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ANTARA SENIOR LIVING LIMITED

NOTICE is hereby given that the 11th Annual General Meeting of Antara Senior Living Limited will be held at a shorter notice on Wednesday, August 24, 2022 at 1200 hours at 1, Rajesh Pilot Lane, New Delhi-110011 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet as at March 31, 2022, Profit and Loss Account and Cash Flow statement for the year ended on that date along with the notes to accounts, reports of the Board of Directors and Auditors thereon.

2. To appoint a director in place of Mrs. Tara Singh Vachani (DIN: 02610311), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. 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 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and/or any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory amendment, modification or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Board of Directors, Dr. Ajit Singh (DIN: 02525853), who was appointed as an Additional Director of the Company with effect from May 20, 2022 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing his candidature for appointment as Director of the Company, be and is hereby appointed as Director of the Company, whose appointment shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized, on behalf of the Company, to file requisite forms with the office of Registrar of Companies, NCT Delhi & Haryana and to do all such acts, deeds and things as may be required or considered necessary or incidental thereto to give effect to the above resolution."

4. 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, 150,152, 161,178 Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof, for the time being in force) Dr. Ajit Singh (DIN - 02525853) who has submitted a declaration that he meets the criteria of Independence as provided under the Act, be and is hereby appointed as an Independent Director on the Board of Directors of the Company for a period of 5 years commencing on May 20, 2022 and upto May 19, 2027, whose appointment shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT pursuant to the provisions of Section 197 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, Dr. Ajit Singh be paid sitting fees of Rs. 1,00,000/- (Rupees One Lakh only) for each meeting of the Board or Committee thereof or general meeting attended by him together with the reimbursement of reasonable travel expenses, hotel and other incidental expenses in performance of his roles and duties."

"RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized, on behalf of the Company, to file requisite forms with the office of Registrar of Companies, NCT Delhi & Haryana and to do all such acts, deeds and things as may be required or considered necessary or incidental thereto to give effect to the above resolution."

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

"RESOLVED THAT in accordance with the provisions of Sections 152, 196, 197 and 198 read with Chapter XIII-Appointment and Remuneration of Managerial Personnel and Schedule V and other applicable provisions, if any, of the Companies Act, 2013(the "Act") and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and as per the recommendation of the Nomination & Remuneration Committee and Board of Directors of the Company, the approval of the Shareholders of the Company be and is hereby accorded for continuing the overall limits of remuneration payable to Mrs. Tara Singh Vachani (DIN: 02610311) for the period from April 1, 2023 and upto August 6, 2024 to be Rs. 4.80 crore (Rupees Four Crores and Eighty Lakhs only) per annum under the following heads:

i. Salary (including Basic and House Rent Allowance/ Company lease rent accommodation);
ii. Variable compensation/performance incentive/Long term incentive plan; and
iii. Perquisite and allowances viz., leave travel allowance, car lease rentals, fuel reimbursements, vehicle maintenance, driving services, management allowance and medical reimbursements.

In addition to the remuneration and perquisites to be paid as aforesaid, the Company shall also make contributions to Provident Fund and provide for gratuity not exceeding 15 days of basic salary for each completed year of service as per the Company's policy. In addition, Mrs. Tara Singh Vachani shall be entitled to encashment of leave, housing loan as per Company policy, personal accident insurance policy, health insurance (hospitalization) policy, travel insurance, group term life insurance, club memberships and as applicable to employees of the Company. Mrs. Tara Singh Vachani will also be eligible for variable pay and to participate in long term incentive plans as may be introduced by the Company from time to time as approved by the Board (which includes its Committee) from time to time."

"RESOLVED FURTHER THAT the Board of Directors of the Company and/or its Committee thereof, be and is hereby authorized to regulate the payment of remuneration to Mrs. Tara Singh Vachani within the aforesaid limits, from time to time."

"RESOLVED FURTHER THAT Company Secretary be and is hereby authorized to do all such acts, deeds, matters and things, as may be required or considered necessary, expedient, incidental or consequential, for giving effect to the above Resolution."

