

GPTHEALTH/CS/SE/2025-26

July 12, 2025

The Department of Corporate Services BSE Limited, PhirozeJeejeebhoy Towers, Dalal Street Mumbai - 400001 Scrip Code: 544131 ISIN: INE486R01017	National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip Symbol: GPTHEALTH
---	--

Dear Sir/Madam

Sub: Submission of Notice of 36th Annual General Meeting (“AGM”) under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

In continuation of our earlier letter dated May 23, 2025, we wish to inform you that the 36th AGM of the Company is scheduled to be held on **Tuesday, August 5, 2025 at 3.00 P.M. (IST)** through Video Conferencing and Other Audio-Visual Means (“VC/OAVM”), in accordance with relevant circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) to transact the businesses as set forth in the enclosed Notice dated May 23, 2025 convening the 36th AGM (“Notice”).

Key details for the AGM are as under:

Sr. No.	Particulars	Dates
1.	Record date for Final Dividend	Tuesday, July 29, 2025
2.	Cut-off date for e-Voting	Tuesday, July 29, 2025
3.	e-Voting start date and time	Saturday, August 2, 2025 (at 9.00 a.m. IST)
4.	e-Voting end date and time	Monday, August 4, 2025 (at 5.00 p.m. IST)
5.	Book Closure	The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday July 30, 2025 to Tuesday August 5, 2025 (both days inclusive)

The aforesaid Notice convening the 36th AGM is also available on the Company’s website at www.ilshospitals.com.

The dividend, if declared by the members at the 36th AGM, shall be paid, subject to deduction of tax at source, the details are further explained in the Notice enclosed.

Trust you will find the above in order.

We request you to kindly take the same on records.

For GPT Healthcare Limited

Ankur Sharma
Company Secretary and Compliance Officer
M.No A31833

Encl: A/a

Notice

GPT HEALTHCARE LIMITED

(CIN: L70101WB1989PLC047402)

Registered Office: GPT Centre, JC-25, Sector III

Salt Lake, Kolkata-700106, West Bengal, India

Tel No.: + 91-33-4050-7000; E-mail: ghl.cosec@gptgroup.co.in

Website: www.ilshospitals.com

NOTICE OF THE 36TH ANNUAL GENERAL MEETING

Notice is hereby given that the 36th (Thirty Sixth) Annual General Meeting ("AGM/Meeting") of GPT Healthcare Limited ("Company") will be held on **Tuesday, August 5, 2025 at 3.00 P.M.** (IST) through Video Conferencing and Other Audio-Visual Means ("VC/OAVM"), to transact the following businesses:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company as at and for the financial year ended March 31, 2025 together with Reports of Board of Directors and Auditors thereon.
2. To confirm payment of Interim Dividend of ₹1 (10%) per Equity Shares of face value of ₹10 each, and to declare Final Dividend of ₹1.50 per Equity Shares for the financial year 2024-25.
3. To appoint a Director in place of Dr. Ghanshyam Goyal (DIN: 00234246), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

AS SPECIAL BUSINESS:

4. To consider the appointment of Mr. Ashok Kumar Daga, Company Secretary in Practice as Secretarial Auditors of the Company for a period of 5 years from financial year 2025-2026 to 2029-2030.

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 Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with circulars issued thereunder from time to time and Section 179, 204 and other applicable provisions of the Companies Act, 2013, if any, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Act"), and as recommended by the Audit Committee ("AC") and Board, the consent of the members be and is hereby accorded for the appointment of Mr. Ashok Kumar Daga, Company Secretary in Practice (Membership No. FCS No. 2699, CP No. 2948 of the ICSI) having Peer Review No. 1550/2021 and UIN 11998WB122000 as Secretarial Auditors of the Company for a period of 5 consecutive years, from April 1, 2025 to March 31, 2030

('the Term'), at a remuneration of ₹50,000 (Rupees Fifty Thousand Only) plus taxes as applicable and on such terms & conditions, including variation in remuneration as may be determined by the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board in this regard)."

"RESOLVED FURTHER THAT Mr. Anurag Tania, Executive Director (DIN: 03118844) and/or Mr. Ankur Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient including filing of necessary forms to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

5. To ratify the Remuneration of Cost Auditors for the FY 2025-26

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

"RESOLVED THAT pursuant to 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 amendment(s) thereto or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee ("AC"), the Company be and hereby ratifies the remuneration of ₹40,000 (Rupees Forty Thousand Only) plus taxes as applicable and reimbursement of out of pocket expenses in connection with the audit, as approved by the Board of Directors, payable to S.K. Sahu & Associates, Cost Accountants (Firm Registration No. 100807) who are appointed as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2026."

"RESOLVED FURTHER THAT Mr. Anurag Tania, Executive Director (DIN: 03118844) and/or Mr. Ankur Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient including filing of necessary forms to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

6. To consider variation in terms and conditions of employment of Mr. Dwarika Prasad Tania, Executive Chairman

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 Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17(6) and other applicable relevant provisions, to the extent applicable, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals or permissions, as may be necessary and based on the recommendation of Nomination & Remuneration Committee (“NRC”), approval of the Audit Committee (“AC”) and the Board of Directors (“Board”), the consent of the members of the Company be and is hereby accorded to vary the terms and conditions of employment of Mr. Dwarika Prasad Tania (DIN: 00001341) as appearing herein below, who was re-appointed as an Executive Chairman of the Company at the 35th Annual General Meeting of the Company held on July 25, 2024, for his remaining tenure as an Executive Chairman of the Company till September 30, 2027 and who shall also be liable to retire by rotation:

1. Salary: ₹20,00,000 per month with such increments as the Committee/ Board may approve from time to time, subject to a ceiling of ₹30,00,000 per month as Basic Salary.
2. Commission: 1% commission of the net profits of the Company subject to a maximum of ₹1 crore.
3. Bonus: As per the rules of the Company, subject to maximum of 10% of the annual salary.
4. Performance Linked Incentive (PLI): As may be decided by the Committee/Board from time to time subject to maximum of 30% of annual salary.
5. Perquisites:
 - a. Group Mediciclaim Insurance: As per the rules of the Company
 - b. Club Fees payable: Subject to maximum of two clubs
 - c. Personal Accident Insurance: As per the rules of the Company
 - d. Gratuity: As per the rules of the Company
 - e. Company's Cars and Telephone: Use of Company's Cars along with driver and telephone at the residence and Mobile phone for official use purposes
 - f. Any other allowances: As per rules of the Company.

6. Other Terms & Conditions

- a. The terms of appointment may be terminated by either party by giving three months notice in writing.
- b. Mr. Dwarika Prasad Tania shall perform such duties as shall from time to time be entrusted to him subject to superintendence, guidance and control of Board of Directors.”

“RESOLVED FURTHER THAT pursuant to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, the remuneration as stated above, shall be paid as minimum remuneration to Mr. Dwarika Prasad Tania, where in any financial year during his tenure, the Company has no profits or its profits are inadequate.”

“RESOLVED FURTHER THAT the Board of Directors of the Company shall have the discretion and authority to modify the aforesaid terms and conditions, including annual increment within the aforesaid prescribed limit as approved by the Members of the Company.”

“RESOLVED FURTHER THAT Mr. Anurag Tania, Executive Director (DIN: 03118844) and/or Mr. Ankur Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient including filing of necessary forms to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard.”

7. To consider variation in terms and conditions of employment of Mr. Anurag Tania, Executive Director

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 Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17(6) and other applicable relevant provisions, to the extent applicable, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals or permissions, as may be necessary and based on the recommendation of Nomination & Remuneration Committee (“NRC”), approval of the Audit Committee (“AC”) and the Board of Directors (“Board”), the consent of the members of the Company be and is hereby accorded to vary the terms and conditions of employment of Mr. Anurag Tania (DIN: 03118844) as appearing herein below, who was re-appointed as Executive Director of the Company at the 35th Annual General Meeting of the Company held on July 25, 2024, for his remaining tenure as Executive Director of the Company till September 30, 2027 and who shall also be liable to retire by rotation:

1. Salary: ₹12,00,000 per month with such increments as the Committee/ Board may approve from time to time, subject to a ceiling of ₹24,00,000 per month as Basic Salary.
2. Bonus: As per the rules of the Company, subject to maximum of 10% of the annual salary.
3. Performance Linked Incentive (PLI): As may be decided by the Committee/Board from time to time subject to maximum of 30% of annual salary.
4. Perquisites:
 - a. Group Medclaim Insurance: As per the rules of the Company
 - b. Club Fees payable: Subject to maximum of two clubs
 - c. Personal Accident Insurance: As per the rules of the Company
 - d. Gratuity: As per the rules of the Company
 - e. Company's Cars and Telephone: Use of Company's Cars along with driver and telephone at the residence and Mobile phone for official use purposes
 - f. Long Term Employer – Employee Insurance Policy: As per the rules of the Company.
 - g. Any other allowances: As per rules of the Company.
5. Other Terms & Conditions
 - a. The terms of appointment may be terminated by either party by giving three months notice in writing.
 - b. Mr. Anurag Tania shall perform such duties as shall from time to time be entrusted to him subject to superintendence, guidance and control of Board of Directors.

