

## NOTICE OF EXTRAORDINARY GENERAL MEETING

To,

**The Members of the Company and  
Board of Directors;**

Notice is hereby given that the Extraordinary General Meeting of M/s CORE Diagnostics Private Limited (“Company”) to be held at 3 P.M. (IST) on Wednesday, 4th June, 2025 at a shorter notice at the registered office of the Company situated at 406, Udyog Vihar, Phase-III, Gurgaon -122016, Haryana India via video conferencing facility to transact the following business:

### SPECIAL BUSINESS:

**1. TO APPROVE EXTENSION OF BORROWING LIMIT OF THE BOARD AS PER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013**

To consider and, if thought fit, to pass, with or without modification following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 (“Act”) read with applicable rules framed thereunder (including any statutory amendment(s), modification(s), enactment(s) or re-enactment thereof, for the time in force), applicable provisions of Foreign Exchange Management Act, 1999 read with rules or regulations framed thereunder, enabling provisions of the Memorandum and Articles of Association of the Company and such other applicable laws, rules and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from appropriate authorities, to the extent applicable and wherever necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall include any Committee or any person duly authorized by the Board), to borrow any sum of money, from time to time, in any currency and in any manner including but not limited to, fund based or non-fund based assistance, term loan, guarantees, working capital facilities, overdraft facilities, lines of credit, inter corporate deposits, credit facilities, external commercial borrowings, issuance of bonds, notes, debentures or other securities whether convertible into equity/preference shares or any other form of financial assistance, from any person including but not limited to any company, individual, body corporate, banks, related parties, financial institutions or any other person, whether Indian or foreign, upon such terms & conditions as regards to interest, repayment, tenor, security or otherwise, as the Board may determine and think fit, such that the monies to be borrowed by the Company (apart from the temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company but shall not exceed at any time a sum of INR 75,00,00,000/- (Indian Rupees Seventy-Five Crores only).

CORE Diagnostics Private Limited

Regd. Office Address: 406, Fortune Tower- II, Udyog Vihar, Phase-III, Gurgaon -122016  
CIN: U85100HR2012PTC046376, Email: info@corediagnostics.in

## RESOLVED FURTHER THAT

- a. the Directors of the Company Mr. Avadhut Joshi, Mr. Surendran Chemmenkotil, Mr. Dinesh Chauhan,
- b. Mr. Ashish Singhal, Company Secretary of the Company,
- c. Mr. Sameer Patel and
- d. Mr. Aditya Shinde

any two jointly are hereby authorized and empowered to do all such acts, deeds, matters and things, arrange, give such directions as may be deemed necessary or expedient, or settle the terms and conditions of such instrument, securities, loan, debt instrument, agreement as the case may be, on which all the moneys are to be borrowed, from time to time, as to interest, repayment, security, or otherwise howsoever as it may think fit, and to execute all such documents, instruments and writings as may be required to give effect to this resolution and for matters connected herewith or incidental hereto, including intimating the concerned authorities or regulatory bodies.

**RESOLVED FURTHER THAT** the Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or incidental to give effect to this resolution including filing of e-forms with the concerned Registrar of Companies and to furnish certified true copy of resolution in this regard as may be required from time to time.”

## **2. TO APPROVE UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013, TO SELL, CREATE MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY**

To consider and, if thought fit, to pass, with or without modification following resolution as **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 (“Act”) read with applicable rules framed thereunder (including any statutory amendment(s), modification(s), enactment(s) or re-enactment thereof, for the time in force) applicable provisions of Foreign Exchange Management Act, 1999 read with rules or regulations framed thereunder, enabling provisions of the Memorandum and Articles of Association of the Company and such other applicable laws, rules and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from appropriate authorities, to the extent applicable and wherever necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall include any Committee or any person duly authorized by the Board), to sell, lease or dispose of in any manner including but not limited to mortgaging, hypothecating, pledging or in any manner creating charge on all or any part of the present and future moveable or immovable assets or properties of the Company or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as the “Assets”) and/or creating a floating charge on the Assets to or in favour of banks, financial institutions, investors, debenture trustees or any other lenders to secure the amount borrowed by the Company from time to time for the due re-payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company in respect of the said borrowings provided that the aggregate indebtedness so secured by the Assets do not at any time exceed the value of limits approved under Section 180(1)(c) of the Act.