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

"RESOLVED THAT pursuant to the provisions of Section 152, 196, 197 and 198 read with Chapter XIII-Appointment and Remuneration of Managerial Personnel and Schedule V and other applicable provisions, if any, of the Companies Act, 2013(the "Act") and as per the recommendation of the Nomination & Remuneration Committee and Board of Directors of the Company, the approval of the Shareholders of the Company be and is hereby accorded for continuing the overall limits of remuneration payable to Mr. Rajit Mehta (DIN: 01604819) for the period from August 1, 2022 and upto July 31, 2024 to be Rs. 4.50 crore (Rupees Four Crores and Fifty Lakhs only) per annum under the following heads as per the Company Policy(ies):

i. Fixed Pay: Including but not limited to Basic, House Rent Allowance/Company owned or leased accommodation including house maintenance, Provident Fund and Gratuity, perquisites and allowances viz., leave travel allowance, Company owned assets including Company car, furniture and appliances, car lease rentals, fuel reimbursements, vehicle maintenance, driver facility, children education allowance, management allowance, medical reimbursements etc. The perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rule, they shall be evaluated at actual cost.
ii. Variable Pay: Performance based variable pay, which will be objective, transparent and measurable and shall based on the Company's Measures of Success (MoS) achievement linked variable pay parameters.
iii. In addition to the remuneration and perquisites to be paid as aforesaid, Mr. Rajit Mehta shall be entitled to encashment of leave, personal accident insurance policy, health insurance (hospitalization) policy, travel insurance, group term life insurance, club memberships and any other benefits / perquisites / retiral benefits as per the policy / rules of the Company in force and/or as may be approved by the Board / Committee, from time to time.

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"RESOLVED FURTHER THAT the Board of Directors of the Company and/or its Committee thereof, be and is hereby authorized to regulate the payment of remuneration to Mr. Rajit Mehta within the aforesaid limits, from time to time."

"RESOLVED FURTHER THAT Company Secretary be and is hereby authorized to do all such acts, deeds, matters and things, as may be required or considered necessary, expedient, incidental or consequential, for giving effect to the above Resolution."

By the order of the Board
For Antara Senior Living Ltd.

Sandeep Pathak
Legal Counsel & Company Secretary
Membership No: F5351

Date: August 22, 2022
Place: Noida

Antara Senior Living Limited
Regd. Office: Max House, 1, Dr. Jha Marg, Okhla, New Delhi 110 020, India
Corp. Office: Max Towers, Level - 20, Sector-16B, Noida, Uttar Pradesh 201 301
Ph: +91 120 495 4444 Website: www.antaraseniorcare.com
CIN No.: U74140DL2011PLC218781

NOTES:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the Company.

2. Proxies in order to be effective must be received at the Registered Office of the Company or at the venue of the meeting, at any time but not less than 12 hours before the time of the meeting. A format of proxy form MGT-11 is enclosed.

3. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, in respect of the special business to be transacted at the meeting under Item No. 3, 4, 5 & 6 is annexed hereto.

4. Information required under Schedule V of the Companies Act, 2013 and Secretarial Standards 2, is attached as **Annexure-1** to this Notice.

5. This Notice of the Meeting along with the Attendance Slip, Proxy Form, Shorter notice consent, Route map of the venue of the Meeting and the Annual Report & Accounts of the Company for the Financial year 2021-22 are being sent by email to all the members on their e-mail addresses (IDs) registered with the Company.

6. During the period beginning 12 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the Notice are open for inspection at the Corporate Office of the Company on all working days of the Company upto the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.

7. Members who hold shares in the dematerialized form are requested to write their DP ID and Client ID and those holding shares in physical form are requested to write their Folio number in the attendance slip.

8. Route-maps of the meeting venue, pursuant to the Secretarial Standard 2 is enclosed with the Notice.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESS SET OUT AT THE NOTICE

ITEM NOS. 3 & 4

The Board of Directors at their meeting held on May 20, 2022 had appointed Dr. Ajit Singh (DIN: 02525853) as an Additional Director (in the capacity of an Independent Director) on the Board of the Company for a term of five years effective May 20, 2022 and recommended the same to the shareholders for their approval by way of passing special resolutions set out at Item Nos. 3 & 4.

The Board had evaluated Dr Singh's profile and believe that his skills, experience and knowledge in healthcare industry would create value for the business of the Company.

As per Section 161 of the Companies Act, 2013 an Additional Director shall hold office up to the date of the next annual general meeting.

As per Section 149 of the Companies Act, 2013, an Independent Director shall hold office for a term up to five (5) consecutive years on the Board of a company and shall be eligible for reappointment for another term of not more than five (5) years on passing of a special resolution by the company. Schedule IV-Code for Independent Directors further provides that the appointment of independent director(s) of the company shall be approved at the meeting of the shareholders. The appointment shall be made as per the provisions of Companies Act, 2013.

