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Secunderabad – 500 003.
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U73100TG2018PTC127421

GV DISCOVERY CENTERS PVT LTD

MINUTES OF THE 1ST MEETING OF BOARD OF THE DIRECTORS OF GV DSICOVERY CENTERS PRIVATE LIMITED HELD ON MONDAY 08TH DAY OF OCTOBER, 2018 AT 11:00 AM AT THE REGISTERED OFFICE, 5-4-187/3&4, SOHAM MANSION,2ND FLOOR, M.G.ROAD,SECUNDERABAD, HYDERABAD TELANGANA 500003

The following Directors were present:

SR. NO.	NAME OF DIRECTORS	DESIGNATION
1.	Mr. Soham Satish Modi	Director
2.	Mrs. Tejal Soham Modi	Director

The business of the Meeting was taken up after having established that the requisite Quorum was present

ITEM NO. 1: TO ELECT THE CHAIRPERSON OF THE MEETING.

The Board elected Mr. Soham Satish Modi, DIN: 00522546 Director of the Company as the Chairperson for the meeting pursuant to Section 104(1) of Companies **Act, 2013** and passed the following resolution:

"RESOLVED THAT the Board elected Mr. Soham Satish Modi, DIN: 00522546, Director of the Company, as the Chairperson of the meeting by a show of hands."

ITEM NO. 2: TO GRANT LEAVE OF ABSENCE TO THE DIRECTORS WHO COULD NOT ATTEND THE MEETING.

All the Board Members were present in the meeting

ITEM NO.3: TO AUTHORIZE A PERSON TO RECORD THE PROCEEDING OF BOARD MEETINGS.

The Board authorized Mr. Soham Satish Modi, DIN: 00522546, Director of the Company, to record the proceedings of the Board Meetings and passed the following resolution:

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"**RESOLVED THAT** the Board authorised DIN: 00522546, Director of the Company, to record the proceedings of the Board Meetings."

ITEM NO. 4: TO AUTHORIZE A DIRECTOR OF COMPANY TO CERTIFY AND CIRCULATE CERTIFY COPY OF BOARD MINUTES.

The Board elected DIN: 00522546-, Director of the Company, to certify the copy of the signed minutes and passed the following resolution:

"**RESOLVED THAT** the Board elects DIN: 00522546, Director of the Company, to certify the copy of the signed minutes."

ITEM NO. 5: TO NOTE THE CERTIFICATE OF INCORPORATION OF THE COMPANY, ISSUED BY THE REGISTRAR OF COMPANIES

The Board took note of the certificate of incorporation of the Company, issued by the Registrar of Companies.

ITEM NO. 6: TO TAKE NOTE OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY, AS REGISTERED.

The Board took note of the Memorandum and Articles of Association of the company, as registered.

ITEM NO. 7: TO TAKE NOTE OF THE REGISTERED OFFICE OF THE COMPANY.

The Board Took Note Of The Registered Office Of The Company Situated At 5-4-187/3&4, Soham Mansion,2nd Floor, M.G.Road, Secunderabad, Hyderabad Hyderabad Telangana 500003 India

ITEM NO. 8: TO TAKE NOTE OF APPOINTMENT OF THE FIRST DIRECTORS OF THE COMPANY.

The Board took note of the appointment of First Directors of the Company.

ITEM NO. 9: DISCLOSURE OF INTEREST OF BOARD OF DIRECTORS OF THE COMPANY AS PER THE PROVISION OF SECTION 184 OF THE COMPANIES ACT

Disclosure of interest in the prescribed Form MBP-1 was placed before the Board.

The Board after consideration passed following resolution:

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"**RESOLVED THAT** pursuant to Section 184 (1) of the Companies Act, 2013 read with Rule 9 (1) of the Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable provisions of the Companies Act, 2013, the disclosure of interest or concern in Form MBP.1 received from Directors of the Company, as placed before the meeting, be and are hereby noted and taken on record by the Board."

ITEM NO. 10: DISCLOSURE OF DISQUALIFICATION TO ACT AS A DIRECTOR OF THE COMPANY AS PER THE PROVISION OF SECTION 164 OF THE COMPANIES ACT, 2013.

Disclosure regarding disqualification, if any, in the prescribed Form DIR-8 was placed before the Board.

