



Indraprastha Medical Corporation Limited

(Indraprastha Apollo Hospitals)

Regd. Office : Sarita Vihar, Delhi-Mathura Road, New Delhi – 110 076 (India)

Corporate Identity Number : L24232DL1988PLC030958

Phone: 91-11-26925858, 26925801, Fax: 91-11-26823629

E-mail: imclshares@apollohospitals.com, Website : <https://www.apollohospitals.com/delhi/>



Ref: IMCL/CS/Postal Ballot/2026

18th February, 2026

The Manager,
Listing Department,
BSE Limited, Phiroze Jeejeebhoy Towers, Dalal
Street, Mumbai,
Maharashtra - 400001
Scrip Code: 532150

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra East,
Mumbai, Maharashtra – 400051
Symbol: INDRAMEDCO

Sub: Postal Ballot Notice

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of the Postal Ballot Notice seeking approval of members by way of Postal Ballot voting (only through e-voting) for the following matters:

Item No.	Description of Resolution
1	Special Resolution To consider and approve re-appointment of Mr. Salil Singhal (DIN:00006629) as an Independent Director of the Company.
2	Special Resolution To consider and approve re-appointment of Ms. Vineeta Rai (DIN:07013113) as an Independent Director of the Company.
3	Special Resolution To consider and approve re-appointment of Ms. Madhumita Ganguli (DIN:00676830) as an Independent Director of the Company.
4	Special Resolution To consider and approve appointment of Mr. Harsh Pati Singhania (DIN:00086742) as an Independent Director of the Company.

Please note the schedule of events for Postal Ballot and e-voting as under:

S. No.	Activity	Date
1	Cut-off date for sending Postal ballot Notice to the shareholders	13 th February, 2026
2	Voting start date and time	Thursday, 19 th February, 2026 (9:00 A.M.)
3	Voting end date and time	Friday, 20 th March, 2026 (5:00 P.M.)



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4	Scrutinizer's report and declaration of e-voting results	within two working days of conclusion of e-voting
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In accordance with the provisions of MCA circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelop will not be sent to the members and the members are required to communicate their assent or dissent through e-voting system only.

The Company has engaged the services of NSDL for the purpose of providing e-voting facility.

This is for your information and record please.

Thanking you,

Sincerely Yours,

For Indraprastha Medical Corporation Limited

Priya Ranjan
AVP - Corporate Affairs & Legal
(Company Secretary & Compliance Officer)

Encl. : As above.



INDRAPRASTHA MEDICAL CORPORATION LIMITED
Corporate Identity No. (CIN): L24232DL1988PLC030958
Regd. Office: Delhi-Mathura Road, Sarita Vihar, New Delhi – 110 076
Tel: 91-11-26925858, 2692580

Email: imclshares@apollohospitals.com; Website: <https://www.apollohospitals.com/delhi/>

NOTICE OF POSTAL BALLOT

[Notice pursuant to Section 110 of the Companies Act, 2013, as amended, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Dear Member(s),

NOTICE is hereby given to the Members of Indraprastha Medical Corporation Limited (the “**Company**”) pursuant to and in compliance with the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) and the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”), as amended, Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**SEBI Listing Regulations**”) read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“**MCA**”) (hereinafter collectively referred to as “**MCA Circulars**”), and any applicable laws, rules, regulations, circulars and notifications if any (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended below for the appointment/ re-appointment of Independent Directors on the Board of the Company is proposed for approval of the shareholders of the Company through postal ballot by remote e-voting process (“**e-voting**”).

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolutions setting out the material facts and the reasons thereof, is annexed hereto for your consideration.

In compliance with Regulation 44 of the SEBI Listing Regulations and the provisions of Section 108 & 110 of the Act read with Rule 20 & 22 of the Rules the Company is pleased to provide e-voting facility to its shareholders to enable them to cast their votes electronically.

In accordance with the provisions of the MCA Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its

shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the notes under the section “Procedure / Instructions for e-voting” in this postal ballot notice (“**Postal Ballot Notice**”) to cast their vote electronically. Shareholders are requested to cast their vote through the e-voting process not later than 5.00 p.m. on 20th March, 2026, to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the shareholder.

The Company has made arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

The Board of Directors of the Company has appointed Mr. Baldev Singh Kashtwal, Practicing Company Secretary (Membership No. – FCS 3616 & Certificate of Practice No. – 3169) as the Scrutinizer pursuant to Rule 22(5) of the Rules for conducting the postal ballot, only through the e-voting process, in a fair and transparent manner.

The resolutions, if passed by the requisite majority, shall be deemed to have been passed on 20th March, 2026, i.e., the last date specified for receipt of votes through the e-voting process.

