HealthCare Global Enterprises Limited
CIN: L15200KA1998PLC023489
Registered Office: HCG Tower, No. 8, P Kalinga Rao Road, Sampangi
Rama Nagar, Bengaluru - 560027, Karnataka, India
Corporate Office: Unity Buildings Complex, No. 3, Tower Block, Ground Floor,
Mission Road, Bengaluru – 560027, Karnataka, India, Telephone: +91-80-4660 7700,
E-mail: investors@hcgel.com, Website: https://www.hcgoncology.com

Invitation to attend the 28th Annual General Meeting on Friday, September 18, 2026.

Dear Members,

You are cordially invited to attend the 28th Annual General Meeting of Members of HealthCare Global Enterprises Limited ("the Company") to be held on Friday, September 18, 2026, at 5:00 P.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means ("OAVM").

The Notice of the Meeting, containing the businesses to be transacted thereat, is enclosed herewith. As per Section 108 of Companies Act, 2013 read with applicable rules thereunder and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is pleased to provide its Members the facility to cast their vote by electronic means on all resolutions set forth in the Notice.

The following are the key details regarding the meeting in accordance with SEBI Listing Regulations for your ease of reference:

Sl. No	Particulars	Details
01	Link for participating AGM through VC/OAVM:	https://emeetings.kfintech.com
02	Link to access Annual Report and AGM Notice:	https://www.hcgoncology.com/annual-reports
03	Helpline number for VC participation and e-voting:	1800 309 4001
04	Email IDs for any assistance or support for VC participation and e-voting:	einward.ris@kfintech.com evoting@kfintech.com
05	Cut-off date for e-voting:	Friday, September 11, 2026
06	E-voting start time and date:	Tuesday, September 15, 2026 at 9:00 a.m.
07	E-voting end time and date:	Thursday, September 17, 2026 at 5:00 p.m
08	E-Voting website:	https://evoting.kfintech.com
09	Speaker Registration for AGM:	Please visit https://emeetings.kfintech.com and click on Speaker Registration. Registration shall be open till September 17, 2026
10	Company contact details:	E-mail: investors@hcgel.com Phone no: 080-46607700

Yours truly,
For **HealthCare Global Enterprises Limited**

Sd/-
Dr. B. S. Ajaikumar
Non-Executive Chairman
DIN: 00713779

Address:
Unity Buildings Complex, No. 3,
Tower Block, Ground Floor, Mission Road,
Bengaluru – 560027, Karnataka, India.

NOTICE OF THE 28TH ANNUAL GENERAL MEETING

Dear Shareholders,

Notice is hereby given that the Twenty Eighth (28th) Annual General Meeting ("AGM") of the members of HealthCare Global Enterprises Limited ("the Company"), will be held on Friday, September 18, 2026, at 5.00 p.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1) To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.

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

   "**RESOLVED THAT** the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2026, and the Reports of the Board of Directors and Auditors thereon be and are hereby adopted."

2) To appoint a Director in place of Ms. Simrun Mehta (DIN: 09118938), who retires by rotation and being eligible, offers herself for re-appointment.

   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 152 and other applicable provisions, if any, of the Companies Act, 2013, Ms. Simrun Mehta, (DIN: 09118938), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

3) To appoint a Director in place of Mr. Akshay Tanna (DIN: 02967021), who retires by rotation and being eligible, offers himself for re-appointment.

   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 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Akshay Tanna (DIN: 02967021), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

SPECIAL BUSINESS:

4) To approve extension of the term and modification of the Consultancy Agreement with Mrs. Anjali Ajaikumar Rossi, a Related Party.

   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 Sections 177, 188, 197(4) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Articles of Association of the Company, and based on the recommendations of the Audit Committee and the Nomination and Remuneration Committee and approval of Board of Directors, the consent of the members of the Company be and is hereby accorded to extend the term of the Consultancy Agreement dated May 30, 2025, entered into between the Company and Mrs. Anjali Ajaikumar Rossi (DIN: 08057112) (**"Consultancy Agreement"**), a related party of the Company, in her individual and professional capacity, for a further period of six (6) months, commencing from the date of receipt of approval of the members of the Company, on the following principal terms:

   i. the scope of consultancy services shall stand revised and shall, inter alia, include:

      (a) monitoring, reviewing and strengthening the Company's quality metrics, quality governance framework and quality excellence initiatives;

      (b) advising on brand strategy, positioning and corporate reputation management;

      (c) providing strategic inputs on key organizational projects, transformation initiatives and strategic growth priorities; and

      (d) supporting learning and development initiatives, including leadership capability building, talent development and organizational effectiveness;

   ii. the consultancy fee shall continue at the annualized rate of INR 1,50,00,000 (Indian Rupees One Crore and Fifty Lakhs only) and shall be payable in monthly instalments on a proportionate basis during the six (6)-month extended term;

   iii. save and except for the extension of the term and the revision to the scope of consultancy services as set out herein, all other terms and conditions of the Consultancy Agreement shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT Dr. Manish Mattoo, Executive Director and Chief Executive Officer, or Mr. Sanjeev Kumar, Chief Financial Officer, or Ms. Sunu Manuel, Company Secretary and Compliance Officer, be and are hereby severally authorized, for and on behalf of the Company, to negotiate, finalize, execute and deliver the amendment and extension agreement and all ancillary documents, and to make such modifications, amendments or revisions thereto as may be necessary, desirable or expedient, provided that such modifications are not inconsistent with the approvals granted by the Board and the members of the Company.