The Board after consideration passed following resolution:

"**RESOLVED THAT** pursuant to Section 164 (1) of the Companies Act, 2013 read with Rule 14 (1) of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013, the disclosure regarding disqualification to act as a Director in Form DIR-8 received from Directors of the Company, as placed before the meeting, be and are hereby noted and taken on record by the Board."

ITEM NO. 11: TO FIX THE FINANCIAL YEAR OF THE COMPANY.

The Board after consideration fixed the first and the subsequent financial years of the Company and passed the following resolution:

"**RESOLVED THAT** the Board after due deliberation, fixed the financial year from the date of incorporation of the Company, i.e., 5th October 2018 and concluding 31st March, 2019, as the first financial year of the Company, both days inclusive of and subsequently each Financial Year to begin 1st April and end 31st March for each year."

ITEM NO. 12: TO CONSIDER THE APPOINTMENT OF THE FIRST AUDITORS.

The Board took into consideration the appointment of First Auditors and passed the following resolution:

"**RESOLVED THAT** pursuant to the provision of section 139 (6) of Companies Act, 2013, Mr. Ajay Mehta Membership no. 035449 from whom the consent of Appointment & Certificate pursuant

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to section 139 (1), 2013 of qualification of Companies Act, 2013 has been received, be and are hereby appointed as the First Auditor of the Company to hold office until the conclusion of the first Annual General Meeting of the company at a remuneration to be determined by the Board of Directors of the Company;

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized to sign on certified true copy of Board Resolution and to file necessary e-form to the Registrar of the Companies, Telangana & to take all necessary actions as may be necessary."

ITEM NO. 13: TO TAKE NOTE OF SUBSCRIBERS TO MEMORANDUM.

The Board is took note of the following subscribers to the Memorandum:

Sr. No.	Name of the Subscriber	No. of Equity Shares subscribed
1	Mr. Soham Satish Modi	4000
2	Mrs. Tejal Soham Modi	4000
3.	Modi Properties Private Limited	2000

ITEM NO.14: TO AUTHORIZE THE ISSUE OF SHARE CERTIFICATES TO THE SUBSCRIBERS OF MEMORANDUM.

The Board was informed that as per section 46 of the Companies Act, 2013 read with Rule 5, 6 and 7 of the Companies (Share Capital and Debentures) Rules, 2014, GV Discovery Centers Private Limited is required to issue share certificates under the common seal signed by two Directors in a prescribed form SH-1 within 60 days of the issue of shares.

The Board after due consideration passed the following resolution:

"**RESOLVED THAT** the share certificates to the above named subscriber to the memorandum of association of the company be issued under the common seal of the company and that Mr. Soham Satish Modi DIN: 00522546 and Mrs. Tejal Soham Modi DIN 06983437 Directors of the company be and are hereby authorized to sign the said share certificates."

RESOLVED FURTHER THAT the share certificates to be printed and that the share certificates to be kept in the safe custody of the Directors of the Company.

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ITEM NO. 15: TO AUTHORIZE THE DIRECTORS TO FILE E-FORMS WITH MCA

The Board was informed that to meet the various requirements of e-filing, a director needs to be authorised to fulfil the various requirements under e-filing.

The Board after due consideration passed the following resolution:

"**RESOLVED THAT** Mr. Soham Satish Modi DIN: 00522546 director of the company be and are hereby severally authorised to sign the necessary documents on behalf of the company for electronic filing of documents under The Companies Act, 2013 and various rules made thereunder."

ITEM NO. 16: TO APPROVE PRELIMINARY EXPENSES AND PRELIMINARY CONTRACTS

A statement containing the details of preliminary expenses incurred for the incorporation of the Company was placed before the Board for approval

"**RESOLVED THAT** the preliminary expenses amounting to Rs**25279/-** expended by the promoters of the company in connection with the incorporation of the company as per the statement placed before the meeting be and are hereby approved."

Details of preliminary expenses

Sr. No.	Particulars	Amount (in Rs.)
1	Name Approval Fee	500
2	Registration Fees And Filings Fees	18186
3	Professional Fees	1888
4	Miscellaneous Expenses (Stamp Duty)	5200
5	Any Other	--
	Total	**25279**

ITEM NO. 17: TO AUTHORIZE A DIRECTOR TO MAINTAIN BOOKS AND REGISTERS OF THE COMPANY AT REGISTERED OFFICE.

The Board authorized Mr. Soham Satish Modi DIN: 00522546 Director, to maintain books and registers of the Company and passed the following resolution:

"**RESOLVED THAT** the Board hereby authorizes Mr. Soham Satish Modi DIN: 00522546 to maintain books and registers of the company at registered office of the Company."