The shareholders are requested to consider and, if thought fit, pass the following resolutions:

SPECIAL BUSINESS:

1. TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MR. SALIL SINGHAL (DIN:00006629) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Schedule IV to the Act and the Companies (Appointment & Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof for the time being in force) and Regulation 17 and other applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), as amended from time to time, the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the approval of Board of Directors of the Company, the re-appointment of Mr. Salil Singhal (DIN:00006629), who holds office as an Independent Director up to 7th February, 2026 and has submitted a declaration confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director of the Company and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company under the provisions of the Act, the Rules made thereunder and the SEBI Listing

Regulations, not liable to retire by rotation, for the second term of five years commencing from 8th February, 2026, up to 7th February, 2031, be and is hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI Listing Regulations, consent of the shareholders of the Company be and is hereby accorded for the continuation of Mr. Salil Singhal, who has attained the age of 75 years, as an Independent Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Mr. Salil Singhal shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director, under the Act and the SEBI Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

2. TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MS. VINEETA RAI (DIN: 07013113) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Schedule IV to the Act and the Companies (Appointment & Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof for the time being in force) and Regulation 17 and other applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), as amended from time to time, the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of Board of Directors of the Company, the re-appointment of Ms. Vineeta Rai (DIN: 07013113), who holds office as an Independent Director up to 7th February, 2026 and has submitted a declaration confirming that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing her candidature for the office of an Independent Director of the Company and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company under the provisions of the Act, the Rules made thereunder and the SEBI Listing

Regulations, not liable to retire by rotation, for the second term of five years commencing from 8th February , 2026, up to 7th February, 2031, be and is hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI Listing Regulations, consent of the shareholders of the Company be and is hereby accorded for the continuation of Ms. Vineeta Rai, who has attained the age of 75 years, as an Independent Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Ms. Vineeta Rai shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director, under the Act and the SEBI Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

3. TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MS. MADHUMITA GANGULI (DIN: 00676830) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Schedule IV to the Act and the Companies (Appointment & Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof for the time being in force) and Regulation 17 and other applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of Board of Directors of the Company, the re-appointment of Ms. Madhumita Ganguli (DIN: 00676830), who holds office as an Independent Director up to 8th June, 2026 and has submitted a declaration confirming that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing her candidature for the office of an Independent Director of the Company and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company under the provisions of the Act, the Rules made thereunder and the SEBI Listing

Regulations, not liable to retire by rotation, for the second term of five years commencing from 9th June, 2026 to 8th June, 2031, be and is hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Ms. Madhumita Ganguli shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director, under the Act and the SEBI Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

4. TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. HARSH PATI SINGHANIA (DIN: 00086742) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Schedule IV to the Act and the Companies (Appointment & Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof for the time being in force) and Regulation 17 and any other applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), as amended from time to time, the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee, Mr. Harsh Pati Singhania (DIN: 00086742), who was appointed as an Additional Director by the Board of Directors(s) effective from 3rd February 2026 designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, who has submitted a declaration confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years effective from 3rd February, 2026 to 2nd February, 2031 not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Mr. Harsh Pati Singhania shall be entitled to receive the

remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director, under the Act and the SEBI Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

**By order of the Board of Directors
For Indraprastha Medical Corporation Limited**

Registered Office: -

Sarita Vihar, Delhi-Mathura Road,
New Delhi – 110 076, India
CIN: L24232DL1988PLC030958

Sd/-

Priya Ranjan

AVP- Corporate Affairs & Legal
(Company Secretary & Compliance Officer)
(ACS -13826)

Date: 3rd February, 2026

Place: New Delhi

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Act read with Section 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts and necessary disclosures pertaining to the aforesaid Resolutions is annexed hereto and forms part of this Postal Ballot Notice.

2. MEMBERS CANNOT EXERCISE VOTES BY PROXY.

3. The Postal Ballot Notice is being sent to all the shareholders of the Company, whose names appear in the Register of shareholders/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) /Central Depository Services (India) Limited (CDSL) as on 13th February, 2026, (“**Cut-off date**”) and the voting rights shall also be reckoned on the paid-up value of shares registered in the name of the Member(s) as on the said Cut-off date. A person who is not a member as on the Cut-off date should treat this Notice for information purposes only

In line with the MCA Circulars, the Postal Ballot Notice is being sent by email to those shareholders who have registered their email addresses with their depository participants (in case of shares held in demat form) or with the Company’s Registrar & Share Transfer Agent (in case of shares held in physical form).

Those shareholders who have already registered their e-mail address are requested to keep their email addresses validated with their depository participants/the Company's RTA to enable servicing of notices/documents/annual reports electronically to their e-mail address.

4. In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot.

5. Shareholders may please note that the Postal Ballot Notice will also be available on the Company’s website at www.apollohospitals.com/delhi 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 on the website of National Securities Depository Ltd. <https://www.evoting.nsdl.com>.

6. Shareholders can cast their vote online from 19th February, 2026, (9.00 a.m. onwards) till 20th March, 2026 (till 5:00 pm) as the e-voting module shall be disabled for voting by NSDL thereafter. No voting shall be allowed beyond 5.00 p.m. of 20th March, 2026.

7. The Scrutinizer, after completion of scrutiny, will submit his report to the Chairman or any other person as may be authorized by him in this regard, within two working days of conclusion of remote e-voting. The result of the Postal Ballot will be announced by the Chairman or any other person as may

be authorized by him in this regard, simultaneously. In addition to the results being communicated to the National Stock Exchange of India Ltd. and the BSE Limited, the results along with Scrutinizer's report will also be placed on Company's website i.e. www.apollohospitals.com/delhi and the website of NSDL i.e. <https://www.evoting.nsdl.com>. The results along with the Scrutinizer's report shall also be displayed on the notice board at the Company's Registered office at New Delhi. If the proposed resolution is assented by requisite majority, it shall be deemed to have been duly passed on 20th March, 2026 i.e. being the last date of receiving postal ballot forms and e-voting.