“RESOLVED FURTHER THAT pursuant to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, the remuneration as stated above, shall be paid as minimum remuneration to Mr. Anurag Tania, where in any financial year during his tenure, the Company has no profits or its profits are inadequate.”

“RESOLVED FURTHER THAT the Board of Directors of the Company shall have the discretion and authority to modify the aforesaid terms and condition, including annual increment within the aforesaid prescribed limit as approved by the Members of the Company.

“RESOLVED FURTHER THAT Mr. Anurag Tania, Executive Director (DIN: 03118844) and/or Mr. Ankur Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient including filing of necessary forms to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard.”

8. To consider variation in terms of payment of Doctor Consultancy Fees to Dr. Aruna Tania, Non-Executive Non-Independent Director

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 Section 188 and other applicable provisions of the Companies Act, 2013 ('the Act') and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 17(6) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the Articles of Association of the Company and based on the recommendation of Nomination & Remuneration Committee ("NRC"), approval of Audit Committee ("AC") and Board of Directors ("Board"), the consent of the members of the Company be and is hereby accorded to vary the criteria for payment of Doctor Consultancy Fees to Dr. Aruna Tania, Non-Executive Director as previously approved by the members at the Extra Ordinary General Meeting held on October 1, 2021, who possesses the requisite qualification for practice of said profession for rendering Doctor consultancy services in the hospitals of the Company in addition to reimbursement of various expenses incurred in performance of her duties including travelling and other out-of-pocket expenses as required from time to time as per the revised below mentioned criteria:

- a. For consultations-Outpatient and Inpatient - 80% Share
- b. For surgical procedures - 80% Share
- c. For package - 35% share

“RESOLVED FURTHER THAT Mr. Anurag Tania, Executive Director (DIN: 03118844) and/or Mr. Ankur Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient including filing of necessary forms to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard.”

9. To consider payment of Doctor Consultancy Fees to Dr. Ghanshyam Goyal, Non-Executive Director of the Company for the financial year 2025-26

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 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 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ('the Act') and rules made thereunder

(including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Articles of Association of the Company and based on the recommendation of Nomination & Remuneration Committee ("NRC"), approval of Audit Committee ("AC") and Board of Directors ("Board"), the consent of the members of the Company be and is hereby accorded for the payment of Doctor Consultancy Fees to Dr. Ghanshyam Goyal (DIN: 00234246) as the Non-Executive Director of the Company who possesses the requisite qualification for practice of said profession for rendering Doctor consultancy services in the hospitals of the Company, for the Financial Year 2025-26, as per the criteria previously approved by the members at the Extra Ordinary General Meeting held on October 1, 2021, in addition to reimbursement of various expenses incurred in performance of his duties including travelling and other out-of-pocket expenses as required from time to time, which may exceed fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company for the financial year 2025-26 as mentioned below:

- a. For consultations-Outpatient and Inpatient - 90% Share
- b. Bariatric Incentives - ₹20,000 (Standard/ Twin Bed) & ₹25,000 (Single/Suite) per patient admitted through self-referral.
- c. IP diagnostic referral – 10%
- d. OP diagnostic referral – 15%

"RESOLVED FURTHER THAT Mr. Anurag Tantia, Executive Director (DIN: 03118844) and/or Mr. Ankur Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or

expedient including filing of necessary forms to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

10. To consider continuation of Directorship of Mr. Kashi Prasad Khandelwal as a Non-Executive Independent Director of the Company on completion of 75 years of age

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 Regulation 17(1A) and other applicable provisions, if any, of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the Companies Act, 2013 and all applicable guidelines issued from time to time and subject to such other approvals or permissions, as may be necessary and based on the recommendation of Nomination & Remuneration Committee ("NRC") and Board of Directors ("Board"), consent of the members of the Company be and is hereby accorded for the continuation of Directorship of Mr. Kashi Prasad Khandelwal (DIN: 00748523) as a Non-Executive Independent Director of the Company who would attain the age of 75 years on March 04, 2026."

"RESOLVED FURTHER THAT Mr. Anurag Tantia, Executive Director (DIN: 03118844) and/or Mr. Ankur Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient including filing of necessary forms to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

**For and on behalf of the Board
For GPT Healthcare Limited**

Date: May 23, 2025
Place: Kolkata

Registered Office: -

GPT Centre, JC-25, Sector-III, Salt Lake, Kolkata-700106, West Bengal, India

Ankur Sharma
Company Secretary and Compliance Officer
M. No A31833

Notes:

1. Pursuant to General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") read together with other previous Circulars issued by MCA in this regard (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD- 2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI") read together with other previous Circulars issued by SEBI in this regard (collectively referred to as "SEBI Circulars"), companies are permitted to convene the AGM through VC or OAVM without physical presence of the Members at a common venue till September 30, 2025. Hence, in compliance with the said circulars and provisions of the Companies Act, 2013 (the "Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 36th AGM of the Company is being held through VC/OAVM. The deemed venue of the AGM will be the Registered Office of the Company i.e GPT Centre, JC 25, Sector- III, Salt Lake, Kolkata – 700 106. MUFG Intime India Private Limited (MIPL) (Formerly Link Intime India Private Limited) will be providing facility for voting through remote e-voting, for participation in the AGM through VC facility and e-voting during the AGM. The procedure for participating in the AGM through VC/OAVM is explained hereunder and is also available on the website of the Company at www.ilshospitals.com.
2. The Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 ('the Act') relating to the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto and forms part of this notice.

Further, additional information pursuant to 36(3) of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India (ICSI) is provided as Annexure-A to the notice and Information required to be disclosed under the provisions of the Second Proviso to Section-II, Part-II of Schedule V of the Companies Act, 2013 is provided as Annexure- B.
3. Generally, a Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA/SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. Corporate Shareholders/ Institutional Shareholders intending to appoint their Authorized Representative(s) to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Scrutinizer, MIPL and the Company, a scanned certified true copy of the Board Resolution/ letter of authority/power of attorney with attested specimen signature of the duly authorized signatory (ies) who are authorized to attend and vote on their behalf at the AGM.

The said authorization shall be sent to the Scrutinizer by e-mail through its registered email address to daga.ashok@gmail.com with a copy marked to raviv.ranjan@in.mpms.mufg.com and ghl.cosec@gptgroup.co.in.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
6. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the AGM along with Annual Report 2025 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/DPs. Members may note that the Notice of the AGM and the Annual Report for the Financial Year 2025 has been uploaded on the website of the Company at www.ilshospitals.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of MIPL (agency for providing the Remote e-Voting facility) i.e. <https://instavote.linkintime.co.in> Further, in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), as amended for those shareholders whose email id is not registered, a letter providing the web-link, including the exact path where complete details of the Annual Report are available, will be sent at their registered address. The physical copy of the Notice along with Annual Report shall be made available to the Member(s) who may request the same in writing to the Company.
7. Members can raise questions during the meeting or in advance at ghl.cosec@gptgroup.co.in. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
8. Members are requested to support "Green Initiative" by registering / updating their e-mail address (es) with the Depository Participant(s) (in case of Shares held in dematerialized form) or with MIPL (in case of Shares held in physical form). Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the relevant Rules framed thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s). Members holding shares in dematerialized form are requested to register (or update, in case of any change) their e-mail address with their Depository Participant(s), if not already registered / updated and Members holding shares in physical form are requested to register (or update, in case of any change) their e-mail address with RTA on kolkata@in.mpms.mufg.com or ghl.cosec@gptgroup.co.in, to enable the Company to send electronic communications.

9. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts for which the Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participant(s) of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.
10. Members holding shares in physical form are requested to intimate Registrar and Share Transfer Agent of the Company viz. MUFG Intime India Private Limited, Unit: GPT Healthcare Limited, Rasoi Court, 5th floor 20, Sir R N Mukherjee Road, Kolkata - 700001 for updating their registered address, email address, bank account details, NECS (National Electronic Clearing Services) mandate and changes therein, if any. Members holding shares in electronic form are requested to update such details with their respective Depository Participants.
11. SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/37 March 16, 2023 and SEBI/HO/MIRSD/ POD-1/P/CIR/2023/181 November 17, 2023) has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, address, email, choice of nomination, contact details including mobile number, bank account details and specimen signature. SEBI has introduced Form ISR-1, ISR-2 alongwith other relevant forms to lodge any request for registering PAN, KYC details, nominations or any change/ updation thereof. Members may also note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2022/8 dated January 25, 2022 has mandated listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificates, claim from unclaimed suspense account, renewal/ exchange of securities certificate, endorsement, sub-division/ splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition. In view of the same, members are advised to dematerialise the shares held by them in physical form, if any. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR – 4 along with relevant details as prescribed by SEBI in this regard is available on the Company's RTA website at <https://web.in.mpms.mufig.com/client-downloads.html> or visit Company's website for information and use by the Shareholders. It may be noted that any service request can be processed only after the folio is KYC Compliant. You are requested to kindly take note of the same and update your particulars timely.
12. Non-Resident Indian Members are requested to inform the Company's RTA immediately of:
 - (a) Change in their residential status on return to India or permanent settlement.
 - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
13. The Company has a designated email ID for Redressal of Shareholders / Investors Complaints / Grievances. Hence, please write to us at ghl.cosec@gptgroup.co.in or alternatively you can also write to our RTA, MIPL at kolkata@in.mpms.mufig.com.
14. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday July 30, 2025 to Tuesday August 5, 2025 (both days inclusive) for the purpose of Annual General Meeting and for determining the names of the Members eligible for final dividend on equity shares for the financial year ended March 31, 2025, if declared at the Annual General Meeting.
15. The Board of Directors at its meeting held on May 23, 2025, has recommended payment of final dividend on equity shares @ ₹1.50 (15%) per equity share on the face value of ₹10 for the financial year 2024-25. The dividend so recommended by the Board, if declared by the members at the Annual General Meeting, shall be paid within statutory time limit to those members (a) whose names appear as beneficial owners at the end of the business hours on Tuesday, July 29, 2025 being the record date in the list of beneficial owners to be provided by NSDL and CDSL in respect of shares held in electronic (demat) form and (b) whose names appear in the Register of Members of the Company on Tuesday, July 29, 2025, after giving effect to valid transmission/ transposition requests lodged with the Company as of the close of business hours on Tuesday, July 29, 2025. The Company shall deduct Tax at Source (TDS) at the time of making payment of Final Dividend, if declared by the Shareholders. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 as detailed in Annexure-C of this notice.
16. The Securities and Exchange Board of India ("SEBI") has made it mandatory for all listed companies to use the Bank Account details furnished by the Depositories and the Bank Account details maintained by the RTA for payment of Dividend through Electronic Clearing Service (ECS) to investors wherever ECS and Bank details are available. In the absence of ECS facilities, the Company will print the Bank Account details, if available, on the payment instrument for distribution of Dividend. The Company will not entertain any direct request from Members holding shares in electronic mode for deletion of / change in such Bank Account details. Further, instructions if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in the electronic mode. Members who wish to change such Bank Account details are therefore requested to advise their Depository Participant(s) about such change, with complete details of Bank Account.

17. Shareholders holding the shares in electronic mode may please note that their dividend would be paid through National Electronic Clearing System (NECS) or Electronic Clearing Services (ECS) at the available RBI locations or RTGS/NEFT. The dividend would be credited to their bank account as per the mandate given by the Shareholders to their Depository Participant(s). In the absence of availability of NECS/ECS/RTGS/NEFT facility, the dividend would be paid through warrants/ DDs and the Bank details as furnished by the respective Depositories to the Company will be printed on their dividend warrants/DDs as per the applicable Regulations. For Shareholders who have not updated their bank account details, Dividend Warrants /Demand Drafts will be sent to their registered addresses.
18. In accordance with the provisions of Section 124 and 125 of the Companies Act, 2013 ('the Act') read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), there are no dividends declared by the Company which is remained unclaimed for seven years as on March 31, 2025 which are required due to be transferred to the Investor Education and Protection Fund (IEPF) and also therefore, no shares are required to be transferred to IEPF. However, the balance of unpaid dividend account as on March 31, 2025 is ₹1.50 Lakhs.
19. Members are requested to note that dividend warrant if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF.
20. Relevant documents referred to in the Notice as well as annual accounts will be available for inspection by the members in electronic mode up to the date of the Annual General Meeting. The notice of 36th Annual General Meeting and Annual Report of your Company for Financial Year 2024-25 would also be made available on the Company's website: www.ilshositals.com. Members seeking to inspect such documents can send an email to ghl.cosec@gptgroup.co.in. Members desirous of getting Information / Clarification on the Accounts and Operations of the company or intending to raise any query are requested to forward the same at least 7 days in advance of the meeting to the Company Secretary at ghl.cosec@gptgroup.co.in so as the same may be attended appropriately.
21. Register of Directors and Key Managerial Personnel of the Company and their respective shareholding maintained under Section 170 and register of Contracts and arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be made available for inspection by the members during the AGM in electronic mode. Members can inspect the same by sending an e-mail to ghl.cosec@gptgroup.co.in.
22. Shareholders can avail the facility of nomination in respect of shares held by them in physical form, pursuant to the provisions of Section 72 of the Companies Act, 2013 read with the Rules framed thereunder. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA quoting their folio number. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from website of the Registrar and Transfer Agent ('RTA') at <https://web.in.mpms.mufg.com/KYC-downloads.html>. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
23. Shareholders are requested to send in their queries at least a week in advance to the Company Secretary and Compliance officer at ghl.cosec@gptgroup.co.in to facilitate clarifications during the AGM.
24. The venue of the AGM shall be deemed to be the Registered Office of the Company at GPT Centre, JC 25, Sector- III, Salt Lake, Kolkata – 700 106.
25. Certain Instructions in the AGM Notice may or may not be relevant and to be considered as General Instructions purpose only.

26. INSTRUCTIONS FOR E-VOTING:

- a) 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) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs (MCA), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MIPL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Shareholder using remote e-voting system as well as venue voting on the date of the AGM will be provided by MIPL.
- b) The Members can opt for only one mode of remote e-voting i.e. either prior to the AGM or during the AGM. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM. The Members who have cast their vote by remote e-voting prior to the AGM are eligible to attend the Meeting but shall not be entitled to cast their vote again.
- c) The remote e-voting period commences on Saturday, August 2, 2025 (at 9.00 a.m. IST) and ends on Monday, August 4, 2025 (at 5.00 p.m. IST). During this period, the Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the record (cut-off) date i.e., Tuesday, July 29, 2025, may cast their

votes by remote e-voting. The remote e-voting module shall be disabled by MIPL for voting thereafter. Once the vote on a resolution is casted by the Shareholder, the Shareholder shall not be allowed to change it subsequently.

27. 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 record (cut-off) date i.e., Tuesday, July 29, 2025.
28. Any person, who acquires Shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the record date, may obtain the login ID and password by sending a request at instameet@in.mpms.muvg.co.in. However, if he/she is already registered with MIPL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
29. Facility of joining the AGM through VC / OAVM shall open 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 AGM through VC/OAVM will be made available to at least 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
30. The Instructions of Remote E-Voting for Shareholders are as under:

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

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

1. Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter User ID and Password. Click on "Login"

- c) 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.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com>
 - b) Click on the "Login" tab available under 'Shareholder/ Member' section.
 - c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
 - d) Post successful authentication, you will be redirected to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
 - e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
2. Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.

- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.

- e) Click on "Link InTime/ MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL:
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/> <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
 - b) Go to e-voting tab.
 - c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
 - d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
 - e) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
3. Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.

- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

- d) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode is given below:

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

1. Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in NSDL form, shall provide 'D' above

**Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

- Set the password of your choice
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Enter Image Verification (CAPTCHA) Code
- Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

3. Click on "Login" under 'SHARE HOLDER' tab.
 - A. User ID: Enter your User ID
 - B. Password: Enter your Password
 - C. Enter Image Verification (CAPTCHA) Code
 - D. Click "Submit"
4. Cast your vote electronically:
 - A. After successful login, you will be able to see the "Notification for e-voting".
 - B. Select 'View' icon.
 - C. E-voting page will appear.
 - D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
 - E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:
 - a. 'Investor ID' –
 - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN000000012345678
 - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - b. 'Investor's Name' - Enter Investor's Name as updated with DP.
 - c. 'Investor PAN' - Enter your 10-digit PAN.
 - d. 'Power of Attorney' - Attach Board resolution or Power of Attorney.
*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.
- d) Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
- d) Event No. can be viewed on the home page of InstaVote under "On-going Events".
- e) Enter "16-digit Demat Account No." for which you want to cast vote.
- f) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- g) After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- h) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".

- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 - 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/depository participants website.