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ITEM NO.18: ANY OTHER ITEMS WITH THE PERMISSION OF THE CHAIR

There being no more items, the meeting was concluded with a vote of thanks

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Date:
Place:

Chairman

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GV DISCOVERY CENTERS PVT LTD

MINUTES OF THE MEETING 02nd/2018-19 OF THE BOARD OF DIRECTORS OF M/S. GV DSICOVERY CENTERS PRIVATE LIMITED HELD ON THURSDAY THE 01ST DAY OF NOVEMBER, 2018 AT 11:00 A.M. IST AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-4-187/3&4, SOHAM MANSION,2ND FLOOR, M.G. ROAD, SECUNDERABAD, 500003 TELANGANA, INDIA. End Time: 11:45 AM

Directors Present:

1. Mr. Soham Satish Modi - Director
2. Mrs. Tejal Soham Modi - Director

Item No. 1 – To elect the Chairman of the meeting

The Board unanimously elected Mr. Soham Satish Modi, Director of the Company as Chairman to preside over the meeting. Further, he welcomed the Director at the Meeting of the Board of Directors. After ascertaining the quorum, he called the meeting in order and thereafter agenda of the meeting was taken up.

Item No. 2 – To grant leave of absence, if any

Since all the Directors were present to the meeting, no leave of absence was required to be granted to any Director of the company.

Item No. 3 – To confirm the minutes of the previous board meeting.

The Chairman placed before the Board the minutes of the previous meeting of the Board of Directors and requested the confirmation of the Board. The same were taken to be read and confirmed by the Board.

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Item No. 4 – BUSINESS UPDATE:

Mr. Soham Satish Modi, presented an update on Business performance and cash flow status of the Company, for the period October 2018 to February 2019. Further, the Board discussed on raising additional fund to meet capital requirements. He further informed the board that, Company is in talks with two investors who are willing to invest in the Company. The chairman further informed the Board that the company is expected to commence operations in the F.Y 2019-20. The Board Members discussed the updates provided, and expressed satisfaction on the road map to performance of the Company.

Item No. 5 – APPOINTMENT OF MR. SHARAD J KADAKIA AS ADDITIONAL DIRECTOR OF THE COMPANY.

Appointment of Mr. Sharad Kumar Jayanti Lal Kadakia (DIN: 02903050) as Additional Director of the Company.

The Chairman informed the board that, Mr. Sharad kadakia having considerable experience in the business of the company, the said appointment shall prove to be beneficial and his expertise in real estate would add additional value to the company.

The Board welcomed the decision and passed following resolution

"**RESOLVED THAT** in pursuance of the provisions of section 161 (1) and any other applicable provisions, if any, of the Companies Act, 2013 and in pursuance of Articles of Association of the Company, Mr. Sharad Kumar Jayantilal Kadakia (DIN: 02903050) be and is hereby appointed as an Additional Director of the Company with immediate effect."

"**RESOLVED FURTHER THAT** Mr. Soham Satish Modi, Director (DIN: 00522546) or any other Director of the Company be and are hereby severally authorized to digitally sign and file relevant E-form with the Registrar of Companies and to do all the acts, deeds and things which are necessary and expedient to give effect to aforesaid resolution."

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Item No. 5 – VOTE OF THANKS:

There being no other business to conduct, the meeting concluded with a vote of thanks to the chair.

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Place : Hyderabad

Date :

CHAIRMAN

Mr. Soham Satish Modi

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GV DISCOVERY CENTERS PVT LTD

MINUTES OF THE MEETING 03RD / 2018-19 OF THE BOARD OF DIRECTORS OF M/S. GV DSICOVERY CENTERS PRIVATE LIMITED HELD ON WEDNESDAY THE 05TH DAY OF DECEMBER, 2018 AT 11:00 A.M. IST AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-4-187/3&4, SOHAM MANSION,2ND FLOOR, M.G. ROAD, SECUNDERABAD, 500003 TELANGANA, INDIA. End Time: 11:45 AM

Directors Present:

1. Mr. Soham Satish Modi - Director
2. Mrs. Tejal Soham Modi - Director
3. Mr. Sharad J Kadakia - Director

Item No. 1 – TO ELECT THE CHAIRMAN OF THE MEETING

The Board unanimously elected Mr. Soham Satish Modi, Director of the Company as Chairman to preside over the meeting. Further, he welcomed the Director at the Meeting of the Board of Directors. After ascertaining the quorum, he called the meeting in order and thereafter agenda of the meeting was taken up.

