FORTIS HEALTHCARE LIMITED

CIN: L85110PB1996PLC045933

Registered Office: Fortis Hospital, Sector 62, Phase – VIII, Mohali, Punjab - 160062

Tel.: +0172-4692222, Fax: +91-172-5096221

Email: secretarial@fortishealthcare.com
Website: www.fortishealthcare.com

NOTICE

Notice is hereby given that the Thirtieth (30th) Annual General Meeting ("AGM") of **Fortis Healthcare Limited** will be held on **Tuesday, August 11, 2026 at 12:00 hours (IST)** through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**"), to transact the following business(es):

ORDINARY BUSINESS: -

1. To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company or the financial year ended March 31, 2026 together with Reports of the Board of Directors and the Auditors' thereon.
2. To declare final dividend of ₹ 1/- (Rupee One) per equity share, for the financial year ended March 31, 2026.
3. To appoint a Director in place of Mr. Ashok Pandit (DIN-09279899), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Dr. Prem Kumar Nair (DIN- 10348774), who retires by rotation and being eligible, offers himself for re- appointment.

SPECIAL BUSINESS: -

5. Ratification of Remuneration to M/s. Jitender, Navneet & Co., (Firm Registration No.: 000119), Cost Auditors for Financial Year ended March 31, 2026.

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 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as per the recommendation and approval of the Audit Committee and the Board of Directors, respectively, the remuneration upto ₹ 2,95,000/- (Rupees Two Lakhs Ninety Five Thousands) (exclusive of applicable taxes and other statutory levies, if any and reimbursement of out-of-pocket expenses incurred by them), being paid to M/s. Jitender, Navneet & Co., (Firm Registration No.: 000119), Cost Auditors, for the Financial Year ended March 31, 2026, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors or any Committee of the Board of Directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

6. Approval for payment of commission to Independent Director(s) for a period of three years effective from financial year April 1, 2027 to March 31, 2030.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 197, 198 read with Schedule V and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including in each case, any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, and considering the recommendation of the Nomination and Remuneration Committee and Board of Directors (which term shall be deemed to include any Committee constituted/to be constituted by the Board, or any director/officer authorized by the Board of Directors/Committee for this purpose), consent of the members of the Company be and is hereby accorded to pay the following remuneration to the independent directors of the Company, by way of commission, in such proportions and in such manner as may be decided by the Board of Directors and / or any Committee thereof:

- *Each Independent Director(s) (present and future) remuneration upto ₹77,17,500/- (Rupees Seventy-*

seven Lakh Seventeen Thousand Five Hundred only) per annum and upto ₹ 1,95,00,000/- (Indian Rupees One Crore Ninety-Five Lakhs only) per annum to the Chairman of the Board (in case Chairman is an Independent Director).

RESOLVED FURTHER THAT the abovementioned remuneration by way of commission will be paid for a period of three (3) years with effect from April 1, 2027.

RESOLVED FURTHER THAT the abovementioned remuneration shall be paid by the Company, in such proportions and in such manner as may be decided by the Board of Directors and / or any Committee thereof, notwithstanding the inadequacy of profits during any year in the period of 3 (three) years commencing from April 1, 2027, and that such remuneration may exceed the limits specified under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT all Non-Executive Directors (including independent directors) shall also be entitled for sitting fees for attending meeting(s) of the Board and Committee thereof, as permissible under the Act read with the rules issued thereunder.

RESOLVED FURTHER THAT, notwithstanding anything to the contrary contained herein above, in the case of absence of profits during any year in the period of 3 (three) years commencing from April 1, 2027, the remuneration to the independent directors shall be paid in accordance with the limits specified under Section 197 and Schedule V of the Act or after receipt of all such approvals (including from the members) as may be required thereunder.

RESOLVED FURTHER THAT the Board of Directors or any Committee of the Board of Directors of the Company be and are severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

7. **Payment of remuneration by way of Independent Director Fees to Mr. Leo Puri (DIN: 01764813), Non-Executive Independent Director for the Financial Year 2025-26, above fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company.**

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

"RESOLVED THAT pursuant to Regulation 17(6)(ca) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or reenactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded for payment of remuneration/ commission of ₹ 1,95,00,000/- (Rupees One Crore Ninty Five lacs only) for the financial year 2025-26 to Mr. Leo Puri (DIN: 01764813) Non-Executive Independent Chairperson of the Company, which is in excess of 50% (fifty percent) of the aggregate remuneration/ commission payable to all the Non-Executive Directors of the Company for the said financial year.

RESOLVED FURTHER THAT the Board of Directors or any Committee of the Board of Directors of the Company be and are severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

8. **Re-appointment of Dr. Ashutosh Raghuvanshi as Managing Director (DIN:02775637) (Designated as Managing Director and CEO) of the Company, for a period of two years effective March 19, 2027.**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including in each case, any statutory modifications or re-enactments thereof, for the time being in force, and Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors and all other applicable statutory/ regulatory approvals, consents and permissions as may be necessary in this regard and such conditions as may be imposed by any authority while granting such approval(s), consent(s) and permission(s) and as may be agreed to by the Board of Directors of the Company (which term shall be deemed to include any Committee constituted/to be constituted by the Board, or any director/officer authorized by the Board of Directors/Committee for this purpose), in whose favour candidature has also been received, consent of the members of the company be and is hereby accorded for the re-appointment of Dr. Ashutosh Raghuvanshi (DIN:02775637), as Managing Director (designated as 'Managing Director & CEO') of the Company, with effect from March 19, 2027 for a period 2 (two) years, not liable to retire by rotation, on the following terms and conditions:

(a) Salary, Perquisites and Allowances per annum: Upto ₹ 11,23,46,000 (Rupees Eleven Crore Twenty-Three Lakh Forty-Six Thousand) per annum, with authority to vary/alter the remuneration in terms of Schedule V and other applicable provisions if any, of the Act.

The aforesaid perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 2025 or any rules thereunder or any statutory modification(s) or re-enactment(s) thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.

Besides above, Dr. Ashutosh Raghuvanshi shall also be entitled to the following facilities which shall not be included in the computation of ceiling on total remuneration subject to the Company's Policy in this regard from time to time:

(i) Provision of Company maintained Car(s) of upto 1 Crore;

(ii) Encashment of Earned Leave at the end of the tenure.

(iii) Entitlement for travel (Class / Mode) shall be as per the Company Policy from time to time, expenses for which will be borne by the Company on actual cost basis.

(b) Increment up to 7% of Total Cost to Company annually may be given subject to recommendation of the Committee and approval of the Board of Directors.

(c) Based on his performance ratings for each of the financial year, Dr. Ashutosh Raghuvanshi may be eligible to a maximum of 125% of target variable pay as per variable pay policy of the Company.

(d) Reimbursement of Expenses: Business related expenses including expenses incurred for travelling, boarding and lodging shall be reimbursed at actuals and not considered as perquisites.