RESOLVED FURTHER THAT the aforesaid authorized officers be and are hereby severally authorized to do all such acts, deeds, matters and things, and to sign, execute and file all applications, forms, returns, declarations, documents and writings, and to make such filings, disclosures and submissions with the Ministry of Corporate Affairs, the Stock Exchanges and any other statutory, regulatory or governmental authority, and to settle any questions, difficulties or doubts that may arise in connection with or incidental to giving effect to this resolution, as they may, in their absolute discretion, deem necessary, proper or expedient.

RESOLVED FURTHER THAT any Director of the Company or the Company Secretary be and is hereby severally authorized to issue certified true copies of this resolution to such persons, authorities or parties as may be required and do all such acts, deeds and take such steps as may be required to give effect to the above resolution including but not limited to filing of the necessary e-forms with the Ministry of Corporate Affairs."

5) To ratify the payment of remuneration of Cost Auditors for the Financial Year 2026-27.

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

"**RESOLVED THAT**, pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for time being in force) as amended from time to time, the remuneration payable to M/s. Rao, Murthy & Associates, Cost Accountants, (Firm Registration No. 00065), appointed by the Board of Directors, on recommendation of Audit Committee, as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2027, being Rs. 2,50,000 (Rupees Two lakhs Fifty thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses that may be incurred in connection with the aforesaid audit, be and is hereby ratified.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorised for and on behalf of the Company to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors

Sunu Manuel
Company Secretary
Membership no. A19795

Date: August 06, 2026.
Place: Bengaluru

NOTES:

1. Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 ("MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (collectively "SEBI Circulars"), have permitted companies to conduct Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), subject to compliance of various conditions mentioned therein.

   In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 28th AGM of the Company is being convened and conducted through VC.

2. The Deemed venue for the AGM shall be the Corporate Office of the Company.

3. In line with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 are being sent only through electronic mode to those Members whose email addresses are registered in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, KFin Technologies Limited (**"KFintech"**). However, hard copy of Annual Report shall be sent to those shareholders who specifically request for the same. Members may also note that the Notice of the 28th AGM and the Annual Report for 2025-26 is also available on the Company's website at https://www.hcgoncology.com/annual-reports/ websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited, at www.bseindia.com and www.nseindia.com respectively, and on the website of KFintech at https://evoting.kfintech.com.

4. Pursuant to the aforesaid MCA Circulars, Members attending the 28th AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI Listing Regulations and MCA Circulars, the 28th AGM of the members will be held through video conferencing ('VC') or other audio-visual means ('OAVM'). Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith.

6. The Company has appointed M/s. KFin Technologies Limited, Registrar and Transfer Agent ('RTA' or 'KFintech') of the Company, to provide VC/OAVM facility for the AGM of the Company.

7. KFintech is the Registrar and Share Transfer Agent (**"RTA"**) of the Company to perform the share related work for shares held in physical and electronic form.

8. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800 309 4001 (toll free).

9. As per the Companies Act, 2013, ('the Act'), a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. However, in terms of the MCA Circulars, the 28th AGM is being held through VC, physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA Circulars and SEBI Circulars, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 28th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

10. The facility for joining AGM through VC/OAVM will be available for up to 1,000 Members and members may join on first come first serve basis. However, the above restriction shall not be applicable to members holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Board, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. Members can login and join 15 (fifteen) minutes prior to the scheduled time of meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the scheduled time.

11. The explanatory statement pursuant to Section 102(1) of the Act and other applicable provisions, which sets out details relating to Special Businesses at the meeting, which are considered as unavoidable by the Board of Directors of the Company, is annexed hereto.

12. Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are entitled to appoint authorised representatives to attend the AGM through VC on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/ Institutional Members intending to authorize their representatives to participate and vote at the Meeting or vote through remote e-voting are requested to send a certified copy of the Board resolution/authorization letter to the Scrutinizer at e-mail ID compliance@sreedharancs.com with a copy marked to RTA at email ID einward.ris@kfintech.com and to the Company at email ID investors@hcgel.com authorising its representative(s) to attend and vote on their behalf pursuant to Section 113 of the Companies Act, 2013. In case if the authorised representative attends the Meeting, the above-mentioned documents shall be submitted before the commencement of said Meeting.

13. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC and vote.

14. In case of Joint Holders attending the AGM, only such Joint Holder whose name appear first in the order of names in the Register of Members/Beneficial Owners will be entitled to vote.

15. Only Bonafide members of the Company whose name appear first on the Register of Members/Beneficial Owners, will be permitted to attend the meeting through VC/OAVM. The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-members from attending the meeting.

16. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in electronic mode during the AGM. Members who wish to inspect, may send their request through an email at investors@hcgel.com up to the date of AGM.

17. Members holding shares in Electronic (Demat) form are advised to inform the particulars of their Bank account, change of postal address, mobile numbers and email IDs etc. to their respective Depository Participants only. The Company or its RTA i.e. KFin Technologies Limited, cannot act on any request received directly from the members holding shares in demat mode for changes in any Bank mandates or other particulars.

18. Members holding shares in physical form are advised to inform the particulars of their Bank account, change of postal address and email IDs to our RTA i.e. KFin Technologies Limited, (Unit: HealthCare Global Enterprises Limited), Plot 31-32, Karvy Selenium, Tower B, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 or the Secretarial Department of the Company.

    SEBI, vide its circular nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021, SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2023/37 dated March 16, 2023 has mandated Members holding shares in physical form to submit PAN, nomination, contact details, bank account details and specimen signature in specified forms. Members may access https://www.hcgoncology.com/investor-relations for Form ISR-1 to register PAN/email id/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out of nomination by holders of physical shares. Members may make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agent.

    As per the erstwhile requirement, in case a holder of physical securities failed to furnish PAN, nomination, contact details, bank account details and specimen signature by October 1, 2023, KFintech was obligated to freeze such folios. To mitigate unintended challenges on account of freezing of folios, SEBI vide its circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and nomination details.