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

- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".
- b) Select the "Company Name" and register with your following details:
- c) Select Check Box - Demat Account No. / Folio No. / PAN
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders/ members to speak (speaker registration) during the annual general meeting :

1. Shareholders who would like to speak during the meeting must register their request by Tuesday, July 29, 2025 with the company on the email id ghl.cosec@gptgroup.co.in mentioning their name, demat account number/ folio number, e-mail id, mobile number created for the general meeting.

2. Only those Members who have registered themselves as a speaker will be allowed to express their views/ ask questions during the meeting.
3. Members will receive "speaking serial number" once they mark attendance for the meeting.
4. Members are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.
5. Please remember your speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
6. Please note that 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 36th AGM.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
3. Click on 'Submit'.
4. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
5. Cast your vote by selecting appropriate option i.e. "Favour/ Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/ Against'.
6. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufig.com or contact on: - Tel: 022 - 4918 6000 / 4918 6175.

31. Other Instructions:

- (i) The results of the e-voting will be declared not later 2 working days of conclusion of the AGM.
- (ii) A copy of this notice has been placed on the website of the Company and the website of MIIPL.
- (iii) Mr. Ashok Kumar Daga, Practicing Company Secretary (Certificate of Practice Number 2948) has been appointed

as the scrutinizer for conducting the e-voting process in a fair and transparent manner.

- (iv) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through e-voting (i.e. votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized by him in writing, who shall countersign the same. The results will be announced not later than 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's Report shall be forwarded to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed. The results along with the Scrutinizer's Report shall also be placed on the website of MIIPL, and will also be displayed on the Company's website.
- (v) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Tuesday, August 5, 2025.
- (vi) Grievances connected with e-voting may be referred to Mr. Rajiv Ranjan, Sr. Assistant Vice President – E-voting, C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Tel: +91 22 4918 6000 (2505) and email id: rajiv.ranjan@in.mpms.mufig.com.

Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013 & Details of Directors Seeking Appointment/ Re-Appointment as Required Under Listing Regulations and Secretarial Standards on General Meetings.

Item No. 4

Pursuant to the amended provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on May 23, 2025 have approved and recommended to the Members of the Company for appointment of Mr. Ashok Kumar Daga, Company Secretary in Practice (Membership No. FCS No. 2699, CP No. 2948 of the ICSI) having Peer Review No. 1550/2021 and UIN 11998WB122000 as Secretarial Auditors of the Company for a period of 5 consecutive years, from April 1, 2025 to March 31, 2030 ('the Term') subject to approval of the members at the ensuing Annual General Meeting on the following terms and conditions:

- A. Terms of appointment: 5 (Five) consecutive years to hold office from April 1, 2025 till March 31, 2030.
- B. Proposed Fees: ₹50,000/- (Rupees Fifty Thousand only) plus applicable taxes and other out-of-pocket expenses in connection with the secretarial audit for financial year ending March 31, 2026 and for subsequent year(s) of the term, or such other fees as determined by the Board of Directors upon recommendations of the Audit Committee. The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the Secretarial auditors, which is in line with the industry benchmark. The payment for services in the nature of certifications and other professional work will be in addition to the Secretarial audit fee and shall be determined by the Board of Directors or committee thereof.
- C. Basis of recommendations: The Audit Committee and the Board of Directors have approved & recommended the aforementioned proposal for approval of Members taking into account the eligibility criteria & qualification prescribed under the Companies Act 2013 & rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), qualification, experience, independent assessment & expertise in providing Secretarial audit related services, competency of the staff and the previous experience based on the evaluation of the quality of audit work done by the secretarial auditor in the past.
- D. Brief Profile: Mr. Ashok Kumar Daga is a qualified Company Secretary from Institute of Company Secretaries of India the (ICSI) and a Bachelor of Legislative Law (LLB) from Calcutta University. As a fellow member of the ICSI, Mr. Daga is working as a Practicing Company Secretary (Membership No. FCS No. 2699, CP No. 2948 of ICSI) with a Peer Review certificate

No. 1550/2021 and UIN 11998WB122000. He is enriched with experience of over two decades in the field of company secretarial and other compliance matters. Prior to this proposed appointment, he has been the Secretarial Auditors of the Company and has demonstrated his expertise and proficiency in handling Secretarial audits of the Company till date. He is Secretarial Auditors of other renowned companies as well. Mr. Ashok Kumar Daga is well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

- E. Consent and Eligibility: Mr. Ashok Kumar Daga has given his consent to act as Secretarial Auditors of the Company and confirmed that his aforesaid appointment (if made) would be within the prescribed limits under the Companies Act 2013 & rules made thereunder and SEBI Listing Regulation. He has also confirmed that he is not disqualified to be appointed as Secretarial Auditors in term of provisions of the Companies Act, 2013, the Companies Secretaries Act, 1980 and rules and regulations made thereunder and the SEBI Listing Regulations read with SEBI Circular dated December 31, 2024.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution as set out at item No. 4 of the Notice.

The Board of Directors of the Company are of the opinion that the aforesaid appointment of Mr. Ashok Kumar Daga as Secretarial Auditors of the Company is in the best interests of the Company and accordingly recommends the resolution as set out at Item No. 4 for approval of the Members as an Ordinary Resolution.

Item No. 5:

The Board of Directors, on the recommendation of Audit Committee, has approved the re-appointment and remuneration of S.K. Sahu & Associates, Cost Auditors of the Company to conduct the audit of cost records of the Company for the financial year 2025-26 at the remuneration as provided in the resolution.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors is required to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2025-26.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution as set out at item No. 5 of the Notice.

The cost auditors had rendered satisfactory service during their last tenure, therefore the Board of Directors recommend Ordinary Resolution as set out in Item No. 5 of the Notice for approval of the members.

Item No. 6:

Mr. Dwarika Prasad Tania, who was re-appointed, as the Executive Chairman by the members through Special Resolution at the 35th Annual General Meeting of the Company held on July 25, 2024 to hold office for a period of 3 (three) years commencing from October 01, 2024 to September 30, 2027 on such terms and conditions including remuneration as appearing in the said AGM Notice.

The Board of Directors at their meeting held on May 23, 2025 has approved the variation in terms and conditions of employment of Mr. Dwarika Prasad Tania, Executive Chairman, who shall be liable to retire by rotation, based on the recommendation of Nomination and Remuneration Committee ("NRC") and approval of the Audit Committee ("AC") as appearing in the proposed resolution, in accordance with the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, by capping the bonus payment to an extent of 10% on annual salary and also capping the commission on net profit payable to him of ₹1 crore, subject to the approval of the shareholders at the ensuing 36th Annual General Meeting. The said variation in remuneration is in alignment with market benchmarks, compensation trends and the Company's performance.

The Board of Directors of the Company are of the opinion that the aforesaid revised terms and conditions of employment of Mr. Dwarika Prasad Tania, Executive Chairman of the Company, liable to retire by rotation is in the best interests of the Company and accordingly recommends the resolution as set out at Item No. 6 for approval of the Members as Special Resolution.

The approval of shareholders by Special Resolution shall also be deemed to be approval under Regulation 17(6)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Save and except Mr. Dwarika Prasad Tania himself and Mrs. Kriti Tania, Chief Financial Officer (being relative), None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 6 of the Notice.

Details pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India) is given in Annexure – A.

Information required to be disclosed under the provisions of the Second Proviso to Section-II, Part-II of Schedule V of the Companies Act, 2013 is given in Annexure-B.

Item No. 7:

Mr. Anurag Tania, who was re-appointed, as the Executive Director by the members through Special Resolution at the 35th Annual General Meeting of the Company held on July 25, 2024 to hold office for a period of 3(three) years commencing from October 01, 2024 to September 30, 2027 on such terms and conditions including remuneration as appearing in the said AGM Notice.

The Board of Directors at their meeting held on May 23, 2025 approved the variation in terms and conditions of employment of Mr. Anurag Tania, Executive Director, who shall be liable to retire by rotation, based on the recommendation of Nomination and Remuneration Committee ("NRC") and approval of the Audit Committee ("AC") as appearing in the proposed resolution, in accordance with the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, by capping the bonus payment to an extent of 10% on annual salary, subject to the approval of the shareholders at the ensuing 36th Annual General Meeting. The said variation in remuneration is in alignment with market benchmarks, compensation trends and the Company's performance.

The Board of Directors of the Company are of the opinion that the aforesaid revised terms and conditions of employment of Mr. Anurag Tania, Executive Director of the Company is in the best interests of the Company and accordingly recommends the resolution as set out at Item No. 7 for approval of the Members as Special Resolution.