(e) Sitting Fee: Dr. Ashutosh Raghuvanshi shall not be paid any sitting fee for attending Meetings of the Board and/or any of its Committee(s).

(f) Further, Dr. Ashutosh Raghuvanshi shall be eligible for such other facilities and benefits, including retirals, as per rules/policy of the Company, from time to time.

(g) General:

(i) Subject to the superintendence, control and direction of the Board, Dr. Ashutosh Raghuvanshi shall be responsible for management of the whole, or substantially the whole of the affairs of a Company and shall perform such other functions as may be delegated to him by the Board from time to time.

(ii) He shall adhere to such other policies, service conditions, rules and regulations of the Company as applicable from time to time.

The abovementioned remuneration shall be paid by the Company to Dr. Ashutosh Raghuvanshi, notwithstanding the inadequacy of profits during any year in the period of 2 (two) years commencing from March 19, 2027, and such remuneration may exceed the limits specified under Section 197 and Schedule V of the Act.

Notwithstanding anything to the contrary contained herein above or in accordance with the terms and conditions of his appointment, Dr. Ashutosh Raghuvanshi will be paid, current remuneration (including fixed salary, incentives, increments & other allowances thereto and retirement benefits) and as may be further decided by the Board of Directors/ Nomination and Remuneration Committee, as minimum remuneration subject to necessary approvals and compliances as per the applicable provisions of the Act.

Notwithstanding anything to the contrary contained herein above, in the case of absence of profits during any year in the period of 2 (two) years commencing from March 19, 2027, the remuneration payable to Dr. Ashutosh Raghuvanshi shall be paid in accordance with the limits specified under Section 197 and Schedule V of the Act or after receipt of all such approvals (including from the members) as may be required thereunder.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any Committee thereof, be and is hereby authorised to do all acts, deeds and things and to sign, execute and file and/or modify all such forms, papers and documents as may be considered necessary and take all such steps as may be proper or expedient to give effect to this resolution."

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), setting out material facts concerning the business under item no 5, 6, 7 & 8 forms part of this Notice. Further, information as required to be detailed/ disclosed for item no. 3 and 4, as required under the Secretarial Standards and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR") are forming part of this notice. The relatives of Mr. Ashok Pandit and Mr. Prem Kumar Nair, Non-Executive Non-Independent Directors, may be deemed to be interested in the resolution set out at Item Nos. 3 and 4 of this Notice to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item No. 3 and 4 of this Notice, however, Mr. Dilip Kadambi, Mohd Shahazwan Bin Mohd Harris and Mr. Hsiu Chin Keith Lim are the Nominee Directors of Northern TK Venture Pte. Ltd. (Promoter of the Company).

2. **General instructions for accessing and participating in the 30th AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting:**

    a. The Ministry of Corporate Affairs, Government of India ("MCA"), vide its General Circular No. 20/2020 dated May 5, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025 ("MCA Circulars") permitted the holding of the Annual General Meeting ('AGM' or 'Meeting') through Video Conferencing facility / Other Audio Visual Means ('VC/OAVM'), till further orders, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 5 May 2020. In compliance with the provisions of the Companies Act, 2013 ('the Act'), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and MCA & SEBI Circulars, the 30th AGM of the Company is being held through VC/ OAVM facility without the physical presence of members at a common venue. The deemed venue for the 30th AGM shall be the Registered Office of the Company.

    b. In terms of the MCA/SEBI Circulars since the requirement of physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies.

    c. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 30th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Corporate Members may be appointed for the purpose of voting through remote e-Voting, for participation in 30th AGM through VC/ OAVM Facility and e-Voting during 30th AGM. Since the AGM will be held through VC/OAVM Facility, the Route Map to the venue of the meeting, proxy form & attendance slip are not annexed to this AGM Notice.

    d. In line with the MCA Circulars and SEBI Circulars, the Notice of 30th AGM will be available on the website of the Company at www.fortishealthcare.com, on the website of BSE Limited at www.bseindia.com, on the website of National Stock Exchange of India Limited at www.nseindia.com and also on the website of NSDL at www.evoting.nsdl.com. The Company will also publish an advertisement in the newspaper containing details of the AGM and other relevant information for Members viz. manner of registering email ID, Cut-off date for e-voting, Record date for payment of dividend etc.

    e. NSDL will be providing facility for voting through remote e-Voting, for participation in 30th AGM through VC/OAVM Facility and e-Voting during 30th AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

    f. Members may join 30th AGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from 11:30 a.m. IST i.e. 30 minutes before the time scheduled to start the 30th AGM.

    g. Members may note that the VC/OAVM Facility, provided by NSDL, allows participation of upto

2,500 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Risk Management Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend 30th AGM without any restriction on account of first-come-first-served principle.

h. Attendance of the Members participating in 30th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   i. Pursuant to the provisions of Section 108 of the Act 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 Listing Regulations read with MCA Circulars and SEBI Circulars, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at 30th AGM and facility for those Members participating in 30th AGM to cast vote through e-Voting system during 30th AGM.

   ii. SEBI vide Circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023 read with SEBI master circular dated February 06, 2026 has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same.

   The investors can access to the ODR portal vide link https://smartodr.in/login

3. Instructions for Members for Remote e-Voting are as under:

The Remote e-Voting period begins on **August 06, 2026 at 9:00 A.M.** and ends on **August 10, 2026 at 5:00 P.M.** The Remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **August 04, 2026,** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **August 04, 2026.**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to **e-Voting website of NSDL** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience.
	NSDL Mobile App is available on App Store Google Play

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 .
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl. com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat

account number/ folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

8. Members holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat account.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to **magarwalandco@gmail.com** with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022-48867000 and 022-24997000 or Ms. Pallavi Mhatre, Senior Manager, NSDL, at designated e-mail IDs: evoting@nsdl.co.in, who will address the grievances related to electronic voting.

4. **Process for those shareholders whose e-mail ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-Voting for the resolutions set out in this notice:**

   a. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretarial@fortishealthcare.com

   b. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@fortishealthcare.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

c. Alternatively shareholder / members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing above mentioned documents.

d. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

5. The instructions for members for e-Voting on the day of the 30th Annual General Meeting are as under:

a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.

b. Only those Members / shareholders, who will be present in the AGM through VC/OAVM facility and who have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

c. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

d. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

6. Instructions for members for attending the 30th Annual General Meeting through VC/OAVM are as under:

a. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system.** After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

b. Members are encouraged to join the Meeting through Laptops for better experience.

c. Further Members will be required to allow Camera and use Internet with a bandwidth to avoid any disturbance during the meeting.

d. Please note that Members connecting from mobile devices or tablets or through laptops etc 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 technical glitches.

e. Members can submit questions in advance with regard to the financial statements or any other matters, from their registered email address by mentioning their name, DP ID-Client ID, folio number and mobile number, on the Company's email address at secretarial@fortishealthcare.com. Members can submit their questions from **Tuesday, July 21, 2026 to Thursday, August 06, 2026.**

f. Members, who would like to express their views or ask questions during 30th AGM may get registered themselves by sending an e-mail from their registered e-mail id at secretarial@fortishealthcare.com. by mentioning their name, folio no./ DP ID & Client ID, shareholding and mobile no. The speaker registration will be open from **Tuesday, July 21, 2026 to Thursday, August 06, 2026.** Only those members who are registered as speakers 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.

g. Shareholders who will participate in the AGM through VC/OAVM can also pose question / feedback through question box option. Such questions by the Members shall be taken up during the meeting or shall be replied suitably, after the meeting by the Company.

h. Institutional Investors who are Members of the Company, are encouraged to attend and vote in the 30th AGM through VC/OAVM Facility.