    In compliance with SEBI guidelines, the Company had sent communication intimating about the submission of above details to all the Members holding shares in physical form.

19. Members holding shares in Electronic (demat) form or in physical mode are requested to quote their DP ID & Client ID or Folio details respectively in all correspondences, to the RTA i.e. KFin Technologies Limited, Plot 31-32, Karvy Selenium, Tower B, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 or the Secretarial Department of the Company.

20. As per Rule 3 of Companies (Management and Administration) Rules, 2014, Register of Members of the Company should have additional details pertaining to e-mail, PAN/CIN, UID, Occupation, Status, Nationality. We request all the Members of the Company to update their details with their respective Depository Participants (DPs) in case of shares held in electronic form and with the Company's RTA in case of physical holding, immediately.

21. Members who have not registered their email IDs with the depository participants, are requested to register their email ID with their depository participants in respect of shares held in electronic form and in respect of shares held in physical form, members may register their email id by writing to the Company's Registrar and Share Transfer Agent, KFin Technologies Limited (Unit: HealthCare Global Enterprises Limited), Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India – 500 032, along with the duly filled in form ISR-1 along with the related proofs, available at https://www.hcgoncology.com for receiving all communications including annual report, notices, letters etc., in electronic mode from the Company.

22. Pursuant to Section 101 and Section 136 of the Act, read with The Companies (Management and Administration Rules), 2014, and Regulation 36 of SEBI Listing Regulations companies can serve Annual Report and other communications through electronic mode to those Members who have registered their email ID either with the Company or with the Depository Participants.

23. In line with MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2025-26, are being sent only through electronic mode to those Members whose email IDs are available with the Company/Depository Participants/RTA. Additionally, in accordance with Regulation 36(1)(b) of SEBI Listing Regulations, the Company is also sending a letter to Members whose e-mail

IDs are not registered with the Company/Depository Participants/RTA providing the weblink including the path of the Company's website from where the AGM Notice and Annual Report for the financial year 2025-26 can be accessed.

24. Since the AGM will be held through VC/OAVM, the Route Map is not required to be annexed in this Notice.

25. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, the Company is pleased to provide the facility of remote e-voting to all the members as per applicable Regulations relating to e-voting. The complete instructions on e-voting facility provided by the Company are annexed to this Notice, explaining the process of e-voting with necessary user id and password. Members who have cast their vote by remote e-voting prior to the meeting may attend the meeting but will not be entitled to cast their vote again during the meeting.

26. The Company has fixed Friday, September 11, 2026, as Cut-off date for determining the eligibility of Members entitled to vote at the AGM. The remote e-voting shall remain open for a period of 3 days commencing from Tuesday, September 15, 2026, at 9.00 A.M. (IST) to Thursday, September 17, 2026, 5.00 P.M. (IST) (both days inclusive). A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

27. Members who are present in meeting through video conferencing facility and have not cast their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.

28. The Company has appointed Mr. V Sreedharan (FCS 2347; CP 833), and in his absence Mr. Pradeep B Kulkarni (FCS 7260; CP 7835), and in the absence of both, Mrs. Shobha Shridhar (FCS 13360; CP 22649) and Ms. Nidhi Shree J (ACS 71329; CP 28754) partners of M/s V Sreedharan & Associates, Practising Company Secretaries, Bengaluru as Scrutinizer to scrutinize the e-voting process in fair and transparent manner.

29. The following documents along with other documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection without any fees by the Members electronically or at the Registered Office of the Company during normal business hours (10:00 hours to 18:00 hours) on all working days from the date of dispatch of notice till the date of AGM. Members who wish to seek inspection, may send their request through an email at sunumanuel@hcgel.com and/or investors@hcgel.com up to the date of AGM:

    a) Certificate relating to the Company's Employee Stock Option Scheme under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

    b) Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.

30. Information required under Regulation 36(3) of SEBI Listing Regulations and Para 1.2.5 of Secretarial Standard-2 on General Meetings issued by ICSI in respect of Directors seeking re-appointment at the AGM is furnished as annexure to this Notice. The Directors have furnished consent for their re-appointment as required under the Act and rules made thereunder.

31. In line with the measures of "Green Initiatives", the Act provides for sending Notice of the AGM and all other correspondences through electronic mode. Hence, Members who have not registered their mail IDs so far with their depository participants are requested to register their email ID for receiving all the communications including Annual Report, Notices etc., in electronic mode. The Company is concerned about the environment and utilises natural resources in a sustainable way.

32. As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can only be transferred in demat form. Further, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holding to demat form. Members can contact the Company or our RTA for assistance in this regard.

33. Members may please note that SEBI has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at https://www.hcgoncology.com and on the website of the Company's Registrar and Transfer Agents, KFin Technologies Limited at https://ris.kfintech.com/default.aspx. It may be noted that any service request can be processed only after the folio is KYC Compliant.

34. SEBI vide Circular no. HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026, with effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation by the Company/Registrar and Share Transfer Agent while processing service request. Accordingly, securities will be credited directly to the Member's demat account upon submission of valid demat account details along with the latest Client Master List. Members are requested to make service requests for such matters by submitting a duly filled and signed Form ISR-4, along with requisite supporting documents to KFintech as per the requirement.

35. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical mode can submit their PAN to the Company or to RTA.

36. Members who are holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or its Registrar and Share Transfer Agent, the details of such folios together with the share certificates for consolidating their holding in one folio as per the procedure stipulated in SEBI circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022.

37. Non-Resident Indian Members are requested to inform our RTA / respective depository participants, immediately of any:

    (a) Change in their residential status on return to India for permanent settlement.