Accordingly, your Directors recommend the resolutions set out at Item Nos. 3 & 4 for your approval.

Dr. Ajit Singh, Independent Director is interested in this resolution for appointment. No other Director, Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolutions.

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Brief profile of Dr. Ajit Singh is as under:

S.No	Particulars	Dr. Ajit Singh
1	**Background Details**	**Father's Name**- (Late) Jaswant Singh **Age**- 58 **Qualification**- Dr. Singh has a Ph.D. in Computer Science from Columbia University, a master's degree in Computer Engineering from Syracuse University and a bachelor's degree in Electrical Engineering from Banaras Hindu University, India. **Past Experience**- Dr. Singh is the Managing Director and Partner at Artiman Ventures. He is an Adjunct Professor in the School of Medicine at Stanford University. He is also a member of the Board of Trustees of American Association for cancer Research (AACR) foundation, the oldest and the largest cancer research organization globally. In the past, Dr. Singh has served as a Senior Advisor to the Board of Trustees of Tata Trusts, and as a Lead Director on the Board of Directors of Max Healthcare. Prior to joining Artiman, Dr. Singh was the President and CEO of Biolmagene, a digital pathology company specializing in Cancer Diagnostics, based in Sunnyvale, CA. Before Biolmagene, Dr. Singh spent nearly twenty years at Siemens in various roles, most recently as the global Chief Executive Officer of the Digital Imaging Systems business of Siemens Healthcare, based in Germany. From 2001-2006, Ajit was the President and CEO of the Siemens Oncology Care Systems, with global headquarters in Concord, California. Between 1996-2001, Ajit held the positions of Group Vice President of Siemens e-Health, and Vice President of Siemens Health Services based in Princeton, NJ, where he led the company's Healthcare

		IT business and Consulting Practice. Before transitioning to these business responsibilities, Ajit spent several years in R&D and academia. From 1989-1995, he was at Siemens corporate Research in Princeton, responsible for research in the areas of artificial intelligence, robotics, computer vision, and image analysis. During this time, he concurrently served on the faculty at Princeton University. The Directorships in other Companies are mentioned below. **Directorship in Other Companies-** 1. Cadila Pharmaceuticals Limited 2. Medecube Healthcare India Private Limited 3. Core Diagnostics Private Limited 4. Sofie Biosciences Inc, USA 5. Summer Bio LLC, USA 6. Leo Cancer Care Inc, USA
2	**Past Remuneration**	NA
3	**Recognition or awards**	Dr. Singh has published two books and numerous referred articles and holds five patents. His annual Top-10 Book Review is carried by various blogs and reading journals in December every year.
4	**Job profile and suitability**	Dr. Singh has a vast experience in healthcare industry. He is highly experienced business leader with deep understanding of market dynamics. He has a proven track record and passion for turning organizations around. His skills, experience and knowledge in healthcare industry would create value for the business of the Company.

5	**Remuneration proposed**	Dr. Ajit Singh shall be paid a sitting fees of Rs. 1,00,000/- per meeting for attending Committee, Board or Shareholders' meeting.
6	**Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**	There is no remuneration being paid to Dr. Ajit Singh as Independent Director of the Company except sitting fees which commensurate with his experience, roles and responsibilities, industry standards and market trends. The Nomination & Remuneration Committee and the Board of Directors have approved his sitting fees as Independent Director of the Company in accordance with the provisions of the Companies Act, 2013. Being the Independent Director of the Company, he shall be bringing his expertise in the deliberations, making valuable contributions and providing key insights and effectively guiding the management on the key areas impacting the performance of the Company.
7	**Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or KMP, if any**	Dr. Ajit Singh has no pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or KMP.
8	**Terms and conditions of appointment**	Independent Director for a term of five (5) years commencing on May 20, 2022 and upto May 19, 2027.
9	**Shareholding in the Company**	NIL
10	**Number of meetings of Board attended during financial year 2022-23**	2 (Two)