7. Other Guidelines for Members:

a. The voting rights of Members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date i.e. **August 04, 2026.**

b. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. **August 04, 2026**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer RTA. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details / Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call at 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. **August 04, 2026** may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

c. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by depositories as on the Cut-off date shall only be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the Meeting and person who is not a member as on the cut-off date should treat this Notice for information purpose only.

d. Mr. Mukesh Agarwal (C.P. No. 3851) of M/s Mukesh Agarwal & Co., Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize remote e-Voting process and casting vote through e-Voting system during the Meeting in a fair and transparent manner.

e. During 30th AGM, the Chairman shall, after response to questions raised by the those Members who have registered themselves as a speaker shareholders, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be closed.

f. The Scrutiniser shall after the conclusion of e-Voting at the 30th AGM, first download votes cast at the AGM and thereafter unblock votes cast through remote e-Voting and shall make a consolidated Scrutiniser's Report of total votes cast in favour or against and whether resolution(s) has been carried or not, and such Report shall then be sent to the Chairman or a person authorised by him, within two working days from the conclusion of 30th AGM, who shall then countersign and declare the result of voting forthwith.

g. The Results declared along with the Report of the Scrutiniser shall be placed on the website of the Company at www.fortishealthcare.com and on the website of NSDL at www.evoting.nsdl.com immediately after declaration of Results by the Chairman or a person authorised by him. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

8. Pursuant to the MCA Circulars and SEBI Circulars, the Notice of 30th AGM along with the Annual Report for the year 2025-26 is being sent by electronic mode to only those Members whose e-mail ids are registered with the Company / Registrar & Share Transfer Agent (RTA) or the Depository Participants (DPs), Additionally, the Company is also sending a letter to Members whose e-mail ids are not registered with Company/ RTA/DP providing the weblink of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

   The shareholders whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of 30th AGM and Annual Report for the year 2025-26 and all other communication sent by the Company and to participate in the AGM / procuring User ID & password for voting in the AGM, can get their email address registered by following the steps as given below:

   a. In case shares are held in physical mode, members are requested to provide duly filled and signed form ISR-1, Folio No., scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to secretarial@fortishealthcare.com

b. For the Members holding shares in demat form, please update your email addresses through your respective Depository Participant/s.

9. Notice of 30th AGM and Annual Report for the FY 26 including therein the Audited Financial Statements for the year, will be available on the website of the Company at www.fortishealthcare.com and the website of Stock Exchanges at BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. The Notice of 30th AGM will also be available on the website of NSDL at www.evoting.nsdl.com.

10. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from concerned Depository Participant and holdings should be verified from time to time.

11. (a) The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

(b) Members holding securities in physical form are requested to ensure that their PAN, contact details (including postal address with PIN code, e-mail ID and mobile number), bank account details and specimen signature are updated with the Company/Registrar and Share Transfer Agent (RTA). In accordance with the applicable SEBI circulars, requests for investor services relating to physical folios shall be processed subject to the furnishing of the prescribed PAN and KYC details. Members are therefore advised to promptly update their KYC particulars to facilitate seamless processing of service requests and receipt of corporate benefits..

(c) Online Dispute Resolution (ODR) Portal - SEBI vide its Master Circular HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 has established a common Online Dispute Resolution (ODR) Portal (SMART ODR) to facilitate online conciliation and arbitration for resolution of disputes in the Indian securities market. Members are advised to first lodge their grievances with the Company and/or its Registrar and Share Transfer Agent (RTA). If the grievance is not resolved satisfactorily, they may escalate the matter through the SEBI Complaints Redress System (SCORES) in accordance with the applicable SEBI guidelines. Investors may also initiate dispute resolution through the SMART ODR Portal in accordance with the applicable SEBI framework for resolution of disputes between investors and listed companies, including their RTAs, In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 01, 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.

Electronic copy of all documents referred to in the accompanying Notice of 30th AGM and Explanatory Statement shall be available in the Investor Section of website of the Company www.fortishealthcare.com.

12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which directors are interested, maintained under Section 189 of the Act and other relevant documents referred in the Notice and Annual Report will be available for inspection by the members of the Company during the AGM. A member may write to the Company Secretary at secretarial@fortishealthcare.com requesting supply of relevant documents referred in the Notice. Further, any query in relation to the resolution proposed to be passed in AGM may also be addressed to the Company Secretary of the Company at secretarial@fortishealthcare.com.

13. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) of ICSI, in respect of the Directors seeking re-appointment at the AGM, are detailed in **Annexure-I** of the Notice of the AGM. Requisite declarations have been received from the Directors for seeking re-appointment.

14. The Ministry of Corporate Affairs has undertaken a 'Green Initiative in the Corporate Governance' by allowing paperless compliance by companies. Also, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, permits companies to send soft

copies of Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiatives by registering / updating their e-mail address for receiving electronic communications. The Notice for Annual General Meeting along with the Annual Report of the Company will be made available on the Company's website : www.fortishealthcare.com.

15. The dividend, as recommended by the Board of Directors, if declared at the meeting, will be paid within 30 days from the date of declaration to the Members holding equity shares as on the record date i.e. **Friday July 24, 2026.** In respect of shares held in dematerialized form, dividend will be paid on the basis of beneficial ownership as per details furnished by the respective depositories for this purpose. The Register of Members and share transfer books of the Company will be closed from **July 25, 2026 to August 11, 2026 (Both days inclusive)** for the purpose of payment of final dividend for the FY 2025-26 and for the purpose of 30th AGM.

16. Pursuant to the relevant provisions of the Income Tax Act, 2025 ("the IT Act"), dividend income is taxable in the hands of the members and the Company is required to deduct tax at source ("TDS") from dividend paid to the members at rates prescribed in the IT Act. In general, to enable compliance with TDS requirements, members are requested to complete and/ or update their Residential Status, PAN, Category as per the IT Act with their Depository Participant(s) or in case shares are held in physical form, with the Company by sending email to the Company's email address at secretarial@fortishealthcare.com.

17. Members are requested to note that in case the tax on dividend is deducted at a higher rate in absence of receipt of the requisite details/documents, there would still be an option available to file the return of income and claim an appropriate refund, if eligible. No claim shall lie against the Company for such taxes deducted.