    (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

38. The voting rights of the members shall be in proportion to their shareholding of the paid-up equity share capital of the Company as on Cut-off date i.e., Friday, September 11, 2026.

39. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to KFintech in case the shares are held in physical form.

40. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to KFin Technologies Limited (Unit: HealthCare Global Enterprises Limited), Plot 31-32, Selenium, Tower B, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 or by sending a request on e-mail at sunumanuel@hcgel.com and/or investors@hcgel.com or contact KFintech at einward.ris@kfintech.com. Relevant forms (Form No. ISR-1) are available on the Company's website https://www.hcgoncology.com to enable Members to make such requests.

41. **Process and Manner for Remote E-voting.**

    In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, the Company is pleased to provide members with facility to exercise their votes by electronic means provided by KFintech (E-Voting Service Provider) through the modes listed below, on all resolutions set forth in this Notice, by way of remote e-voting or e-voting during the AGM.

    A) Information and instructions for remote e-voting by Individual Shareholders holding shares of the Company in demat mode:

    Individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts. During the voting period, shareholders / members can login any number of times till they have voted on the resolution(s) for a particular "Event". The procedure to login and access remote e-voting, as devised by the Depositories/ Depository Participant(s), is given below:

Type of Shareholder	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. Members already registered for NSDL Internet Based Demat Account Statement (IDeAS) facility:** (i) Visit URL https://eservices.nsdl.com either on a Personal Computer or on a mobile. (ii) Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. (iii) A new screen will prompt and you will have to enter your User ID and Password. (iv) Post successful authentication, click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. (v) Click on company name or e-Voting service provider name i.e. KFintech and you will be redirected to KFintech website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. **2. Members who have not registered for IDeAS facility, may follow the below steps:** (i) To register for IDeAS facility, visit the URL at https://eservices.nsdl.com. (ii) Click on "Register Online for IDeAS" or for direct registration click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp and proceed with completing the required fields. (iii) On completion of the registration formality, follow the steps provided above. **3. Members may alternatively vote through the e-voting website of NSDL in the following manner:** (i) Visit the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. (ii) Click on the icon "Login" which is available under 'Shareholder/Member' section. (iii) Members to enter User ID (i.e. your Sixteen Digit demat account number held with NSDL), Password/OTP and a Verification Code shown on the screen. (iv) Post successful authentication, you will be redirected to NSDL IDeAS site wherein you can see e-Voting page. (v) Click on company name or e-Voting service provider name i.e., KFintech and you will be redirected to KFintech website for casting your vote. **4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience:** NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	**1. Members already registered for Easi/ Easiest facility may follow the below steps:** (i) Visit the following URL www.cdslindia.com. (ii) Click on the "Login" icon and opt for "My Easi New" (Token) (iii) On the new screen, enter User ID and Password. (iv) The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. (v) Click on Company name or e-voting service provider name i.e. KFintech to cast your vote. **2. Members who have not registered for Easi/Easiest facility, may follow the below steps:** (i) To register for Easi/Easiest facility visit the URL at https://web.cdslindia.com/myeasitoken/home/login (ii) On completion of the registration formality, follow the steps mentioned above.

Type of Shareholder	Login Method
	3. Members may alternatively vote through the e-voting website of CDSL in the manner specified below: (i) Visit the following URL: www.cdslindia.com. (ii) Enter the demat account number and PAN. (iii) Enter OTP received on mobile number and email registered with the demat account for authentication. (iv) Post successful authentication, the member will receive links for the respective e-voting service provider i.e., KFintech where the e-voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants.	1. Members may alternatively log-in using the credentials of the demat account through their demat accounts/ websites of Depository Participant(s) registered with NSDL/CDSL for the e-voting facility. 2. Once logged-in, you will be able to see e-voting options. On clicking the e-voting icon, members will be redirected to the NSDL/CDSL site, as applicable, on successful authentication. 3. Members may then click on Company name or e-voting service provider name i.e. KFintech and will be redirected to KFintech website for casting their vote during remote e-voting period without any further authentication.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL who have forgotten their password:

Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login Type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 5533.

B) Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and for all shareholders holding securities in physical mode:

Member will receive an e-mail from KFintech [for the Members whose e-mail IDs are registered with the Depository Participant(s)/RTA] which includes details of E-Voting Event Number ("EVEN"), User ID and Password. They will have to follow the following process for e-voting:

i. Launch internet browser by typing the URL: https://evoting.kfintech.com.

ii. Enter the login credentials (i.e., User ID and Password) mentioned in the e-mail. In case of Demat account, your Sixteen-Digit DP ID- Client ID will be your User ID. In case of physical folio, User ID will be EVEN (e-Voting Event Number) XXXX, followed by folio number. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and Password for casting your vote.

iii. After entering these details appropriately, click on 'LOGIN'.

iv. You will now reach to password change Menu wherein you are required to mandatorily change your password. The new password should comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, $, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password, in case you forget your password. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the 'EVENT', i.e., **HealthCare Global Enterprises Limited AGM** and click on "submit".

vii. On the voting page, enter the number of shares held by you (which represents the number of votes) as on the Cut-Off Date under 'FOR/AGAINST' or, alternatively, you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option 'ABSTAIN'. If you do not indicate either 'FOR' or 'AGAINST' it will be treated as 'ABSTAIN' and the shares held will not be counted under either head.

viii. Equity shareholders holding multiple demat accounts/folios may choose the voting process separately for each demat account/folio.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on 'Submit'.

xi. A confirmation box will be displayed. Click 'OK' to confirm else 'CANCEL' to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, you can login any number of times till you have voted on the Resolution.

