CHANDAN HEALTHCARE LIMITED

Reg Off. Add: Biotech Park, Sector-G, Jankipuram, Kursi Road, Lucknow-226021
CIN: L85110UP2003PLC193493
TEL NO.: -8069366666 **Email:** secretarial@chandan.co.in
www.chandandiagnostic.com

Date: 07-08-2026

To
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 400051

SYMBOL: CHANDAN
ISIN: INE0B2N01016

Subject: Submission of Notice of Extraordinary General Meeting scheduled to be held on August 29, 2026

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice convening the Extraordinary General Meeting ("EGM") of the Members of **Chandan Healthcare Limited ("Company")**, scheduled to be held on **Saturday, August 29, 2026 at 4:00 P.M. (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the business as set out therein.

The Notice of the EGM is being sent electronically to the Members of the Company whose e-mail addresses are registered with the Company/Depositories/Registrar and Transfer Agent, in accordance with the applicable regulatory requirements.

The remote e-voting period shall commence on **Wednesday, August 26, 2026 at 9:00 A.M. (IST)** and end on **Friday, August 28, 2026 at 5:00 P.M. (IST)**. The Company has fixed **Saturday, August 22, 2026** as the Cut-off Date for determining the eligibility of Members to exercise their voting rights.

The EGM Notice is also being made available on the website of the Company.

You are requested to kindly take the above information and enclosed Notice on record.

Yours sincerely,
For Chandan Healthcare Limited

RAJEEV NAIN
Digitally signed by RAJEEV NAIN
Date: 2026.08.07 10:37:46 +05'30'

Rajeev Kumar Nain
Company Secretary & Compliance Officer

Enclosure: As above

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra-Ordinary General Meeting ("EGM") of the Members of **Chandan Healthcare Limited** ("Company") will be held on **Saturday, 29th August, 2026 at 04:00 P.M. (IST)** through **Video Conferencing ("VC")**, **OTHER AUDIO- VISUAL MEANS ("OAVM"),** to transact the following special business:

SPECIAL BUSINESS

ITEM NO. 1

APPROVAL FOR DISINVESTMENT OF THE ENTIRE SHAREHOLDING OF THE COMPANY IN CHANDAN PHARMACY LIMITED, A MATERIAL SUBSIDIARY OF THE COMPANY

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT considering the principles of good corporate governance and the governance standards contemplated under Regulation 24(5) of the SEBI Listing Regulations, and pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, the Memorandum and Articles of Association of the Company, and subject to such approvals as may be necessary, consent of the Members be and is hereby accorded to the Board to sell, transfer and dispose of the entire equity shareholding held by the Company in **Chandan Pharmacy Limited**, comprising **1,72,992 equity shares of face value of Rs.10/- each, representing approximately 53.56% of its paid-up equity share capital**, to **Chandan Hospital Limited**, for an aggregate principal consideration of **Rs. 16,77,10,554.24**, calculated at the independently determined fair value of **Rs.969.47 per equity share**, together with interest at **10% per annum** on the outstanding/deferred principal consideration.

RESOLVED FURTHER THAT the principal sale consideration shall be payable as follows:

Payment date (On or before the below dates)	**%**	**Amount**
September 1, 2026	25%	Rs.4,19,27,638.56
March 1, 2027	25%	Rs.4,19,27,638.56
September 1, 2027	50%	Rs.8,38,55,277.12
Total	**100%**	**Rs. 16,77,10,554.24**

RESOLVED FURTHER THAT interest at the rate of **10% per annum** shall accrue on the actual outstanding principal consideration from time to time from September 1, 2026 until actual payment of the respective outstanding amount by Chandan Hospital Limited.

RESOLVED FURTHER THAT upon completion of the transfer of the aforesaid shares, the Company's shareholding in Chandan Pharmacy Limited shall reduce from approximately 53.56% to Nil and Chandan Pharmacy Limited shall consequently cease to be a subsidiary of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to negotiate, finalise and execute the Share Purchase Agreement and other definitive documents and to do all such acts, deeds, matters and things and make all necessary filings, disclosures and intimations as may be necessary or expedient for giving effect to this resolution."