CORE Diagnostics Private Limited

# CORE DIAGNOSTICS™

**RESOLVED FURTHER THAT** the securities/charges to be created by the Company as aforesaid may rank prior / pari passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

**RESOLVED FURTHER THAT**

- a. the Directors of the Company Mr. Avadhut Joshi, Mr. Surendran Chemmenkotil, Mr. Dinesh Chauhan,
- b. Mr. Ashish Singhal, Company Secretary of the Company,
- c. Mr. Sameer Patel and
- d. Mr. Aditya Shinde

any two jointly are hereby authorized and empowered to do all such acts, deeds, matters and things, arrange, give such directions as may be deemed necessary or expedient, to finalise, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable, to settle any question, difficulty or doubt that may arise in regard to creating mortgages / charges as aforesaid and filing of necessary forms, returns, applications and submissions under the Act to give effect to this resolution and for matters connected herewith or incidental hereto, including intimating the concerned authorities or regulatory bodies.

**RESOLVED FURTHER THAT** the Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or incidental to give effect to this resolution including filing of e-forms with the concerned Registrar of Companies and to furnish certified true copy of resolution in this regard as may be required from time to time.”

For **CORE Diagnostics Private Limited**

**Dinesh Chauhan**  
**Managing Director**  
**DIN: 08773894**  
**Address: 406, Udyog Vihar, Phase-III, Gurgaon -122016, Haryana India**

**Date: 10<sup>th</sup> May, 2025**

**Place: Gurgaon**

CORE Diagnostics Private Limited

# CORE DIAGNOSTICS™

## NOTES:

1. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto as **Annexure I**.
2. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed hereto as **Annexure II** to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.
3. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy, who need not be a member of the Company, to attend and vote instead of himself. Proxies in order to be effective must be lodged with the Company at any time before the meeting. The Proxy Form is annexed hereto as Annexure III.**
4. In case of corporate shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Act for such representation may please be forwarded to the Company.
5. The documents related to matters set out in the notice shall be open for inspection at the registered office of the Company during normal business hours on all working days up to and including the date of Extraordinary General meeting of the Company.
6. Route map and land mark details for the venue of Extraordinary General **Annexure IV**:

CORE Diagnostics Private Limited

Regd. Office Address: 406, Fortune Tower- II, Udyog Vihar, Phase-III, Gurgaon -122016  
CIN: U85100HR2012PTC046376, Email: info@corediagnostics.in

## **ANNEXURE I:**

### **Item No. 1: TO APPROVE EXTENSION OF BORROWING LIMIT OF THE BOARD AS PER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013**

Your company needs to increase its borrowing limit under section 180 (1) (c) up to INR 75 Crore to meet its working capital requirements for smooth functioning and liquidity.

The resolution as set out at item no.1 under special business is placed for your approval.

Hence, the Board of Directors recommends passing of the enabling resolution mentioned at agenda no.1 under special business.

The concern or interest, financial or otherwise in respect of item no.1 under Special Business of:

- i. Every director and the manager, if any: *None*
- ii. Every other key managerial personnel: *None*; and
- iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above: *None*

Relevant documents related to the resolution are open for inspection by the members at the registered office of the Company on all working days during business hours till the date and time of the meeting.

### **Item No. 2: TO APPROVE UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013, TO SELL, CREATE MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY**

Your company needs authorize board to to sell, lease or dispose of in any manner including but not limited to mortgaging, hypothecating, pledging or in any manner creating charge on all or any part of the present and future moveable or immovable assets or properties of the Company or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as the "Assets") and/or creating a floating charge on the Assets to or in favour of banks, financial institutions, investors, debenture trustees or any other lenders to secure the amount borrowed by the Company from time to time.

The resolution as set out at item no.1 under special business is placed for your approval.

Hence, the Board of Directors recommends passing of the enabling resolution mentioned at agenda no.1 under special business.

The concern or interest, financial or otherwise in respect of item no.1 under Special Business of:

- i. Every director and the manager, if any: *None*
- ii. Every other key managerial personnel: *None*; and
- iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above: *None*

CORE Diagnostics Private Limited

# **CORE** DIAGNOSTICS™

Relevant documents related to the resolution are open for inspection by the members at the registered office of the Company on all working days during business hours till the date and time of the meeting.

For **CORE Diagnostics Private Limited**

**Dinesh Chauhan**

**Managing Director**

**DIN: 08773894**

**Address: 406, Udyog Vihar, Phase-III, Gurgaon -122016, Haryana India**

**Date: 10<sup>th</sup> May, 2025**

**Place: Gurgaon**

CORE Diagnostics Private Limited

Regd. Office Address: 406, Fortune Tower- II, Udyog Vihar, Phase-III, Gurgaon -122016  
CIN: U85100HR2012PTC046376, Email: [info@corediagnostics.in](mailto:info@corediagnostics.in)

**ANNEXURE II:**

**ATTENDANCE SLIP**

(Please complete this attendance slip and hand it over at the entrance of the venue)

I hereby record my presence at the Extraordinary General Meeting of the M/s CORE Diagnostics Private Limited held on Friday, 27<sup>th</sup> June, 2025 at 3 p.m. at the registered office of the Company situated at 406, Udyog Vihar Phase III, Gurgaon – 122 016, Haryana, India via video conferencing facility.