8. Resolutions passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.

9. All relevant documents are available for inspection of the shareholders at the Company's Registered Office on any working day (except Saturdays, Sundays and National Holidays) between 10.00 am to 4.00 pm up to the date of declaration of Postal Ballot / Remote E-voting results.

10. The Company has entered into an arrangement with NSDL for facilitating remote e-voting. Please read carefully the steps for "Procedure / Instructions for e-voting" and Casting of Vote by Postal Ballot Form which are enumerated herein.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected

	<p>to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered

	Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email IDs are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com
 - b) **Physical User Reset Password** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bskashtwal@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the password. In such an event, you will need to go through the “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Assistant Vice-President, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to imclshares@apollohospitals.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to imclshares@apollohospitals.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e., **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By order of the Board of Directors
For Indraprastha Medical Corporation Limited**

Registered Office: -
Sarita Vihar, Delhi-Mathura Road,
New Delhi – 110 076, India
CIN: L24232DL1988PLC030958

Sd/-
Priya Ranjan
AVP- Corporate Affairs & Legal
(Company Secretary & Compliance Officer)
(ACS -13826)

Date: 3rd February, 2026

Place: New Delhi

ANNEXURE TO THIS NOTICE

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETING ('SS-2')

ITEM NO. 1: TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MR. SALIL SINGHAL (DIN:00006629) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Members, through the Postal ballot conducted by the Company had approved the appointment of Mr. Salil Singhal (DIN:00006629) as an Independent Director of the Company for a period of 5 consecutive years from 8th February, 2021, to 7th February, 2026. Accordingly, he holds office as an Independent Director up to 7th February, 2026.

The performance evaluation of Mr. Salil Singhal was carried out by the Board of Directors ("**Board**") in accordance with the provisions of the Companies Act, 2013 ("**the Act**"), the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**").

The Nomination and Remuneration Committee ("**NRC**"), on the basis of his performance evaluation as summarized below and taking into account Mr. Singhal's expertise in corporate leadership, governance, risk management and related areas, together with his extensive experience, knowledge, time commitment and the substantial contribution made by him during his first five-year term as an Independent Director, has recommended to the Board his re-appointment for a second term of five years.

Performance evaluation summary:

Mr. Salil Singhal is a B.A. (Hons.) graduate in Political Science from St. Xavier's College, Mumbai, and is widely recognized as an eminent industry leader with over five decades of distinguished experience. Associated with Indian industry since 1965, he brings deep expertise in corporate leadership, governance, risk management, diversity and strategic business development. His background and long-standing industry engagement continue to provide the Board with valuable perspective and strategic depth, consistent with the expectations for Independent Directors in leading listed companies.

Mr. Singhal has demonstrated strong leadership and made meaningful contributions across risk management and strategic deliberations. His constructive feedback and analytical approach have supported effective Board discussions and decision-making. He brings significant strengths in strategic planning, financial and regulatory matters, legal oversight, corporate governance and risk management.

Overall, Mr. Singhal has established himself as a highly effective and respected Board member. He continues to discharge his duties as an Independent Director with diligence and independence and adds

substantial value through his role on the Company's Risk Management Committee. His conduct, engagement and contributions are fully aligned with best practices in Board performance.

The Board, on the basis of the performance evaluation and after considering his professional background, strategic acumen and the valuable contributions made by him during his tenure, and on the recommendations of the NRC, is of the view that Mr. Singhal's continued association would be advantageous to the Company and therefore considers it desirable to re-appoint him as an Independent Director for a second term.

Justification of proposed appointment of Mr. Salil Singhal:

Mr. Salil Singhal is the Chairman Emeritus of PI Industries Ltd. and has been associated with Indian industry since 1965, with interests spanning agrochemicals, fine chemicals, electronic metering solutions, mining and mineral processing. He brings a strong marketing and business development orientation, contributing to global outlook, innovation and research-driven growth.

He has held several leadership roles in prominent industry bodies, including membership of the Executive Committee of FICCI and Chairmanship of its Environment Committee. He has also served as Chairman of the CII Northern Region, headed the CII National Council for MSMEs, and chaired the CII National Council of Agriculture. He continues to actively engage with various CII National Councils on Agriculture, Public Policy and Environment.

Further, as per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with effect from 1st April, 2019, no listed company shall appoint or re-appoint or continue the directorship of a non-executive director who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the notice for such re-appointment. Considering that Mr. Salil Singhal as Independent Director, attained the age of 75 years, it is necessary to approve continuation of his directorship on the Board of Directors of the Company by way of a special resolution, however, notwithstanding his age, the Board places on record its appreciation of his exceptional professional stature, deep industry knowledge, extensive governance experience and the significant value he continues to add to the Company's oversight and strategic functions.

During his tenure as an Independent Director of the Company, Mr. Singhal has contributed through his strategic insights, long-range vision, business understanding and governance experience. He is widely regarded as a professional of high calibre and integrity, bringing depth, maturity and seasoned judgment to the Board.

