

SUSHRUTA VISHRANTHI DHAMA LIMITED

Reg. Off.: Suvidha, Sy. No. 18/4, Thalaghattapura, U.M.Kaval, Uttarahalli Hobli,
Bangalore South Taluk, Bangalore – 560 109

CIN - U85310KA2004PLC035063

Tel: 080-26951212/1000; website: www.suvidha.co.in; Email:
contact@suvidha.co.in

ADDENDUM TO THE NOTICE OF THE 19TH ANNUAL GENERAL MEETING

Addendum to the Notice dated 27th August 2023 convening the 19th Annual General Meeting of the members of Sushruta Vishranthi Dhama Limited (the Company) scheduled to be held on Sunday, the 24st day of September, 2023 at 10.30 a.m. IST through Video Conference (“VC”) to transact the business set out herewith, in compliance with the applicable provisions of the Companies Act, 2013 (“Act”) and the Circulars issued by the Ministry of Corporate Affairs, Government of India as may be applicable.

Notice is hereby given that pursuant to the provisions of Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the following items of business are added in the aforesaid Notice as Item No. 10, 11, and 12 as Special Business of the AGM and this addendum shall be deemed to be a part of the original Notice of the 19th Annual General meeting dated 27th August 2023 and the notes provided therein:

NORMAL BUSINESS:

1. APPOINTMENT OF MR. M N KANNAN AS DIRECTOR (DIN:10323291)

*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 160, and any other applicable provisions of the Companies Act, 2013, and the Rules made thereunder, Mr. M N KANNAN (DIN : 10323291), in respect of whom the Company has received a notice in writing along with the requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only) proposing his candidature for the office of

Director of the Company be and is hereby appointed as a Director of the Company and whose office shall be liable to retirement by rotation.”

**BY ORDER OF THE BOARD
FOR SUSHRUTHA VISHRANTHI DHAMA LTD.**

Sd/-

Mr. Venugopal V Shetty

Managing Director

DIN: 09273242

Date: 17/09/2023

No.119, Suvidha,

Sy. No. 18/4, UM Kaval,

Near Vajramuneshwara Temple, Thalaghattapura Post,

Bangalore – 560109.

NOTES:

- a) Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), relating to the Special Business to be transacted at this Annual General Meeting ('AGM') is annexed.
- b) In conformity with the regulatory requirements, the Notice of this AGM and the Report and Accounts of 2023 are being sent only through registered email addresses to those Members. Members may note that the Notice will also be available on the Company's website at www.suvidha.co.in.
- c) The Members can attend the meeting through VC from their laptop/mobile. Members are requested to follow the steps mentioned in the file named 'INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC' which is enclosed with the Notice of the AGM and shall also be attached separately on the e-mail, with the Notice of the AGM.
- d) The Company shall provide VC facility via ZOOM VIDEO COMMUNICATIONS ("Zoom") in order to make it convenient for the Members to attend the Meeting. Members are required to use the following link or details to join the meeting through VC facility of Zoom:

Join Zoom Meeting

<https://us06web.zoom.us/j/82961869125?pwd=S1BzWkZ5Q0xpYWRzcm9pNVlzdXlqUT09>

Meeting ID: 829 6186 9125

Passcode: 286690

- e) 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 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.

- f) The members desiring to inspect the relevant documents referred to in the accompanying notice and other statutory registers are required to send requests on the Company Secretary's email address: cs@suvidha.co.in. An extract of such documents would be sent to the members on their registered email address. The same will also be made available for inspection by the members at the Meeting in electronic mode.
- g) Members seeking any information with regard to the matters to be placed at the AGM, are requested to write to the Company Secretary at cs@suvidha.co.in. The same shall be taken up in AGM and replied by the Company suitably.
- h) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 read with Rules issued thereunder will be made available for inspection by the members at the Meeting in electronic mode.
- i) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM. However, both the joint holders may attend the meeting and participate in the discussions.
- j) Members seeking any information with regard to the accounts or any matter to be placed at AGM are requested to submit their questions in advance, on or before 14th September, 2023 through the Company Secretary's email address i.e. cs@suvidha.co.in. The same will be replied by the Company suitably.
- k) Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- l) Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
- m) The meeting room shall be open 15 minutes prior to the scheduled time to avoid last minute technical glitches.