18. Dividend, if any, approved by the members or declared by the Board of Directors of the Company from time to time, will be paid as per the mandate registered with the Company or with their respective Depository Participant(s).

19. Members holding shares in physical form, who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other electronic means ("Electronic Bank Mandate"), can register their Electronic Bank Mandate to receive dividends directly into their bank account, by sending scanned copy of the following details/ documents to the Company at secretarial@fortishealthcare.com latest by **July 24, 2026:**

    a) a signed request letter mentioning your name, folio number, complete address and following details relating to bank account in which the dividend is to be received:

        i) Name and Branch of Bank and Bank Account type;

        ii) Bank Account Number allotted by your bank after implementation of Core Banking Solutions; and

        iii) 11-digit IFSC Code;

    b) self attested scanned copy of cancelled cheque bearing the name of the member or first holder, in case shares are held jointly;

    c) self attested scanned copy of the PAN Card; and

    d) self attested scanned copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the member, as registered with the Company.

    e) For the members holding shares in demat mode, please update your Electronic Bank Mandate through your Depository Participant(s).

    Further, members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividends as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to update their Electronic Bank Mandate with their respective DPs. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.

20. Members may please note that SEBI vide its Master Circular for Registrars to an Issue and Share Transfer Agents (RTAs) dated February 06, 2026 (as amended from time to time) has mandated the listed companies to issue securities in dematerialised form only while

processing service requests, viz. Issue of duplicate securities certificate; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Subsequently, SEBI, vide Circular No. HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026, has dispensed with the requirement of issuance of a Letter of Confirmation (LOC), with effect from April 2, 2026, upon completion of the prescribed due diligence and receipt of a valid service request along with the requisite documents, the Registrar and Share Transfer Agent (RTA)/the Company shall directly credit the securities to the investor's demat account, in accordance with the SEBI circular.

21. **Special window for re-lodgement of physical share transfer requests:**

    Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re lodgement window till February 4, 2027, to re-lodge the transfer requests. Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one year lock in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

22. SEBI vide its Master Circular for Registrars to an Issue and Share Transfer Agents (RTAs) dated February 06, 2026 (as amended from time to time) has mandated that with effect from April 01, 2024 dividend to shareholders holding shares in physical form shall be paid only through electronic mode. Such payment shall be made only if the folio is KYC complaint i.e. the details of PAN, contact details, mobile no. complete bank details and specimen signatures are registered.

    In case of non-updation of PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend / interest etc. shall be paid upon furnishing all the aforesaid details in entirety.

    Further, in terms of applicable SEBI Circulars, Non submission of 'choice of nomination' shall not result in freezing of Demat Accounts as well as Mutual Fund Folios. Securityholders holding securities in physical form shall be eligible for receipt of any payment including dividend as well as to lodge grievance or avail any service request from the RTA even if 'choice of nomination' is not submitted by these securityholders. However, existing investors are encouraged, in their own interest, to provide 'choice of nomination' for ensuring smooth transmission of securities held by them.

23. The results on resolutions shall be declared on or before closing business hours i.e. **6:00 PM (IST) on Thursday, August 13, 2026** at the Corporate office of the Company and the same along with scrutiniser's report shall also be available on the website of the Company and on the website of NSDL and that of BSE & NSE. The resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favor of the resolutions.

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013 ('Act') read with SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('SEBI Listing Regulations')

Item No. 5- Ratification of Remuneration to M/s. Jitender, Navneet & Co., (Firm Registration No.: 000119), Cost Auditors for Financial Year ended March 31, 2026.

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the M/s. Jitender, Navneet & Co., (Firm Registration No.: 000119), as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ended March 31, 2026 at a remuneration up to ₹ 2,95,000/- (Rupees Two Lakhs Ninety-Five Thousand only) (exclusive of applicable taxes and other statutory levies, if any and reimbursement of out-of-pocket expenses incurred by them). The remuneration payable to the Cost Auditor is in line with Industry benchmark.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the Members of the Company are required to ratify the remuneration being paid to the Cost Auditors. Accordingly, the consent of the members is sought for ratification of the remuneration being paid to the Cost Auditors for the Financial Year ended March 31, 2026.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this Resolution except to the extent of their respective shareholding, if any.

The Board of Directors recommends the resolution as set out at Item No. 5, for the approval of the Members as an Ordinary Resolution.

Item No. 6- Approval for payment of commission to Independent Director(s) for a period of three years effective from financial year April 1, 2027 to March 31, 2030.

The Members are informed that, in the Annual General Meeting of the Company held on August 02, 2024 and vide the resolution passed dated March 20, 2025 (passed through postal ballot), the members had approved the proposal to remunerate the Independent Directors, as per the following, for a period of three years effective from April 1, 2024 :

(a) Each Independent Directors (present & future) by way of commission of upto ₹ 73,50,000 (Rupees Seventy-Three Lakhs and Fifty Thousand only) and up to INR 1,95,00,000 (Rupees One Crore Ninety-Five Lakhs only) per annum to the Chairman of the Board (in case Chairman is an Independent Director) respectively: or

(b) Aggregate commission upto 1% of the net profits of the Company plus taxes at applicable rate,

whichever is higher, in such proportions and in such manner as may be decided by the Board of Directors and / or any Committee thereof.

The Members are further informed that the Independent Directors have made valuable contributions in the Company since the time they have joined the Board. With the guidance of the Independent Directors and their devotion & contribution to the Company, the financial position of the Company has significantly improved during their tenure.

Considering the rich experience and professional expertise brought to the Company (Nature of Industry- Healthcare Services provider) by Independent Directors and to commensurate with the time devoted, contribution made, guidance & oversight provided by them, it is proposed to continue remunerating them by way of Commission for another period of three years effective from April 01, 2027, as detailed hereunder:

- *Each Independent Director(s) (present and future) remuneration upto ₹ 77,17,500 (Rupees Seventy-seven Lakh Seventeen Thousand Five Hundred only) per annum and upto ₹ 1,95,00,000/- (Indian Rupees One Crore Ninety-Five Lakhs only) per annum to the Chairman of the Board (in case Chairman is an Independent Director).*

Further, all the Independent Directors of the Company shall also be entitled to Sitting fees for attending meeting(s) of the Board or any Committee thereof during their entire tenure.

The above remuneration is notwithstanding the inadequacy of profits during any year in the period of 3 (three) years commencing from April 1, 2027, and that such remuneration may exceed the limits specified under Section 197 and Schedule V of the Act. In terms of the requirements of Section II of Part II of Schedule V to the Act, the information is furnished as under:

I. General Information

(i) Nature of Industry : Business of providing healthcare services and running multi-specialty hospitals.

(ii) Date or expected date of commencement of commercial production: The Company was incorporated on February 28, 1996.

(iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable

(iv) Financial performance (on standalone and consolidated basis) based on given indicators as per Audited Financial Results for the year ended March 31, 2026 are as follows:

(Amount in ₹ Lacs)

Particulars	For the year ended March 31, 2026 (Audited- Standalone)	For the year ended March 31, 2026 (Audited- Consolidated)
Turnover	1,79,249.50	9,12,784.18
Other Income	16,518.17	5,066.16
Net profit after tax	23,034.29	1,06,418.79

(v) Foreign Investment or collaborations – The Company is a Foreign Owned and Controlled Company ("FOCC") by virtue of the transaction held on November 13, 2018, wherein IHH Healthcare Berhad, Malaysia through its Wholly Owned Subsidiary Northern TK Ventures Pte. Limited (**"non-resident investor"**) acquired 31.17% stake along with majority in the Board in FHL.

II. Information about the appointee :

Sr. No.	Particulars	Mr. Leo Puri	Mr. Indrajit Banerjee	Ms. Suvalaxmi Chakraborty
1.	**Age**	65 Years	70 Years	60 Years
2.	**Qualification Experience, Background Details & Recognition/ awards**	Mr. Leo Puri holds a Masters degree in P.P.E. from University of Oxford and a Masters in Law from University of Cambridge. He is an industry leader and financial sector veteran with four decades of experience. Most recently he served as executive chairman South & South East Asia for JP Morgan Chase, late 2020 till the end of 2023. In March 2024 he accepted a role at Apax a global private equity firm, as senior advisor and Chairman, India. Mr. Puri spent several years with McKinsey & Company, where he played different roles as a Senior Partner, in India, as well as across Asia and served on the Firm's partner election committees. From 2013-2018, Mr. Puri was with UTI Asset Management Company located in Mumbai, India. As the Managing Director and CEO, he led the transformation of India's oldest AMC, evolving from state owned to independent board managed institution. UTI AMC manages public listed Equity, fixed income, pensions, and alternative assets. He has also served as a Managing director and general partner of Warburg Pincus, based in Mumbai,	Mr. Indrajit Banerjee, aged 70, is a Chartered Accountant with a B. Com. (Hons) from St. Xavier's College. He has served in various senior management positions in large companies of repute in India during his long professional career. He served as CFO of pharmaceutical companies namely Ranbaxy Laboratories Limited and Lupin Ltd. He also served as Executive Director in Cairn India Limited. In his professional positions, Mr Banerjee played a key role in charting the growth path for the companies through difficult situations while at the same time ensuring superior governance in the management of the companies. He led the finance, treasury, legal and strategic planning functions in most of these roles. From 1982 to 1999, Mr. Banerjee was employed at Indal, serving as Chief Financial Officer in his last two years. During Indal's transformation phase, he was pivotal in shaping strategy and risk management. In 2002, he joined Lupin Ltd., where he addressed critical liquidity issues and facilitated the entry of private equity investors, supporting the company's rebranding efforts.	Ms. Suvalaxmi Chakraborty holds a bachelor's degree in commerce from the University of Calcutta and is a qualified chartered accountant. Previously, she has been associated with Barclays Bank Plc., State Bank of Mauritius Limited and ICICI Bank Limited. She serves as a director on the board of various companies i.e. Fortis Healthcare Limited, Fortis Malar Hospitals Limited, Agilus Diagnostics Limited, ICICI Home Finance Company Limited, Espandere Advisors Private Limited and Finreach Solutions Private Limited as the Managing Director.

		2007-2012, with responsibilities for leading investments across sectors. In the past, Mr. Puri was also holding the Board positions as an Independent Director at Tata Sons, (the holding company of the Tata group), Hindustan Unilever and presently he is serving in Dr. Reddy's Laboratories as well. Previous to that, he held Board positions at Infosys Limited, Max New York Life/Healthcare/ Bupa and Bennet & Coleman, Northern Arc and BillDesk. He has also served as Chairman of Association of Mutual Funds in India (AMFI) and served on several government and regulatory advisory committees.	In 2007, Mr. Banerjee became Wholetime Executive Director at Cairn India Ltd., playing a central role in the company's major growth in India's hydrocarbon sector. He oversaw the financing of the nation's largest greenfield upstream onshore oil and gas development project—an undertaking of unprecedented scale and complexity. From 2011 to 2015, he served as President and CFO, and as a Member of the Executive Committee at Ranbaxy Laboratories Ltd. There, he helped the company navigate difficult times, contributed to its merger with Sun Pharma, and led the integration of businesses and processes after the merger. Across all his leadership roles, Mr. Banerjee has consistently emphasised stakeholder value, robust systems, and good governance. Since November 2015, he has focused on select management consultancy services. His extensive career encompasses business structuring and planning, growth management, crisis management, operational prioritisation, bank and investor relationship management, working capital financing, risk management in multi-business and multi-regional organisations and integrating business and financial processes for both existing and merging entities. Currently, Mr. Banerjee serves on the Boards of Fortis Healthcare Ltd, International Hospital Ltd, Fortis Hospotel Ltd, Agilus Diagnostics, Ltd and Endurance Technologies Ltd.	
3.	**Past Remuneration**	₹ 1,95,00,000/- per annum by way of commission for FY 2025-26 plus sitting fee for attending meetings of the Board and Committee(s).	₹ 73,50,000/- per annum for each one of them, by way of commission for FY 2025-26 plus sitting fee for attending meetings of the Board and Committee(s)	

4.	**Job Profile and his/her suitability**	Mr. Leo Puri is and Independent Director and the Chairman of the Board and member of Risk Management Committee.	Mr. Indrajit Banerjee is an Independent Director and the member/ Chairperson of the following Committees of the Company: a) Audit Committee- Chairperson b) Stakeholder Relationship Committee- Chairperson c) Nomination and Remuneration Committee- Member d) Corporate Social Responsibility Committee- Member	Ms. Suvalaxmi Chakraborty is an Independent Director and the member/ Chairperson of the following Committees of the Company: a) Nomination and Remuneration Committee- Chairperson b) Audit Committee- Member

The detailed role and composition of each Committee is forming part of the Corporate Governance Report. Further, these Directors are well-respected professionals, in their respective fields who bring a wealth of experience and business acumen to the Board. They have played a crucial role in guiding Fortis Healthcare's strategic direction and operations at a group level, steering the organization towards innovation, growth, and industry leadership, which is substantiating their job profile/ role in the Company.