11	**Date of first appointment on the Board**	20/05/2022

ITEM NOS. 5 & 6

Based on the recommendation of the Nomination & Remuneration Committee, the Board and shareholders of the Company at their meetings held on August 7, 2019 and November 7, 2019 respectively had:

i) Approved the elevation of Mrs. Tara Singh Vachani as Executive Chairperson of the Board and the Company and re-designated her as Executive Chairperson and Director of the Company for a period of 5 years effective August 07, 2019. They had further fixed/approved a ceiling on her remuneration at Rs. 4.80 crores per annum effective April 1, 2020 and upto March 31, 2023 in accordance with Schedule V and other provisions of the Companies Act, 2013 and rules made thereunder. The aforementioned limits of remuneration are valid till March 31, 2023 whereas her tenure as Executive Chairperson and Director is valid till August 6, 2024.

ii) Appointed Mr. Rajit Mehta as Managing Director & CEO of the Company for a period of 5 years effective August 7, 2019 and upto July 31, 2024. They had further fixed/approved a ceiling on his remuneration at Rs. 4.50 crores per annum effective August 7, 2019 and upto July 31, 2022 in accordance with Schedule V and other provisions of the Companies Act, 2013 and rules made thereunder. The aforementioned limits of remuneration are valid till July 31, 2022 whereas his tenure as Managing Director & CEO is valid till July 31, 2024.

As per Section 197 of the Companies Act, 2013, where the Company has no profits or inadequate profits, the remuneration to Executive Director/Managing Director shall be paid as per the limits prescribed in Schedule V of the Companies Act, 2013. As per the provisions of Section 197 read with Schedule V, Part-II, where the effective capital of the Company exceeds Rs. 250 crores, remuneration upto Rs. 120 lakhs plus 0.01 % of the effective capital in excess of Rs. 250 crores can be paid by the Company. The remuneration in excess of these limits can be paid if the resolution passed by the shareholders is a special resolution.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on May 20, 2022 had approved and recommended the following to the shareholder for their approval:

i) Overall remuneration limit of Rs. 4.80 crore payable to Mrs. Vachani to continue for the remaining period of her tenure i.e. from April 1, 2023 and upto August 6, 2024

ii) Overall remuneration limit of Rs. 4.50 crore payable to Mr. Mehta to continue for the remaining period of his tenure i.e. from August 1, 2022 and upto July 31, 2024

Mrs. Tara Singh Vachani and Mr. Rajit Mehta are interested in their respective resolutions. No other Directors /Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 & 6 of the Notice.

Accordingly, your Directors recommend the Special Resolutions set out at Item No. 5 & 6 for approval of the members.

INFORMATION UNDER SECETARIAL STANDARDS AND SCHEDULE V TO THE COMPANIES ACT, 2013 IS GIVEN BELOW :-

I. General Information

1) Nature of industry:

Antara Senior Living Limited ("**Company**") is a closely held public limited company engaged in the business of developing vibrant residential senior living communities that offer "Lifestyle with Lifecare". The essence of the Company is to offer residents a healthy, active and enjoyable life.

2) Date or expected date of Commencement of commercial production:

The subsidiary company, Antara Purukul Senior Living Limited ("**APSLL**") had developed a senior living community in Dehradun which is fully operational. The Company has been providing services to APSLL for identification of lessees for the apartments in the said community, its marketing and branding in lieu of marketing fees. Further, the Company had entered into an agreement with *inter alia* Contend Builders Private Limited ("**Contend**") for development of a residential community for seniors on land owned by Contend at Noida. Pursuant to the said Agreement, the Company has been supervising construction, undertaking marketing, maintenance and operations of the Noida Project. The project is in development stage.

3) **Expected date of commencement of activities as per project approved by financial institutions:** Not Applicable

4) **Financial Performance:** The Financial performance of the Company as per audited annual accounts of the Company for Financial Year 2021-22 is as under:

Particulars	**(Rs. in lakhs)**
Turnover/ Net Sales	598.33
Other Income	359.97
Total Expenditure	2909.12
Exceptional Items	-
Profit/(Loss) before tax	(1950.82)

5) **Foreign Investment or Collaborations-** Not Applicable

II. Information about the appointee

S.No	**Particulars**	**Mrs. Tara Singh Vachani**	**Mr. Rajit Mehta**
1	**Background Details**	**Father's Name**- Mr. Analjit Singh **Age**- 35 **Qualification**- Mrs. Tara Singh Vachani holds bachelor's Degree in Politics & South Asian Studies from	**Father's Name**- Mr. Om Prakash Mehta **Age**- 60 **Qualification**- Mr. Rajit Mehta is a graduate in Commerce, postgraduate in Human