- n) In case of any technical assistance before or during the meeting the member or representative as the case may be may contact the following person:

Name of the person: Nagaraja V

Designation: Company Secretary

Telephone Number: 9945040488

- o) In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using E-voting system from a place other than the venue of the AGM.
- p) Any person, who is a Member of the Company as on 27.08.2023 (the cut-off date approved by the Board in its Meeting held on 27.08.2023) is eligible to cast vote on all the resolutions set forth in the Notice of AGM **only through E-voting system**. The instructions to cast their votes through E-voting system will be mailed to all the members by a separate mail.
- q) The company has appointed CS Jayarama Korikkar, practicing Company Secretary as the scrutinizer of the company.
- r) The results of the voting shall be displayed on the Notice Board at the Registered office of the Company and the results along with the scrutinizer's report shall also be placed at website of the company immediately after the results are declared.

Profile of Dr. Nilima Kadambi

Dr. Nilima Kadambi is a qualified Paediatric Surgeon with 30+ years of Clinical Experience. She is also a Healthcare Management Professional with 15+ years of Corporate experience in Senior Management positions. Nilima has been a Founder Shareholder along with her husband, Dr. Vivek Kadambi who is one of the seven Founder Directors.

Nilima & Vivek have been residing in Sundar Suvidha since 2018 and active in many of the Village activities and Operational Committees. Dr Nilima has served as a Director on the Suvidha Board from Dec 2020 till date. She has been Chairperson of three important Committees, the Suvidha Health Committee, Staff Welfare Committee and the Cultural & Social Events Committee. A lot of hard work has been put in by these Teams of active Shareholders, to make our Suvidha a very Vibrant, Joyful, Healthy and Harmonious community for seniors and super-seniors.

She was a member of the Rental Committee and is also a member of the Land Matters Committee and Revenue Generation Committee. Nilima is known to be a hard-working, respected, capable, and sincere active Director. Presently she also enjoys doing gardening, attends Spiritual retreats, does Voluntary work with school children and Projects related to holistic well-being and affordable Healthcare. More details of her educational background and work experience are available on her LinkedIn Profile.

FIRM PROFILE

Mr. P.Vasudevan, B.Com, FCA, AICWA

A Fellow Member of the Institute of Chartered Accountants in India and carries a blend of experience of working in Industry & Practice (30 years). He has experience in the audit of multinational companies and large Indian organizations operating in India for local as well as reporting under US GAAP/IFRS. Has wide exposure of Statutory/Tax/Internal audits, GAAP audits and Corporate/Individual IT Return to a cross section of industries including manufacturing, information technology enabled services and service industries. From 2000 to 2005 was with PwC Bangalore office with their Audit & Assurance Services for 5 years. From 1993 to 2000 was in the in the Middle East for 7 years and has held a number of key, client facing and management roles in the Industry.

Mr. Pranam MR, B.Com, ACA

An Associate Member of the Institute of Chartered Accountants in India and has 5 years experience in Statutory audit, Tax audit, Internal audit, GAAP audits and Corporate/Individual IT Return.

Mr. Ranga Vittala, B.Com, ACA

An Associate Member of the Institute of Chartered Accountants in India and has 5 years experience in Statutory audit, Tax audit, Internal audit, GAAP audits and Corporate/Individual IT Return.

CA Article Clerks and Staff strength: 15 headcount

<p>Audit Services</p> <ul style="list-style-type: none"> ▶ Statutory Audit ▶ Tax Audit ▶ US GAAP ▶ IFRS ▶ Due Diligence Review ▶ Statutory Audit of Banks 	<p>Tax and Regulatory Services</p> <ul style="list-style-type: none"> ▶ Direct Tax ▶ Indirect Tax <p>Tax and Regulatory Services</p> <ul style="list-style-type: none"> ▶ Tax return preparation ▶ Tax withholding advisory ▶ Review of tax status and evaluation of tax exposures
<p>Internal Audit Services</p> <ul style="list-style-type: none"> ▶ Risk-based internal audit designed to focus on critical areas ▶ Assessing risk management systems to enable organizations to take advantage of opportunities /threats ▶ Assessment of corporate governance & control environment ▶ Provide value adding support to managements across all areas of operations ▶ Provide assurance on processes and controls for effectively managing business risks ▶ Improve & increase the effectiveness and efficiency of functions ▶ Formalising systems, procedures and risk management practices which are inconsistent across the organisation 	

Illustrative List of Clients

Audit of Branches of Banks

- ▶ Corporation Bank 3 branch audits for each year for 4 years
- ▶ Punjab National Bank 3 branch audits for each year for 4 years
- ▶ Union Bank of India 3 branch audits for each year for 4 years
- ▶ Sri Visveswariah Co-operative Bank Limited for 2 years

