

INTERNATIONAL ONCOLOGY SERVICES PRIVATE LIMITED

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWELFTH ANNUAL GENERAL MEETING OF INTERNATIONAL ONCOLOGY SERVICES PRIVATE LIMITED WILL BE HELD ON 26TH SEPTEMBER, 2017, AT 11.30 AM AT THE REGISTERED OFFICE OF THE COMPANY AT SCO 417-418, 4TH FLOOR, SQUARE ONE, PLOT NO. C-2, DISTRICT CENTRE SAKET, NEW DELHI-110017, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2017, Balance Sheet and Cash Flow Statement as at that date together with the Reports of the Auditors and Board of Directors thereon.
2. 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 139 and all other applicable provisions of the Companies Act, 2013 (read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) (collectively “Act”), the Company hereby ratifies the appointment of M/s PR Mehra & Co, Chartered Accountants (Firm Registration 000051N), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2018-19 on such remuneration as may be determined by the Board of Directors.”

SPECIAL BUSINESS:

3. Re-appointment of Mr. Munjuluri Nagabhushana Rao as an Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for

the time being in force), Mr. Munjuluri Nagabhushana Rao (DIN: 00334756), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed to hold office for a term of 5 years from 05.11.2017 to 04.11.2022, with liberty to the Board to alter, revise and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Rao.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion may deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

By order of the Board

**Sd/-
Siddharth Singh
(Company Secretary)**

Place: New Delhi
Dated: 28.08.2017

NOTES:

- 1. A Member entitled to attend and vote at the Annual General Meeting (Meeting) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.**
- 2. A copy of Annual Accounts for FY 2016-17 along with the Report of Auditors and Board of Directors thereon are being sent along with this Notice**
- 3. Route Map of the Venue of Meeting is provided hereinafter.**

Attendance Slip

I/We/ hereby record my/our attendance at the Annual General Meeting of the Company held at registered office of the Company-.

Members Folio No.

Members/Proxy's Name

Member's/Proxy's Signatures

Note:

1. Please complete the Folio and name, sign this Attendance Slip and hand it over to the Company Secretary at the time of ENTRY TO THE MEETING ROOM.
2. Members are requested to bring this slip along with them as duplicate slips will not be issued at the venue of the Meeting.

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING ROOM.

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]

CIN: U85110DL2005PTC141431

Name of the company: **International Oncology Services Private Limited.**

Registered office: **SCO 417-418, 4th Floor, Square One , Plot No.C-2, District Centre Saket, New Delhi-110017.**

Name of the member (s):

Registered address:

E-mail Id:

Folio No:

I/We, being the member (s) of _____ shares of the above named company, hereby appoint;

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

International Oncology Services Private Limited
CIN: U85110DL2005PTC141431
Registered Address: SCO 417-418, 4th Floor, Square One , Plot No.C-2, District Centre Saket,
New Delhi-110017
Web: www.cancertherapycentres.com
Email: siddharth.singh@iosplcancer.com

Signature:....., or failing him

3. 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 annual general meeting of the company, to be held on the day of..... At..... a.m/p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	For	Against
1.		
2.		
3.		

Signed this..... day of.....
 Signature of shareholder

Affix Re.1 revenue stamp here

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

Agenda Item no. 3

The Members of the Company, at the 10th Annual General Meeting held on September 29, 2015 had approved the appointment of Mr. Munjuluri Nagabhushana Rao as an Independent Director of the Company, whose term is due to expire on 4th November , 2017.

As per Section 149(10) of the Companies Act, 2013 (CA 2013), an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

In line with the aforesaid provisions of the CA 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Munjuluri Nagabhushana Rao, it is proposed to re-appoint him for the second term as an independent Director on the Board of the Company for a period of 5 years from 05.11.2017 to 04.11.2022.

In the opinion of the Board, Mr. Munjuluri Nagabhushana Rao fulfills the conditions specified in the Act of being independent of the management. Copy of the draft letter for appointment of Mr. Munjuluri Nagabhushana Rao as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Munjuluri Nagabhushana Rao as an Independent Director. Accordingly, the Board recommends passing of the Resolution at Item No. 3 of the Notice as a Special Resolution.

Except Mr. Rao, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution except and to the extent they are member of the Company.

Place: New Delhi
Dated: 28.08.2017

By order of the Board

Sd/-
Siddharth Singh
(Company Secretary)

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