

NOTICE OF SECOND ANNUAL GENERAL MEETING

To,
The Members of
Zenex Animal Health India Private Limited

Notice is hereby given that the Second Annual General Meeting of the Members of Zenex Animal Health India Private Limited will be held on Thursday, September 14, 2023 at 2.00 PM at 9th Floor, Puniska House, Next to One 42 Opp. Jayantilal Park BRTS, Ambli- Bopal Road, Ahmedabad 380054, Gujarat, at shorter notice through video conference to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at 31st March, 2023, Statement of Profit and Loss, Statement of Changes in Equity and Cash Flow Statement for the year ended on 31st March, 2023 together with the reports of the Board of Directors' and Auditors' thereon.

SPECIAL BUSINESS

2. To consider and ratify remuneration of Cost Auditors of the Company for the Financial Year 2023-24.

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the members of the Company hereby ratify the payment of remuneration of Rs. 4,75,000 (Rupees Four lakhs seventy five thousand only) plus applicable taxes and out of pocket expenses, if any to M/s. Dalwadi & Associates, Cost Accountants, Cost Auditors of the Company to conduct audit of the Cost records made and maintained by the Company for the Financial Year 2023-24.

RESOLVED FURTHER THAT Dr. Arun Atrey, Managing Director & CEO and Company Secretary of the Company be and are hereby severally authorized for and on behalf of the Company to file necessary forms with the Registrar of Companies and to take all steps and to do all such acts, deeds, matters, and things which may deem necessary in this regard."

By Order of the Board
for Zenex Animal Health India Private Limited

Swati
Company Secretary



Date: September 04, 2023
Place: Ahmedabad

Registered Office:
9th Floor, Puniska House, Next to One 42,
Opp. Jayantilal Park BRTS, Ambli- Bopal Road,
Ahmedabad, Gujarat 380054

Zenex Animal Health India Private Limited

NOTES

1. A meeting will be conducted through Video Conferencing as per statutory requirement. The members shall join the Meeting through Microsoft Teams by clicking on the link sent to their email ID registered with the Company.
2. The facility for joining the meeting shall open 15 minutes before the time scheduled to start the meeting until 15 minutes after such scheduled time. In case of any assistance required for attending the meeting through the aforesaid mode, the members shall contact on swatisahu@zenexah.com for any query before or during the meeting.
3. Voting at the Meeting shall be conducted through show of hands.
4. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto and forms a part of this notice.
5. Corporate members intending to authorise their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution/ Letter of representation to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
6. Members intending to inspect documents referred to in the accompanying Notice shall write to the Company at swatisahu@zenexah.com and the same shall be made available for inspection up to the date of this meeting.

By Order of the Board
for Zenex Animal Health India Private Limited

Swati
Company Secretary



Date: September 04, 2023

Place: Ahmedabad

Registered Office:

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Opp. Jayantilal Park BRTS, Ambli- Bopal Road,
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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 2:

To consider and ratify remuneration of Cost Auditors of the Company for the Financial Year 2023-24

In accordance with the provisions of section 148 of the Companies Act, 2013 (the Act) read with Rule 6(2) of the Companies (Cost Records and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditors) Rules 2014, the Board of Directors at their Meeting held on May 25, 2023 have approved re-appointment of M/s. Dalwadi & Associates, Cost Accountants (Firm Registration No. 000338) as the Cost Auditors of the Company to conduct audit of cost records of the Company for the Financial Year 2023-2024, at a remuneration of Rs. 4,75,000 (Rupees Four lakhs seventy five thousand only) plus applicable taxes and out of pocket expenses, if any subject to ratification by members.

M/s. Dalwadi & Associates, Cost Accountants, have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. As per the provisions of section 148(3) of the Act, read with the Rules, the remuneration payable to the Cost Auditors shall be ratified by the members of the Company.

The Board recommends the passing of the resolution as an Ordinary Resolution as set out at Item No. 2 of the Notice.

None of the Directors of the Company and their Relatives, are in any way, concerned or interested in the resolution set out in the notice.

By Order of the Board
for Zenex Animal Health India Private Limited


Swati
Company Secretary



Date: September 04, 2023

Place: Ahmedabad

Registered Office:

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