Audit of Govt. Companies

- ▶ Karnataka Silk Industries Corporation Limited for 4 years
- ▶ Karnataka Compost Development Corporation Limited for 4 years
- ▶ The Mysore Sales International Limited for 3 years
- ▶ The Mysore Tobacco Company Limited for 4 years
- ▶ The Mysore Lampworks Limited for 4 years
- ▶ The Oriental Insurance Company Limited for 4 years
- ▶ Marketing Communication & Advertising Limited for 2 years

Manufacturing Companies

- ▶ AT & S Pvt. Ltd (Printed Circuit Board) – MNC – Austria
- ▶ Wienerberger Brick Industry Pvt. Ltd (Bricks & Clay Roof Tiles) – MNC – Austria
- ▶ Faurecia Automotive Seating India Pvt. Ltd (Automobile Seats) – MNC – France
- ▶ Ottobilz India Pvt Ltd (Machine Tools) – MNC – Germany
- ▶ Biesse Manufacturing Company Pvt.Ltd (Plant & Machinery) – MNC – Italy
- ▶ GE Fanuc India Pvt. Ltd (Industrial Control & Automation) – MNC – Japan
- ▶ Tokai Rika Minda Pvt Ltd (Automobile parts) – MNC – Japan
- ▶ Dickinson Fowler Pvt Ltd (Tobacco Processing Plant & Machinery) – MNC – UK
- ▶ Fowler Westrup Pvt Ltd (Seed/Grain Processing Plant & Machinery) – MNC – UK
- ▶ GE India Exports Pvt. Ltd (Engineering) – MNC – USA
- ▶ Sigma Aldrich Chemicals Pvt. Ltd (Chemicals) – MNC – USA
- ▶ Waters India Pvt. Ltd. (High Performance Liquid Chromatography) – MNC – USA
- ▶ Momentive Performance Materials Pvt Ltd (Silicones & its derivatives) – MNC – USA
- ▶ AUSA Medical Devices Pvt. Ltd. (Surgical Instruments) – MNC – USA
- ▶ Manuli Hydraulic Connectors India Pvt. Ltd (Hydraulic components) – MNC – Italy
- ▶ Fluiconnecto India Pvt. Ltd (Hydraulic components) – MNC – Italy
- ▶ ETA Technology Pvt. Ltd. (Special Purpose Machines)
- ▶ Venso Electric Pvt. Ltd. (Power Meters)
- ▶ Cadel Technologies Pvt. Ltd (Power Meters)
- ▶ Sirpur Paper Mills Ltd. (Paper)
- ▶ Eastern Engineering Company Pvt. Ltd. (Machinery & Tools)

Real Estate and Construction Companies

- ▶ QVC Realty Developers Pvt Ltd (Construction) – Projects in Sector 99 and Sector 106 Gurugram, Haryana
- ▶ Embassy Group (Real Estate & Construction)
- ▶ Purvankara Group (Real Estate & Construction)
- ▶ Fortius Group (Real Estate & Construction)
- ▶ Zuari Cements (Cement Manufacturing) – MNC – Italy

Agro Companies

- ▶ Hindustan Lever Limited – Seeds Division – MNC – UK & Netherland
- ▶ Koeleman India Pvt Ltd (Gherkin & Vegetable Pickle) – MNC – Netherland
- ▶ Namdhari Agro-Fresh Private Limited (Agro products)
- ▶ Namdhari Farm Fresh Private Limited (Farm products)
- ▶ Namdhari Seeds Private Limited (Seeds production)
- ▶ SSRB Food Processing Pvt Ltd (Fruit Pulp)

IT and ITES (Information Technology Enabled Services) Companies

- ▶ Toshiba Embedded Software Pvt Ltd (Software design, development & ITES) – MNC – Japan
- ▶ Kyocera Wireless Communication Pvt Ltd (Software design, development & ITES) – MNC – Japan
- ▶ CrimsonLogic India Pvt Ltd (Software design, development & ITES) – MNC – Singapore
- ▶ ARM Embedded Technologies Pvt. Ltd (Chip design) – MNC – UK
- ▶ Qwest Telecom Software Service Pvt. Ltd (ITES) – MNC – USA
- ▶ Altair Engineering Pvt. Ltd (Software design, development & ITES) – MNC – USA

