

NOTICE

To,
The Shareholders
M/s. Amanta Healthcare Limited
(formerly known as Marck Biosciences Ltd.)

Notice is hereby given that the **Twenty First Annual General Meeting** of M/s. Amanta Healthcare Limited will be held at 5th Floor, Heritage, Near Gujarat Vidhyapith, Off. Ashram Road, Ahmedabad – 380 014, on 30th September, 2016 at 1100 hours to transact the following business:

Ordinary Business:

1. To receive and adopt Director's Report and Audited Balance Sheet & Profit and Loss Account for the year ended 31st March, 2016.
2. To appoint a Director in place of Shri Bhavesh Patel, who retire by rotation and being eligible offer himself for re-appointment.
3. To appoint a Director in place of Shri Rohit Patel, who retire by rotation and being eligible offer himself for re-appointment.
4. To ratify the appointment of Auditors, to hold office till the conclusion of the next Annual General Meeting and to fix their remuneration.

Special Business:

1. To ratify the remuneration of CMA Manish Analkat, the Cost Auditor of the Company for the Financial Year 2016-17.

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

“RESOLVED THAT pursuant to the provisions of Section 148 and 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(s) thereof, for the time being in force), Mr. Manish Analkat, appointed as Cost Auditor by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2016-17, be paid a remuneration of Rs. 50,000/- (Rupees Fifty Thousand Only) plus service tax as applicable and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary to give effect to this resolution.”

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL AND THAT A PROXY NEED NOT BE A MEMBER.
2. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified true copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
3. Members are requested:
 - to kindly notify the change of address, if any, to the Company/their Depository Participant.
 - to bring their attendance slip along with their copy of the Annual Report in the Meeting.

➤to deposit the duly completed attendance slip at the Meeting.

4. Members desiring any information with regard to Accounts/Reports are requested to submit their queries addressed to the Company Secretary at least ten days in advance of the meeting so that the information called for can be made available at the meeting.

**By the Order of the Board,
For, Amanta Healthcare Limited**

Place: Ahmedabad

Date: 01.06.2016

Rohit J. Patel

Chairman

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102
OF THE COMPANIES ACT, 2013**

In conformity with the provisions of Section 102 of the Companies Act, 2013, following Explanatory Statements sets out all material facts relating to the Special Businesses mentioned at Item No. 1 of the accompanying Notice dated 1st June, 2016 and should be taken as forming part of the Notice.

ITEM NO.: 1

Your Directors would like to inform you that the Company has re-appointed Mr. Manish Analkat as the Cost Auditor of the Company pursuant to section 148(3) of the Companies Act, 2013 and Rule 6(2) of the Companies (Cost Records & Audit) Rules, 2014 for the financial year 2016-17 in the meeting of Board of Directors held on 1st June, 2016.

As per Rule 14 (a)(ii) of the Companies (Audit & Auditors) Rules, 2014, the remuneration of the Cost Auditor is required to be approved and ratified by the shareholders of the Company. The Board has approved an amount of Rs. 50,000/- on account of the Audit fees for the conduction of the Audit of Cost records of the Company for the financial year 2016-17.

Your Directors recommends ratification of the said Remuneration of the Cost Auditor by way of Special Resolution.

None of the Directors and/or the Key Managerial Personnel of the Company is concerned or interested in the proposed resolution.

**By the Order of the Board,
For, Amanta Healthcare Limited**

Place: Ahmedabad

Date: 01.06.2016

**Rohit J. Patel
Chairman**