



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, **Website:** <https://www.hcgoncology.com/>

#### NOTICE OF THE 26TH ANNUAL GENERAL MEETING

Dear Shareholders,

Notice is hereby given that the Twenty Sixth (26th) Annual General Meeting (“AGM”) of the members (also referred to as shareholders) of HealthCare Global Enterprises Limited (“the Company”), will be held on Wednesday, September 25, 2024, at 12.00 noon 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, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
- 2) To appoint a Director in place of Ms. Anjali Ajaikumar Rossi, (DIN: 08057112), who retires by rotation and being eligible, offers herself for re-appointment.
- 3) To appoint a Director in place of Mr. Siddharth Tapaswin Patel (DIN: 07803802), who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS:

- 4) To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

#### To ratify the payment of remuneration to the Cost Auditors for the financial year 2024-25.

“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, as amended from time to time, the approval of the shareholders of the Company be and is hereby accorded for the ratification of remuneration of INR 2,00,000 (Rupees Two Lakh Only) (exclusive of taxes and re-imbursment of actual out-of-pocket expenses) payable to M/s. Rao, Murthy & Associates, Cost Accountants, (Firm Registration No. 00065) appointed as Cost Auditors, for conducting audit of cost records of the Company for the Financial Year 2024-25, as recommended by the Audit Committee and approved by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts 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  
For **HealthCare Global Enterprises Limited**

**Sunu Manuel**

Company Secretary  
Membership no. A19795

Date: August 08, 2024  
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 9/2023 dated September 25, 2023, ('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 (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 ("Listing Regulations"), the 26<sup>th</sup> AGM of the Company is being convened and conducted through VC. The corporate office of the Company shall be deemed to be the venue for the AGM.
  2. In compliance with the provisions of the Companies Act, 2013 ("Act"), Listing Regulations and MCA Circulars, the 26<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.
  3. 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.
  4. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800 309 4001 (toll free).
  5. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, where physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
  6. 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 Chairman 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.
  7. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
  8. The explanatory statement pursuant to Section 102(1) of the Act, which sets out details relating to Special Business at the meeting, is annexed hereto.
  9. Institutional/Corporate members are encouraged to attend and vote at the meeting through VC/OAVM. We also request them to send, a duly certified copy of the Board Resolution authorizing their representative to attend the AGM through VC/OAVM and vote through remote e-voting on its behalf at, [sree@sreedharancs.com](mailto:sree@sreedharancs.com) or [investors@hcgel.com](mailto:investors@hcgel.com) and [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com), pursuant to Section 113 of the Companies Act, 2013.
  10. In case of Joint Holders attending the AGM, only such Joint Holder whose name appears first in the order of names will be entitled to vote.
  11. Only *bonafide* members of the Company whose name appear first on the Register of Members, 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.
  12. 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.
  13. Members holding shares in Electronic (Demat) form are advised to inform the particulars of their Bank account, change of postal address and email IDs 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.
  14. 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. 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.

15. Members holding shares in Electronic (demat) form or in physical mode are requested to quote their DPID & 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.
16. Members who have not registered their email ID 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, 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.
17. 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.
18. In line with MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2023-24, are being sent only through electronic mode to those Members whose email IDs are available with the Company/ Depository Participants/RTA.
19. Members may note that the Notice of the AGM and Annual Report for FY 2023-24 will also be 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>.
20. Since the AGM will be held through VC/OAVM, the Route Map is not required to be annexed in this Notice.
21. 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 Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, 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 is 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.
22. The Company has fixed Wednesday, September 18, 2024 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 September 22, 2024 9.00 a.m. to September 24, 2024 5.00 p.m (both days inclusive).
23. 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.
24. 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.
25. The following documents along with other documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 hours to 18:00 hours) on all working days up to and including the date of AGM of the Company. 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.
26. Information required under Regulation 36 of Listing Regulations in respect of Directors seeking Appointment/ Re-appointment at the AGM is furnished as annexure

- to this Notice. The Directors have furnished consent/declarations for their appointment/re-appointment as required under the Act and Rules made thereunder.
27. 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.
28. As per Regulation 40 of the Listing Regulations, as amended, read with SEBI circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, securities of listed companies can only be transferred in demat form, except in case of request for transmission or transposition of securities. 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.
29. 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.
30. 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.
31. Non-Resident Indian Members are requested to inform our RTA / respective depository participants, immediately of any:
- Change in their residential status on return to India for permanent settlement.
  - 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.
32. 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.
33. 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.
- 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:
- Launch internet browser (chrome/firefox/safari) by typing the URL: <https://emeetings.kfintech.com>
  - Enter the login credentials (i.e., User ID and password for e-voting).
  - After logging in, click on "Video Conference" option.
  - Then click on camera icon appearing against AGM event of HealthCare Global Enterprises Limited, to attend the Meeting.
- 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.
  - Members will be allowed to attend the AGM through VC/OAVM on first come, first serve basis.
  - 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.
  - 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.
  - In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
  - Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
34. 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 Friday, September 20, 2024 to Saturday, September 21, 2024. 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.