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		National University of Singapore. Further, she has studied strategy management course at the London School of Economics and a hospitality business strategy and management course at Ecole Hotelier de Lausanne. She has also done a program on Disruptive Innovation from Harvard University. **Past Experience**- Mrs. Tara Singh Vachani is the founder member of the Company and hold more than 11 years of experience. **Directorship in Other Companies**- 1.Max India Limited 2.Antara Purukul Senior Living Limited 3.Antara Assisted Care Services Limited 4.Seven Heaven Buildmart Private limited 5.Siva Realty Ventures Private Limited 6.Max Ventures Investment Holding Private	Resources and has also attended an Advanced Management Program at INSEAD – France **Past Experience**- 35 years. Mr. Rajit Mehta was appointed as Additional Director and Managing Director (MD) & CEO of the Company effective August 7, 2019. Previous to that he was the MD and CEO of Max Healthcare until July 28, 2019. He is also a Non-Executive Director of Max Life Insurance and Max Skill First. He has also been a founder member of Max Life Insurance. He also mentored the setting up of Max Skill First. **Directorship in Other Companies**- 1.Windows Consultants Private Limited 2.Interstoff Syndicate Private Limited 4.Quantum Institute for Wellbeing Private

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		Limited 7.Siva Enterprise Private Limited 8.Rama Krishna Cold-Chem Limited 9.SKA Diagnostic Private Limited 10. Twiggy Ventures Private Limited 11. Leeu Collection Pty Limited 12. Leeu Dassenberg Estates (Pty) Limited 13. Capstone 1458 (Pty) Limited 14. Le Quartier Francais (Pty) Limited 15. The Unstuffy Hotel Co Ltd 16. Leeu Italy SRL 17.LGO Pte Ltd 18. Leeu Collection Pte Limited 13. Max Learning Ventures Private Limited 14. Indian School of Business	Limited 5.Max Skill First Limited 6. Antara Purukul Senior Living Limited 7. Antara Assisted Care Services Limited 8. Max India Limited 9. Association of Senior Living India 10. Sheares Healthcare India Holdings Pte. Ltd. 11. Medica Synergie Private Limited

		Membership/ Chairmanship of Committees- Member of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee of Max India Limited	
2	**Past Remuneration**	Rs. 3,14,32,241 in FY 2021-22	Rs. 3,10,30,912 in FY 2021-22
3	**Recognition or awards**	1. Received 'Ageing Asia Influencer' and 'Women Entrepreneur of the Year Award' during Financial Year 2018-19 2. Featured in '40 under Forty' and 'Women Ahead List' list by Economic Times in Financial Year 2019-20. 3. Featured by the World Economic Forum in the Young Global Leaders list of 2020 4. Received young achiever of the year in real Estate Conclave Award, 2022.	Received Chairman's Award for Excellence at Max Life Insurance
4	**Job profile and suitability**	Mrs. Tara Singh Vachani is the founder member of the	Mr. Rajit Mehta has strong leadership skills

		Company and had conceived the idea of developing senior living communities in India in the year 2010. With maturity, passion, drive and commitment, she has consistently addressed challenges and critical issues, built a high quality team and has curated the development of Antara's first senior living community. She is suitable to lead the Board and shall implement Company's direction and strategy in a right manner.	and ability to lead, motivate and energize the team in a challenging environment. His experience in the field of healthcare has helped enhancing the value proposition of the Company and creating new business opportunities. With maturity, passion, drive and commitment of Mr. Mehta, the Company shall be able to build brand and reputation as the pioneer in high quality senior living in India. He is heading Antara 2.0- growth strategy, which aims to take the organization to a new scale of growth and operations.
5	**Remuneration proposed**	The overall limit on remuneration of Mrs. Vachani is detailed in the draft resolution at Item No. 5 set out in the Notice and is in accordance with the provisions of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013. The Board and/or its Committee may be authorized to determine the	The overall limit on remuneration of Mr. Mehta is detailed in the draft resolution at Item No. 6 set out in the Notice and is in accordance with the provisions of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013. The Board and/or its

