02nd January, 2026

To, **The Secretary,** **Bombay Stock Exchange Ltd (BSE)** Phiroze Jheejheebhoy Towers, Dalal Street, Mumbai - 400 001. **Scrip Code** - 543308 **ISIN: INE967H01025**	To, **The Secretary,** **National Stock Exchange (NSE),** Exchange Plaza, 5th Floor Plot No.C/1, 'G' Block Bandra - Kurla Complex Mumbai - 400 051. **Symbol** - KIMS

Dear Sir/ Madam

Sub: Intimation of Notice of Postal Ballot under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Please find enclosed the postal ballot notice seeking consent of the members through voting by electronic means to transact the business as set out in the Postal Ballot Notice dated 29th December, 2025 in respect of the following Ordinary Resolution:

- **Approval of Material Related Party Transaction with KIMS Hospital Bengaluru Private Limited, Subsidiary Company**.

Members are requested to carefully read the instructions printed for voting through e-voting on the postal ballot notice. Members are also requested to note the following:

S.No	Particulars	Date	Time
1	Cut-off date for determining the members eligible for e-voting/postal ballot	30.12.2025	-
2	Date of dispatch of the postal ballot notice through e-mail	02.01.2026	-
3	Date and time of commencement of remote e-voting/postal ballot	03.01.2026	9:00 AM
4	Date and time of the closure of remote e-voting/postal ballot (Remote e-voting facility will be disabled beyond this date and time)	01.02.2026	5:00 PM

Kindly take the above on your record.

Thanking You,

Yours truly

For Krishna Institute of Medical Sciences Limited

NAGAJAYANTHI JUTTUR RAGHAVENDRA DAS
Digitally signed by NAGAJAYANTHI JUTTUR RAGHAVENDRA DAS
Date: 2026.01.02 22:09:35 +05'30'

Nagajayanthi J. R
Company Secretary and Compliance Officer

Krishna Institute of Medical Sciences Limited
D.No.: 1-8-31/1, Minister Road, Secunderabad - 500 003, Telangana, India
Phone: +91 40 4488 5000/4488 5184 | Fax: +91-40-27840980 | kimshospitals.com
CIN: L55101TG1973PLC040558

KIMS HOSPITALS™

Krishna Institute of Medical Sciences Limited

NOTICE OF POSTAL BALLOT

Krishna Institute of Medical Sciences Limited
Registered Office: Minister Road, Secunderabad - 500 003, Telangana, India
Phone: +91 40 4488 5000 / 4488 5184 | Fax: +91-40-27840980 | www.kimshospitals.com
CIN: L55101TG1973PLC040558

NOTICE OF POSTAL BALLOT

[Pursuant to provisions of Section 110 read with 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE is hereby given to the shareholders of Krishna Institute of Medical Sciences Limited (the "Company") pursuant to the provisions of Section 110 read with section 108 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (collectively the "Act") read with General Circular Nos.14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 03/2022 dated 5th May 2022, 11/2022 dated 28th December 2022, 09/2023 dated 25th September 2023, 09/2024 dated 19th September 2024, 03/2025 dated September 22, 2025 and/or any other circulars issued from time to time by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and other applicable laws, rules and regulations (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), read with the equity listing agreement executed with the stock exchanges on which the equity shares of the Company are listed, for seeking approval of the shareholders by way of Ordinary resolution for matter as considered in the Resolution appended below through postal ballot ("Postal Ballot") by way of remote e-voting only.

The explanatory Statement pursuant to Section 102, 110, and other applicable provisions, if any, of the Act read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto for your consideration.

In accordance with the provisions of the above MCA Circulars, the Company is circulating the Notice in electronic form only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed there under and the MCA Circulars, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to the Notice. The members can vote on resolution through remote e-voting facility only. Assent or Dissent of the members on the resolution mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circulars.

The Board of Directors of the Company (the "Board") has appointed Mr. Krishna Rao Inturi, Proprietor of IKR & Associates (M.No ACS: 23071 and CP No: 10486), as the Scrutinizer for conducting the postal ballot and e-voting process fairly and transparently.

In compliance with the provisions of Section 108 and other applicable provisions of the Act, read with Rule 20 of the said Rules and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing the option of e-voting facility to all the Members of the Company. For this purpose, the Company has engaged the services of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), to enable the Members to cast their votes electronically. For e-voting members are requested to read the Notes under point no 12 below for the voting procedure.

Upon completion of the e-voting process, the Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the results of the voting by Postal Ballot will be announced on or before 3rd February, 2026. The said result along with the Scrutinizer's Report will be displayed on the Company's website www.kimshospitals.com and will be communicated to the Stock Exchanges on which the shares of the Company are listed.