Mr. Singhal continues to make active and meaningful contributions with exceptional dedication, professional competence and intellectual rigor. His continued presence on the Board enhances the quality of its deliberations and supports the Company in maintaining high standards of corporate excellence, regulatory compliance and sustainable growth.

Accordingly, the Board, based on the recommendation of the NRC, is of the considered view that his continued association is in the best interests of the Company.

The Company has received all statutory disclosure/declarations from Mr. Singhal including:

- (i) Consent to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 in terms of the Rules to the effect that he is not disqualified under the provisions of Section 164(2) of the Act;
- (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations;
- (iv) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties; and
- (v) Declaration pursuant to BSE Limited Circular No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited Circular No. NSE/ML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.
- (vi) Mr. Singhal has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.
- (vii) Further, he has also confirmed that he does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

Accordingly, based on the recommendations of the NRC, the Board has resolved to approve the re-appointment of Mr. Salil Singhal as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 8th February, 2026 and ending on 7th February, 2031, subject to the approval of the shareholders by way of a Special Resolution.

In the opinion of the Board, Mr. Singhal fulfils the conditions for independence specified in the Act, the Rules made thereunder and the SEBI Listing Regulations and such other laws/regulations for the time being in force, to the extent applicable to the Company and he is independent of the management.

The details of Mr. Salil Singhal, as required under (i) the SEBI Listing Regulations and (ii) SS-2 issued by the Institute of Company Secretaries of India, are provided in “**Annexure-1**” to this Postal Ballot Notice (“**Notice**”).

The terms and conditions of his appointment shall be available for inspection by the shareholders, without any fee, at the Registered Office of the Company during normal business hours.

Except for Mr. Salil Singhal, being the appointee, none of the Directors, Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 1 of this Postal Ballot Notice for approval of the shareholders.

ITEM NO. 2: TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MS. VINEETA RAI (DIN: 07013113) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Members, through the Postal ballot conducted by the Company had approved the appointment of Ms. Vineeta Rai (DIN:07013113) as an Independent Director of the Company for a period of 5 consecutive years from 8th February, 2021, to 7th February, 2026. Accordingly, she holds office as an Independent Director up to 7th February, 2026.

The performance evaluation of Ms. Vineeta Rai was carried out by the Board of Directors (“**Board**”) in accordance with the provisions of the Companies Act, 2013 (“**the Act**”), the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”).

The Nomination and Remuneration Committee (“**NRC**”), on the basis of her performance evaluation as summarized below and taking into account Ms. Rai’s demonstrated expertise in corporate leadership, healthcare administration, risk oversight, governance and related areas, together with her extensive professional experience, knowledge and the commitment she has shown towards the affairs of the Company and the substantial contribution made by her during her first five-year term as an Independent Director, has recommended to the Board her re-appointment for a second term of five years.

Performance evaluation summary:

Ms. Vineeta Rai, IAS (Retd., 1968 batch, AGMUT cadre), is a distinguished public administrator with extensive experience across health administration, finance, regulatory governance and public policy. She holds a B.A. (Hons.) degree from Delhi University, a B.A. in American History and Politics from Brandeis University, USA, and was a Visiting Fellow in Public Administration at Queen Elizabeth House, Oxford University, UK.

Over the course of her career, she has held several senior leadership positions, including in the Ministry of Health & Family Welfare and as Secretary -Banking, Insurance and Revenue in the Ministry of Finance, contributing significantly to policy formulation, institutional strengthening and sectoral reforms in key national domains.

Since joining the Board of the Company, Ms. Rai has brought her considerable administrative insight, governance acumen and policy expertise to the Board's deliberations. She has also served on the boards of leading banks, insurance companies and prominent public institutions such as the Delhi Metro Rail Corporation and the Postgraduate Institute of Medical Education & Research (PGI), Chandigarh.

Within the Company, she serves as a member of the Audit Committee, the NRC and the Stakeholders Relationship Committee ("SRC"). In these roles, she provides independent and well-reasoned perspectives, drawing upon her deep understanding of public systems, regulatory frameworks, risk oversight and governance.

The Board's evaluation confirms that Ms. Rai continues to demonstrate exemplary integrity, sound judgment and independence of thought. Her balanced approach, ability to analyse complex matters, and constructive guidance, particularly in areas relating to governance, compliance and public policy have significantly enhanced the quality and depth of the Board's discussions. Her extensive administrative experience enables her to assess governance and risk matters with clarity, rigour and perspective.

The Board, on the basis of the performance evaluation report and after considering her professional background, domain expertise, strategic acumen, and the valuable contributions made by her during her tenure, is of the opinion that Ms. Rai's continued association will be beneficial to the Company and therefore considers it desirable to re-appoint her as an Independent Director for a second term.

Justification of proposed appointment of Ms. Vineeta Rai:

Ms. Vineeta Rai, IAS (Retd., 1968 batch, AGMUT cadre), is an Independent Director of the Company and a distinguished public administrator with a career spanning several decades across health administration, finance, regulatory governance and public policy. She holds a B.A. (Hons.) degree from Delhi University, a B.A. in American History and Politics from Brandeis University, USA, and was a Visiting Fellow in Public Administration at Queen Elizabeth House, Oxford University, UK.