- ▶ GE Global Technology Solutions (Software design, development & ITES) – MNC – USA
- ▶ Fiorano Software Pvt Ltd (Software design, development & ITES) – MNC – USA
- ▶ Theorem India Pvt Ltd (ITES) – MNC – USA
- ▶ ITC Infotech Pvt. Ltd (Software design, development & ITES)
- ▶ Cosmogenic IT Solutions Pvt Ltd (Hardware Support & Services)

Sourcing and Liason Companies

- ▶ Tesco Stores (Apparels) – MNC – UK
- ▶ Marks & Spencers India Pvt. Ltd (Apparels) – MNC – UK
- ▶ Vicor Corporation (IT & ITES) – MNC – USA

Service Companies

- ▶ Indelox Logistics Services Pvt. Ltd. (Logistic services)
- ▶ Anvase Exim Pvt Ltd (Logistic services)
- ▶ New Interport Shipping Services Pvt. Ltd. (Logistic services)
- ▶ SR Nova Pvt. Ltd (Publishing)

Client List of US GAAP Audits Done

- ▶ Altair Engineering Private Limited (Software design, development & ITES) – MNC – USA
- ▶ Acusis Software Private Limited (ITES) – MNC – USA
- ▶ CoreObjects India Private Limited (Software design, development & ITES) – MNC – USA

Client List of IFRS Audits Done

- ▶ QVC Realty Developers Pvt Ltd (Construction) – Projects in Sector 99 and Sector 106 Gurugram, Haryana
- ▶ Embassy Service Pvt Ltd (Facility Mgt Services and Property Mgt Services)
- ▶ VTV Infrastructure and Mgt Servc Pvt Ltd (Facility Mgt Services and Property Mgt Services)
- ▶ Wienerberger Brick Industry Private Limited (Manufacturers of Bricks) – MNC – Austria
- ▶ Marketing Communication & Advertising Limited – Govt. Company of Karnataka
- ▶ Biesse Manufacturing Co. Pvt Ltd (manufacture of wood interior machines) – MNC – Italy
- ▶ Signet Hotels Private Limited (Hotel Industry) – MNC – Mauritius

Client List of Residential Associations

Aquila Heights Apartment Owners Association	Brigade Harmony Apartment Owners Association
Embassy Habitat Apartment Owners Association	Embassy Heritage Apartment Owners Association
Embassy Grace Apartment Owners Association	Embassy Tranquil Apartment Owners Association
Embassy Casabella Apartment Owners Association	Embassy Highstreet Apartment Owners Association
Embassy Crown Apartment Owners Association	Embassy Eros Apartment Owners Association
Embassy Woods Apartment Owners Association	Embassy Orchid Apartment Owners Association
Embassy Pristine Owners Association	Nikoo Homes Apartment Owners Association
Prestige Shantiniketan Apartment Owners Association	Mantri Pride Apartment Owners Association
Fortius Waterscape Apartment Owners Association	

Client List of Commercial Associations

Embassy Icon Annex Unit Owners Association	Embassy Classic Unit Owners Association
Embassy Icon Unit Owners Association	Embassy Prime Unit Owners Association
Embassy Star Unit Owners Association	GS Homes & Hotels Pvt Ltd
Anko Construction Pvt Ltd	



D. Ravi

I hold a master's Degree in Chemical Engineering .Having worked in the Corporate/Industry till 2008,thereafter, I moved into Business Process Consulting.

During my stint in the industry, I have had exposure to all facets of Pharmaceutical/Fine Chemical business processes covering business development, R&D , technology transfer, Project Engineering, Manufacturing, Quality, Environment, Hygiene, Safety, Human Resources, Supply Chain and these resulted in my assuming the position of Strategic Business Head position.

As an early entrant to then nascent Pharma industry, I pioneered the concept of Multipurpose API plants, Contract research and Manufacturing, Continuous process improvements leading to India being a low cost pharmaceutical manufacturing hub and thus making it a Preferred location for transacting Pharma business. I have worked in Enterprises like CIPLA, SPIC, UB group, Hikal & Reliance wherein I have also contributed to building teams of Pharma professionals.

From 2008 onwards I am engaged in Advisory assignments through Performance Acceleration Services/ Business Process Consulting services, helping organizations to turnaround, improve their revenues, profitability, compliance and thereby the valuation.

I am a proponent of " GREEN MANUFACTURING" and advise ,support, mentor and implement initiatives to reduce "Carbon Foot Print". I represent organisations for Solar Power, Industrial waste water treatment etc.

I was part of BNI (Business Network International) and developed networking skills.

With this background , I got inducted into the Member's committee of Suvidha in January 2022.

As an active member I have tried to provide data based solutions to address various problems , particularly House Keeping costs.