**Full Name of the Shareholder/ Authorized representative:**

**Residing at/having registered office at**

**Folio No.**

**No. of Shares held:**

**Name of Proxy (if any):** Not Applicable

\_\_\_\_\_  
Signature of the Shareholder/Proxy/  
Corporate Representative\*

\* Strike out whichever is not applicable

CORE Diagnostics Private Limited

Regd. Office Address: 406, Fortune Tower- II, Udyog Vihar, Phase-III, Gurgaon -122016  
CIN: U85100HR2012PTC046376, Email: info@corediagnostics.in

**ANNEXURE III:**

**PROXY FORM - MGT-11**

[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:** M/s. Core Diagnostics Private Limited (CIN U85100HR2012PTC046376)

**Registered Office:** 406, Udyog Vihar, Phase III, Gurgaon – 122 016, Haryana, India

**Name of the Member (s):** \_\_\_\_\_ residing at/having registered office at \_\_\_\_\_  
\_\_\_\_\_ & E-mail Id: \_\_\_\_\_ bearing Folio No. \_\_\_\_\_.

I / We, being the member(s) of \_\_\_\_\_ (In words \_\_\_\_\_) equity shares of Core Diagnostics Private Limited hereby appoint –

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him / her

2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the extraordinary general meeting of the Company, to be held on Friday, 27th June, 2025 at 3 p.m. at the registered office of the Company situated at 406, Fortune Tower- II, Udyog Vihar, Phase-III, Gurgaon -122016, India and at any adjournment thereof, in respect of resolutions set out in the Notice convening the meeting.

**Affix Re. 1  
Revenue  
Stamp**

Signed this \_\_\_\_ day of \_\_\_\_\_, 2025

\_\_\_\_\_  
Signature of Shareholder (s)

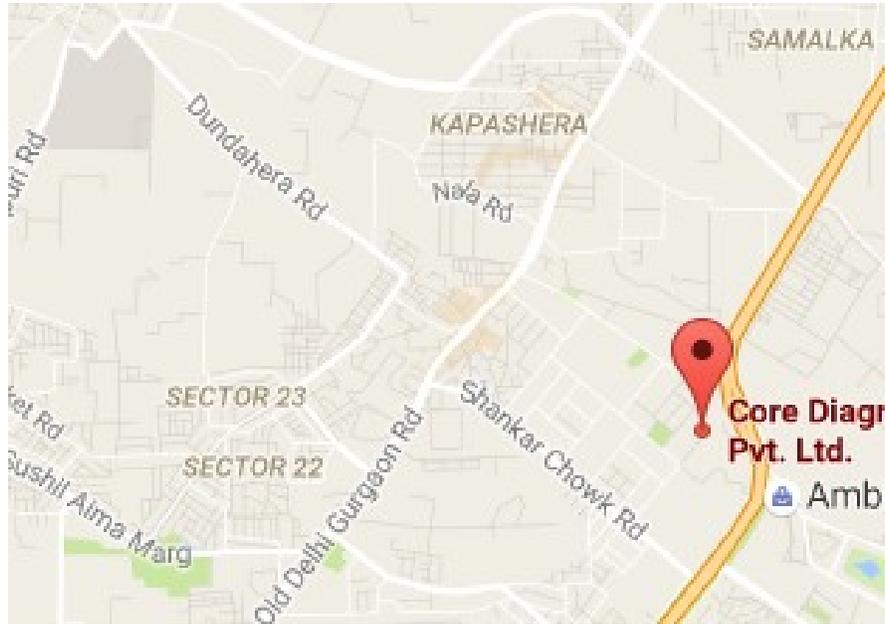
\_\_\_\_\_  
Signature of Proxy Holder (s)

**Note:** This form of proxy in order to be effective, should be duly stamped, executed and deposited at the registered office of the Company before the commencement of the Meeting.

CORE Diagnostics Private Limited

**ANNEXURE IV:**

**Route Map**



CORE Diagnostics Private Limited

Regd. Office Address: 406, Fortune Tower- II, Udyog Vihar, Phase-III, Gurgaon -122016  
CIN: U85100HR2012PTC046376, Email: info@corediagnostics.in