



adding life to years

**HealthCare Global Enterprises Limited**

CIN: L15200KA1998PLC023489

**Registered Office:** HCG Towers, 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](mailto:investors@hcgel.com), **Website:** <https://www.hcgoncology.com/>

## Invitation to attend the 27<sup>th</sup> Annual General Meeting on Thursday, September 25, 2025.

Dear Members,

You are cordially invited to attend the **27<sup>th</sup> Annual General Meeting** of Members of **HealthCare Global Enterprises Limited** ("the Company") to be held on Thursday, September 25, 2025, 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:	<a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a>
02	Link to access Annual Report and AGM Notice:	<a href="https://www.hcgoncology.com/annual-reports/">https://www.hcgoncology.com/annual-reports/</a>
02	Helpline number for VC participation and e-voting:	1800 309 4001
03	Email IDs for any assistance or support for VC participation and e-voting:	<a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> , <a href="mailto:evoting@kfintech.com">evoting@kfintech.com</a>
04	Cut-off date for e-voting:	Friday, September 19, 2025.
05	E-voting start date and time:	Monday, September 22, 2025, at 9:00 a.m.
06	E-voting end date and time:	Wednesday, September 24, 2025, at 5:00 p.m.
07	E-Voting website:	<a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>
08	Speaker Registration for AGM:	Please visit <a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a> and click on Speaker Registration. Registration shall be open till September 24, 2025.
09	Company contact details:	E-mail: <a href="mailto:investors@hcgel.com">investors@hcgel.com</a> Phone no: 080-46607700

Yours sincerely,

For **HealthCare Global Enterprises Limited**,

Sd/-

**Dr. B.S. Ajaikumar,**

Non-Executive Chairman

DIN: 00713779

# Notice of the 27<sup>th</sup> Annual General Meeting

Dear Shareholders,

Notice is hereby given that the Twenty Seventh (27<sup>th</sup>) Annual General Meeting ("AGM") of the members of HealthCare Global Enterprises Limited ("the Company"), will be held on Thursday, September 25, 2025, 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, 2025, 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, 2025, and the Reports of the Board of Directors and Auditors thereon be and are hereby adopted."

- 2) To appoint a Director in place of Mrs. Anjali Ajaikumar Rossi, (DIN: 08057112), 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 of the Companies Act, 2013, if any, Mrs. Anjali Ajaikumar Rossi, (DIN: 08057112), who retires by rotation at this meeting and begin eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

## SPECIAL BUSINESS:

- 3) To approve the appointment of Secretarial Auditors of the Company.

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 204 of the Companies Act, 2013 ("the Act") and rules made therein, Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and based on the recommendation of the Board of Directors, of the Company consent of the Members of the Company be and is hereby accorded for the appointment of M/s. V. Sreedharan and Associates, Practicing Company Secretaries, bearing Firm Registration No. P1985KR14800, holding Peer Review Certificate No.

5543/2024, as Secretarial Auditors of the Company for a term of 5 (five) consecutive years commencing from conclusion of this Annual General Meeting i.e., for the Financial Year 2025-26 till conclusion of the Annual General Meeting to be held for the Financial Year 2029-30 at such remuneration and on such terms and conditions as may be determined by the Board of Directors of the Company (including its Committee(s) thereof) in consultation with the Secretarial Auditors.

**RESOLVED FURTHER THAT** approval of the Members be and is hereby accorded to the Board to avail or obtain from M/s. V. Sreedharan and Associates, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws, rules, regulations, circulars and guidelines, as may be issued in this regard, at such remuneration / fees as may be mutually agreed with the Secretarial Auditors.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and are hereby severally authorized 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."

- 4) To ratify the payment of remuneration of Cost Auditors for the Financial Year 2025-26.

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, 2026, 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

Sd/-

Sunu Manuel

Company Secretary

Membership No. A19795

Date: August 01, 2025

Place: Bengaluru

**NOTES:**

1. Ministry of Corporate Affairs ("MCA") vide its General Circulars 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 9/2024 dated September 19, 2024, ("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 27<sup>th</sup> 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 for FY 2024-25 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 27<sup>th</sup> AGM and the Annual Report for FY 2024-25 is also available on the Company's website at <https://www.hcgoncology.com> websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited, at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://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 27<sup>th</sup> 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 27<sup>th</sup> 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 Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 19, 2025, to Thursday, September 25, 2025 (both days inclusive).
7. 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.
8. 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.
9. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800 309 4001 (toll free).
10. 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 27<sup>th</sup> 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 27<sup>th</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
11. 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, Scrutinizers 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 of the meeting.
12. 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.
13. 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](mailto:compliance@sreedharancs.com) with a copy marked to RTA at email ID [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) and to the Company at email ID [investors@hcgel.com](mailto: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.

14. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC and vote.
15. 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.
16. 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.
17. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act 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](mailto:investors@hcgel.com) up to the date of AGM.
18. 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.
19. Members holding shares in physical form are advised to inform the particulars of their Bank account, change of postal address and email IDs to 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.

20. 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.
21. 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.
22. 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.
23. Pursuant to Section 101 and Section 136 of the Act, read with The Companies (Management and Administration Rules), 2014, and Regulation 36 of 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.

24. Members may note that the Notice of the AGM and Annual Report for FY 2024-25 is also available on the Company's website <https://www.hcgoncology.com/annual-reports//> and website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at <https://www.bseindia.com/> and <https://www.nseindia.com/> respectively, and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>.
25. In line with MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2024-25, 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 2024-25 can be accessed.
26. Since the AGM will be held through VC/OAVM, the Route Map is not required to be annexed in this Notice.
27. 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.
28. The Company has fixed Friday, September 19, 2025, 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 Monday, September 22, 2025, at 9.00 a.m. (IST) to Wednesday, September 24, 2025, 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.
29. 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.
30. The Company has appointed Mr. V Sreedharan (FCS 2347; CP 833), and in his absence Mr. Pradeep B Kulkarni (FCS 7260; CP 7835), partners of M/s V Sreedharan & Associates, Practising Company Secretaries, Bengaluru as Scrutinizer to scrutinize the e-voting process in fair and transparent manner.
31. 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](mailto:sunumanuel@hcgel.com) and/or [investors@hcgel.com](mailto: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.
32. 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 Director seeking re-appointment at the AGM is furnished as annexure to this Notice. The Director has furnished consent for her re-appointment as required under the Act and rules made thereunder.
33. 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.
34. 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 RTA for assistance in this regard.
35. 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.
36. 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.
  37. 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.
  38. Non-Resident Indian Members are requested to inform 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.
  39. 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 19, 2025.
  40. 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.
  41. 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](mailto:sunumanuel@hcgel.com) and/or [investors@hcgel.com](mailto:investors@hcgel.com) or contact KFinTech at [einward.ris@kfintech.com](mailto: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.





#### 42. 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, and 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	<b>1. Members already registered for NSDL Internet Based Demat Account Statement (IDeAS) facility:</b> <ol style="list-style-type: none"> <li>(i) Visit URL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</li> <li>(ii) Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section.</li> <li>(iii) A new screen will prompt and you will have to enter your User ID and Password.</li> <li>(iv) Post successful authentication, click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.</li> <li>(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 &amp; voting during the meeting.</li> </ol>

Type of Shareholder	Login Method
	<p><b>2. Members who have not registered for IDeAS facility, may follow the below steps:</b></p> <ul style="list-style-type: none"> <li>(i) To register for IDeAS facility, visit the URL at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</li> <li>(ii) Click on “Register Online for IDeAS” or for direct registration. click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>(iii) On completion of the registration formality, follow the steps provided above.</li> </ul> <p><b>3. Members may alternatively vote through the e-voting website of NSDL in the following manner:</b></p> <ul style="list-style-type: none"> <li>(i) Visit the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li> <li>(ii) Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</li> <li>(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.</li> <li>(iv) Post successful authentication, you will be redirected to NSDL IDeAS site wherein you can see e-Voting page.</li> <li>(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.</li> </ul> <p><b>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience:</b></p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="text-align: center;">  App Store  Google Play </div> <div style="text-align: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p><b>1. Members already registered for Easi/ Easiest facility may follow the below steps:</b></p> <ul style="list-style-type: none"> <li>(i) Visit the following URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>(ii) Click on the “Login” icon and opt for “New System Myeasi” (only applicable when using the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>)</li> <li>(iii) On the new screen, enter User ID and Password.</li> <li>(iv) The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</li> <li>(v) Click on Company name or e-voting service provider name i.e. KFintech to cast your vote.</li> </ul> <p><b>2. Members who have not registered for Easi/Easiest facility, may follow the below steps:</b></p> <ul style="list-style-type: none"> <li>(i) To register for Easi/Easiest facility visit the URL at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>(ii) On completion of the registration formality, follow the steps mentioned above.</li> </ul> <p><b>3. Members may alternatively vote through the e-voting website of CDSL in the manner specified below:</b></p> <ul style="list-style-type: none"> <li>(i) Visit the following URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>(ii) Enter the demat account number and PAN.</li> <li>(iii) Enter OTP received on mobile number and email registered with the demat account for authentication.</li> <li>(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.</li> </ul>
Individual Shareholders (holding securities in demat mode) login through their depository participants.	<p><b>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.</b></p> <p><b>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.</b></p> <p><b>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.</b></p>