Over the course of her career in the Government of India, Ms. Rai has held several senior leadership roles, including in the Ministry of Health and Family Welfare, and as Secretary, Banking, Insurance and Revenue in the Ministry of Finance. In these capacities, she contributed significantly to policy formulation, institutional strengthening and sectoral reforms in key national domains.

Ms. Rai's professional background reflects strong expertise in healthcare administration, corporate leadership, diversity, governance and the management of complex regulatory frameworks. She has served on the boards of several prominent banks and insurance companies, as well as leading public institutions such as Delhi Metro Rail Corporation and the Postgraduate Institute of Medical Education & Research (PGI), Chandigarh.

Known for her integrity, sound judgment and deep policy insight, Ms. Rai brings substantial value through her extensive administrative experience and strong understanding of governance and regulatory systems.

Her multifaceted expertise makes her a respected figure across public administration and corporate governance circles.

Further, as per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with effect from April 1, 2019, no listed company shall appoint or re-appoint or continue the directorship of a non-executive director who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the notice for such re-appointment. Considering that Ms. Vineeta Rai as Independent Director, attained the age of 75 years, it is necessary to approve continuation of her directorship on the Board of Directors of the Company by way of a special resolution, however, notwithstanding her age, the Board places on record its appreciation of her exceptional qualifications, extensive administrative and governance experience and the valuable contributions she continues to make to the Company's oversight and strategic functions. She has played an important role in strengthening the Company's governance, committee functioning and decision-making processes through her policy insight, regulatory understanding and measured judgment.

During her tenure as an Independent Director of the Company, Ms. Rai continues to participate with exceptional dedication, professional competence and intellectual rigour. Her presence on the Board enhances the quality of deliberations and contributes significantly to the Company's adherence to high standards of corporate excellence, governance, regulatory compliance and sustainable growth. Her ability to draw on decades of public administrative experience remains highly relevant, particularly in an environment that increasingly demands robustness in governance and stakeholder-sensitive decision-making.

Ms. Rai continues to engage with diligence and depth, bringing strong professional judgment, clarity of thought and a high degree of commitment to her responsibilities. Her presence on the Board meaningfully elevates the quality of its deliberations and contributes to the Company's continued focus on governance excellence, regulatory adherence and sustainable business performance.

Accordingly, the Board, based on the recommendation of the NRC, is of the considered view that her continued association is in the best interests of the Company.

The Company has received all statutory disclosure/declarations from Ms. Rai including:

- (i) Consent to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 in terms of the Rules to the effect that she is not disqualified under the provisions of Section 164(2) of the Act;
- (iii) Declaration to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations;
- (iv) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties

- (v) Declaration pursuant to BSE Limited Circular No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited Circular No. NSE/ML/2018/24 dated June 20, 2018, that she has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.
- (vi) Ms. Rai has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Ms. Vineeta Rai holds 1 (one) Equity Share in the share capital of the Company.

Accordingly, based on the recommendations of the NRC, the Board has resolved to approve the re-appointment of Ms. Vineeta Rai as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 8th February, 2026, and ending on 7th February, 2031, subject to the approval of the shareholders by way of a Special Resolution.

In the opinion of the Board, Ms. Rai fulfils the conditions for independence specified in the Act, the Rules made thereunder and the SEBI Listing Regulations and such other laws/regulations for the time being in force, to the extent applicable to the Company and she is independent of the management.

The details of Ms. Rai, as required under (i) the SEBI Listing Regulations and (ii) SS-2 issued by the Institute of Company Secretaries of India, are provided in “**Annexure-1**” to this Postal Ballot Notice (“**Notice**”).

The terms and conditions of her appointment shall be available for inspection by the shareholders, without any fee, at the Registered Office of the Company during normal business hours.

Except for Ms. Vineeta Rai, being the appointee, none of the Directors, Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 2 of this Notice for approval of the shareholders.

ITEM NO 3: TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MS. MADHUMITA GANGULI (DIN: 00676830) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Members, through the Postal ballot conducted by the Company, had approved the appointment of Ms. Madhumita Ganguli (DIN:00676830) as an Independent Director of the Company for a period of 5 consecutive years effective from 9th June, 2021 to 8th June, 2026. Accordingly, her term as an Independent Director will be ending on 8th June, 2026.

The performance evaluation of Ms. Madhumita Ganguli (DIN:00676830) was carried out by the Board of Directors (“**Board**”) in accordance with the provisions of the Companies Act, 2013 (“**the Act**”), the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”).

The Nomination and Remuneration Committee (“**NRC**”), on the basis of her performance evaluation as summarized below and taking into account Ms. Ganguli’s demonstrated expertise in legal affairs, business operations housing finance/real estate and the substantial contribution made by her during her first five-year term as an Independent Director, has recommended to the Board her re-appointment for a second term of five years.

Performance evaluation summary:

Ms. Madhumita Ganguli, LL.B., is a seasoned legal and housing finance professional and a member of the Executive Management of HDFC Ltd., one of India’s largest mortgage lenders. With over 38 years of extensive experience spanning legal affairs, business operations, housing finance, and real estate, she brings deep institutional knowledge and sound professional judgment to the Board.