Members Committee experience served as a stepping stone for my appointment as " Additional Director" into the Suvidha Board from July 9th 2023. I have actively participated in all the Board meetings held so far. I was taken into " Maintenance Committee" recently and I am in active pursuit of resolving various issues faced by us with Airtel by escalating the same to Senior authorities.

I would like to state that I am known for impartially analysing issues to provide appropriate solutions, focussing on

'what is right rather than who is right '.

However my appointment as " Additional Director" requires regularisation in the ensuing AGM to be held on September 24, 2023. I seek your approval for the same to enable me to fulfill my role & responsibility in realising objectives of SUVIDHA

My contacts are;Mob; 9886719145,8073056274 Email id; ravi_d_@hotmail.com

V.Jayagopal – Profile

Insolvency Professional, Practicing Company Secretary and Financial Advisor

1. Name: Venkataraman Jayagopal
2. Father's Name: Mr. N.Venkataraman
3. Date of Birth: 05/12/1954
4. **Educational Qualification:** B.Com; F.C.S; A.C.M.A; IP (IBBI)

**FCS: F6347; CP no: 5389; ACMA: A5597
IBBI/IPA-002/IP-N00574/2017-2018/11741**

Work Experience:

Practicing as an Insolvency Professional, Management Accountant and Company Secretary.

Following areas are handled by me:

1. Acted as Interim Resolution Professional and Resolution Professional in Bangalore Bench of NCLT.
2. Carrying out Internal Audit of Books of Accounts and Statutory and legal compliance for Corporates.
3. Carried out Secretarial Audit for listed and unlisted companies. E.g. Opto Circuits Limited, AMD Limited, East West Hotels Ltd, Bangalore Stock Exchange Limited, Bangalore Commodities Ltd and Bangalore Hospitals Limited.
4. Due Diligence on Corporate Law and Finance & Accounts on behalf of Investors and promoters and also on behalf of Banks as per RBI Guidelines.
5. Handled CLB Cases, Buy-Back of shares, De-listing of companies & Listing of Companies and Company Law Compliance.
6. Organized Board Meetings and General Meetings of public limited companies and preparing the Notice for the Board Meetings and General Meetings and compiling the Minutes of the meetings.
7. Acted as a Scrutinizer for postal ballot for Listed companies for preferential allotment of shares, Alteration to MOA/AOA, Sales of substantial assets of companies for listed and unlisted public limited companies.
8. Handled investments for Companies in USA for Outbound investment from Indian Companies.
9. External CFO of some IT Companies and Practicing Company Secretary for many companies handling Company law compliance.
10. Owner level advice for small and medium scale companies on finance and corporate law matter.
11. Handled RBI compliances of NBFC compaies.

- **1978 to 1980:**

Served in Madras Refinery Limited and Madras Fertilizers Limited as Cost Accounting Trainee for two years.

Compilation of payroll and Income tax liability of Employees, Corporate Taxation and Inventory management. Underwent training for company secretary in Kirloskar Electric Company Limited.

- **1980 to 1984:**

Served in Triton Valves Limited and John Fowler India Limited listed Companies:

Heading the Main Accounts and finalization of annual accounts; Valuation of Inventory and debtors management and budgets and variance analysis and Corporate Taxation.

1984 to 1995

Joined Oil India Limited erstwhile Burma Oil Corporation where British Oil Corporation had equity stake, as Sr. Account Officer in 1984 and resigned as Manager (Finance & Accounts) in Grade E in 1995.

Headed the Corporate Finance and Accounts dept. dealing with Staff Payroll for 8,000 employees and its taxation, Project Account, Cost of Production and Inventory Valuation of crude oil and the Foreign Exchange matter relating to Overseas Contracts of high value. Dealt with the Cash Credit and loan matter with Banks and headed the Corporate Taxation of the Company during my tenure.

1995-2003

Served as Chief Finance Officer and Company Secretary in Lakshmanan Isola Limited, a company which had 50% equity from Von Roll Isola GmbH, Switzerland.

Handled Company's finance matter, its investments, cost of production of products, Staff Payroll and its employees' taxation, Corporate Taxation and organized Board Meetings and General Meetings. Other areas handled were ECB matter and foreign equity participation and sale of non-resident shares and credit facilities of the company & Corporate statutory compliance including the Labour laws.

2003 and beyond

Practicing as a Management Accountant and Company Secretary & an Insolvency Professional.

Venkataraman Jayagopal

FCS: F6347; CP no: 5389; ACMA: A5597

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