35. 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 Friday, September 20, 2024 to Saturday, September 21, 2024.
36. 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.
37. 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.
38. 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.

39. 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 (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.

#### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

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. 2 and 3: Re-appointment of Directors retiring by rotation**

Based on the terms of appointment, all the directors except the Executive Chairman and Independent Directors of the Company are subject to retirement by rotation at every AGM. Accordingly, the following directors are liable to retire by rotation at the ensuing AGM:

- (a) Ms. Anjali Ajaikumar Rossi (DIN: 08057112);
- (b) Mr. Siddharth Tapaswin Patel (DIN: 07803802);

Ms. Anjali Ajaikumar was appointed as Executive Director of the Company with effect from April 01, 2021, and was re-appointed on June 25, 2023. She has been appointed as Executive Director, as per the provisions of the Act and the Articles of Association of the Company and shall serve in accordance with the terms of the employment agreement executed with the Company. The terms and conditions, including the remuneration, are being governed within the overall limits of remuneration approved by the Members from time to time. The details of remuneration paid and number of meetings of the Board and its Committees attended by her during FY 2023-24 forms part of Corporate Governance Report.

Mr. Siddharth Patel was appointed as a Non-Independent Nominee Director of the Company with effect from July 28, 2020, as per the provisions of the Act and the Articles of Association of the Company. The details of number of meetings of the Board and its Committees attended by him during the FY 2023-24 forms part of Corporate Governance Report.

The abovementioned Directors, being eligible, have offered their candidature for re-appointment. The Nomination and Remuneration Committee and the Board recommend their re-appointment.

Details as required in Regulation 36(3) of the Listing Regulations and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking re-appointment at the AGM are provided in the annexure. Requisite declarations have been received from the Directors seeking appointment/re-appointment.

#### **ITEM NO. 4**

The Board of Directors of the Company on August 08, 2024, 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 2024–25, at a remuneration of INR 2,00,000 (Rupees Two Lakhs Only) and reimbursement 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 (the Act) and Companies (Audit and Auditors) Rules, 2014 (the Rules), the remuneration of the cost auditor is required to be ratified by the shareholders subsequently in accordance to the provisions of the Act and Rule 14 of the Rules. None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution at Item No. 4 of the accompanying Notice.

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 a Ordinary Resolution.



## ANNEXURE – INFORMATION TO SHAREHOLDERS

### Details of Directors seeking appointment/re-appointment at the 26<sup>th</sup> Annual General Meeting to be held on September 25, 2024.

[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]

Name of the Director	Ms. Anjali Ajaikumar Rossi	Mr. Siddharth Tapaswin Patel
DIN	08057112	07803802
Date of Birth (Age)	May 07, 1986 (38 years)	June 30, 1977 (47 years)
Date of first appointment as Independent Director / Director under the Companies Act, 2013 and Listing Regulations	April 01, 2021	July 28, 2020
Relationships with other Directors inter-se & KMPs	Ms. Anjali Ajaikumar Rossi is the daughter of Dr. B. S. Ajaikumar, Executive Chairman.	None
Experience (including expertise in specific functional areas) as required for the role and being held by the Director	Corporate Business/ Management Experience, Functional and managerial Experience, Industry / Sector Knowledge, Information Technology	Corporate Governance, Corporate Finance, Investor Relations, Business/ Management Leadership Experience, Functional and managerial Experience, Industry / Sector Knowledge, Information Technology
Qualification(s)	MBA from Babson College	First Class MA and BA degrees from the University of Oxford
Terms and conditions of appointment	Ms. Anjali Ajaikumar was reappointed vide shareholders' approval dated June 25, 2023, through Postal Ballot Notice dated May 26, 2023, liable to retire by rotation. Refer the said Postal Ballot Notice for terms and conditions of appointment. There is no change in the terms and conditions of appointment since then.	Mr. Siddharth Patel is a Non-Executive Nominee Director. Refer the Corporate Governance Report dated August 08, 2024 forming part of Annual Report for FY 2024 for further details.
Remuneration last drawn as Director (including sitting fees)	Report dated August 08, 2024 forming part of Annual Report for FY 2024 for further details.	Report dated August 08, 2024 forming part of Annual Report for FY 2024 for further details.
Other Listed companies in which the Director is a Director as on August 08, 2024	None	None
Listed entities from which the Director has resigned in the past three years	None	None
Chairmanships/Memberships of the Committees of other public limited companies as on August 08, 2024	Nil	Nil
No. of meetings of the Board attended during the year	2	4
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)	Nil