The approval of shareholders by Special Resolution shall also be deemed to be approval under Regulation 17(6)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Save and except Mr. Anurag Tania himself, Dr. Om Tania and Dr. Aruna Tania, (being relatives), None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 7 of the Notice.

Details pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India) is given in Annexure – A.

Information required to be disclosed under the provisions of the Second Proviso to Section-II, Part-II of Schedule V of the Companies Act, 2013 is given in Annexure-B.

Item No. 8:

Based on the recommendation of Nomination & Remuneration Committee ("NRC") and approval of Audit Committee ("AC"), and in recognition of the time and effort dedicated by Dr. Aruna Tania at the Company's hospitals, the Board at its meeting held on May 23, 2025 approved payment of Doctor Consultancy Fees according to the revised criteria outlined below. The revised Fee structure shall take effect from April 1, 2025:

- For consultations-Outpatient and Inpatient - 80% Share
- For surgical procedures - 80% Share
- For package - 35% share

In addition to the above, she will also be entitled for reimbursement of various expenses incurred in performance of her duties including travelling and other out-of-pocket expenses as required from time to time. Dr. Tania is also entitled for sitting fees for attending each meeting of Board and Committees thereof as paid to other Non-Executive Directors of the Company.

The Members may note that considering the valuable contribution made by Dr. Aruna Tania in the hospitals as doctor and in the business as, Non-Executive Director is beyond comparison and accordingly, continuation of payment of Doctor Consultancy Fees as per the revised criteria stated above to Dr. Aruna Tania as Non-Executive Director of the Company would continue to benefit the Company, given the knowledge, experience and his performance.

Further, the payment of Doctor Consultancy fees to Dr. Aruna Tania is professional in nature and in the opinion of the Nomination and Remuneration Committee, she possesses the requisite qualification for the practice of the profession and hence does not form part of Managerial Remuneration under Section 197(4) of the Companies Act, 2013.

The payment of Doctors Consultancy fee to Dr. Aruna Tania is in Ordinary course of business of the Company and on an arm's length basis. The present approval under Section 188 is being sought by way of an abundant caution and upholding high standards of governance and transparency.

The information as required under Section 188 read with Rule 15 of Companies (Meetings of Board & its Powers) Rules, 2014, as well as pursuant to Section 102 of the Act are as under:

- Name of the related party: Dr. Aruna Tania.
- Name of the Director or Key Managerial Personnel who is related: Dr. Om Tania, Managing Director and Mr. Anurag Tania, Executive Director.
- Nature of relationship: Non-Executive Non-Independent Director, Spouse of Dr. Om Tania and Mother of Mr. Anurag Tania.
- Nature, material terms, monetary value and particulars of the contract or arrangement: Payment of Doctor Consultancy Fees to Dr. Aruna Tania, Non-Executive Non-Independent Director who possesses the requisite qualification for practice of said profession for rendering Doctor consultancy services in the hospitals of the Company. The Payment shall be made in accordance with the revised criteria mentioned above. Dr. Tania should keep herself registered with concerned medical council. Monetary value: Not Exceeding ₹150 Lakhs for each financial years.
- the manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract-The payment of Doctor Consultancy Fees is commensurate with prevailing market rates, aligning with the industry standards.
- whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors- Yes

- Any other information relevant or important for the Members to take a decision on the proposed resolution: The Doctors Consultancy Fees being paid to Dr. Aruna Tania is in line with the services rendered/to be rendered by Dr. Tania. This transaction would be in the ordinary course of business and on arm's length basis and as per current market trend.
- Basis of Remuneration/Justification: As provided in explanatory statement above.
- Past Remuneration to Dr. Aruna Tania in the last 3 financial years was:

Past Remuneration (₹ in Lakhs)	FY 2023	FY 2024	FY 2025
Professional fees	50.26	70.65	74.00

The Board recommends the payment of Doctor Consultancy fees to Dr. Aruna Tania, Non-Executive Director as set out at Item No. 8 for approval of the Members by Special Resolution. This recommendation shall also be in terms with Regulation 17(6)(a) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Save and except Dr. Aruna Tania herself, Dr. Om Tania and Mr. Anurag Tania, None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at item No. 8 of the Notice.

Details pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India) is given in Annexure – A.

Item No. 9:

The Shareholders of the Company on the recommendation of the Board of Directors ("Board") / Committee of the Company at the Extra Ordinary General Meeting held on October 01, 2021 approved payment of Doctor Consultancy Fees to Dr. Ghanshyam Goyal on the following criteria as mentioned below:

- For consultations-Outpatient and Inpatient - 90% Share
- Bariatric Incentives - ₹20,000 (Standard/ Twin Bed) & 25,000 (Single/Suite) per patient admitted through self referral.
- IP diagnostic referral – 10%
- OP diagnostic referral – 15%

In addition to the above, he was also entitled for reimbursement of various expenses incurred in performance of his duties including travelling and other out-of-pocket expenses as required from time to time. The compensation paid to Dr. Goyal till now was in accordance with the approval accorded by the Members at the Extra Ordinary General Meeting held on October 1, 2021 based on the above criteria.

Dr Goyal is also entitled for sitting fees for attending each meeting of Board and Committees thereof as paid to other Non-Executive Directors of the Company.

Pursuant to the provisions of Regulation 17(6)(ca) of Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 ("Listing Regulations"), approval of the Members of the Company by way of a Special Resolution is required to be obtained every year for payment of Annual Remuneration to a single Non-Executive Director exceeding fifty percent of the total annual remuneration payable to all Non-Executive Directors, giving details of remuneration thereof. Your Company seeks approval of the shareholders under Regulation 17(6)(ca) of the Listing Regulations.

The Members may also note that considering the valuable contribution made by Dr. Goyal in the hospitals as doctor and in the business as, Non-Executive Director is beyond comparison and accordingly, continuation of payment of Doctor Consultancy Fees as stated above to Dr. Goyal as Non-Executive Director of the Company would continue to benefit the Company, given the knowledge, experience and his performance.

The Doctor Consultancy Fees payable to Dr. Ghanshyam Goyal in the Financial Year 2025-26 (in accordance with the approval accorded by the Members at the Extra Ordinary General Meeting held on October 1, 2021) may exceed fifty percent of the total annual remuneration payable to all Non-Executive Directors of the Company. Based on the recommendation of Nomination & Remuneration Committee ("NRC") and approval of Audit Committee ("AC"), the Board recommends payment of Doctor Consultancy Fees in accordance with the approval accorded by the Members at the Extra Ordinary General Meeting held on October 1, 2021. Consent of the Members is sought for passing a Special Resolution as set out at Item No. 9 of the Notice.

Further, the payment of Doctor Consultancy fees to Dr. Ghanshyam Goyal is professional in nature and in the opinion of the Nomination and Remuneration Committee, he possesses the requisite qualification for the practice of the profession and hence does not form part of Managerial Remuneration under Section 197(4) of the Companies Act, 2013.

The payment of Doctors Consultancy fee to Dr. Ghanshyam Goyal is in Ordinary course of business of the Company and on an arm's length basis. The present approval under Section 188 is being sought by way of an abundant caution and upholding high standards of governance and transparency.

The information as required under Section 188 read with Rule 15 of Companies (Meetings of Board & its Powers) Rules, 2014, as well as pursuant to Section 102 of the Act is as under:

- Name of the related party: Dr. Ghanshyam Goyal.
- Name of the Director or Key Managerial Personnel who is related: None.
- Nature of relationship: Non-Executive Non-Independent Director.
- Nature, material terms, monetary value and particulars of the contract or arrangement: Payment of Doctor Consultancy Fees to Dr. Ghanshyam Goyal, Non-Executive Non-Independent Director who possesses the requisite qualification for practice of said profession for rendering Doctor consultancy services in the hospitals of the Company. The Payment shall be made in accordance with the criteria mentioned above. Dr. Goyal should keep himself registered

with concerned medical council. Not Exceeding ₹300 Lakhs for each financial years.

- the manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract-The payment of Doctor Consultancy Fees is commensurate with prevailing market rates, aligning with the industry standards.
- whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors- Yes
- Any other information relevant or important for the Members to take a decision on the proposed resolution: The Doctors Consultancy Fees being paid to Dr. Ghanshyam Goyal is in line with the services rendered/to be rendered by Dr. Goyal. This transaction would be in the ordinary course of business and on arm's length basis and as per current market trend.
- Basis of Remuneration/Justification: As provided in explanatory statement above.
- Past Remuneration in accordance with the approval accorded by the Members at the Extra Ordinary General Meeting held on October 1, 2021:

Past Remuneration (₹ in Lakhs)	FY 2023	FY 2024	FY 2025
Professional fees	108.19	134.60	142.48

Save and except Dr. Ghanshyam Goyal himself, none of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution at item No. 9 of the Notice.