By Order of the Board
For Chandan Healthcare Limited
RAJEEV NAIN
Digitally signed by RAJEEV NAIN
Date: 2026.08.06 18:50:04 +05'30'
Rajeev Kumar Nain
Company Secretary & Compliance Officer
Membership No.: A35449

Date: 06.08.2026
Place: Lucknow

NOTES:

1. Pursuant to the provisions of the Act and Rules made thereunder, the SEBI Listing Regulations read with circulars issued by the Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021,10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/ 2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (hereinafter collectively referred to as MCA Circulars) and Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023,SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023, SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (SEBI Circulars) (collectively referred to as the Circulars), Companies are allowed to hold EGM through VC/OAVM, without the physical presence of the Members at a common venue and also to send the Notice of EGM in electronic mode to those Members whose email addresses are registered with the company/depositories. Hence, in compliance with the aforesaid Circulars, the EGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the said EGM.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) and the rules made thereunder in respect of businesses to be transacted at the Extraordinary General Meeting ("EGM"), as set out under Item No. 1 above is annexed herewith to this notice

3. The attendance of the members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy by the Members will not be available for this EGM and hence the Proxy Form, Attendance Slip and route map of EGM are not annexed to this Notice. However, Institutional/Corporate Members are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and cast their votes through e-voting. Institutional/Corporate Members are requested to send a scanned copy (PDF/ JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the EGM, pursuant to Section 113 of the Act, to Scrutinizer at acs@acsadvisors.in with a copy marked to and einward.ris@kfintech.com.

4. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and other Committees, as applicable and Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

5. In accordance with the aforesaid Circulars, the Notice of the EGM has been sent only through electronic mode to the members who have registered their e-mail addresses with the Company/Depository Participants/ Company's Registrar and Transfer Agent (RTA). The Notice of EGM is also available on the Company's website at www.chandandiagnostic.com, on the website of the Stock Exchange i.e. National Stock Exchange of India Limited (NSE) at www.nseindia.com and on the website of KFin Technologies Limited at https://evoting.kfintech.com.

6. Registration of e-mail ID:

Members who have not registered their email IDs are requested to do so at the earliest. Members holding shares in:

Electronic mode can register their email ID by contacting their respective Depository Participant(s) ("DP").

Physical mode can register their email ID with the Company or our RTA KFin Technologies Limited. Requests can be emailed to secretarial@chandan.co.in or einward.ris@kfintech.com.

7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with KFin Technologies Limited (Kfintech) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by Kfintech. The detailed instructions for e-voting and attending the EGM through VC/ OAVM mentioned in this Notice.

8. All documents referred to in the Notice and Explanatory Statement will be available for inspection by the members, without any fees in electronic mode from the date of circulation of this Notice up to the date of the EGM. Members who wish to inspect such documents are requested to write to the Company by sending e-mail to secretarial@chandan.co.in

9. Members may cast their votes through electronic voting system from any place (remote e-voting). The remote e-voting period will commence at 9:00 a.m. (IST) on Wednesday, August 26, 2026 and will end at 5:00 p.m. (IST) on Friday, August 28, 2026. In addition, the facility for voting through e-voting system shall also be made available during the EGM. Members attending the EGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the EGM. Members who have voted through remote e-voting shall be eligible to attend the EGM, however, they shall not be eligible to vote at the meeting.

10. The Board of Directors has appointed Mr. Akshat Garg, Partner of M/s Akshat Garg & Associates, as the 'Scrutinizer' to scrutinize the remote e-voting process and voting during the EGM in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of voting at the EGM, unblock the votes cast through remote e-Voting (votes cast during the EGM and votes cast prior to the EGM) and make consolidated Scrutiniser's Report and submit the same to the Chairperson. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company: www.chandandiagnostic.com and the website of our E-Voting Service Provider (ESP) https://evoting.kfintech.com immediately. The result will simultaneously be communicated to the stock exchanges where the shares of the company are listed.

11. Members can avail the facility of nomination in respect of securities held by them in physical form pursuant to the provision of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed form duly filled-in to KFin Technologies Limited. Members holding shares in electronic mode may contact their respective Depository Participant (DP) for availing this facility.

12. Members holding shares in identical order of names in more than one folio are requested to write to the Company's Registrars and Share Transfer Agents enclosing their share certificates to enable consolidation of their shareholdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.

13. Pursuant to the directions/notifications of Securities and Exchange Board of India (SEBI) and Depositories, the demat account holders can operate their accounts if they had already provided Income Tax Permanent Account Number (PAN) either at the time of opening of the account or subsequently. In case they have not furnished the Income Tax Permanent Account Number to the Depository Participants, such demat account holders are requested to contact their DPs with a photocopy of the PAN Card (with original PAN Card for verification), so that the frozen demat accounts would be available for operation and further consequences of non-compliance with the aforesaid directives would be obviated. SEBI, vide Circular ref.no. MRD/Dop/Cir-05/2009 dated May 20, 2009 made it mandatory to have PAN particulars for registration of physical share transfer requests. Based on the directive contained in the said circulars, all share transfer requests are therefore to be accompanied with PAN details.