#### Notes:

- The Directorships do not include positions in foreign companies and private companies, position as an advisory board member and position in companies under Section 8 of the Companies Act, 2013. With regard to Committees, Memberships/Chairmanships in the Audit Committee and Stakeholders' Relationship Committee/Investor Grievances Committee have only been considered.
- Information pertaining to remuneration, terms and conditions and the number of Board Meetings attended during the financial year 2023-24, wherever applicable, have been provided in the Corporate Governance Report forming part of the Annual Report.

**Profile of Directors retiring by rotation and seeking reappointment at the Annual General Meeting are as under:****Anjali Ajaikumar Rossi, Executive Director**

Anjali Ajaikumar Rossi is a seasoned professional and social entrepreneur with more than 14 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.

**Siddharth Patel, Non-Executive Non-Independent Director**

Siddharth is a Partner at CVC and joined in 2010. Siddharth was based in the London office for seven years in the global TMT team and, as of 2017, is based in Singapore where his responsibilities include the CVC India office. Prior to joining CVC, he was with Apax Partners where he spent nine years in the technology and telecommunications team leading or co-leading transactions across the sector. Prior to Apax, he worked at Monitor Company. Siddharth's previous investment experience in healthcare includes TriZetto, a leading provider of healthcare software and services. Siddharth holds First Class MA and BA degrees from the University of Oxford.

### THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ARE AS UNDER:-

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, as amended, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) and Regulation 44 of the Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, Members are provided with the facility to cast their vote electronically, through any of the modes listed below, on all resolutions set forth in this Notice, by way of remote e-voting:

MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
Individual shareholders holding securities in demat mode	<ol style="list-style-type: none"> <li>Members already registered for IDeAS facility may follow the below steps:               <ol style="list-style-type: none"> <li>Visit the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>On the home page, click on the "Beneficial Owner" icon under the 'IDeAS' section.</li> <li>On the new screen, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" under e-voting services.</li> <li>Click on Company name or e-voting service provider name i.e. KFintech and you will be re-directed to KFintech website for casting your vote.</li> </ol> </li> <li>Members who have not registered for IDeAS facility may follow the below steps:               <ol style="list-style-type: none"> <li>To register for this facility, visit the URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>On the home page, select "Register Online for IDeAS"</li> <li>On completion of the registration formality, follow the steps provided above.</li> </ol> </li> <li>Members may alternatively vote through the e-voting website of NSDL in the manner specified below:               <ol style="list-style-type: none"> <li>Visit the URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li> <li>Click on the "Login" icon available under the Shareholder/Member.</li> <li>Enter User ID (i.e. 16-digit demat account number held with NSDL), Password / OTP, as applicable, and the verification code shown on the screen.</li> </ol> </li> </ol>	<ol style="list-style-type: none"> <li>Members already registered for Easi/ Easiest facility may follow the below steps:               <ol style="list-style-type: none"> <li>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>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>On the new screen, enter User ID and Password. Without any further authentication, the e-voting page will be made available.</li> <li>Click on Company name or e-voting service provider name i.e. KFintech to cast your vote.</li> </ol> </li> <li>Members who have not registered for Easi/Easiest facility may follow the below steps:               <ol style="list-style-type: none"> <li>To register for this facility, visit the URL: <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>On completion of the registration formality, follow the steps provided above.</li> <li>On completion of the registration formality, follow the steps provided above.</li> </ol> </li> <li>Members may alternatively vote through the e-voting website of CDSL in the manner specified below:               <ol style="list-style-type: none"> <li>Visit the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>Enter the demat account number and PAN</li> </ol> </li> </ol>	<p>Members may alternatively log-in using the credentials of the demat account through their Depository Participants registered with NSDL/ CDSL for the e-voting facility. On clicking the e-voting icon, members will be re-directed to the NSDL/ CDSL site, as applicable, on successful authentication. Members may then click on Company name on or e-voting service provider name i.e. KFintech and will be redirected to KFintech website casting their vote.</p>