		remuneration from time to time basis her performance.	Committee may be authorized to determine the remuneration from time to time basis his performance.
6	**Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**	The remuneration of Mrs. Tara Singh Vachani commensurate with her experience, roles and responsibilities, industry standards and market trends. Further, the NRC and the Board of Directors have recommended to the shareholders to approve the overall limits on the remuneration as Executive Director of the Company in accordance with the provisions of the Companies Act, 2013 as detailed in the draft resolution at Item No. 5. Being the Executive Director of the Company, she is providing leadership to the Company, ensuring the Board is effective in its task and implementing Company's direction and strategy.	The remuneration of Mr. Mehta commensurate with her experience, roles and responsibilities, industry standards and market trends. Further, the NRC and the Board of Directors have recommended to the shareholders to approve the overall limits on the remuneration as Managing Director of the Company in accordance with the provisions of the Companies Act, 2013 as detailed in the draft resolution at Item No. 6.
7	**Pecuniary relationship directly or indirectly with the**	Mrs. Tara Singh Vachani has no pecuniary relationship directly or indirectly with the Company, or relationship	Mr. Rajit Mehta has no pecuniary relationship directly or indirectly with the Company, or relationship with the

	company, or relationship with the managerial personnel or KMP, if any	with the managerial personnel or KMP.	managerial personnel or KMP.
8	**Terms and conditions of appointment**	Executive Director (liable to retire by rotation)	Managing Director (liable to retire by rotation)
9	**Shareholding in the Company**	NIL	NIL
10	**Number of meetings of Board attended during financial year 2022-23**	2 (Two)	2 (Two)
11	**Date of first appointment on the Board**	06.05.2011	07.08.2019

III. Other Information

1) Reason of loss or inadequate profits:

The Company receives commission from marketing and booking of the apartments in the community at Dehradun of APSLL and other projects under partnerships. Currently its expenditures are higher than the commission income so earned.

2) Steps taken or proposed to be taken for improvement

With the increase in booking velocity, commissions are expected to increase, and steps have been taken to reduce the expenses. The Company has entered into agreement with Contend for development of a senior living community at Noida which is at a development stage. This will enhance the revenues and improve the profitability of the Company in coming years.

3) Expected increase in productivity and profits in measurable terms

With new projects proposed in the coming years, the Company expects a steady revenue enhancement.

By the order of the Board
For Antara Senior Living Ltd.

Date: August 22, 2022
Place: Noida

Sandeep Pathak
Legal Counsel & Company Secretary
Membership No: F5351

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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:

Name of the Company:

Registered office:

Name of the member (s) : Registered address : E-mail Id: Folio No :

I/We, being the member (s) of the above named company, holding............ Shares, hereby appoint :

1. Name : ....Address......................................

   E-mail Id :...Signature :............................., or failing him;

2. 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 11th Annual General Meeting of Antara Senior Living Limited to be held on Wednesday, August 24, 2022 at 1200 hours at 1, Rajesh Pilot Lane, New Delhi-110011 and at any adjournment thereof in respect of such resolution as indicated below :

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Resolution No:

1)................................

2)..................................

3)..................................

4)..................................

5)..................................

6)..................................

Signed this...... day of......................... 2022

Affix Revenue Stamp of Re. 1/-

Signature of shareholder

Signature of Proxy holder(s)

Notes:

1. Proxy need not be a member.
2. Proxy form duly signed across revenue stamp should reach Company's Registered office at least 12 hours before the time of the meeting.
3. The Company reserves the right to ask for identification of the proxy.

Antara Senior Living Limited
Regd. Office: Max House, 1, Dr. Jha Marg, Okhla, New Delhi 110 020, India
Corp. Office: Max Towers, Level - 20, Sector-16B, Noida, Uttar Pradesh 201 301
Ph: +91 120 495 4444 Website: www.antaraseniorcare.com
CIN No.: U74140DL2011PLC218781

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ANTARA SENIOR LIVING LIMITED
ATTENDANCE SLIP

Regd. Folio No. ....

No. of Shares held: ....

I certify that I am a member/proxy for the member of the Company.

I hereby record my presence at the Annual General Meeting of the Company at 1 Rajesh Pilot Lane, New Delhi-110011 on Wednesday, August 24, 2022 at 1200 hours.

....	....
Member's/Proxy's name in Block Letters	Signature of Member/Proxy

Note:

Kindly fill up this attendance slip and hand over at the entrance of the meeting hall.