14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company/ Company's Registrar & Share Transfer Agent (RTA)- in case the shares are held by them in physical in form **Form ISR – 1** and other forms pursuant to SEBI Circular dated 3rd November, 2021.

15. Members may please note that SEBI vide Circular dated 25thJanuary, 2022 has mandated the listed companies to issue securities only in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim for unclaimed suspense account; renewal / exchange of securities certificate; endorsement; subdivision / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed **Form ISR – 4**, the format of which is available on the Company's website at https://www.chandandiagnostic.com/investors/

16. The Company is in compliance with the SEBI circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated August 11, 2023, read with other relevant circulars regarding Online Dispute Resolution ("ODR") and the web-link for the same is made available on the website of the Company at www.chandandiagnostic.com

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE EGM:

17. Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9thDecember, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, through their demat account maintained with DPs. Members are advised to update their mobile number and e-mail id in their demat accounts in order to access e-voting facility. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

18. In compliance with the provisions of Sections 108 of the Act read with the Rules as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the Company is providing facility to the Members to exercise voting through electronic voting system ("remote e-voting") on the e-voting platform provided by KFin.

The Members may cast their votes remotely, using remote e-voting only on the dates mentioned hereunder. The instructions for remote e-voting forms part of this Notice.

19. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of remote e-voting	09:00 A.M. (IST) on Wednesday, August 26, 2026
End of remote e-voting	05:00 P.M. (IST) on Friday, August 28, 2026

The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.

20. During the above period, Members of the Company holding shares either in physical form or in dematerialised form, as on Saturday, August 22, 2026, i.e., cut-off date, may cast their vote by remote e-voting.

21. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date ie. Saturday, August 22, 2026.

22. The process and manner for remote e-voting is as under:

In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular") the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFin, on the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below.

a. E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

b. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

c. The process and manner of remote e-voting is explained below:

i. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

ii. Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Type of Member	Login

Individual Members 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 the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. **2. Existing Internet-based Demat Account Statement ("IDeAS") facility Users:** i. Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile. ii. On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user id and password. iii. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed. iv. Click on company name i.e. **Chandan Healthcare Limited** or ESP i.e. KFin. v. Members will be re-directed to KFin's website for casting their vote during the remote e-voting period. **3. Those not registered under IDeAS:** i. Visit https://eservices.nsdl.com for registering. ii. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Visit the e-voting website of NSDL https://www.evoting.nsdl.com. iv. 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.

	v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen. vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. vii. Click on company name i.e. **Chandan Healthcare Limited** or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period. viii. Members can also download the 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 Member	Login Method
Individual Members holding securities in demat mode with CDSL	**1. Existing user who has opted for Electronic Access to Securities Information ("Easi/ Easiest") facility:** i. Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. ii. Click on New System Myeasi. iii. Login to Myeasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu. vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication. **2. User not registered for Easi/ Easiest:** i. Visit https://web.cdslindia.com/myeasi/Registration/EasiRegistration for registering. ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote. **3. Alternatively, by directly accessing the e-voting website of CDSL** i. Visit www.cdslindia.com. ii. Provide demat account number and PAN. iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. Chandan Healthcare Limited or select KFin. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.

Type of Member	**Login Method**
Individual Members login through their demat accounts / website of DPs	i. Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility. ii. Once logged-in, Members will be able to view e-voting option. iii. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv. Click on options available against Chandan Healthcare Limited or 'KFin'. v. Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.

Important note: *Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.*

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

Login type	**Helpdesk details**
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: **1800 102 0990** and **1800 22 4430**
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at **022-23058738** or **022-23058542-43**

II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

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

ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9984, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.

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

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

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

vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Chandan Healthcare Limited' and click on "Submit"

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

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

ix. In case you do not desire to cast your vote, it will be treated as abstained.

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

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

General Guidelines for Members:

1. Institutional members (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 signatures of the duly authorised signatory(ies) who are authorised to vote on their behalf. The documents should be emailed to einward.ris@kfintech.comand Scrutinizer at acs@acsadvisors.in with a copy marked to secretarial@chandan.co.in.