During the evaluation period, Ms. Ganguli demonstrated strong leadership, governance acumen, and a high degree of diligence in overseeing critical Board Committees. Her effective stewardship of the Audit, Risk, Fraud, and Complaints Committee on Sexual Harassment reflects her commitment to robust internal controls, ethical standards, regulatory compliance, and risk mitigation. She actively contributes to Board deliberations with well-reasoned legal and strategic insights, thereby enhancing the overall effectiveness and governance standards of the Board.

The Board, on the basis of the performance evaluation report and after considering her professional background, domain expertise, strategic acumen, and the valuable contributions made by her during her tenure, is of the opinion that Ms. Ganguli’s continued association will be beneficial to the Company and therefore considers it desirable to re-appoint her as an Independent Director for a second term.

The Company has received all statutory disclosure/declarations from Ms. Ganguli including:

- (i) Consent to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 in terms of the Rules to the effect that she is not disqualified under the provisions of Section 164(2) of the Act;
- (iii) Declaration to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations;
- (iv) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties

- (v) Declaration pursuant to BSE Limited Circular No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited Circular No. NSE/ML/2018/24 dated June 20, 2018, that she has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.
- (vi) Confirmation that she is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.
- (vii) Further, she has also confirmed that she does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

Accordingly, based on the recommendations of the NRC, the Board has resolved to approve the re-appointment of Ms. Ganguli as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 8th February, 2026, and ending on 7th February, 2031, subject to the approval of the shareholders by way of a Special Resolution.

In the opinion of the Board, Ms. Madhumita Ganguli (DIN:00676830) fulfils the conditions for independence specified in the Act, the Rules made thereunder and the SEBI Listing Regulations and such other laws/regulations for the time being in force, to the extent applicable to the Company and she is independent of the management.

The details of Ms. Ganguli, as required under (i) the SEBI Listing Regulations and (ii) SS-2 issued by the Institute of Company Secretaries of India, are provided in “**Annexure-1**” to this Postal Ballot Notice (“**Notice**”).

The terms and conditions of her appointment shall be available for inspection by the shareholders, without any fee, at the Registered Office of the Company during normal business hours.

Except for Ms. Madhumita Ganguli, being the appointee, none of the Directors, Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 3 of this Notice for approval of the shareholders.

ITEM NO 4: TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. HARSH PATI SINGHANIA (DIN: 00086742) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Nomination and Remuneration Committee (“**NRC**”), after evaluating and considering the skills, experience and knowledge that would be available to the Board of Directors and pursuant to the provisions of the Companies Act, 2013 (“**the Act**”) recommended to the Board of Directors the appointment of Mr.

Harsh Pati Singhania (DIN: 00086742), as an Independent Director of the Company. The Board of Directors, at its meeting held on 3rd February 2026, considering the recommendations of the NRC had appointed Mr. Harsh Pati Singhania (DIN: 00086742), as an Additional Director, in the capacity of Independent Director of the Company for a period of 5 consecutive years effective from 3rd February, 2026 to 2nd February, 2031, not liable to retire by rotation, subject to the approval of Shareholders by way of a Special Resolution.

Further, in terms of the Regulation 17(1C) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders is being sought to comply with the applicable provisions under the Act and the SEBI Listing Regulations.

Justification of proposed appointment of Mr. Harsh Pati Singhania:

Mr. Harsh Pati Singhania holds a Master of Business Administration degree from the University of Massachusetts and is an alumnus of Harvard Business School, USA. He belongs to the illustrious J.K. Organisation, one of India’s largest and most diversified industrial groups, which operates across multiple sectors including paper, cement, tyres, auto engineering, hybrid seeds, dairy and food products, defence, and textiles, with an aggregate turnover of approximately USD 6.0 billion. He presently serves as the Chairman and Managing Director of JK Paper Ltd., a flagship company of the J.K. Organisation.

He is currently the First Vice-Chair and a Member of the Executive Board of the International Chamber of Commerce (ICC), Paris, which serves as the apex global body representing chambers of commerce worldwide.

Mr. Singhania also serves as a Member of the Board of Governors of the International Management Institute (IMI), a Member of the Board of Management of JK Lakshmi Pat University (JKLU), and is associated with Pushpawati Singhania Hospital & Research Institute (PSRI) in a governance capacity.

He is widely recognised for his significant contributions to various industry associations and governmental forums, particularly in the context of international joint business councils and policy advisory platforms. Over the years, he has held several leadership positions, including serving as President of the Federation of Indian Chambers of Commerce & Industry (FICCI), the All India Management Association (AIMA), ICC-India, the Indian Paper Manufacturers Association (IPMA), and the Young Presidents’ Organisation (Delhi Chapter). He has also served as a Member of the Board of the Indo-British Partnership, Indo-French CEOs Forum, Indo-China CEOs Forum, National Integration Council, Regional Council of the International Baccalaureate, UK-India Business Leaders Climate Group, Government-Industry Task Force, and the ASEAN-India Business Council, among others.

