

MADHUVIIR COM 18 NETWORK LIMITED

Reg. Office.: Office No # 812, Anand Mangal - III, Opposite Core house, Near Hirabag,
Near Rajnagar Club, Ambawadi, Ahmedabad-06 | Phone - 9773151363
Email: tohealpharmacchem@gmail.com CIN: L24230GJ1995PLC026244

Date: April 26, 2024

To,
BSE Limited,
P. J. Towers
Dalal Street,
Mumbai - 400 001

Dear Sir/Mam,

Sub: Outcome of Board Meeting

BSE Code: 531910

With reference to the above referred regulation and subject matter, this is to inform you the Board of Directors of the Company ("Board") in its meeting held today i.e., April 26, 2024 has taken the following decisions:

A. Approved the appointment of:

- a) Mr. Dhruvin Shah (DIN: 08801616), as an Additional Director and Managing Director of the Company under the promoter category on recommendation of the Nomination and Remuneration Committee for a term of 3 years w.e.f. April 26, 2024, subject to the approval of the Members.
- b) Mr. Sagar Samir Shah (DIN: 03082957) as an Additional Director (Non-Executive, Non-Independent) under the promoter category w.e.f. April 26, 2024, on recommendation of the Nomination and Remuneration Committee subject to the approval of the Members.

Brief Profiles of Mr. Dhruvin Shah and Mr. Sagar Samir Shah along with the details of disclosure required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 are given in the enclosed as **Annexure-I**.

B. Considered and Approved the Reconstitution all the Committees of the Company, the details of changes will be submitted in necessary disclosures.

The details of disclosure required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 are given in the enclosed **Annexure-II**.

C. Took note of the following:

- a) Reclassification of shares held by Mr. Yogendra Harilal Machchhar from existing Promoters shareholding to 'Public shareholding';

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- b) As per clause 3.3.5 of letter of offer, reclassification of shares held by the existing promoters and promoter group to 'Public shareholding'
- c) Resignation of Mr. Jitendra Somchand Shah (DIN: 01609325) from the office of Director of the Company w.e.f April 26, 2024 who resigned due to change of management. Consequently, he shall also cease to be a Member of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company.
- d) Resignation of Mr. Punitkumar Javaharlal Bhavsar (DIN: 08987296) from the office of Director w.e.f April 26, 2024 who resigned due to change of management.
- e) Resignation of Mr. Kalpan Jashminkumar Sheth (DIN: 08987295), from the office of Managing Director and Director w.e.f April 26, 2024 who resigned due to change of management.

The letter of Resignations along with the details of disclosure required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 are given in the enclosed **Annexure-III**.

All the resignations are effective from the closing hours of April 26, 2024.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For, MADHUVIIR COM 18 NETWORK LIMITED


JITENDRA SOMCHAND SHAH
DIRECTOR
DIN: 01609325

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Annexure-I

Details required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Appointment of Directors

Sr. No.	Details of events that need to be provided	Information of such event(s)	
		Mr. Dhruvin Shah	Mr. Sagar Shah
1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment of Mr. Dhruvin Shah as an Additional Director and Managing Director of the Company under the promoter category w.e.f. April 26, 2024 subject to approval of shareholders.	Appointment of Mr. Sagar Shah as an Additional Director (Non-Executive, Non-Independent Director) under the promoter category of the Company w.e.f. April 26, 2024 subject to approval of shareholders.
2	Date of appointment and terms of appointment;	The Board based on the recommendation of the Nomination & Remuneration Committee at its meeting held on April 26, 2024 has appointed Mr. Dhruvin Shah as an Additional Director under the category of Managing Director under the Promoter category of the Company with effect from April 26, 2024 subject to the approval of the Shareholders.	The Board based on the recommendation of the Nomination & Remuneration Committee at its meeting held on April 26, 2024 has appointed Mr. Sagar Shah as an Additional Director under the category of Non-Executive, Non-Independent Director under the Promoter category of the Company with effect from April 26, 2024 subject to the approval of the Shareholders.
3	Brief Profile (in case of appointment);	Mr. Dhruvin Shah holds Bachelor of Fine Arts (BFA) in Acting for film from the New York Film Academy (Los Angeles). He is having 6 years of experience in the field of production house and possesses time management skills and customer-radiations abilities.	Mr. Sagar Shah holds Masters' in Sustainable Waste Management, Masters' in Biotechnology. Further, he is pursuing Executive Degree in Fintech and Block Chain Technology IIM, Calcutta. He is having more than 8 years of experience in the field of Fintech and Financial Technology.

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4	Disclosure of relationships between directors.	Mr. Dhruvin Shah is not related to any of the Directors on the Board.	Mr. Sagar Shah is not related to any of the Directors on the Board.
5	Shareholding, if any in the Company.	Mr. Dhruvin Shah is promoter of the Company and holding 30,87,486 equity shares of the Company.	Mr. Sagar Shah is promoter of the Company and holding 26,56,440 equity shares of the Company.
9	Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.	We affirm that Mr. Dhruvin Shah is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.	We affirm that Mr. Sagar Shah is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.