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	NSDL	CDSL	
	<p>d) Post successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-voting page.</p> <p>e) 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.</p> <p>Members can also download NSDL Mobile App "NSDL Speede" facility.</p> <p>4. For any technical assistance, Members may contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at toll free number: 18001020990 or 1800224430.</p>	<p>b) Enter the demat account number and PAN</p> <p>c) Enter OTP received on mobile number &amp; email registered with the demat account for authentication.</p> <p>d) 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.</p> <p>4. For any technical assistance, Members may contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or call at toll free number:1800225533.</p>	
Non-individual shareholders holding securities in demat mode and Shareholders holding securities in physical mode	<p>1. In case a Shareholder receives an email from KFintech [for Shareholders whose email IDs are registered with the Company/Depository Participants(s)], please follow the below instructions:</p> <p>a) Visit the following URL: <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a></p> <p>b) Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting your vote.</p> <p>c) After entering these details appropriately, click on "LOGIN".</p> <p>d) You will now reach password change menu, wherein you are required to mandatorily change your password. The new password shall 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 your first login. 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.</p> <p>e) You need to login again with the new credentials.</p> <p>f) On successful login, the system will prompt you to select the "EVENT".</p> <p>2. For obtaining the User ID and Password for e-voting, Shareholders may refer the instructions below:</p> <p>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</p> <p>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 <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>, the Shareholder may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.</p> <p>c) Shareholder may call KFintech toll free number 1800-3094-001 for any assistance.</p> <p>d) Shareholder may send an e-mail request to <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a>. However, KFintech shall endeavor to send User ID and Password to those new Shareholder whose e-mail IDs are available.</p>		

## GENERAL INSTRUCTIONS ON E-VOTING

- 1) Members who are unable to retrieve User ID/Password are advised to use "Forgot User ID"/"Forgot Password" options available on the websites of Depositories/ Depository Participants.
- 2) The remote e-voting period commences at 9 a.m. IST on Sunday, September 22, 2024 and ends at 5 p.m. IST on Tuesday, September 24, 2024. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, September 18, 2024, may cast their votes electronically as per the process detailed in this Notice. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- 3) The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., Wednesday, September 18, 2024.
- 4) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off date of Wednesday, September 18, 2024, under "FOR/AGAINST" for each item of the notice separately or alternatively, you may partially enter any number "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as on the Cut-off date. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST", it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- 5) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- 6) You may then cast your vote by selecting an appropriate option and click on "Submit".
- 7) 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, Members can login any number of times till they have voted on all the resolution(s).
- 8) In case of any query and/or grievance, in respect of voting by electronic means through KFinTech, 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> or may contact Mr. Nageswara Rao, Manager (Unit: HealthCare Global Enterprises Limited) of KFin Technologies Limited, Selenium Building,

Plot 31 & 32, Gachibowli Financial District, Nanakramguda, Hyderabad-500 032, Rangareddy, Telangana, India or at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)/ [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFinTech's toll free No. 1-800-3094-001 for any further clarifications.

- 9) 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).
- 10) The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the result of the voting will be announced by the Chairman or any Director of the Company duly authorized, on or before Friday, September 27, 2024 and will also be displayed on the website of the Company (<https://www.hcgoncology.com/investor-relations/>), besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.

## VOTING AT AGM

- 1) Only those members/shareholders, who will be present in the AGM and who have not cast their vote through remote e-voting and are otherwise not barred from doing so are eligible to vote.
- 2) Members who have voted through remote e-voting will still be eligible to attend the AGM.
- 3) Members attending the AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
- 4) 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.

## INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC

- 1) Members will be able to attend the AGM through VC/OAVM at <https://emeetings.kfintech.com> provided by KFin by using their remote e-voting login credentials and by clicking on the tab "video conference". The link for AGM will be available in members login, where the EVENT and the name of the Company can be selected.
- 2) Members are encouraged to join the meeting through devices (Laptops, Desktops, Mobile devices) with Google Chrome for seamless experience.

- 3) Further, members registered as speakers will be required to allow camera during AGM and hence are requested to use internet with a good speed to avoid any disturbance during the meeting.
- 4) Members may join the meeting using headphones for better sound clarity.
- 5) While all efforts would be made to make the meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
- 6) Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker by visiting the URL <https://emeetings.kfintech.com/> and clicking on the tab 'Speaker Registration' during the period starting from September 20, 2024 9.00 a.m. up to September 21, 2024 5.00 p.m. Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Only questions of the members holding shares as on the cut-off date will be considered.
- 7) 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/>.
- 8) Members who need technical assistance before or during the AGM can contact KFin at [emeetings@kfintech.com](mailto:emeetings@kfintech.com) or Helpline: 1800 309 4001.