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The Companies Act, 2013

Consent by Shareholder

[Pursuant to section 101(1)]

The Board of Directors
Antara Senior Living Limited
Max House, 1 Dr. Jha Marg,
Okhla, New Delhi-110020

Dear Sir(s) and Madam(s),

I, ------------------------(Nominee Shareholder of ---------------)/ (Authorised representative of ------------------), S/o ----------------------, R/o-------------------- ----/ having its Registered office situated at -------------------, the registered holder of ---- Equity Shares ₹ 10/- each in Antara Senior Living Limited ('the Company'), hereby give my consent pursuant to Section 101(1) of the Companies Act, 2013 ('Act') to hold the ensuing Annual General Meeting of the Company on ....day, August...., 2022 at 1 Rajesh Pilot Lane, New Delhi - 110011 at shorter notice.

Signature
Name:
Date:

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Route-map of the meeting venue

Route Map from New Delhi Railway Station to Rajesh Pilot Lane

Antara Senior Living Limited
Regd. Office: Max House, 1, Dr. Jha Marg, Okhla, New Delhi 110 020, India
Corp. Office: Max Towers, Level - 20, Sector-16B, Noida, Uttar Pradesh 201 301
Ph: +91 120 495 4444 Website: www.antaraseniorcare.com
CIN No.: U74140DL2011PLC218781

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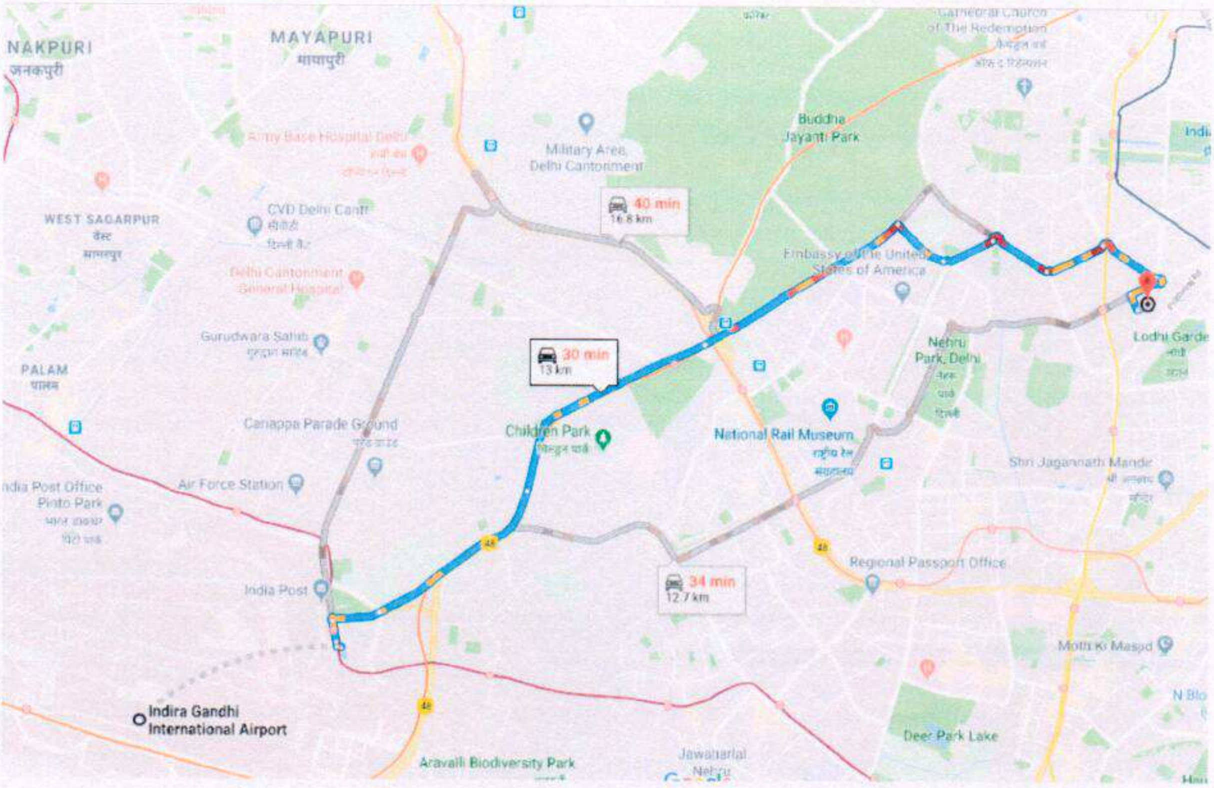
Route Map from India Gandhi International Airport to Rajesh Pilot Lane



Antara Senior Living Limited

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