2. In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of https://evoting.kfintech.com or contact KFin at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the EGM of the Company through VC/OAVM and e-Voting during the meeting.

I. Member will be provided with a facility to attend the EGM through VC/OAVM platform provided by KFin. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFin.

II. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. 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 above.

III. Facility for joining EGM though VC/OAVM shall open at least 15 minutes before the commencement of the Meeting.

IV. Members will be required to grant access to the webcam to enable VC/OAVM.

V. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

VI. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the EGM. E-voting during the EGM is integrated with the VC/ OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting during the EGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote during the EGM shall be treated as invalid.

VII. Institutional Members are encouraged to attend and vote during the EGM through VC/OAVM.

VIII. In case a person has become a Member of the Company after dispatch of EGM Notice but on or before the cutoff date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

a) If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number and Folio No. or DP ID ClientID to9212993399.

- Example for NSDL: MYEPWD <SPACE>IN12345612345678
- Example for CDSL: MYEPWD <SPACE>1402345612345678
- Example for Physical: MYEPWD <SPACE>XXXX1234567890

b) If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, the non the home page of https://evoting.kfintech.com/,the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.

c) Members who may require any technical assistance or support before or during the EGM are requested to contact KFin at toll free number 1-800-309-4001or write to them at evoting@kfintech.com.

OTHER INSTRUCTIONS:

I. Speaker Registration:

The Members who wish to speak during the meeting may register themselves as speakers for the EGM to express their views. They can visit https://emeetings.kfintech.com and login through the user id and password provided in the mail received from KFintech. On successful login, select ‘Speaker Registration’ which will be opened from Tuesday, August 25, 2026, 9.00 AM IST to Thursday, August 27, 2026, 5.00 PM IST. Members shall be provided a ‘queue number’ before the meeting. The Company reserves the right to restrict the speakers at the EGM to only those Members who have registered themselves, depending on the availability of time for the EGM.

II. **Post your Question:**

The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the email received from

KFintech. On successful login, select 'Post Your Question' option which will be opened from Tuesday, August 25, 2026, 9.00 AM IST to Thursday, August 27, 2026, 5.00 PM IST.

III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFintech Website) or contact Mr. Sashi Mannava, Vice President at evoting@kfintech.com or call KFintech's toll free No.1-800-309-4001 for any further clarifications.

IV. Online application for Investor Query:

Members are hereby notified that our RTA, KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), basis the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated Jun 08, 2023, have launched an online application which can be accessed at https://ris.kfintech.com/default.aspx# > Investor Services > Investor Support.

Members are requested to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting details.

Quick link to access the signup page :https://kprism.kfintech.com/signup

V. Senior Citizens - Investor Support

As part of the initiative, our RTA in order to enhance the investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details . Senior Citizens (above 60 years of age) have to provide the following details :

- 1. ID proof showing Date of Birth
- 2. Folio Number
- 3. Company Name
- 4. Nature of Grievance

A dedicated Toll-free number for Senior Citizens can also be accessed at 1-800-309-4006 for any queries or information

By Order of the Board
For Chandan Healthcare Limited
RAJEEV NAIN
Digitally signed by RAJEEV NAIN
Date: 2026.08.06 18:50:29 +05'30'
Rajeev Kumar Nain
Company Secretary & Compliance Officer
Membership No.: A35449

Date: 06.08.2026
Place: Lucknow

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

Approval for disinvestment of the entire shareholding in Chandan Pharmacy Limited, a Material Subsidiary

Chandan Pharmacy Limited is presently a subsidiary of **Chandan Healthcare Limited**, in which the Company holds **53.56% of the paid-up equity share capital**.

Based on the financial statements for the financial year ended March 31, 2026, CHANDAN PHARMACY LIMITED recorded turnover/revenue of approximately **Rs.120.22 crore**, as compared with the consolidated turnover/revenue of CHANDAN HEALTHCARE LIMITED of approximately **Rs.280 crore**. Accordingly, CHANDAN PHARMACY LIMITED constitutes a **material subsidiary** of the Company in terms of Regulation 16(1)(c) of the SEBI Listing Regulations.

The Company proposes to sell and transfer its entire **53.56% equity shareholding in CHANDAN PHARMACY LIMITED** to **Chandan Hospital Limited.**

Upon completion of the proposed transaction, CHANDAN HEALTHCARE LIMITED's shareholding in CHANDAN PHARMACY LIMITED will reduce from **53.56% to Nil**, CHANDAN HEALTHCARE LIMITED will cease to exercise control over CHANDAN PHARMACY LIMITED and CHANDAN PHARMACY LIMITED will consequently cease to be a subsidiary of CHANDAN HEALTHCARE LIMITED and is proposed to become a subsidiary of Chandan Hospital Limited.