### 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 Forgot User ID and Forgot 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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:

- Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
- Enter the login credentials (i.e., User ID and Password). 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.
- After entering these details appropriately, click on 'LOGIN'.
- 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.

- You need to login again with the new credentials.
- On successful login, the system will prompt you to select the 'EVENT', i.e., **HealthCare Global Enterprises Limited AGM** and click on "submit".
- On the voting page, enter the number of shares (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.
- Equity shareholders holding multiple demat accounts/folios may choose the voting process separately for each demat account/folio.
- 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.
- You may then cast your vote by selecting an appropriate option and click on 'Submit'.
- 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.
- 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](mailto:compliance@sreedharancs.com) with a copy marked to RTA at email ID [evoting@kfintech.com](mailto:evoting@kfintech.com) and to the Company at [sunumanuel@hcgel.com](mailto:sunumanuel@hcgel.com) and/or [investors@hcgel.com](mailto:investors@hcgel.com). 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.

For obtaining the User ID and Password for e-voting, Shareholders may refer the instructions below:

- a) If the mobile number of the Shareholder is registered against Folio No./DP ID Client ID, the Shareholder may send SMS: MYEPWD E-Voting Event Number+ Folio No. or DP ID Client ID to 9212993399

Example for NSDL -  
MYEPWD IN12345612345678

Example for CDSL -  
MYEPWD 1402345612345678

Example for Physical -  
MYEPWD XXXX1234567890

- b) 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.
- c) Shareholder may call KFintech toll free number 1800-3094-001 for any assistance.
- d) Shareholder may send an e-mail request to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). However, KFintech shall endeavour to send User ID and Password to those new Shareholder whose e-mail IDs are available.

### C) 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<sup>th</sup>, 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>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	Kfin Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link <https://ris.kfintech.com/faq.html>

For more information on updating the email and mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT account is being held.

After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

### D) Members whose email IDs are not registered with the RTA/Depository Participants(s), and consequently Notice of AGM and e-voting instructions cannot be serviced:

To facilitate Members to receive the Company's Annual Report and Notice for the Annual General Meeting (including remote e-voting instructions) electronically and cast their vote, the Company has made special arrangements with KFintech for registration of email addresses of the Members in terms of MCA Circulars. Eligible Members who have not registered their email address and in consequence the e-voting notice could not be serviced, may temporarily get their email address registered with KFintech, on or before 5:00 p.m. (IST) on September 19, 2025.

- i. Member may send an email request at the email id [evoting@kfintech.com](mailto:evoting@kfintech.com) along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the notice of AGM and the E-Voting Instructions.

- ii. Please follow all steps from Note. No. 42(B) above to cast your vote by electronic means.

#### E) OTHER INSTRUCTIONS:

- i. Member may send an email request at the email id [evoting@kfintech.com](mailto:evoting@kfintech.com) along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the notice of AGM and the E-Voting Instructions.
- ii. Person holding securities in physical mode and non-individual shareholders holding securities in demat mode who become equity shareholder after dispatch of the Notice of the Meeting but on or before the **Cut-Off Date, i.e., Friday, September 19, 2025**, may obtain User ID and Password and any such member who has not received or has forgotten the User ID and Password, may obtain/retrieve the same from KFintech in the manner as mentioned below:
  - a) If the mobile number of the equity shareholder is registered against Folio No./DP ID-Client ID, the Member may send SMS: MYEPWD<SPACE>Folio No. or DP ID-Client ID to +91 9212993399. In case of physical holding, prefix Folio No. with EVEN.  
  
