	
E-MAIL ID	:	
FOLIO NO/ CLIENT ID	:	
DP ID	:	

I/ We being the member of .....holding shares of Asarfi Hospital Limited, hereby appoint:

1. Name :  
 Address :  
 E-mail ID :  
 Signature :

or failing him/her

2. Name :  
 Address :  
 E-mail ID :  
 Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1<sup>st</sup> Extra Ordinary General Meeting of the Company being held on Friday 30.01.2024 at 12.00 P.M. at and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional	
		For	Against
<b><u>ORDINARY BUSINESS/SPECIAL BUSINESS</u></b>			
1	To consider acquisition of all the shares of Asarfi Educational Foundation		

Signed this ..... day of ..... 2024

\_\_\_\_\_  
 Signature of Shareholder

\_\_\_\_\_  
 Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, either in person or through post, not less than 48 hours before the commencement of the AGM.
2. Any alteration or correction made to this Proxy form must be initialed by the signatory/signatories.

3. BALLOT PAPER



## Asarfi Hospital Limited

CIN: U85110JH2005PLC011673

Registered Office: Baramuri, B polytechnic, Dhanbad, Jharkhand – 828130

+91 96088 33708 || Email: [cs@asarfihospital.com](mailto:cs@asarfihospital.com) || [www.asarfi.in](http://www.asarfi.in)

### 1<sup>ST</sup> EXTRA ORDINARY GENERAL MEETING

FORM NO. MGT - 12

POLLING PAPER

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	:	<b>ASARFI HOSPITAL LIMITED</b>
CIN	:	<b>U85110JH2005PLC011673</b>
Registered Office	:	<b>4<sup>TH</sup> FLOOR, ASARFI HOSPITAL, BARAMURI, B. POLYTECHNIC DHANBAD-828130</b>

BALLOT PAPER		
Sl. No	Particulars	Details
1.	Name of the first named Shareholder (IN BLOCK)	
2.	Postal Address	
3.	Registered Folio No. / *Client ID No. (*applicable to investors holding shares in Dematerialized form)	
4.	Class of Share	Equity Shares
<b>I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:</b>		

Resolution Number	Description	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1.	To consider acquisition of all the shares of Asarfi Educational Foundation			

Place:

Date:

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Signature of the Shareholder\*

(\*as per Company records)