An independent valuation of the equity shares of Chandan Pharmacy Limited has been undertaken by **Mr. Gaurang Agarwal, Registered Valuer – Securities or Financial Assets, Registration No. IBBI/RV/06/2021/14187**, for determining the arm's-length fair value of the equity shares of CHANDAN PHARMACY LIMITED as at **March 31, 2026**. The report itself records CHANDAN HEALTHCARE LIMITED's 53.56% holding and the proposed transfer as the transaction for which the valuation was undertaken.

The Registered Valuer has determined the fair value of CHANDAN PHARMACY LIMITED at **Rs.969.47 per equity share**, corresponding to an aggregate equity value of **Rs.31,31,36,168**, based on 3,22,996 outstanding equity shares.

Accordingly, the value of **1,72,992 equity shares** held by CHANDAN HEALTHCARE LIMITED, calculated at Rs.969.47 per share, is **Rs. 16,77,10,554.24**, which has been adopted as the principal consideration for the proposed transaction.

The valuation has been arrived at using the **Discounted Cash Flow Method and Comparable Companies Method**, with respective weights of 67% and 33%. The report records DCF equity valuation of Rs.30,46,71,502 and CCM equity valuation of Rs.33,00,65,499, resulting in the weighted equity valuation of Rs.31,31,36,168.

The principal consideration shall be discharged by Chandan Hospital Limited in three tranches: **25% on or before September 1, 2026 at the time of transfer, 25% on or before March 1, 2027 and the balance 50% on or before September 1, 2027**. The outstanding principal consideration shall carry interest at **10% per annum** on the actual outstanding balance from time to time until payment.

Immediately upon payment of the first tranche and completion of the transfer of the shares on September 1, 2026, the entire 53.56% shareholding of the Company in CHANDAN PHARMACY LIMITED shall stand transferred to Chandan Hospital Limited . Accordingly, CHANDAN PHARMACY LIMITED shall cease to be a subsidiary of the Company from the effective date of transfer, notwithstanding that a portion of the sale consideration remains payable in accordance with the agreed deferred-payment schedule.

The Audit Committee and the Board have considered the deferred-payment arrangement, including the credit period, rate of interest, creditworthiness of Chandan Hospital Limited, valuation of the shares and appropriate contractual protections for recovery of the outstanding consideration, and are of the view that the proposed terms are fair and reasonable and in the interest of the Company and its Members.

The definitive transaction documents shall contain appropriate provisions relating to the payment schedule, calculation and payment of interest, consequences of delay/default, representations and warranties and such security or other protections for the deferred consideration as may be considered appropriate by the Board.

The proposed transaction forms part of the restructuring and rationalisation of the businesses and investments within the Chandan group and is intended to consolidate the pharmacy business under Chandan Hospital Limited, thereby facilitating a focused ownership structure, operational alignment, management oversight and efficient allocation of resources.

The provisions of Regulation 24(5) of the SEBI Listing Regulations prescribe shareholder approval by way of a Special Resolution for disposal of shares in a material subsidiary resulting in reduction of the listed entity's shareholding to 50% or below or cessation of control over such subsidiary, subject to the exemptions specified therein.

The Company, being listed on the SME platform, is presently covered by the applicable exemption from certain corporate governance provisions of the SEBI Listing Regulations, including Regulation 24. Accordingly, the approval contemplated under Regulation 24(5) is not being sought on the basis that the said provision is mandatorily applicable to the Company.

However, considering the financial significance of CHANDAN PHARMACY LIMITED , the proposed disposal of the Company's entire controlling interest therein, the resulting cessation of CHANDAN PHARMACY LIMITED as a subsidiary of the Company, and with a view to following enhanced standards of transparency and good corporate governance, the Board considers it appropriate to voluntarily place the proposed disinvestment before the Members and seek their approval by way of a **Special Resolution**, consistent with the governance standard contemplated under Regulation 24(5) of the SEBI Listing Regulations.