 Example for NSDL: MYEPWD<SPACE>IN12345612345678  
  
 Example for CDSL: MYEPWD<SPACE>1402345612345678  
  
 Example for Physical: MYEPWD<SPACE>XXXX1234567890 (XXXX being EVEN)
  - b) If email address of the equity shareholder is registered against DP ID-Client ID, then on the home page of <https://evoting.kfintech.com> the equity shareholder may click 'Forgot Password' and enter DP ID-Client ID and PAN to generate a password..
- iii. Registration of e-mail address permanently with RTA/ Depository Participant(s): In case e-mail ID of a Member is not registered with the RTA/ Depository Participant(s), then such Member is requested to register/ update their e-mail addresses:
  - a) with the Depository Participant (in case of Shares held in dematerialised form)
  - b) with KFintech by sending an email request at the email ID [evoting@kfintech.com](mailto:evoting@kfintech.com) (in case of Shares held in physical form).

43. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, 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.
44. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps as detailed in the notice of the meeting.
45. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:
  - (i) Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.
  - (ii) Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.
  - (iii) Access to join virtual meetings (e-AGM) of the Company on KFintech system to participate in e-AGM and vote at the AGM.
46. 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>. For any grievances related to e-voting, please contact Mr. Nageswara Rao, Manager (Unit: HealthCare Global Enterprises Limited) of KFin Technologies Limited (formerly known as KFin Technologies Private Limited), Selenium Tower B, Plot Nos. 31 & 32, Gachibowli, Financial District, Nanakramgula, Hyderabad-500 032 at [evoting@kfintech.com](mailto:evoting@kfintech.com), Toll Free No: 1800-309-4001 for any further clarifications.
47. The remote e-voting period commences on Monday, September 22, 2025, at 9.00 a.m. IST and ends on Wednesday, September 24, 2025, at 5.00 p.m. IST (both days inclusive). During this period, the Members of the Company may cast their votes by remote e-voting in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date, being Friday, September 19, 2025, will be entitled to cast their votes by remote e-voting.
48. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

**49. 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 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 left hand 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.

50. 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 with Rule 20 of Companies (Management and Administration) Rules, 2014 (including amendments made thereto) read with Regulation 44 of SEBI Listing Regulations.

51. 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.

52. 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.

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

The Company will provide VC / OAVM facility to its Members for participating in 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.

Members are requested to follow the procedure given below:

- i. Launch internet browser (chrome (preferred browser)/firefox/safari/Microsoft Edge/Mozilla Firefox) by typing the URL: <https://emeetings.kfintech.com>.
- ii. Enter the login credentials (i.e., User ID and password for e-voting).
- iii. After logging in, click on "Video Conference" option.
- iv. Then click on camera icon appearing against AGM event of HealthCare Global Enterprises Limited, to attend the Meeting.

- 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 will be allowed to attend the AGM through VC/OAVM on first come, first serve basis.

- d. Facility to join the meeting shall be opened fifteen minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

- e. Members who need assistance before or during the AGM, can contact KFintech on [evoting@kfintech.com](mailto: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.

- f. In case of joint holders attending the Meeting, 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 at the AGM.

- g. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
  - h. 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.
54. 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 Monday, September 22, 2025, to Wednesday, September 24, 2025. 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.
55. 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 from Monday, September 22, 2025, to Wednesday, September 24, 2025.
56. 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.
57. 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/>.
58. Members who need technical assistance before or during the AGM can contact Kfintech at [emeetings@kfintech.com](mailto:emeetings@kfintech.com) or Helpline: 1800 309 4001.
59. 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.
60. SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/76 dated May 30, 2022, 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 Transfer Agent on delay or default in processing any investor services related request.
- In compliance with SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the Members.
61. Members are requested to note that 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 (ISC) webpage <https://kprism.kfintech.com/> and access various services such as post or track a query, upload tax exemptions forms, view the demat/remat request, check the dividend status, download the required ISR forms and check KYC status for physical folios, among others.
62. In case of any query and / or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (Kfintech Website) or contact Mr. Nageswara Rao, at [evoting@kfintech.com](mailto:evoting@kfintech.com) or call Kfintech's toll free No. 1800-309-4001 for any further clarifications.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE “ACT”) AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (“SEBI LISTING REGULATIONS”) AND CIRCULARS ISSUED THEREUNDER

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

### ITEM NO. 3: To approve the appointment of Secretarial Auditors of the Company.

Pursuant to Section 204 of the Companies Act, 2013 read with Rules made thereunder and Regulation 24A of the SEBI Listing Regulations, a listed entity shall appoint or reappoint an individual as Secretarial Auditor, on the basis of the recommendation of the Board of Directors, for not more than one term of five consecutive years or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in the Annual General Meeting.