For, MADHUVIIR COM 18 NETWORK LIMITED

JITENDRA SOMCHAND SHAH
DIRECTOR
DIN: 01609325



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Annexure-II

Date: April 26, 2024

To
BSE Limited
P.J. Towers, Dalal Street,
Mumbai-400001

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-Reconstitution of Committees of the Board of Directors

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we would like to inform you that board of directors of the Company in their meeting held on Friday, April 26, 2024 which was commenced at 06:30 p.m. and concluded at 08:10 p.m. had approved the reconstitution of the following committees of the Board as detailed below:

Sr. No.	Name of Committee	Composition	Designation	Category
1	Audit Committee	Mrs. Manorama Jitendra Shah	Chairperson	Non-Executive, Independent Director
		Mr. Dipankar Bhuvneshwar Mahto	Member	Non-Executive, Independent Director
		Mr. Dhruvin Shah	Member	Promoter, Executive Director
2	Nomination & Remuneration Committee	Mrs. Manorama Jitendra Shah	Chairperson	Non-Executive, Independent Director
		Mr. Dipankar Bhuvneshwar Mahto	Member	Non-Executive, Independent Director
		Mr. Sagar Shah	Member	Promoter, Non-Executive Director
3	Stakeholders Relationship Committee	Mrs. Manorama Jitendra Shah	Chairperson	Non-Executive, Independent Director
		Mr. Dipankar Bhuvneshwar Mahto	Member	Non-Executive, Independent Director

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		Mr. Dhruvin Shah	Member	Promoter, Executive Director
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For, MADHUVIIR COM 18 NETWORK LIMITED

JITENDRA SOMCHAND SHAH
DIRECTOR
DIN: 01609325

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Annexure-III

Details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III to the said regulations and SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 for Resignation of Directors:

Sr. No.	Details of events that need to be provided	Information of such event(s)		
		Mr. Jitendra Somchand Shah	Mr. Punitkumar Javaharlal Bhavsar	Mr. Kalpan Jashminkumar Sheth
1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Due to change of management of the Company, Mr. Jitendra Somchand Shah has resigned from the office of Director w.e.f. April 26, 2024.	Due to change of management of the Company, Mr. Punitkumar Javaharlal Bhavsar has resigned from the office of Director w.e.f. April 26, 2024.	Due to change of management of the Company, Mr. Kalpan Jashminkumar Sheth has resigned from the office of Director w.e.f. April 26, 2024.
2	Date of appointment/cessation (as applicable) & term of appointment;	April 26, 2024	April 26, 2024	April 26, 2024
3	Brief Profile (in case of appointment);	Not Applicable	Not Applicable	Not Applicable
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable	Not Applicable	Not Applicable

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5.	Copy of Resignation Letter	Attached herewith	Attached herewith	Attached herewith
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For, MADHUVIIR COM 18 NETWORK LIMITED



JITENDRA SOMCHAND SHAH
DIRECTOR
DIN: 01609325

JITENDRA SOMCHAND SHAH

D-1, Pankaj Society, Near Prashant Park,
Paldi, Ahmedabad-380007, Gujarat

Date: April 26, 2024

To,

The Board of Directors,
MADHUVIWER COM 18 NETWORK LIMITED
Office No. 812, Anand Mangal-3, Opposite Core House,
Near Hirabag, Near Rajnagar Club, Ambavadi,
Ahmedabad-380015, Gujarat

Sub: Resignation from position of Director of the Company.

Dear Sir,

I, Jitendra Somchand Shah, hereby would like to inform you that due to change in the management of the Company in the open offer process/ Takeover under SEBI Regulations I hereby tender my resignation from the position of Director of the Company effective from April 26, 2024.

Consequently, I will also be stepping down as the Member of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company.

I would like to convey my deep sense of appreciation and feeling of gratitude for the support I received from the Board and senior executives of the Company during the period of my association with the Company.

You are kindly requested to make appropriate filings with the relevant statutory authorities and complete any other formalities as may be required to give effect to my resignation.

Thanking You,

Yours sincerely,



JITENDRA SOMCHAND SHAH
DIN: 01609325

KALPAN JASHMINKUMAR SHETH

Mangal Vela No Delo, Munsar Darwaza,
Viramgam-382150, Gujarat

Date: April 26, 2024

To,
The Board of Directors,
MADHUVIIR COM 18 NETWORK LIMITED
Office No. 812, Anand Mangal-3, Opposite Core House,
Near Hirabag, Near Rajnagar Club, Ambavadi,
Ahmedabad-380015, Gujarat

Sub: Resignation from position of Managing Director of the Company.

Dear Sir,

I, Kalpan Jashminkumar Sheth, hereby would like to inform you that due to change in the management of the Company in the open offer process/ Takeover under SEBI Regulations I hereby tender my resignation from the position of Director of the Company effective from April 26, 2024.

I would like to convey my deep sense of appreciation and feeling of gratitude for the support I received from the Board and senior executives of the Company during the period of my association with the Company.

You are kindly requested to make appropriate filings with the relevant statutory authorities and complete any other formalities as may be required to give effect to my resignation.

Thanking You,

Yours sincerely,



KALPAN JASHMINKUMAR SHETH
DIN: 08987295

PUNITKUMAR JAVAHLAL BHAVSAR
C-504, Shilp Solace, Opposite Diwali Homes,
Behind Sneh Plaza, Chandkheda, Ahmedabad-382424, Gujarat

Date: April 26, 2024

To,
The Board of Directors,
MADHUVIERN COM 18 NETWORK LIMITED
Office No. 812, Anand Mangal-3, Opposite Core House,
Near Hirabag, Near Rajnagar Club, Ambavadi,
Ahmedabad-380015, Gujarat

Sub: Resignation from position of Director of the Company.

Dear Sir,

I, Punitkumar Javahlal Bhavsar, hereby would like to inform you that due to change in the management of the Company in the open offer process/ Takeover under SEBI Regulations I hereby tender my resignation from the position of Director of the Company effective from April 26, 2024.

I would like to convey my deep sense of appreciation and feeling of gratitude for the support I received from the Board and senior executives of the Company during the period of my association with the Company.

You are kindly requested to make appropriate filings with the relevant statutory authorities and complete any other formalities as may be required to give effect to my resignation.

Thanking You,

Yours sincerely,

JavaHLAL BHAVSAR
PUNITKUMAR JAVAHLAL BHAVSAR
DIN: 08987296