Item No. 2 – TO GRANT LEAVE OF ABSENCE, IF ANY

Since all the Directors were present to the meeting, no leave of absence was required to be granted to any Director of the company.

Item No. 3 – TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING.

The Chairman placed before the Board the minutes of the previous meeting of the Board of Directors and requested the confirmation of the Board. The same were taken to be read and confirmed by the Board.

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Item No. 4 – BUSINESS UPDATE

Mr. Soham Satish Modi, presented an update upon commencement of operations of the Business. A presentation depicting road map from this day to operations to be carried in future was placed before the board. It is envisaged that the construction of lab space facility for Class A Pharma companies would put the company in high growth trajectory in the forthcoming years. The Government of Telangana is encouraging real estate business to invest in facilities for pharma companies that would enable the state to become pioneer in Pharma growth in the entire south Asia. Chairman put it on record that, the company is proud to be part of Government Vision for the state and strive to align its objectives with this vision. The board was also apprised for the capital requirement for furtherance of this objective. The board members expressed confidence in raising capital for the purpose. The Board Members discussed the updates provided, and expressed satisfaction on the road map to performance of the Company.

Item No. 5 – VOTE OF THANKS

There being no other business to conduct, the meeting concluded with a vote of thanks to the chair.

GV DISCOVERY CENTERS PVT. LTD.

Place : Hyderabad

Date :19-12-2018

CHAIRMAN

Mr. Soham Satish Modi

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GV DISCOVERY CENTERS PVT LTD

MINUTES OF THE MEETING 04TH / 2018-19 OF THE BOARD OF DIRECTORS OF M/S. GV DSICOVERY CENTERS PRIVATE LIMITED HELD ON TUESDAY THE 19TH DAY OF FEBRUARY, 2019 AT 11:00 A.M. IST AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-4-187/3&4, SOHAM MANSION,2ND FLOOR, M.G. ROAD, SECUNDERABAD, 500003 TELANGANA, INDIA. End Time: 11:45 AM

Directors Present:

1. Mr. Soham Satish Modi - Director
2. Mrs. Tejal Soham Modi - Director
3. Mr. Sharad J Kadakia - Director

Item No. 1 – To elect the Chairman of the meeting

The Board unanimously elected Mr. Soham Satish Modi, Director of the Company as Chairman to preside over the meeting. Further, he welcomed the Director at the Meeting of the Board of Directors. After ascertaining the quorum, he called the meeting in order and thereafter agenda of the meeting was taken up.

Item No. 2 – To grant leave of absence, if any

Since all the Directors were present to the meeting, no leave of absence was required to be granted to any Director of the company.

Item No. 3 – To confirm the minutes of the previous board meeting.

The Chairman placed before the Board the minutes of the previous meeting of the Board of Directors and requested the confirmation of the Board. The same were taken to be read and confirmed by the Board.

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Item No. 4 – Business Update

Mr. Soham Satish Modi, presented an update upon commencement of operation of the Business. A presentation depicting various stages of the project the company intends to undertake in forthcoming years. The Board was informed that, Company is pursuing offers for investment into the company from investors. Since the company forays into providing lab space facility for the first time, it is prudent to avail services of professionals who are reverred expert in the field. The discussion also included points on introducing such experts as investor into the company. The board members expressed confidence in raising capital for the purpose, and consented to include professionals experts as investor into the company. The Board Members discussed the updates provided, and expressed satisfaction on the road map to performance of the Company.

Item No. 4 – Vote of Thanks

There being no other business to conduct, the meeting concluded with a vote of thanks to the chair.

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Place : Hyderabad
Date :28-02-2019

CHAIRMAN
Mr. Soham Satish Modi

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GV DISCOVERY CENTERS PVT LTD

MINUTES OF THE MEETING 05th /2018-19 OF THE BOARD OF DIRECTORS OF M/S. GV DSICOVERY CENTERS PRIVATE LIMITED HELD ON WEDNESDAY THE 27th DAY OF MARCH, 2019 AT 11:00 A.M. IST AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-4-187/3&4, SOHAM MANSION,2ND FLOOR, M.G. ROAD, SECUNDERABAD, 500003 TELANGANA, INDIA. End Time: 11:45 AM

Directors Present:

1. Mr. Soham Satish Modi - Director
2. Mrs. Tejal Soham Modi - Director
3. Mr. Sharad J Kadakia - Director

Item No. 1 – To elect the Chairman of the meeting

The Board unanimously elected Mr. Soham Satish Modi, Director of the Company as Chairman to preside over the meeting. Further, he welcomed the Director at the Meeting of the Board of Directors. After ascertaining the quorum, he called the meeting in order and thereafter agenda of the meeting was taken up.