The Board of Directors of the Company are of the opinion that the aforesaid terms and conditions of payment to Dr. Ghanshyam Goyal, Non-Executive Director of the Company is in the best interests of the Company and accordingly recommends the resolution as set out at Item No. 9 for approval of the Members as Special Resolution.

Item No. 10:

As per Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, No listed entity shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy-five years unless a Special Resolution is passed to that effect.

Mr. Kashi Prasad Khandelwal was appointed as Independent Director for the 2nd term of 5 (Five) consecutive years effective from September 27, 2023 to September 26, 2028 at the Extra Ordinary Meeting of the Company held on October 3, 2023 and now members approval is sought for continuation of directorship of Mr. Kashi Prasad Khandelwal as a, Non- Executive Independent Director who would attain the age of 75 years on March 4, 2026.

Mr. Khandelwal being an experienced professional has been valuable to our Company's Board and has advised positively only for the betterment of the Company.

The Board at its meeting held on May 23, 2025 has approved continuation of directorship of Mr. Kashi Prasad Khandelwal as a Non- Executive Independent Director based on the recommendation of Nomination & Remuneration Committee, Accordingly, consent of the members is sought for passing a Special Resolution as set out at item No. 10 of the Notice.

Save and except Mr. Kashi Prasad Khandelwal himself, None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at item No. 10 of the Notice.

The Board of Directors of the Company are of the opinion that aforesaid continuation of directorship of Mr. Kashi Prasad Khandelwal, Independent Director of the Company is in the best interests of the Company and accordingly recommends the resolution as set out at Item No. 10 for approval of the Members as Special Resolution.

REQUEST TO MEMBERS

Members desirous of getting Information / Clarification on the Accounts and Operations of the company or intending to raise any query are requested to forward the same at least 7 days in advance of the meeting to the Company Secretary at ghl.cosec@gptgroup.co.in so as the same may be attended appropriately.

**For and on behalf of the Board
For GPT Healthcare Limited**






Date: May 23, 2025
Place: Kolkata

Ankur Sharma
Company Secretary and Compliance Officer
M. No A31833

Registered Office: -
GPT Centre, JC-25, Sector-III, Salt Lake, Kolkata-700106, West Bengal, India

Annexure-A

Details Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

Name of the Director & Designation	Dr. Ghanshyam Goyal, Non-Executive Director (Non-Independent)	Mr. Dwarika Prasad Tania, Executive Chairman	Mr. Anurag Tania, Executive Director	Dr. Aruna Tania, Non-Executive Director (Non-Independent)	Mr. Kashi Prasad Khandelwal, Non-Executive Director (Independent)
Photograph					
Director Identification Number (DIN)	00234246	00001341	03118844	00001347	00748523
Date of Birth and Age	May 1, 1959 (66 Years)	May 27, 1954 (70 Years)	October 2, 1987 (37 Years)	January 19, 1958 (67 Years)	March 4, 1951 (74 years)
Date of first appointment on the Board	April 29, 2006	January 10, 2005	October 2, 2011	April 4, 2005	September 15, 2021
Qualifications	MBBS, MD	Graduate	Graduate	MBBS, MS	B. COM, FCA, LLB
Brief Resume, Experience and Expertise	He is the Non-executive Director of our Company. He has been associated with our Company since April 29, 2006 and ILS Hospitals since the year 2000. He holds a degree of Bachelor of Medicine and Bachelor of Surgery and a degree of Doctor of Medicine in general medicine from S.M.S. Medical College, University of Rajasthan, Jaipur. He has experience in general medicine and diabetology. He participated in the world's largest diabetic health screening across 27 locations in	He is the Executive Chairman of our Company. He has been associated with our Company since January 10, 2005. He graduated from the University of Calcutta in 1974. He has over 42 years of experience in the infrastructure and healthcare industry. He is the founding member of ILS Hospitals and oversees international business development, project execution and new business ventures. He has been appointed as the Honorary Consul of the Republic of Ghana in Kolkata.	He is the Executive Director of our Company. He has been associated with our Company since October 2, 2011. He holds a degree of Bachelor of Science in management with honours from the University of Illinois. He has more than 13 years of experience in healthcare management and looks after the day-to-day operations of our Company.	She is the Non-executive Director of our Company. She has been associated with ILS Hospitals as a senior consultant (gynaecology and obstetrics) since April 4, 2005. She holds a degree of Bachelor of Medicine and Bachelor of Surgery from Ravindra Nath Tagore Medical College, Udaipur, University of Rajasthan and a degree of Master of Surgery in obstetrics and gynaecology from Bhupendra Narayan Mandal University, Bihar. She has	He is the Independent Director of our Company. He has been associated with our Company since September 27, 2023. He holds a Bachelor's degree in Commerce and a Bachelor's degree in Law from Calcutta University. He is a fellow member of the Institute of Chartered Accountants of India and holds a diploma certificate on Information System Audit from Institute of Chartered Accountants of India and has completed a

Name of the Director & Designation	Dr. Ghanshyam Goyal, Non-Executive Director (Non-Independent)	Mr. Dwarika Prasad Tantia, Executive Chairman	Mr. Anurag Tantia, Executive Director	Dr. Aruna Tantia, Non-Executive Director (Non-Independent)	Mr. Kashi Prasad Khandelwal, Non-Executive Director (Independent)
	India on November 14, 2013, earning its place in the Guinness Book of World Records			over 37 years of experience as a medical practitioner. She is an active member of 'Rotary International' and has received an award for "Service Above Self" the Rotary International. She is a fellow of The Association of Minimal Access Surgeons of India – FMAS.	training course corporate law and taxation in Computerised Accounting and Auditing Techniques from Institute of Chartered Accountants of India. He is also the proprietor of the firm K. Khandelwal & Co., Chartered Accountants, as a practicing chartered accountant for more than 45 years. He has experience in
Terms and conditions of appointment / reappointment	Re-appointment as a Non-Executive, Non-Independent Director pursuant to section 152(6) of Companies Act 2013	Variation in terms and conditions of employment	Variation in terms and conditions of employment	Payment of Doctor Consultancy Fees	Continuation of Directorship of Mr. Kashi Prasad Khandelwal as a Non-Executive Independent Director of the Company on completion of 75 years of age

Name of the Director & Designation	Dr. Ghanshyam Goyal, Non-Executive Director (Non-Independent)	Mr. Dwarika Prasad Tantia, Executive Chairman	Mr. Anurag Tantia, Executive Director	Dr. Aruna Tantia, Non-Executive Director (Non-Independent)	Mr. Kashi Prasad Khandelwal, Non-Executive Director (Independent)
Details of remuneration sought to be paid	Dr. Ghanshyam Goyal will be paid "Doctor Consultancy Fees" in accordance with the approval accorded by the Members at the Extra Ordinary General Meeting held on October 1, 2021. Further, He will be paid Sitting Fees for attending meetings of the Board or Committees thereof and reimbursement of various expenses incurred in performance of his duties including travelling and other out-of-pocket expenses.	As appearing in the proposed resolution	As appearing in the proposed resolution	As appearing in the proposed resolution	No Remuneration is paid only sitting fees to be paid
Shareholding in GPT Healthcare Limited	Nil Equity Shares	300 Equity Shares	Nil Equity Shares	300 Equity Shares	Nil Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	Mr. Dwarika Prasad Tantia is the father in law of Mrs. Kriti Tantia, CFO (KMP) of the Company.	Mr. Anurag Tantia is the son of Dr. Om Tantia, Managing Director of the Company and Dr. Aruna Tantia, Non Executive Director of the Company.	Dr. Aruna Tantia is the spouse of Dr. Om Tantia, Managing Director of the Company and mother of Mr. Anurag Tantia, Executive Director of the Company.	None

Name of the Director & Designation	Dr. Ghanshyam Goyal, Non-Executive Director (Non-Independent)	Mr. Dwarika Prasad Tantia, Executive Chairman	Mr. Anurag Tantia, Executive Director	Dr. Aruna Tantia, Non-Executive Director (Non-Independent)	Mr. Kashi Prasad Khandelwal, Non-Executive Director (Independent)
Directorships held in other companies	Nil	Indian Companies 1. GPT Infraprojects Limited 2. GPT Sons Private Limited Foreign Companies 1.GPT Concrete Products South Africa (Pty) Limited, South Africa	Nil	Nil	1. LIC Housing Finance Limited 2. GPT Infraprojects Limited 3. Kiran Vyapar Limited 4. Maharaja Shree Umaid Mills Limited 5. Cygnet Industries Limited 6. Fusion CX Limited
Details of Membership / Chairmanship*	Nil	Nil	Nil	Nil	<div>Chairmanship</div> <div><div><div>Kiran Vyapar Ltd</div><div>Gpt Infra-projects Limited</div><div>LIC Housing Finance Ltd</div><div>Fusion CX Limited</div></div><div>Audit Comm- ittee</div></div> <div>Membership</div> <div><div><div>Maharaja Shree Umaid Mills Limited</div><div>LIC Housing Finance Ltd</div><div>Cygnet Indus- tries Limited</div></div><div>Audit Comm- ittee</div></div>