5.	**Remuneration proposed**	Upto ₹ 1,95,00,000/- per annum plus sitting fee for attending meetings of the Board and Committee(s).	Upto ₹ 77,17,500/- per annum for each one of them, plus sitting fee for attending meetings of the Board and Committee(s).	
6.	**Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**	Though direct comparable data could not be obtained, however, as a normal industry trend, the proposed remuneration to all Non-Executive Independent Directors, who are professional, possessing invaluable and rich knowledge, experience and insights complemented with the vast business experience, is comparable with Independent Directors of other Companies and is in parity with the industry standards for such a responsible position. Except for the Chairman's remuneration which was earlier approved by the shareholders (through postal ballot on March 20, 2025), the remuneration to the other Independent Directors, which was previously enhanced in August 2024 is now proposed to be increased by 5% for the next 3 years to i.e. upto ₹ 77,17,500 each year (previously it was ₹ 73,50,000) for the next 3 years w.e.f from April 1, 2027.		
7.	**Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any**	Except to the extent of receiving sitting fee(s), remuneration, reimbursement of expenses in performance of their duties and Commission, none of the Independent Directors have had any pecuniary relationship with other Directors or Key Managerial Personnel.		
8.	**Terms and conditions of appointment or re-appointment**	Directors have been appointed in terms of the provisions of Act and are responsible to undertake the roles and responsibilities prescribed under the provisions of the Act and other laws for the time being in force. In addition, they are also responsible to undertake the roles and responsibilities assigned by the Board from time to time.		
9.	**Date of first appointment on the Board**	December 27, 2024	April 27, 2018	April 27, 2018
10.	**Shareholding in the company**	NIL		
11.	**Number of Meetings of the Board attended during the year**	8	8	7

12.	**Other Directorships, Membership/ Chairmanship of Committees of other Boards**	Dr. Reddy's Laboratories Limited **Membership/ Chairmanship of Committees are as follows:** 1. Dr. Reddy's Laboratories Limited- Nomination & Remuneration Committee – Member Stakeholders Relationship Committee - Chairperson	1. Agilus Diagnostics Limited 2. Fortis Hospotel Limited 3. International Hospital Limited 4. Endurance Technologies Limited **Membership/ Chairmanship of Committees are as follows:** 1. Agilus Diagnostics Limited Audit & Risk Management Committee – Member Nomination & Remuneration Committee - Member 2. Fortis Hospotel Limited CSR Committee – Member 3. International Hospital Limited CSR Committee – Member 4. Endurance Technologies Limited Audit Committee - Chairperson Nomination & Remuneration Committee – Member Risk Management Committee – Member Stakeholders Relationship Committee – Member	1. Fortis Malar Hospitals Limited 2. Agilus Diagnostics Limited 3. Espandere Advisors Pvt. Ltd. 4. Finreach Solutions Private Limited 5. ICICI Home Finance Company Limited **Membership/ Chairmanship of Committees are as follows:** 1. Fortis Malar Hospitals Limited Audit Committee - Chairperson Nomination and Remuneration Committee – Member 2. Agilus Diagnostics Limited Audit & Risk Management Committee- Chairperson Nomination and Remuneration Committee - Chairperson Corporate Social Responsibility Committee- Member 3. ICICI Home Finance Company Limited Corporate Social Responsibility Committee – Chairperson Stakeholders Relationship Committee – Chairperson

III. **Disclosures** - General disclosures are given under Corporate Governance Report forming part of Board Report.

Independent Directors, and their relatives, are interested in this resolution in so far as the same relates to their respective commission / remuneration. None of the other Non-Executive Directors / Executive Director / Key Managerial Personnel of the Company, or their relatives, are interested, financially or otherwise, in this resolution.

The Nomination and Remuneration Committee and the Board of Directors, recommends the resolution as set out at Item No. 6 for the approval of the Members as a Special Resolution.

Item No. 7- Payment of remuneration by way of Independent Director Fees to Mr. Leo Puri (DIN: 01764813), Non-Executive Independent Director for the Financial Year 2025-26, above fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company.

Pursuant to Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the approval of shareholders by way of special resolution shall be obtained every year, in which the annual remuneration payable to a single Non-Executive Director exceeds 50% of the total annual remuneration payable to all Non-Executive Directors.

The shareholders had already approved the payment of remuneration of ₹ 1,95,00,000 (Indian Rupees One Crore Ninety-Five Lakhs only) to Mr. Leo Puri for the financial year 2025-26 by way of Postal Ballot whose results announced on March 20, 2025. Thus, in accordance with such approval, the Board of Directors, at its meeting held on May 22, 2026, approved the payment of remuneration by way of commission of up to ₹ 1,95,00,000 (Indian Rupees One Crore Ninety-Five Lakhs only) to Mr. Leo Puri for the financial year 2025-26. This is in excess of 50% (fifty percent) of the aggregate remuneration/ commission payable to all the Non-Executive Directors of the Company for the financial year 2025-26.

Since the commission proposed to be paid to Mr. Leo Puri for the financial year 2025-26 exceeds 50% of the total annual remuneration payable to all Non-Executive Directors of the Company for the said financial year, approval of the Members by way of a Special Resolution is being sought for making the payment of Commission to Mr. Leo Puri.

The Members may note that Mr. Leo Puri has provided invaluable contributions to the Company through his extensive experience in Finance, corporate governance, and Strategic Planning. It is also important to note that Mr. Leo Puri has not taken any increase in his remuneration since his joining on the Board and he does not hold any shares of the Company.

Save and except the above, none of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Leo Puri and his relatives, may be deemed to be concerned or interested, financially or otherwise, in the Resolution No. 7 set out in this Notice.

The Board recommends the Resolution set out at Item no. 7 of the Notice for approval of the members as a Special Resolution.

Item No. 8- Re-appointment of Dr. Ashutosh Raghuvanshi as Managing Director (DIN:02775637) (Designated as Managing Director and CEO) of the Company, for a period of two years effective March 19, 2027.

The Board of Directors of your Company on the recommendation of the Nomination and Remuneration Committee ('the Committee'), approved the re-appointment of Dr. Ashutosh Raghuvanshi as Managing Director of the Company (designated as Managing Director and CEO) w.e.f. March 19, 2027 on the remuneration stated in the resolution above, subject to the approval of the Members.

The Members may note that Dr. Raghuvanshi is not disqualified from being appointed as Director in terms of Section 164 of the Act nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given his consent to act as Director of the Company. It is hereby confirmed that, as on date, he is not related to any other director of the Company.

Accordingly, the approval of members is being sought to re-appoint Dr. Ashutosh Raghuvanshi as Managing Director of the Company (designated as 'Managing Director & CEO') for a period of two years w.e.f. March 19, 2027, at a remuneration as detailed out in Item No. 8 in whose favour the candidature has been received by the Company. The remuneration mentioned thereunder is notwithstanding the inadequacy of profits during any year in the period of 2 (two) years commencing from March 19, 2027, and such remuneration may exceed the limits specified under Section 197 and Schedule V of the Act.

The above may be treated as written memorandum setting out the terms of appointment of Dr. Ashutosh Raghuvanshi under Section 190 of the Companies Act, 2013. The terms of appointment between the Company and Dr. Raghuvanshi is same which is mentioned in the resolution of item no 8.