In recognition of his contributions to industry and management, Mr. Singhania was conferred an Honorary Doctoral Degree by the Board of Governors of Xavier Institute of Management, Bhubaneswar.

Accordingly, the Board, based on the recommendation of the NRC, is of the considered view that his association will be in the best interests of the Company.

The Company has received all statutory disclosure/declarations from Mr. Singhania including:

- (i) Consent to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 in terms of the Rules to the effect that he is not disqualified under the provisions of Section 164(2) of the Act;
- (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations;
- (iv) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties; and
- (v) Declaration pursuant to BSE Limited Circular No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited Circular No. NSE/ML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.
- (vi) Mr. Singhania has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.
- (vii) Further, he has also confirmed that he does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

In the opinion of the Board, Mr. Harsh Pati Singhania (DIN: 00086742) fulfils the conditions for independence specified in the Act, the Rules made thereunder and the SEBI Listing Regulations and such other laws/regulations for the time being in force, to the extent applicable to the Company and he is independent of the management.

Mr. Harsh Pati Singhania (DIN: 00086742) is independent of the management and possesses appropriate skills, experience and knowledge, further, the details of Mr. Harsh Pati Singhania, as required under (i) the SEBI Listing Regulations and (ii) SS-2 issued by the Institute of Company Secretaries of India, are provided in “**Annexure-1**” to this Postal Ballot Notice (“**Notice**”).

The terms and conditions of his appointment shall be available for inspection by the shareholders, without any fee, at the Registered Office of the Company during normal business hours.

Except for Mr. Harsh Pati Singhania, being the appointee, none of the Directors, Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of this Postal Ballot Notice for approval of the shareholders.

Annexure - 1

Details of the Director proposed to be appointed as required under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS – 2), issued by the Institute of Company Secretaries of India are as given below:

Sr. No.	Particulars	Details			
1.	Name	Mr. Salil Singhal	Ms. Vineeta Rai	Ms. Madhumita Ganguli	Mr. Harsh Pati Singhania
2.	Director's Identification Number (DIN)	00006629	07013113	00676830	00086742
3.	Age	79	81	69	64
4.	Date of first appointment on the Board.	8 th February, 2021	7 th November, 2014	26 th July, 2019	3 rd February, 2026
5.	Experience/Brief Resume	<p>Mr. Salil Singhal is the Chairman Emeritus of PI Industries Ltd and has been associated with Industry since 1965.</p> <p>His Industry interests are in the fields of agrochemicals, fine chemicals, electronic metering services and solutions, mining and mineral processing.</p> <p>Mr. Singhal brings a strong marketing and business development focus to the businesses, making them not</p>	<p>Ms. Vineeta Rai has extensive experience in Public Administration particularly in the fields of Health Administration and Finance with work experience in the Ministry of Health and Family Welfare, Government of India, as Secretary Banking, Insurance and Revenue in the Ministry of Finance (Government of India). She has served as Director on the boards of several Banks and Insurance</p>	<p>Ms. Madhumita Ganguli is a member of the Executive Management of HDFC Ltd, India's fastest largest mortgage lender. She is a lawyer by profession and through her experience she is a housing finance professional. She has a experience of over 38 years in the field of Legal, Business Operations and real estate. Also she is heading the various</p>	<p>Mr. Harsh Pati Singhania possesses over thirty-seven years of extensive and distinguished experience in corporate leadership and management, having been actively involved in overseeing and guiding diverse business operations at the highest levels. He is associated with the J.K. Organisation, one of India's foremost and most diversified industrial groups, which operates</p>