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned certified true copy (PDF/JPG Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s) who are authorised to vote, to the Scrutiniser on e-mail ID compliance@sreedharancs.com with a copy marked to RTA at email ID evoting@kfintech.com and to the Company at sunumanuel@hcgel.com and/or investors@hcgel.com and may also upload the same in the e-voting module in their login. The scanned copy of the Board Resolution should be in the naming format "Company Name, EVEN No." In case if the authorized representative casts vote, the above-mentioned documents shall be submitted before or at the time of casting the vote.

C) A person who has become a shareholder of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e., Friday, September 11, 2026, may obtain the User ID and Password in the manner as mentioned below:

i. If the mobile number of the Shareholder is registered against Folio No./DP ID Client ID:

In case the shares are held in dematerialised mode: The Shareholder may send SMS: MYEPWD <space> DP ID Client ID to 9212993399

Example for NSDL –
MYEPWD<space>IN12345612345678

Example for CDSL –
MYEPWD<space>1402345612345678

In case the shares are held in physical mode: The shareholder may send SMS: MYEPWD <space> E-Voting Event Number +Folio No. to 9212993399

Example for Physical –
MYEPWD<space> 9905123456789

ii. If e-mail address or mobile number of the Shareholder is registered against Folio No./DP ID Client ID, then on the home page of https://evoting.kfintech.com, the Shareholder may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

iii. Shareholder may call KFintech toll free number 1800-3094-001 for any assistance.

iv. Shareholder may send an e-mail request to einward.ris@kfintech.com. However, KFintech shall endeavour to send User ID and Password to those new Shareholder whose e-mail IDs are available. If he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

D) Procedure for Registration of email and Mobile: Securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR

1 form along with the supporting documents. ISR 1 form can be obtained on the website of the Company https://www.hcgoncology.com or on the website of the RTA https://ris.kfintech.com/clientservices/isc/isrforms.aspx

42. In case of any queries, please visit Help and Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com. or contact Mr. Nageswara Rao, Sr. Manager (Unit: HealthCare Global Enterprises Limited) of KFin Technologies Limited, Selenium, Tower B, Plot Nos. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad-500 032 or email at einward.ris@kfintech.com or evoting@kfintech.com, Toll Free No: 1800-309-4001 for any further clarifications.

43. **VOTING DURING THE AGM:**

(i) Members who have not cast their vote through remote e- voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC platform and no separate login is required for the same.

(ii) Members who have voted through remote e-voting will be eligible to attend the AGM, however, they shall not be allowed to cast their vote again during the AGM.

(iii) The e-voting window shall be activated upon instructions of the Chairman of the Meeting during the AGM and he will announce the start time of casting the vote during AGM through the e-Voting platform of our RTA - KFintech and thereafter the e-Voting during AGM shall commence.

(iv) Voting at AGM will be available at the end of the AGM and shall be kept open for 15 minutes. Members viewing the AGM, shall click on the 'e-voting' sign placed on the lefthand bottom corner of the video screen. Members will be required to use the credentials, to login on the e-Meeting webpage, and click on the 'Thumbs-up' icon against the unit to vote.

(v) Upon declaration by the Chairman about the commencement of e-voting at AGM, Members shall click on the "Vote" sign on the left-hand bottom corner of their video screen for voting at the AGM, which will take them to the 'Instapoll' page.

(vi) Members to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.

(vii) However, this facility shall be operational till all the resolutions are considered and voted upon in the meeting.

(viii) A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM. If a Member casts votes by both modes i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

44. The Scrutinizer will, after the conclusion of e-voting during the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman or a person authorised by him in writing who shall countersign the same in compliance of Rule 20 of Companies (Management and Administration) Rules, 2014 (including amendments made thereto) read with Regulation 44 of SEBI Listing Regulations.

45. The Results on resolutions shall be declared within two working days from the date of the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.

46. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at https://www.hcgoncology.com and on KFintech's website at https://evoting.kfintech.com immediately after the result is declared by the Chairman or by person authorised by him and communicated to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed. The result shall also be displayed on the notice board at the Registered Office of the Company as well at the Corporate Office of the Company.

47. **Procedure for joining the AGM through VC/OAVM:**

The Company will provide VC / OAVM facility to its Members for participating at the AGM through platform provided by M/s KFin Technologies Limited.

a. Members will be able to attend the AGM through VC/OAVM or view the live webcast at https://emeetings.kfintech.com by using their e-voting login credentials.

b. Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the E-voting instructions.

c. Members who need assistance before or during the AGM, can contact KFintech on evoting@kfintech.com or call on toll free number 1800-309-4001. Kindly quote your name, DP ID-Client ID/Folio no. and E-voting Event Number in all your communications.

d. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches and Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

48. Shareholders who would like to express their views/ask questions during the meeting may register themselves by logging on to https://emeetings.kfintech.com and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open during Tuesday, September 15, 2026, to Thursday, September 17, 2026. Members shall be provided a 'queue number' before the meeting. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

49. The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will be open during Tuesday, September 15, 2026, to Thursday, September 17, 2026.

50. All the shareholders attending the AGM will have option to post their comments / queries through a dedicated Chat box that will be available below the meeting screen.

51. A video guide assisting the members attending AGM either as a speaker or participant is available for quick reference at URL https://emeetings.kfintech.com/.

52. Members who need technical assistance before or during the AGM can contact KFintech at emeetings@kfintech.com or Helpline: 1800 309 4001.

53. Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC platform. Members may click on the voting icon ('vote now') on the left side of the screen to cast their votes.

54. SEBI, vide its master circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023, updated as on December 28, 2023, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this Circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Share Transfer Agent on delay or default in processing any investor services related requests.