Accordingly, the Board of Directors of the Company at its meeting held on August 01, 2025, approved the appointment of M/s. V. Sreedharan & Associates, Practicing Company Secretaries (Firm Registration Number: P1985KR14800), as the Secretarial Auditors of the Company, subject to approval of members, for a term of five consecutive years to hold office from the conclusion of this AGM i.e., for the financial year 2025-26 till the conclusion of the AGM to be held for the financial year 2029-30.

#### Credentials and Profile of Secretarial Auditors

M/s. V. Sreedharan & Associates (having Firm Registration no. P1985KR14800) is a Peer Reviewed Firm of reputed Practising Company Secretaries based in Bengaluru. Converted to Partnership Firm from sole proprietorship in the year 2008, with legacy experience dating back to 1988, the firm has built a strong reputation for its integrity, depth of knowledge, and consistent delivery of quality services. The firm is spearheaded by seasoned professionals – CS V. Sreedharan and CS Pradeep B. Kulkarni – both of whom are Fellow Members of the ICSI and

have held prestigious positions such as members of Central and Regional Councils of the Institute. Additionally, CS Dr. Shobha Shridhar who is also a Fellow Member of the ICSI, was recently co-opted as a partner in the firm. Recognised by the Institute of Company Secretaries of India with a Certificate of Appreciation in 2021, the firm stands out for its commitment to professional excellence, confidentiality, and client satisfaction.

As part of their Secretarial audit, M/s. V. Sreedharan & Associates have demonstrated their expertise and proficiency in handling Secretarial audits of the Company till date. Their approach and diligence followed in conducting the secretarial audit and certification of the Secretarial records of the Company, in accordance with the provisions of the Act and the applicable SEBI Regulations, has been appropriate and compliant.

The Company has received consent and various disclosures from M/s. V. Sreedharan & Associates, Company Secretaries confirming eligibility and qualifications for appointment as Secretarial Auditors.

M/s. V. Sreedharan & Associates meet the eligibility, qualifications and other requirements of the Secretarial Auditors as specified in SEBI Listing Regulations, 2015. Further, they are not disqualified from being appointed as the Secretarial Auditors of the Company.

Accordingly, approval of the Members is sought for the appointment of M/s. V. Sreedharan & Associates as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30, by passing an Ordinary Resolution.

Disclosures under Regulation 36(5) of the SEBI Listing Regulations, for the appointment of M/s V Sreedharan & Associates, Secretarial Auditors are as under:

Proposed fees payable to the Secretarial Auditor(s) along with terms of appointment.	<p>The proposed remuneration payable to M/s. V. Sreedharan &amp; Associates for Secretarial Audit Services will be Rs. 3,00,000 (Rupees Three lakhs only), payable in one or more tranches, plus, applicable taxes, and reimbursement of out of pocket expenses as may be incurred in connection with performing the secretarial audit of the Company, with the power of the Board of Directors to alter and vary the terms and conditions of appointment, revision in fees during the tenure of the Secretarial Auditors, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.</p> <p>The above remuneration is based on the scope of work, knowledge, industry experience, expertise, team size, time and efforts required to be put by M/s. V. Sreedharan &amp; Associates and is subject to approval of their appointment by the Members at this AGM.</p> <p>M/s V Sreedharan and Associates, Practicing Company Secretaries, are being proposed to be appointed as the Secretarial Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this AGM i.e., for the financial year 2025-26 till the conclusion of the AGM to be held for the financial year 2029-30.</p>
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Any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change.	<p>Not applicable, as the Company proposes to appoint M/s. V. Sreedharan &amp; Associates as Secretarial Auditors for the first term in accordance with Regulation 24A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>Further, as per Regulation 24A(1C), any association of the individual or firm as Secretarial Auditor before March 31, 2025, shall not be considered for the purpose of calculating tenure. Accordingly, there is no outgoing auditor, and hence, no material change in audit fee requiring disclosure under Regulation 36(5) of SEBI Listing Regulations.</p>
Basis of recommendation for appointment including the details in relation to and credentials of the Secretarial auditor(s) proposed to be appointed.	<p>Detailed credentials of the Secretarial Auditor proposed to be appointed are detailed above.</p> <p>The Basis for recommendation of the Secretarial Auditors is due to availability of adequate audit team with understanding of the Company's business and compliance structure, time commitment of the audit partners, interaction with the management on key audit issues, use of adequate technology, conduct of audit with professional integrity and objectivity etc.</p>

Further, the Company may obtain certifications and avail other permissible services under statutory regulations from M/s V. Sreedharan & Associates, as may be required from time to time. The remuneration for certifications and other permissible services will be paid on mutually agreed terms.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

The Board of Directors recommends the resolution in relation to appointment of Secretarial Auditor as set out in Item No. 3 for approval of the Members of the Company by way of an Ordinary Resolution.