		<p>only international in outlook but also strong in research and development.</p> <p>He was a member of the Executive Committee of the Federation of Indian Chamber of Commerce and Industry (FICCI) and the Chairman of FICCI's Environment Committee for 5 years.</p> <p>Mr. Singhal was the Chairman of the Confederation of Indian Industry (CII) Northern Region which comprise of 9 north Indian states with over 2200 members, for the year 2008-09. Then he headed CII's National Council for MSMEs for one year. He was also Chairman, CII National Council of Agriculture for 3 years till recently. Presently, he heads the CII task force on Agrochemicals. He has been a member of CII's National Council since 12 years. He is also an active member of CII National Council</p>	<p>Companies as also on Delhi Metro Railway Corporation and PGI (Chandigarh).</p>	<p>committees like Audit, Risk, Fraud and Complaint Committee on Sexual Harassment.</p>	<p>across multiple sectors including paper, cement, tyres, auto engineering, hybrid seeds, dairy and food products, defence, and textiles, with an aggregate turnover of approximately USD 6.0 billion.</p> <p>He presently serves as the Chairman and Managing Director of JK Paper Ltd., a leading enterprise within the J.K. Organisation.</p> <p>Mr. Singhalia is currently the First Vice-Chair and a Member of the Executive Board of the International Chamber of Commerce (ICC), Paris, which functions as the apex global institution representing chambers of commerce worldwide.</p> <p>He also serves in governance capacities as a Member of the Board of Governors of the International</p>
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		<p>on Agriculture, CII National Council on Public Policy and CII National Committee on Environment.</p> <p>Presently he is a member of SCALE (Steering Committee on Advancing Local value – and Exports) appointed by DPIIT and closely working under the leadership of Hon’ble Commerce and Industries Minister, Shri Piyush Goyal for the rapid growth of the identified 24 Champion industry sectors.</p>		<p>Management Institute (IMI), a Member of the Board of Management of JK Lakshmipat University (JKLU), and is associated with Pushpawati Singhanian Hospital & Research Institute (PSRI).</p> <p>Over the course of his career, Mr. Singhanian has held several eminent leadership positions within prominent industry and policy bodies. He has served as President of the Federation of Indian Chambers of Commerce & Industry (FICCI), the All India Management Association (AIMA), ICC-India, the Indian Paper Manufacturers Association (IPMA), and the Young Presidents’ Organisation (Delhi Chapter). He has also been a Member of the Board of the Indo-British Partnership, Indo-French CEOs Forum, Indo-China CEOs Forum, National</p>
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					Integration Council, Regional Council of the International Baccalaureate, UK-India Business Leaders Climate Group, Government-Industry Task Force, and the ASEAN-India Business Council, among others.
6.	Qualification	B.A. (Hons.), Political Science from St. Xaviers, Mumbai	IAS Officer of 1968 Batch (AGMUT cadre), B.A. (Hons) Delhi University, B.A. (American History and Politics), Brandeis University, USA Visiting Fellow in public administration for one academic year at Queen Elizabeth House, Oxford University, UK	LL.B	MBA from the University of Massachusetts, USA and an alumnus of the Harvard Business School, USA He was conferred an honorary Doctoral degree by the Board of Governors of Xavier Institute of Management, Bhubaneswar.
7.	Expertise in specific functional areas.	Corporate Leadership, Diversity, Governance, Risk Management	Corporate Leadership, Healthcare, Diversity, Governance	Corporate Leadership, Diversity, Governance, Risk Management	Operations, Strategy, Governance, Corporate Affairs, Business performance, Business restructuring

8.	Shareholding in the Company	NIL	1 Equity Share in the Share Capital of the Company	NIL	NIL
9.	Relationships between directors inter-se, Manager and other Key Managerial Personnel of the company	None	None	None	None
10.	Number of Meetings of the Board attended during the year	4	4	4	NA
11.	Directorship of other board	<ol style="list-style-type: none"> 1. Secure Meters Limited 2. Wolkem India Limited 3. Mahindra World City (Jaipur) Limited 	API Holdings Limited	<ol style="list-style-type: none"> 1. Campus Activewear Limited 2. CL Educate Limited 3. People Home Finance Limited 4. Dexit Global Limited. 5. Payu Finance India Pvt. Ltd. 	<ol style="list-style-type: none"> 1. Graphite India Limited 2. J.K.Fenner (India) Limited 3. Anant design Private Limited 4. Rockwood Properties Private Limited 5. Oakwood Properties & Farms Private Limited 6. Horizon Packs Private Limited 7. Securipax Packaging Private Limited 8. Pushpawati Singhania Hospital & Research

					Institute. 9. JK Paper Limited 10. Quadrigen Vethealth Private Limited 11. Borkar Packaging Private Limited
12.	Membership/Chairmanship of Committees of the others board			1. Campus Activewear Limited 2. CL Educate Limited	1. Graphite India Limited 2. JK Paper Limited
13.	Name of listed entities from which the person has resigned in the past three years	1. Somany Ceramics Limited	1. Solara Active Pharma Sciences Limited 2. Onesource Specialty Pharma Limited	None	None
14.	Terms and Conditions of appointment/reappointment	Non-Executive Independent Director, not liable to retire by rotation	Non-Executive Independent Director, not liable to retire by rotation	Non-Executive Independent Director, not liable to retire by rotation	Non-Executive Independent Director, not liable to retire by rotation
15.	Details of remuneration last drawn by such person	Sitting Fees: Rs. 3,75,000 Commission: 12,00,000	Sitting Fees: Rs. 8,25,000 Commission: Rs. 12,00,000	Sitting Fees: Rs. 8,25,000 Commission: Rs. 12,00,000	NA
16.	Details of remuneration sought to be paid	He will be eligible for payment of sitting fees and commission, as payable to other non-executive directors of the Company as per the Remuneration	She will be eligible for payment of sitting fees and commission, as payable to other non-executive directors of the Company as per	She will be eligible for payment of sitting fees and commission, as payable to other non-executive directors of the	He will be eligible for payment of sitting fees and commission, as payable to other non-executive directors of the Company as per

		Policy of the Company.	the Remuneration Policy of the Company.	Company as per the Remuneration Policy of the Company.	the Remuneration Policy of the Company.
17.	Skills and Capabilities	As per the qualification and experience as stated above	As per the qualification and experience as stated above	As per the qualification and experience as stated above	As per the qualification and experience as stated above

**By order of the Board of Directors
For Indraprastha Medical Corporation Limited**

Registered Office: -

Sarita Vihar, Delhi-Mathura Road,
New Delhi – 110 076, India
CIN: L24232DL1988PLC030958

Sd/-

Priya Ranjan

AVP- Corporate Affairs & Legal
(Company Secretary & Compliance Officer)
(ACS -13826)

Date: 3rd February, 2026

Place: New Delhi