Item No. 2 – To grant leave of absence, if any

Since all the Directors were present to the meeting, no leave of absence was required to be granted to any Director of the company.

Item No. 3 – To confirm the minutes of the previous board meeting.

The Chairman placed before the Board the minutes of the previous meeting of the Board of Directors and requested the confirmation of the Board. The same were taken to be read and confirmed by the Board.

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Item No. 4 – BUSINESS UPDATE:

Mr. Soham Satish Modi, presented an update on Business performance and cash flow status of the Company, for the period October 2018 to February 2019. Further, the Board discussed on raising additional funds to meet capital requirements. He further informed the board that, Company is in talks with two investors who are willing to invest in the Company, further, Company is expected to commence operations in the F.Y 2019-20. The Board Members discussed the updates provided, and expressed satisfaction on the road map to performance of the Company.

Item No. 5 – TRANSFER OF EQUITY SHARES TO THE NEW INVESTOR ACCLAIM OUTSOURCING

The Chairman informed the board that the Subscribers to the memorandum have expressed their desire to transfer equity shares to existing promoters and new investor into the Company. The promoter Mr. Rajesh Kadakia , Mr. Sharad Kadakia and new investor M/s. Acclaim Outsourcing have agreed to purchase equity shares.

The signed sh – 4 for transfer of shares and recording the same on the back of share certificate were placed before the board for its perusal. Board took note of the same and accorded approval for the transfer as below.

SNO	Name of Transferor	Cer no.	Reg F no	No. of shares	From	To	Name of Transferee	L/F NO.
1	Mr. Soham Modi	1	1	2,000	1	2000	Mr. Sharad Kadakia	4
2	Mr. Soham Modi	2	1	1,000	2001	3000	Mr. Sharad Kadakia	4
3	Mr. Soham Modi	3	1	200	3001	3200	Mr. Sharad Kadakia	4
4	Mr. Soham Modi	4	1	200	3201	3400	Mr. Sharad Kadakia	4
5	Mr. Soham Modi	5	1	200	3401	3600	Mr. Sharad Kadakia	6
6	Mr. Soham Modi	6	1	200	3601	3800	Acclaim Outsourcing	6
7	Mr. Soham Modi	7	1	200	3801	4000	Acclaim Outsourcing	6
8	Dr. Tejal Modi	8	2	2,000	4001	6000	Dr. Rajesh Kadakia	5
9	Dr. Tejal Modi	9	2	1,000	6001	7000	Dr. Rajesh Kadakia	5
10	Dr. Tejal Modi	10	2	200	7001	7200	Dr. Rajesh Kadakia	5

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11	Dr. Tejal Modi	11	2	200	7201	7400	Dr. Rajesh Kadakia	5
12	Dr. Tejal Modi	12	2	200	7401	7600	Dr. Rajesh Kadakia	5
13	Dr. Tejal Modi	13	2	200	7601	7800	Acclaim Outsourcing	6
14	Dr. Tejal Modi	14	2	200	7801	8000	Acclaim Outsourcing	6
15	Modi Properties Private Limited	16	3	200	9001	9200	Acclaim Outsourcing	6

The Board approved and passed following resolution

"**RESOLVED THAT** pursuant to provisions of section 56 and other applicable sections of the Companies Act, 2013 and also subject to Articles of Association of the Company, the consent of Board, be and is hereby accorded to approve transfer of equity shares, whose details given above;

RESOLVED FURTHER THAT any Director of the Company, be and is further authorised to transfer the shares to the transferee of the Company whose name is to be entered in the register of the Company and to make necessary endorsement on the reverse of the share certificate

Item No. 5 – VOTE OF THANKS:

There being no other business to conduct, the meeting concluded with a vote of thanks to the chair.

Place : Hyderabad

Date :

GV DISCOVERY CENTERS PVT. LTD.

CHAIRMAN

Mr. Soham Satish Modi