55. Members are requested to note that our Registrar and Share Transfer Agent, KFintech has a mobile app named 'KPRISM' and a website https://kprism.kfintech.com for the members holding shares in physical form. Members can download this android mobile application from play store and view their portfolios serviced by KFintech. In addition, Members may also visit the Investor Service Center webpage https://ris.kfintech.com/clientservices/isc/isrforms.aspx and access various services such as post or track a query, upload tax exemption forms, view the demat request, check the dividend status, download the required ISR forms and check KYC status for physical folios, among others.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE "ACT")

The following statement sets out the material facts relating to all the Special Businesses mentioned in the Notice of the Annual General Meeting.

ITEM NO. 4: To approve extension of the term and modification of the Consultancy Agreement with Mrs. Anjali Ajaikumar Rossi, a Related Party.

The Board of Directors of the Company at its meeting held on August 06, 2026, approved the extension of the existing Consultancy Agreement dated May 30, 2025, entered into with Mrs. Anjali Ajaikumar Rossi ("**Anjali Ajaikumar**", and such agreement, the "**Consultancy Agreement**") in her individual and professional capacity, for the continued provision of consultancy and strategic advisory services on a principal-to-principal basis, subject to approval of the members of the Company.

The proposed extension shall become effective from the date of receipt of the approval of the members of the Company and shall remain in force for a period of six (6) months. Except for the revised scope of consultancy services, as set out herein, all other material terms and conditions of the existing Consultancy Agreement shall continue to remain unchanged.

The consultancy fee shall continue at the annualized rate of INR 1,50,00,000 (Indian Rupees One Crore and Fifty Lakhs only) and shall be payable in monthly instalments on a proportionate basis during the six (6)-month extended term.

Background and Rationale

Anjali Ajaikumar has been associated with the Company for several years and has acquired substantial institutional knowledge and strategic understanding of the Company's operations, quality systems, organizational development initiatives and long-term business strategy. During the course of her engagement, the Company has benefited from her advisory inputs in areas relevant to its business and organizational objectives.

Under the existing Consultancy Agreement, Anjali Ajaikumar has primarily provided consultancy and advisory services in relation to the Company's fertility treatment and reproductive medicine business. In view of the Company's evolving business and strategic priorities, it is proposed to extend the existing Consultancy Agreement for a further period of six (6) months with a revised scope of consultancy services aligned to the Company's current business requirements. The proposed arrangement is intended to ensure continuity of strategic advisory support in areas relevant to the Company's operational excellence, organizational development and long-term value creation.

Under the proposed revised scope of engagement, Anjali Ajaikumar shall, inter alia, provide strategic advisory services in relation to the following:

(i) monitoring, reviewing and strengthening the Company's quality metrics, quality governance framework and quality excellence initiatives;

(ii) advising on brand strategy, positioning, corporate reputation and stakeholder perception;

(iii) providing strategic inputs on key organizational projects, transformation initiatives and long-term growth priorities; and

(iv) supporting learning and development initiatives, including leadership capability building, talent development and organizational effectiveness.

The proposed extension is expected to enable the Company to continue to leverage Anjali Ajaikumar's experience and institutional knowledge and in supporting strategic initiatives across the organization, while ensuring that the nature and scope of consultancy services remain aligned with the Company's business portfolio following the divestment of the fertility business.

Details of the proposed related party transaction between the Company and Anjali Ajaikumar including the information required to be disclosed in the Explanatory Statement are as follows:

In terms of the provisions of Section 188 of the Companies Act, 2013 and applicable rules thereunder read with SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, read with SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023, and last updated on January 30, 2026, the following information with regard to the proposed related party transaction is provided herein below:

1. Summary of the information provided by the management of the listed entity to the Audit Committee / Board:

No.	Particulars	Information/ Details with respect to Anjali Ajaikumar
(i)	Type, material terms and particulars of the proposed transaction.	The Company proposes to extend the term of the existing Consultancy Agreement entered into with Anjali Ajaikumar, in her individual and professional capacity, for the continued provision of consultancy and strategic advisory services to the Company on a principal-to-principal basis. The proposed extension shall become effective from the date of receipt of approval of the shareholders of the Company and shall remain valid for a period of six (6) months from such date. Under the existing Consultancy Agreement, Anjali Ajaikumar has primarily been providing consultancy and support services in relation to the Company's fertility treatment and reproductive medicine business. Following the divestment of the fertility business and having regard to the Company's current business requirements and strategic priorities, it is proposed to revise the scope of services under the Consultancy Agreement for the extended term. During the extended term, Anjali Ajaikumar shall, inter alia, provide consultancy and strategic advisory services in the following areas: 1. Monitoring, reviewing and strengthening the Company's quality metrics and quality excellence initiatives; 2. advising on brand strategy, positioning and reputation management; 3. providing strategic inputs on key organizational projects and strategic growth initiatives; and 4. supporting learning and development initiatives, including leadership capability building, talent development and organizational effectiveness. Except for the extension of the term and revision in the scope of services, there is no material change proposed to the commercial terms of the existing Consultancy Agreement. The consultancy fee shall continue at the existing annualized rate of INR 1,50,00,000 (Indian Rupees One Crore Fifty Lakhs only), payable in monthly instalments on a proportionate basis during the six-month extended term. Accordingly, the aggregate consultancy fee payable for the extended term shall not exceed INR 75,00,000 (Indian Rupees Seventy-Five Lakhs only), plus reimbursement of expenses, if any, in accordance with the terms of the Consultancy Agreement. The extension shall otherwise be governed by the existing terms and conditions of the Consultancy Agreement, as suitably amended to give effect to the revised scope of services and extended term. Anjali Ajaikumar has been associated with the Company for several years and has acquired significant institutional knowledge and experience across various aspects of the Company's business and operations. The proposed extension and revised scope are intended to enable the Company to continue to benefit from her experience and strategic insights in areas relevant to the Company's current priorities, including quality and operational excellence, brand strategy, leadership and organisational development, and strategic growth initiatives. The revised scope is aligned with the Company's business requirements following the divestment of its fertility business and is expected to provide continuity of strategic advisory support to the management during the proposed extended term.
(ii)	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Related Party- Anjali Ajaikumar Relationship- Anjali Ajaikumar is: (i) a Director on the Board of the Company; (ii) a member of the Promoter Group of the Company (iii) relative of Dr. B.S. Ajaikumar, Promoter and Non-Executive Chairman. Anjali Ajaikumar holds 1,058 equity shares of the Company.
(iii)	Tenure of the proposed transaction (particular tenure shall be specified).	The consultancy fee shall be payable for a period of six months from the date of receipt of shareholders' approval.