Dr. Ashutosh Raghuvanshi has rendered valuable services as the Managing Director & CEO of the Company and the Company's focused growth strategy under his leadership has achieved effective results. Accordingly, on the basis of his expertise, experience and skills (which is mentioned in Part II of this explanatory statement), the Nomination & Remuneration Committee and Board considers that his re-appointment will be beneficial for the Company and recommends the resolution as set out at Item No. 8 as (Special Resolution) for the approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Dr. Ashutosh Raghuvanshi himself and his relatives, is/are in any way, concerned or interested, financial or otherwise, in the proposed resolution except to the extent of their respective shareholding in the Company, if any.

The applicable disclosures for the proposed remuneration, in terms of the requirements of Schedule V to the Act, is furnished as under along with the brief profile of Dr. Raghuvanshi to comply with the requisite details, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings:

I. General Information

(i) Nature of Industry : Business of providing healthcare services and running multi-specialty hospitals.

(ii) Date or expected date of commencement of commercial production: The Company was incorporated on February 28, 1996.

(iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable

(iv) Financial performance (on standalone and consolidated basis) based on given indicators as per Audited Financial Results for the year ended March 31, 2026 are as follows:

(Amount in INR Lacs)

Particulars	For the year ended March 31, 2026 (Audited- Standalone)	For the year ended March 31, 2026 (Audited- Consolidated)
Turnover	1,79,249.50	9,12,784.18
Other Income	16,518.17	5,066.16
Net profit after tax	23,034.29	1,06,418.79

(v) Foreign Investment or collaborations – The Company is a Foreign Owned and Controlled Company ("FOCC") by virtue of the transaction held on November 13, 2018, wherein IHH Healthcare Berhad, Malaysia through its Wholly Owned Subsidiary Northern TK Ventures Pte. Limited (**"non-resident investor"**) acquired 31.17% stake along with majority in the Board in FHL.

II. Information about the appointee –

(i) Age, Qualification, Background Details & Recognition/ awards and Nature of Expertise in specific functional areas and Capabilities for the Role :

Dr. Ashutosh Raghuvanshi, aged about 64 years, holds an MBBS and an M.S. in General Surgery from Mahatma Gandhi Institute of Medical Sciences, Wardha, and an M.Ch. in Cardiac Surgery from Bombay Hospital Institute of Medical Sciences, India. He currently serves as the Managing Director & Chief Executive Officer of the Company. Dr. Raghuvanshi brings over 38 years of experience in the healthcare sector and has received numerous national and international awards in recognition of his contributions to the industry.

Prior to joining Fortis Healthcare, Dr. Raghuvanshi spent over 18 years with Narayana Health, a leading healthcare chain operating over 28 hospitals, where he held several leadership positions including as its Vice Chairman, Managing Director and Group Chief Executive Officer (MD & CEO).

Dr. Ashutosh Raghuvanshi's journey reflects his multifaceted role as a distinguished cardiac surgeon, seasoned healthcare administrator, and visionary leader. His journey from a successful clinician to a dynamic management professional has significantly contributed to the success and growth of major healthcare institutions in India.

He is closely engaged with industry bodies including CII, FICCI, and NATHEALTH, having served as President of NATHEALTH from 2023 to 2024.

(ii) Past Remuneration – The shareholders in their meeting held on August 2, 2024 has approved the payment of remuneration Upto ₹ 9,99,57,410 (Rupees Nine Crores Ninety Nine Lacs Fifty Seven Thousand Four Hundred and Ten only) per annum with an annual Increment upto 6% of Total Cost to Company (subject to recommendation of the Committee and approval of the Board of Directors). Further, based on his performance ratings for each of the financial year, Dr. Ashutosh Raghuvanshi may be eligible to a maximum of 125% of target variable pay as per variable pay policy and other benefits as per company policy.

(iii) Job Profile & its suitability- Dr. Raghuvanshi is the Managing Director and CEO of the Company. He is also the member of Stakeholder Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. Further, the Job Profile and its suitability form part of this explanatory statement, as mentioned above.

(iv) Remuneration Proposed – As mentioned in the resolution number 8.

(v) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

Though direct comparable data could not be obtained, however, as a normal industry trend, the proposed remuneration of Dr. Ashutosh Raghuvanshi, who is a professional, possessing invaluable and rich knowledge, experience and insights complemented with the vast business experience, is comparable with Executive Directors of other Companies and is in parity with the industry standards for such a responsible position. The remuneration, which was previously enhanced in August 2024 is now proposed to be increased by 7% (subject to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors only) for a period 2 (two) years with effect from March 19, 2027.

(vi) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, or other director, if any: Except proposed remuneration as stated above, Dr. Raghuvanshi does not have any other pecuniary relationship with the Company and its managerial personnel.

(vii) Terms and conditions of appointment or re-appointment: Dr. Raghuvanshi has been appointed in terms of the provisions of Act and is responsible to undertake the roles and responsibilities prescribed under the provisions of the Act and other laws for the time being in force. In addition, he is also responsible to undertake the roles and responsibilities assigned by the Board from time to time.

(viii) Companies (other than Fortis Healthcare Limited and Foreign Companies) in which Dr. Raghuvanshi holds Directorships (as on date):

Sr. No.	Name of the Company
1.	Agilus Diagnostics Limited
2.	Fortis Hospotel Limited
3.	Nathealth Foundation

(ix) Details of Membership in Committees of other Companies (Excluding Fortis Healthcare Limited:).

Sr. No.	Name of the Company	Name of the Committee	Designation (Chairman/ Member)
1.	Agilus Diagnostics Limited	Corporate Social Responsibility Committee	Chairman

(x) Shareholding in the Company: NIL

(xi) Original date of appointment: March 19, 2019

(xii) Name of listed entities from which the person has resigned in the past three years: None

(xiii) Names of listed entities in which Dr. Raghuvanshi holds the directorship and the membership of Committees of the board- NIL however for details of Membership in other entities, please refer the point no (ix) of above table

(xiv) During the Financial Year 2025-26, Dr. Ashutosh Raghuvanshi has attended 7 Board Meetings of the Company.

III. **Disclosures -** General disclosures are given under Corporate Governance Report forming part of Board Report. Further, Dr. Raghuvanshi is not holding any stock option of the Company.

The Board recommends the resolution set out at item no. 8 of this notice for approval of the members as Special Resolution.

By Order of the Board
For **Fortis Healthcare Limited**

Sd/-
Satyendra Chauhan
Company Secretary

Date: July 8, 2026
Place: Gurugram

ANNEXURE- A

Details of the Directors seeking re-appointment at the 30th Annual General Meeting.

(Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India)

S . No.	Particulars	Dr. Prem Kumar Nair (DIN: 10348774)	Mr. Ashok Pandit (DIN: 09279899)
1.	**Age**	66 years	60 years
2.	**Qualification**	Dr. Prem Kumar Nair holds Master of Business Administration (Distinction), Manchester Business School, United Kingdom and Bachelor of Medicine & Surgery, National University of Singapore.	Mr. Ashok Pandit holds Post Graduate Diploma in Management, Indian Institute of Management, Bangalore, India and Bachelor of Engineering (Mechanical), Delhi College of Engineering, India.
3	**Brief Profile/resume, Nature of Expertise in specific functional areas and Capabilities for the Role**	Dr Prem Kumar Nair was appointed Group Chief Executive Officer of IHH Healthcare on 1 October 2023, where he leads a team of 76,000 employees to realize IHH's vision to be the world's most trusted healthcare services network. Dr Nair sets the strategic direction for the sustainable growth of IHH's global network which today comprises 190 healthcare facilities, including 89 hospitals, in 10 countries. Guided by its Care. For Good. aspiration, Dr Nair continues to build on the IHH portfolio of strong and reputable brands including Acibadem, Gleneagles, Fortis, Island, Mount Elizabeth, Pantai, Parkway and Prince Court - to touch lives and transform care globally. Before his role as Group CEO, he served as CEO of IHH Singapore since 2020, where he oversaw the country's business units and played a pivotal role in strategic growth and international outreach. Prior to that, Dr Nair was with Raffles Medical Group for 27 years, where he held concurrent roles as Chief Corporate Officer, and Managing Director for Singapore Healthcare. With four decades of experience as a physician and healthcare executive in both public and private sectors, Dr Nair has earned accolades such as Executive of the Year (Healthcare) at the SBR Management Excellence Awards 2025, Asia's Best CEO at the Corporate Governance Asia - Asian Excellence Award 2024 and 2025, and Wellbeing CEO at the WorkWell Leaders Award 2024. An active community citizen in Singapore, Dr Nair was a recipient of the Public Service Medal (Pingat Bakti Masyarakat) in 2010 and, at the 2022 National Day Awards, he received both the Public Service Star (Bintang Bakti Masyarakat) and the Public Service Medal (PBM COVID-19), respectively, for his contributions to the Singapore Prison Service and his support of national COVID-19 efforts. He is also a Justice of the Peace and an Adjunct Associate Professor at the National University of Singapore's Saw Swee Hock School of Public Health. Dr Nair also serves as a Member of the Board of Governors for Sidra Medicine (Qatar) and a Member of the Board of Visiting Justices, Singapore Prison Service.	Mr. Ashok Pandit, appointed as Group Chief Corporate Officer of IHH on April 1, 2024, is responsible for reshaping IHH's portfolio to preserve, capitalise and create value added opportunities in existing and new markets. He oversees corporate functions such as innovation, group strategy, business development, investments, performance management, IHH Labs and other functions as required to ensure the organisation's continued success in an ever-evolving healthcare landscape. Mr. Pandit joined IHH in May 2021 as Group Chief Special Projects Officer, with over 28 years of investment banking experience in Asia Pacific. In August 2021, he took on an enlarged portfolio as Group Chief Strategy and Business Development Officer overseeing special projects, business strategy and business development. Before joining IHH, he was Managing Director, Global Co-Head of Sovereign Wealth and Pension Funds and Head of Financial Sponsor Coverage (Asia Pacific) at Deutsche Bank AG, Singapore. During his 15-year tenure at Deutsche Bank, Mr. Pandit held senior investment banking positions, advising leading global institutions and corporations in capital raising, mergers and acquisitions, and advisory and capital restructuring. He led deals that raised over US$100 billion in the capital markets and was a key player in IHH's US$2 billion IPO in 2012, which was ranked the world's third largest IPO of the year.

	Experience	Over 36 years	Over 34 years
	Directorships held in other companies (excluding foreign companies) as on March 31, 2026	None	1. Agilus Diagnostics Limited 2. Centre for Digestive and Kidney Diseases (India) Private Limited 3. Gleneagles Clinical Research Services (India) Private Limited 4. Gleneagles Healthcare India Private Limited
	Name of listed entities from which the person has resigned in the past three years	None	None
	Memberships / Chairmanships of committees of other companies as on March 31, 2026 (excluding foreign companies)	None	The Details are as follows : 1) Centre for Digestive and Kidney Diseases (India) Private Limited: ● Audit Committee- Chairperson ● Corporate Social Responsibility Committee- Chairperson 2) Agilus Diagnostics Limited ● Audit & Risk Management Committee – Member ● Nomination & Remuneration Committee – Member
	Shareholding in the Company, including as a beneficial owner	As on the date of this notice, the director(s) who are seeking re-appointment do not hold any shares or convertible instrument in the Company.	
	Disclosure of Relationship between Directors inter-se, with Manager and other Key Managerial Personnel of the Company	There is no inter-se relationship between the directors who are seeking re-appointment at this meeting and other Directors / KMP's of the Company, however, Dr. Prem Kumar Nair, Mr. Dilip Kadambi, Dr Keith Hsiu Chin Lim, Mr. Mohd Shahazwan Bin Mohd Harris, and Mr. Ashok Pandit are the Nominee Directors of Northern TK Venture Pte. Ltd. (Promoter of the Company).	
	Date of First Appointment on the Board	November 10, 2023	September 13, 2023
	Terms and Conditions of Appointment or Reappointment	Dr. Prem Kumar Nair and Mr. Ashok Pandit have been appointed in terms of the provisions of Act and are responsible to undertake the roles and responsibilities prescribed under the provisions of the Act and other laws for the time being in force. In addition, they are also responsible to undertake the roles and responsibilities assigned by the Board from time to time.	
	Details of proposed remuneration and the remuneration last drawn, if any	Eligible for sitting fees for attending the meeting of Board and Committees (if member of any committee) as approved by the Board.	
	No. of Board Meetings Attended in FY 2025-26	7	8

INFORMATION AT A GLANCE

Particulars	Details
Day, Date and time of AGM	Tuesday, August 11, 2026 at 12:00 hours (IST)
Mode	Video conference/ other audio visual means
Participation through video conferencing	www.evoting.nsdl.com
Final Dividend Record Date	Friday, July 24, 2026
Final Dividend Payment Date	on or before Wednesday, September 09, 2026
Cutoff Date for e-voting	Tuesday, August 04, 2026
E-voting start date and time	Thursday, August 06, 2026 at 9:00 A.M
E-voting end date and time	Monday, August 10, 2026 at 5:00 P.M
Speaker Registration start date and time	Tuesday, July 21, 2026 at 9:00 A.M. (IST)
Speaker Registration end date and time	Thursday, August 06, 2026 at 2:00 P.M. (IST)
Last date of sending questions	Thursday, August 06, 2026
Name and Address and Contact details of e-voting service provider	**National Securities Depository Limited ("NSDL")**
	Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400 013
	Ms. Pallavi Mhatre
	Senior Manager – NSDL
	Contact Details:
	Email ids:
	pallavid@nsdl.co.in
	evoting@nsdl.co.in
	Helpline Nos.:
	(022) 4886 7000
	(022) 2499 7000
Name, address and contact details of Registrar and Share Transfer Agent	**M/s. KFIN Technologies Limited**
	Selenium Building, Tower-B Plot No-31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India-500032
	Contact Details:
	Toll Fee No.: 1-800 309 40
	E-mail: einward.ris@kfintech.com