Name of the Director & Designation	Dr. Ghanshyam Goyal, Non-Executive Director (Non-Independent)	Mr. Dwarika Prasad Tantia, Executive Chairman	Mr. Anurag Tantia, Executive Director	Dr. Aruna Tantia, Non-Executive Director (Non-Independent)	Mr. Kashi Prasad Khandelwal, Non-Executive Director (Independent)
Remuneration last drawn in FY 2024-25 (₹ in Lakh)	143.90 (including sitting fees)	350.54	159.57	76.36 (including sitting fees)	4.72 (Sitting fees)
Name of the listed entity from which the person has resigned in past 3 years	None	None	None	None	None
Number of meetings of Board attended during the year	3	4	4	4	4

*The Companies in which the Director holds position of Director and is a member of that Company's Audit Committee/ Stakeholders committee is taken into consideration. Companies include listed as well as unlisted entities.

Notes:

- For any other details related to the above directors, please refer to the corporate governance report which is a part of this Annual Report.
- Nomination and Remuneration Committee while considering the re-appointment of Director have verified and confirmed from them that they are not debarred from holding the office as a Director pursuant to any SEBI order or any other such authority. Accordingly, we hereby affirm that None of the Directors, being reappointed above, is not debarred from holding the office of Director by virtue of any SEBI order or any other such Authority.

Annexure-B

Information required to be disclosed under the provisions of the Second Proviso to Section-II, Part-II of Schedule V of the Companies Act, 2013

- the proposed remuneration has been approved by a Resolution of the Nomination and Remuneration Committee as well as the Board;
- the Company has not committed any default in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor;
- Special Resolution for payment of the remuneration for a period not exceeding three years forms part of this Notice convening the 36th Annual General Meeting of the Company;
- Statement containing specified information is set out hereunder:

I. GENERAL INFORMATION

Nature of industry	GPT Healthcare Limited is engaged business of Healthcare (Running of Hospitals).
Date or expected date of commencement of commercial production	Existing Company, already commenced from 1989
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

Financial performance based on given indicators Foreign investments or collaborators, if any

₹ In lakh, except per share data
(₹1 lakh equals ₹100,000)

Particulars	Standalone	
	2024- 25	2023-24
Income		
Revenue from Operations	40,709.14	40,019.30
Total Income	41,558.57	40,548.44
Total Expenditure Before Interest, Tax and Depreciation	32,373.86	31,235.41
Earnings Before Interest, Tax, Depreciation and Amortization	9,184.71	9,313.03
Less: Interest and Depreciation	2,250.15	2,508.69
Profit before Tax for the year	6,934.56	6,804.34
Less: Income Tax for the year	1,942.39	2,027.44
Profit for the year	4,992.17	4,776.90
Add: Other comprehensive Income	-4.77	1.60
Net Profit/(Loss) for the year	4,987.40	4,778.50
Earnings per Share Basic and Diluted	6.08	5.96

Foreign investments or collaborators, if any

Nil

II. INFORMATION ABOUT THE APPOINTEE

Name of the appointee	Mr. Dwarika Prasad Tania	Mr. Anurag Tania
Background details	Mr. Dwarika Prasad Tania is the Executive Chairman of the Company. He graduated from the University of Calcutta in 1974. He has over 42 years of experience in the infrastructure and healthcare industry. He is the founding member of ILS Hospitals and oversees international business development, project execution and new business ventures. He has been appointed as the Honorary Consul of the Republic of Ghana in Kolkata	Mr. Anurag Tania is the Executive Director of our Company. He has been associated with our Company since October 2, 2011. He holds a degree of Bachelor of Science in management with honours from the University of Illinois. He has more than 13 years of experience in healthcare management and looks after the day-to-day operations of our Company
Past remuneration in Lakhs	350.54	159.57
Recognition or awards	Honorary Consul of Republic of Ghana in Kolkata.	None
Job profile and his suitability	As the Executive Chairman of the Company he leads the Company growth initiatives. His suitability to the job is beyond comparison and accordingly, continuation of the employment services of Mr. Tania as Executive Chairman of the Company would continue to benefit the Company, given the knowledge, experience and performance of Mr. Dwarika Prasad Tania, and contribution to Board processes by him.	As the Executive Director of the Company he looks after the day-to-day operations of our Company. His suitability to the job is beyond comparison and accordingly, continuation of the employment services of Mr. Tania as Executive Director of the Company would continue to benefit the Company, given the knowledge, experience and performance of Mr. Anurag Tania.
Remuneration proposed	As appearing in the proposed resolution	As appearing in the proposed resolution
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The proposed remuneration payable to Mr. Dwarika Prasad Tania is commensurate with that prevalent in the industry of companies having same size. The vast knowledge and experience of Mr. Dwarika Prasad Tania makes it all the more reasonable.	The proposed remuneration payable to Mr. Anurag Tania is commensurate with that prevalent in the industry of companies having same size. The vast knowledge and experience of Mr. Anurag Tania makes it all the more reasonable.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or any Director, if any	Other than receiving remuneration including commission and dividend on the shares held by him, Mr. Dwarika Prasad Tania, Executive Chairman is not entitled to receive any other payment from the Company. Mr. Dwarika Prasad Tania is the father in law of Mrs. Kriti Tania, CFO of the Company. Mr. Dwarika Prasad Tania holds 300 equity shares as on date.	Other than receiving remuneration, Mr. Anurag Tania, Executive Director is not entitled to receive any other payment from the Company. Mr. Anurag Tania is the son of Dr. Om Tania, Managing Director of the Company and Dr. Aruna Tania, Non-Executive Director of the Company. Mr. Anurag Tania holds Nil equity shares as on date.

III. OTHER INFORMATION

Reasons of loss or inadequate profits Steps taken or proposed to be taken for improvement	The Company intends to pay remuneration pursuant to section 197 i.e net profits only. However minimum remuneration in the event of loss or inadequate profits is being proposed as an abundant caution.
Steps taken or proposed to be taken for improvement	
Expected increase in productivity and profits in measurable terms	The Company has taken steps to increase the number of hospitals as well as productivity at existing hospitals which should improve the profitability going forward.

IV. DISCLOSURES

The following disclosures are mentioned in the Board of Director's report under the heading "Corporate Governance Report" of the Company forming part of the Annual Report 2024-25:

- (i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the directors;
- (ii) Details of fixed component and performance linked incentives along with the performance criteria;
- (iii) Service contracts, notice period, severance fees;
- (iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

This explanatory statement may also be regarded as disclosure under the Listing Regulations.

Annexure-C

TDS Instructions on Dividend Distribution

Members may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after April 01, 2020 shall be taxable in the hands of the Shareholders. The Company shall, therefore, be required to deduct Tax at Source (TDS) at the time of making payment of Final Dividend, if declared by the Shareholders. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961. The above referred Final Dividend will be paid after deducting the tax at source as follows:

1. TDS rate may vary depending on the residential status of the shareholder and the documents submitted to and accepted by the Company under the provisions of the Act.
2. As per section 139AA of the Income Tax Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at higher rates as prescribed under the Act. The Company will rely on the reports downloaded from the reporting portal of the income tax department for checking validity of PANs / inoperative PANs.
3. Shareholders holding physical securities are requested to note that SEBI, vide its circular dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and November 17, 2023) mandated that the security holders, holding securities in physical form, whose folio(s) do not have PAN, Choice of Nomination, Contact Details, Mobile Number, Bank Account Details, Specimen Signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 01, 2024, upon furnishing their all the aforesaid details in entirety to Registrar and Transfer Agent (RTA).
4. The TDS for various categories of shareholders along with required documents are provided in Tables 1 and 2 below:

Table 1: Resident Shareholders

Category of shareholder	Tax Deduction Rate	Exemption applicability/ Documentation requirement
Any resident shareholder	10%	Update valid PAN if not already done with depositories (in case of shares held in Demat mode) and with the Company's Registrar and Transfer Agent – MUFG Intime India Private Limited (formerly Link Intime India Private Limited) (in case of shares held in physical mode). No deduction of taxes in the following cases – <ul style="list-style-type: none"> • If dividend income to a resident Individual shareholder during FY 2025-26 does not exceed INR 10,000. • If the shareholder is exempted from TDS provisions through any circular or notification and provides an attested copy of the PAN along with the documentary evidence in relation to the same.
Resident individuals submitting Form 15G/ 15H	Nil	Shareholders providing Form 15G (applicable to Resident individuals below 60 years) / Form 15H (applicable to a Resident Individual aged 60 years or more) - on fulfilment of prescribed conditions. Note - All fields are mandatory to be filled up and Company may at its sole discretion reject the form if it does not fulfil the requirement of law.
Order under section 197 of the Act	Rate provided in the order	Lower/NIL withholding tax certificate obtained from Income Tax authorities.
Insurance Companies: Public & Other Insurance Companies	NIL	Documentary evidence that the provisions of section 194 of the Act are not applicable.
Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income.	NIL	Documentary evidence that the person is covered under section 196 of the Act.