No.	Particulars	Information/ Details with respect to Anjali Ajaikumar
(iv)	Value of the proposed transaction	The consultancy fee shall continue at the existing annualized rate of INR 1,50,00,000 (Indian Rupees One Crore Fifty Lakhs only), payable in monthly instalments on a proportionate basis during the six-month extended term. Accordingly, the aggregate consultancy fee payable for the extended term shall not exceed INR 75,00,000 (Indian Rupees Seventy-Five Lakhs only), plus reimbursement of expenses, if any, in accordance with the terms of the Consultancy Agreement.
(v)	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	Approximately 0.0295% of the annual consolidated turnover of the Company as at March 31, 2026, based on the aggregate consultancy fee payable for the extended term, which shall not exceed INR 75,00,000.
(vi)	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: i) details of the source of funds in connection with the proposed transaction; ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, a. nature of indebtedness; b. cost of funds; and c. tenure; iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
(vii)	Justification as to why the RPT is in the interest of the listed entity	Anjali Ajaikumar has significant experience in the healthcare sector, with exposure across healthcare administration, strategy, operations, quality, brand development and patient-centric initiatives. Her longstanding association with the Company has also provided her with a strong understanding of the Company's operations, organisational priorities, brand and institutional framework. Following the divestment of the Company's fertility business, the scope of the proposed engagement has been realigned with the Company's current business requirements and strategic priorities. During the extended term, Anjali Ajaikumar is proposed to provide strategic advisory support in areas including quality and operational excellence, brand strategy and positioning, key organisational and growth initiatives, and learning, leadership and organisational development.

No.	Particulars	Information/ Details with respect to Anjali Ajaikumar
		The continued engagement will enable the Company to leverage her domain expertise, institutional knowledge and understanding of the healthcare sector while providing continuity of strategic advisory support to the management in these identified areas. The engagement is expected to complement the capabilities of the management team by providing focused strategic inputs on initiatives that are relevant to the Company's long-term growth and organisational development. The consultancy fee is proposed to continue at the existing annualized rate of INR 1.50 crore, with no increase in the rate of compensation. For the proposed extended term of six months, the aggregate consultancy fee shall accordingly not exceed INR 75 lakh, payable in monthly instalments on a proportionate basis. Considering the nature and scope of the services, Anjali Ajaikumar's relevant experience and institutional knowledge, continuity of the existing commercial terms, and the strategic value expected to be derived from the engagement, the proposed transaction is considered to be in the best interests of the Company and its stakeholders.
(viii)	A copy of the valuation or other external party report, if any such report has been relied upon.	Not Applicable
(ix)	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis.	Not Applicable
(x)	Any other information that may be relevant.	Not Applicable

2. Justification for why the proposed transaction is in the interest of the listed entity: Please refer point 1 (vii) above.

3. Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under para 1 (vi) in the table above: Not applicable.

4. A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders: Not applicable.

5. Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis: Not applicable.

6. Any other information that may be relevant: Not applicable.

The proposed extension of the Consultancy Agreement, including the consultancy fees payable thereunder, constitutes a Related Party Transaction under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the recommendations of the Nomination and Remuneration Committee and the Audit Committee, the Board of Directors, at its meeting held on August 6, 2026, approved the proposed extension of the Consultancy Agreement with Anjali Ajaikumar, including the revised scope of services and the terms and conditions thereof, subject to the approval of the members of the Company.

The Board is of the view that the proposed engagement is in the interest of the Company, as it will enable the Company to continue to benefit from Anjali Ajaikumar's experience, institutional knowledge and strategic insights in areas aligned with the Company's current business requirements and strategic priorities.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members of the Company.

Except for Dr. B.S. Ajaikumar and Anjali Ajaikumar Rossi and their respective relatives, none of the Directors or Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 5: To ratify the payment of remuneration of Cost Auditors for the Financial Year 2026-27.

The Board of Directors of the Company at their meeting held on August 06, 2026, on the recommendation by the Audit Committee, reappointed M/s. Rao, Murthy & Associates, Cost Accountants, as the Cost Auditors of the Company for the financial year 2026–27, at a remuneration of INR 2,50,000 (Rupees Two Lakhs Fifty Thousand only) and re-imbursement of out of pocket expenses, subject to ratification of the remuneration payable to the Cost auditor, by the shareholders of the Company.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost auditor is required to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027, as set out in the resolution.

None of the Directors/Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

The Board of Directors recommends the resolution in relation to the ratification of the payment of remuneration to the Cost Auditor as set out in Item No. 5 for approval of the Members by way of an Ordinary Resolution.

ANNEXURE – INFORMATION TO SHAREHOLDERS

Details of Directors seeking re-appointment at the 28th Annual General Meeting to be held on September 18, 2026.