The relevant particulars of the proposed transaction are as follows:

Particulars	Details
Subsidiary	Chandan Pharmacy Limited
Status	Material subsidiary of Chandan Healthcare Limited
Present shareholding of Chandan Healthcare Limited	**1,72,992 equity shares, representing approximately 53.56%** of the paid-up equity share capital of Chandan Pharmacy Limited
Shareholding proposed to be sold	**Entire 1,72,992 equity shares, representing approximately 53.56%** of the paid-up equity share capital of Chandan Pharmacy Limited
Chandan Healthcare Limited shareholding after transaction	Nil
Proposed purchaser	Chandan Hospital Limited
Valuation of 100% equity of	**Rs.31,31,36,168 (approximately Rs.31.31 crore)**, based on the independent valuation

CHANDAN HEALTHCARE LIMITED

Reg Off. Add: Biotech Park, Sector- G, Jankipuram, Kursi Road, Lucknow-226021

CIN: L85110UP2003PLC193493

TEL NO.: - 8069366666 **Email:** secretarial@chandan.co.in

www.chandandiagnostic.com

Particulars	Details
Chandan Pharmacy Limited	report
Fair value per equity share	**Rs.969.47 per equity share**
Value attributable to Chandan Healthcare Limited's 1,72,992 equity shares	**Rs. 16,77,10,554.24 (approximately Rs.16.77 crore)**, calculated at Rs.969.47 per equity share
Principal sale consideration	**Rs. 16,77,10,554.24 (approximately Rs.16.77 crore)**
Payment terms	**25% (Rs.4,19,27,638.56)** payable on September 1, 2026 at the time of transfer of shares; **25% (Rs.4,19,27,638.56)** payable on March 1, 2027; and the balance **50% (Rs.8,38,55,277.12)** payable on September 1, 2027
Interest on deferred consideration	Interest at the rate of **10% per annum on the actual outstanding principal consideration from time to time**, calculated from September 1, 2026 until the respective outstanding amount is actually paid
Aggregate principal consideration and interest	**Rs. 16,77,10,554.24 towards principal sale consideration plus interest at 10% per annum on the actual outstanding principal consideration from time to time until actual payment**
Basis of consideration	Independent valuation of the equity shares of Chandan Pharmacy Limited at a fair value of **Rs.969.47 per equity share**
Mode of transfer	Off-market transfer through the depository mechanism
Proposed date of transfer	September 1, 2026
Effect of transaction	Upon transfer of the entire **1,72,992 equity shares representing approximately 53.56% shareholding**, Chandan Pharmacy Limited will cease to be a subsidiary of Chandan Healthcare Limited and is proposed to become a subsidiary of Chandan Hospital Limited
Expected period for receipt of entire consideration	Principal consideration to be received in full by **September 1, 2027**, together with applicable interest on the deferred consideration
Expected date/period of completion of share transfer	**September 1, 2026**, subject to receipt of requisite approvals and completion of applicable formalities

The Board has considered the financial significance of CHANDAN PHARMACY LIMITED, the valuation of the Company's investment, the commercial rationale for the proposed restructuring and the consequences of CHANDAN PHARMACY

LIMITED ceasing to be a subsidiary of CHANDAN HEALTHCARE LIMITED and considers the proposed transaction to be in the interest of the Company and its Members.

The valuation report and other material documents relating to the proposed transaction shall be available for inspection by the Members in accordance with applicable law.

Name	**Designation / Relationship**	**Nature of Interest**
Mr. Amar Singh	Managing Director / Promoter	Interested by virtue of his directorship, shareholding and/or promoter interest in Chandan Hospital Limited and/or Chandan Pharmacy Limited, being entities involved in the proposed transaction.
Mrs. Asmita Singh	Managing Director / Promoter	Interested by virtue of her directorship, shareholding and/or promoter interest in Chandan Hospital Limited and/or Chandan Pharmacy Limited, being entities involved in the proposed transaction.
Mr. Vinay Lamba	Non-Executive Director / Promoter	Interested by virtue of his directorship, shareholding and/or promoter interest in Chandan Hospital Limited and/or Chandan Pharmacy Limited, being entities involved in the proposed transaction.

Save and except as disclosed above, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company and/or their directorship, shareholding or other interest, if any, in the entities concerned.

The Board of Directors accordingly recommends the **Special Resolution set out at Item No. 1** for approval of the Members.

By Order of the Board
For Chandan Healthcare Limited

RAJEEV NAIN
Digitally signed by RAJEEV NAIN
Date: 2026.08.06 18:50:51 +05'30'

Rajeev Kumar Nain
Company Secretary & Compliance Officer
Membership No.: A35449

Date: 06.08.2026
Place: Lucknow