Category of shareholder	Tax Deduction Rate	Exemption applicability/ Documentation requirement
Mutual Funds	Nil	Documentary evidence that the person is covered under section 196 of the Act.
Business Trust	Nil	Documentary evidence that the provisions of section 194 of the Act are not applicable.
Alternative Investment fund	Nil	Documentary evidence that the person is covered by Notification No. 51/2015 dated 25 June 2015.
Recognized Provident funds/ Approved Superannuation fund/Approved Gratuity Fund	Nil	Documentary evidence that the person is covered by Circular No. 18/2017 dated 29 May 2017.
New Pension System Trust	Nil	Documentary evidence that the person is covered under 197A(1E) of the Act.
Other resident shareholders without registration of PAN or having Invalid PAN or an inoperative PAN (PAN & Aadhaar not linked)	20%	Update valid PAN if not already done with depositories (in case of shares held in Demat mode) and with the Company's Registrar and Transfer Agents -MUFG Intime India Private Limited (formerly Link Intime India Private Limited) (in case of shares held in physical mode).

Notes:

- Recording of the valid Permanent Account Number (PAN) for the registered Folio /DP Id /Client Id is mandatory. In absence of a valid PAN, the tax will be deducted at a higher rate of 20% as per Section 206AA of the Act.
- Transferring credit to the beneficial owner - As per Rule 37BA, in the case where the dividend is received in the hands of one person but is assessable in the hands of other person, the tax may be deducted in the name of such other person if the first-mentioned person provides a declaration as prescribed in this regard. The aforesaid declaration shall contain (i) name, address, PAN, and residential status of the person to whom credit is to be given; (ii) payment in relation to which credit is to be given; and (iii) the reason for giving credit to such person. We request you to provide any such details latest by Tuesday, July 29, 2025.

Table 2: Non-Resident Shareholders

Category of shareholder	Tax Deduction Rate	Exemption applicability/ Documentation requirement
Any Non-resident shareholder, Foreign Institutional Investors, Foreign Portfolio Investors (FII, FPI)	20% / Tax Treaty rate whichever is lower (increased by surcharge and cess wherever applicable)	<p>Non-resident shareholders may opt for a tax rate under the Double Taxation Avoidance Agreement ("Tax Treaty"). The Tax Treaty rate shall be applied for tax deduction at source on submission of the following documents to the company:</p> <ul style="list-style-type: none"> Self-attested copy of Tax Residency Certificate (TRC) (of FY 2025-26 or calendar year 2025), valid as on the AGM date obtained from the tax authorities of the country of which the shareholder is resident Self-declaration in Form 10F executed in electronic mode from Income tax portal. Self-declaration confirming not having a Permanent Establishment in India and eligibility to Tax Treaty benefit (of FY 2025-26 or calendar year 2025) <p>TDS shall be recovered at 20% (plus applicable surcharge and cess) if any of the above-mentioned documents are not provided. Further, please provide a copy of the PAN Card, if registered with the Indian tax authorities.</p> <p>The Company is not obligated to apply the Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of Tax Treaty rate shall depend upon the completeness of the documents submitted by the non-resident shareholder and are in accordance with the provisions of the Act.</p>
Submitting Order under section 197 of the Act	Rate provided in the Order	Lower/NIL withholding tax certificate obtained from Income Tax authorities.

Submission of Tax-related documents:

For All Shareholders: -

The aforesaid documents such as Form 15G/15H, 10F, TRC or other documents under sections 196, 197A, 199, etc. can be uploaded on the link: <https://web.in.mpms.mufig.com/formsreg/submission-of-form-15g-15h.html>, on or before Tuesday, July 29, 2025, upto 05.00 pm (IST), to enable the Company to determine the appropriate TDS / withholding tax rate applicable. No communication/documents on the tax determination / deduction shall be considered post Tuesday, July 29, 2025, 05.00 pm (IST). In the event, the Shareholders would like to submit the aforesaid documents such as Form 15G/ 15H in physical mode, the same may be submitted to the Registrar & Transfer Agent of the Company i.e., MUFG Intime India Private Limited, Unit: GPT Healthcare Limited, Rasoi Court, 5th floor 20, Sir R N Mukherjee Road, Kolkata - 700001. The e-mail communication in this regard to RTA or Company shall not be considered.

Updation of PAN, Bank Account Details, Signature, Mobile Number, Email Id, Address and other details:

All the shareholders are requested to update their PAN, Bank account details, Signature, Mobile Number, E-mail ID, Address, residential status, category and other details with their relevant depositories through their depository participants, if the shareholding is in demat form.

In case you are holding shares in physical form, you may submit Form ISR-1, ISR-2 and SH-13 along with supporting documents with the Company's RTA viz., MUFG Intime India Pvt Ltd (formerly Link Intime India Private Limited) at Unit: GPT Healthcare Limited, Rasoi Court, 5th floor 20, Sir R N Mukherjee Road, Kolkata - 700001. The Shareholders are requested to go through the web link of RTA <https://web.in.mpms.mufig.com/KYC-downloads.html> to download Forms, on this page select the KYC tab or visit Company's website <https://ilshospitals.com/share-holder-information/#Downloads> to download Forms.

General Notes:

- I. Tax rates that are applicable to shareholders depend upon their residential status and classification. All shareholders are thereby requested to update the residential status and category in their respective Demat accounts if the shareholding is in Demat form or with Company's RTA, if the shareholding is held in physical form, as may be applicable on or before the Record date.
- II. Application of any exemption from TDS/ lower / beneficial rate of tax is subject to submission of the requisite & valid documents with RTA before the record date and also verification of the submitted documents by the Company. If the documents submitted by the shareholder are found incomplete or ambiguous, exemption/ lower/ beneficial rate of tax shall not be applied. Shareholders have option to claim refund of excess tax deducted from their respective tax authorities in case the Company had deducted tax at source at higher rate due to non-submission/incomplete

submission of documents with the RTA. No claim shall lie against the Company for such taxes deducted.

- III. If Form 15G/H is already submitted for a particular financial year, revised form is to be shared in case of change in estimated total Income or Dividend Income. In case revised form is not provided by the shareholder, the Company shall determine the TDS amount based on estimated total income and Dividend Income specified in the latest Form available with the Company.
- IV. In case the requisite documents are submitted by the shareholders through his/her registered email, the company has full right to demand for the original documents and the shareholders undertakes to abide by such request. Documents received by Registered Post or from registered e-mail ID will only be accepted.
- V. The Company shall arrange to e-mail the soft copy of TDS certificate to a Shareholders on receipt of request at ghl.cosec@gptgroup.co.in for tax deducted at source as per the prescribed law at your registered email id. The tax credit can also be viewed in Form 26AS with your login credentials at TRACES or e-filing income tax department website in due course, post payment of the said Dividend. Shareholders will also be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at <https://eportal.incometax.gov.in/iec/fooservices/#/login>
- VI. In case dividend income is assessable in the hands of a person other than the registered shareholder as on the record date, the registered shareholder shall furnish a declaration, to the satisfaction of RTA / Company, containing the name, address, and valid PAN of the person to whom the tax credit is to be given along with reasons for giving credit to such person. In case the PAN provided as above is Invalid, tax credit shall continue to be given to registered shareholder.
- VII. In case of joint shareholders, the shareholder named first in the Register of Members shall furnish the requisite documents for claiming any beneficial tax rate applicability.
- VIII. Shareholders holding shares under multiple accounts under different status/categories and single PAN may note that higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts
- IX. Reporting of dividend paid under Statement of Financial Transactions (SFT):
 - We.f. April 1, 2021, dividend paid by a company is a reportable transaction under SFT.
 - Accordingly, the shareholder's details such as name, PAN, registered address, email Id., dividend amount would be reported under SFT.
- X. Shareholders can contact Company for any query related to dividend on ghl.cosec@gptgroup.co.in