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard for General Meetings (SS-2) in respect of director(s) recommended for appointment and re-appointment]

Profile of Director retiring by rotation and seeking reappointment at the Annual General Meeting are as under:

Brief profile of Ms. Simrun Mehta

Ms. Simrun Mehta joined KKR in 2012 and is a Managing Director on the Private Equity team, with 18 years of experience in financial services in India.

Ms. Mehta has been closely involved in KKR's investments across multiple sectors, and currently leads KKR's investments in India in the consumer, retail and hospitals sectors. Ms. Mehta currently serves on the boards of Vini Cosmetics, Lighthouse Learning, Avendus Capital, Baby Memorial Hospital, Serentica Renewables India, Advanta Enterprises Limited and Premium Medical and Health Care Providers Private Limited.

Prior to joining KKR, Ms. Mehta worked with Nomura's fixed income team and the commodities division of Lehman Brothers.

Ms. Mehta holds a Bachelor of Arts (Honours) in Mathematics from St. Stephen's College, University of Delhi.

Brief profile of Mr. Akshay Tanna

Mr. Akshay Tanna joined KKR Mumbai office in 2023 as Partner & Head of India Private Equity. Prior to joining KKR, Akshay spent more than 13 years with TPG and was most recently a Partner in its India office. Earlier in his career, Akshay worked as an Associate in Investment Banking in the Financial Institutions Group with Deutsche Bank, New York.

Akshay started his career as an Associate in Investment Banking at Merrill Lynch, New York & London. Mr. Tanna currently serves on the Board of Directors of Infinx Technology Solutions Private Limited, Baby Memorial Hospital Limited, Avendus Capital Private Limited, Healthium Medtech Limited, Rebel Foods Private Limited, Darwinbox Digital Solutions Private Limited, Dodla Dairy Limited & Vini Cosmetics Private Limited.

Mr. Tanna earned a BS in Economics, Magna Cum Laude from The Wharton School of the University of Pennsylvania.

Please see below further information on Ms. Simrun Mehta and Mr. Akshay Tanna:

Name of the Director	Ms. Simrun Mehta	Mr. Akshay Tanna
DIN	09118938	02967021
Date of Birth	January 27, 1988	November 20, 1982
Age	38 years	43 years
Date of first appointment as Director under the Companies Act, 2013 and SEBI Listing Regulations.	May 30, 2025	May 30, 2025
Relationships with other Directors inter-se & KMPs	None	None
Experience	18 years	19 years
Experience (including expertise in specific functional areas) as required for the role and being held by the Director	Corporate Governance, Business/ Management Leadership Experience, Functional and managerial Experience, Industry / Sector Knowledge, Information Technology.	Corporate Governance, Business/ Management Leadership Experience, Functional and managerial Experience, Industry/Sector Knowledge, Information Technology.
Qualification(s)	Bachelor of Arts (Honours) in Mathematics	BS in Economics, Magna Cum Laude from The Wharton School of the University of Pennsylvania.
Terms and Conditions of reappointment along with details of remuneration sought to be paid	Ms. Simrun Mehta is a Non-Executive Nominee Director. Refer the Corporate Governance Report forming part of Annual Report for FY 2026 for further details.	Mr. Akshay Tanna is a Non-Executive Nominee Director. Refer the Corporate Governance Report forming part of Annual Report for FY 2026 for further details.
Remuneration last drawn as Director (including sitting fees)	Refer the Corporate Governance Report forming part of Annual Report for FY 2026 for further details.	Refer the Corporate Governance Report forming part of Annual Report for FY 2026 for further details.

Name of the Director	Ms. Simrun Mehta	Mr. Akshay Tanna
Directorships held in other companies	1. Lighthouse Learning Private Limited 2. Baby Memorial Hospital Limited 3. Avendus Capital Private Limited 4. Advanta Enterprises Limited 5. Premium Medical and Health Care Providers Private Limited 6. Phoenixgreen Edutech Private Limited 7. Serentica Renewables India Private Limited 8. Vini Cosmetics Private Limited 9. Unimed Health Care Private Limited	1. Swastik Hospitality Products Private Limited 2. Rebel Foods Private Limited 3. Healthium Medtech Limited 4. Darwinbox Digital Solutions Private Limited 5. Vini Cosmetics Private Limited 6. Baby Memorial Hospital Limited 7. Infinx Technology Solutions Private Limited 8. Avendus Capital Private Limited 9. Dodla Dairy Limited
Listed entities from which the Director has resigned in the past three years	None	None
Chairmanships/Memberships of the Committees of other companies as on the date of appointment	1. Baby Memorial Hospital Limited- Chairperson of Audit Committee. 2. Lighthouse Learning Private Limited- Member of Audit Committee. 3. Avendus Capital Private Limited- Member of Audit Committee.	1. Dodla Dairy Limited- Member of Stakeholders' Relationship Committee.
No. of meetings of the Board attended during the financial year 2026-27	2	2
Number of shares held in the Company including shareholding as a beneficial owner as on the date of AGM Notice	Nil	Nil

Notes:

1. The Directorships do not include positions in foreign companies and Section 8 Companies. With regard to Committees, Memberships/Chairmanships in the Audit Committee and Stakeholders' Relationship Committee alone have been considered.

2. These skills/competencies are broad-based, encompassing several areas of expertise/experience. Each Director may possess varied combinations of skills/experience within the described set of parameters, and it is not necessary that the Directors possess all skills/ experience listed therein in the same depth and intensity.

3. Information pertaining to remuneration, terms and conditions and the number of Board Meetings attended during the financial year 2025-26, wherever applicable, have been provided in the Corporate Governance Report forming part of the Annual Report.