#### **ITEM NO. 4: To ratify the payment of remuneration of Cost Auditors for the Financial Year 2025-26**

The Board of Directors of the Company at their meeting held on August 01, 2025, 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 2025-26, 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, 2026, 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, set out at Item No. 4.

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. 4 for approval of the Members by way of an Ordinary Resolution.

## ANNEXURE – INFORMATION TO SHAREHOLDERS

**Details of Director seeking re-appointment at the 27<sup>th</sup> Annual General Meeting to be held on September 25, 2025.**

[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 is as under:

#### Anjali Ajaikumar Rossi, Non-Executive Director

Anjali Ajaikumar Rossi is a seasoned professional and social entrepreneur with more than 15 years of experience in the healthcare sector with a focus on transforming the healthcare system through technological advancements. As the Vice President of Quality and Strategy for HCG, she has headed quality implementation and strategic growth planning for the network of twenty HCG hospitals nationwide. In this capacity, she has managed the departments of Operational Excellence, Home Health, Nursing and Quality. Anjali Ajaikumar Rossi has built talented teams and actively empowered her staff to pursue continuous advancements in the quality of care, organizational efficiency, employee engagement and patient satisfaction. She has been a firm proponent of strategically adopting new technologies that further the mission of delivering superior care and expanding the organization's capacity to take advantage of the healthcare opportunities of tomorrow. Anjali Ajaikumar Rossi is actively involved in non-profit initiatives of the HCG Foundation, which creates cancer awareness and raises funds for cancer patients who are financially challenged. She is also involved in the International Human Development & Upliftment Academy, a US/Indian NGO dedicated to fostering rural education, empowering women and creating environmental awareness. She is a member of the Board of Trustees of Bharath Hospital, located in Mysore. Anjali Ajaikumar Rossi holds an MBA from Babson College, where she earned a degree concentration in Entrepreneurship. She has been associated in the past with Clarkston Consulting as a project leader and has also served as a consultant for the Global Tracheostomy Collaborative, an international NGO.

Name of the Director	Mrs. Anjali Ajaikumar Rossi
DIN	08057112
Date of Birth	May 07, 1986
Age	39 years
Date of first appointment as Director under the Companies Act, 2013 and SEBI Listing Regulations.	April 01, 2021
Relationships with other Directors inter-se & KMPs	Ms. Anjali Ajaikumar Rossi is the daughter of Dr. B. S. Ajaikumar, Non-Executive Chairman.
Experience	15 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.
Qualification(s)	MBA from Babson College
Terms and Conditions of reappointment along with details of remuneration sought to be paid	Ms. Anjali Ajaikumar was appointed as Non-Executive Non-Independent Director vide shareholders' approval dated August 10, 2025, through Postal Ballot Notice dated July 09, 2025, liable to retire by rotation.  Refer to the said Postal Ballot Notice for terms and conditions of appointment. There has been no change in the terms and conditions of appointment since then.
Remuneration last drawn as Director (including sitting fees)	Refer to Annual Report of FY 2024-25 for further details.
Other companies in which the Director is a Director as on the date of appointment	1. BACC Health Care Private Limited. 2. Sada Sharada Tumor and Research Institute.
Listed entities from which the Director has resigned in the past three years	None
Chairmanships/Memberships of the Committees of other companies as on the date of appointment	Nil
No. of meetings of the Board attended during the financial year 2025-26	2
Number of shares held in the Company including shareholding as a beneficial owner as on the date of AGM Notice	1,000 Shares (0.00 % of the total paid up capital)

#### Notes:

- The Directorships do not include positions in foreign companies
- Information pertaining to remuneration, terms and conditions and the number of Board Meetings attended during the financial year 2024-25, wherever applicable, have been provided in the Corporate Governance Report forming part of the Annual Report.