SPECIAL BUSINESS

1. **Approval of Material Related Party Transaction with KIMS Hospital Bengaluru Private Limited, Subsidiary Company.**

   In this regard, it is proposed to consider and if thought fit, to pass the following resolution as **Ordinary Resolution.**

   "RESOLVED THAT pursuant to Regulations 23, 2(1) (zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), read with related rules, if any, as amended from time to time and the Policy on Related Party Transactions of Krishna Institute of Medical Sciences Limited ('the Company') and based on the prior approval of the Audit Committee and Board, the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee constituted/ empowered/ to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to continue with the existing contracts/arrangements/ transactions and/ or enter into and/or execute new contracts/arrangements/ transactions (whether by way of an individual transaction or a series of transactions taken together) the details of which are provided in the Explanatory Statement pursuant to Section 102 and other provisions of the Act read with related rules, with KIMS Hospital Bengaluru Private Limited ('KHBPL'), a subsidiary of the Company and accordingly, a related party of the Company as per Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and KHBPL, for an aggregate value up to Rs. 150 Crores (Rupees One Hundred and Fifty Crores) in addition to the limits specified under the applicable provision of Companies Act, 2013 and SEBI LODR Regulations for loans, entered/ to be entered till ensuing Annual General Meeting to be held in Financial Year 2026-27., subject to such contracts/arrangements/ transactions being carried out at arm's length and in the ordinary course of business of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contracts, agreements and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

   RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director or Key Managerial Personnel or any other officer or the Authorised Representative of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid Resolution.

   RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing Resolution, be and are hereby approved, ratified and confirmed in all respects."

For Krishna Institute of Medical Sciences Limited

Nagajayanthi J.R
Company Secretary & Compliance Officer

Date: 29.12.2025
Place: Hyderabad

NOTES

1. The Explanatory Statement setting out all material facts as required under Section 102 of the Companies Act, 2013 in respect of the resolution contained in the above Notice is appended and forms part of the Notice.

2. The Company has engaged the services of MUFG Intime India Private Limited for providing e- voting facility to the members. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Company has extended only the remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting have been appended to this Postal Ballot Notice.

3. Postal Ballot Notice is being sent via email only to the Members of the Company, whose names appear on the Register of Members/ list of Beneficial Owners, as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on 30th December, 2025, the cut-off date. Any person who is not a Member as of the cut-off date should treat this Postal Ballot Notice for information purposes only. The Postal Ballot Notice is sent electronically to all the shareholders who have registered their email addresses with the Company/ Depositories/Registrar and Share Transfer Agent. The same may also be downloaded from the Company's website www.kimshospitals.com and the website of MUFG Intime India Private Limited and on the websites of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com respectively. Due to the threat posed by COVID-19 and as permitted vide the MCA Circulars and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and SEBI /HO /CFD /CMD2/ CIR/P/2021/11 dated January 15, 2021, the Company is sending this Postal Ballot Notice in electronic form only. The Company expresses its inability to dispatch a hard copy of this Postal Ballot Notice, Postal Ballot forms, and pre-paid Business Reply Envelope to the Members for this Postal Ballot. Accordingly, the members may note that communication of the assent or dissent of the Members would take place through the remote e-Voting system only.

4. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member as on the cut-off date i.e. 30th December, 2025. The e-Voting commences on 3rd January, 2026 at 9.00 a.m. (IST) and ends on 01st February, 2026 at 05.00 p.m. (IST). You are requested to read carefully the instructions before exercising the vote and complete the e-voting on or before 5.00 p.m. on 01st February, 2026.

5. Members are requested to register their email address, in respect of electronic holdings with their concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent ("MUFG Intime India Private Limited").

6. Those Members who have already registered their e-mail addresses are requested to keep their email addresses validated with their Depository Participants/RTA to enable servicing of notices/documents/ Annual Reports and other communications electronically to their email address in the future.

7. The Company will be publishing the notice of Postal ballot, an advertisement in an English newspaper and a Telugu newspaper, each circulating in the district, where the Registered Office of the Company is situated, and also on the Company's website: www.kimshospitals.com and the same will also be available in the websites of Stock Exchanges.

8. The documents referred to in the explanatory statement will be made available for inspection at the Registered Office of the Company on all working days during the business hours of the Company from the date of dispatch of notice up to the last date of e-voting.

9. The last date specified by the Company for e-voting shall be the date on which the resolutions would be deemed to have been passed if approved by the requisite majority.

10. The Company is offering only a Remote E-voting facility to its Members to enable them to cast their votes. A Member has to carefully follow the instructions given for e-voting. Members can use the facility and log in any number of times till they vote on the Resolution or till the end of the voting period, whichever is earlier.

11. Voting through electronic means in compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the members are provided with the facility to cast their votes electronically instead of dispatching the physical Postal Ballot form by post.

12. The instructions for remote e-voting are as under:

REMOTE EVOTING INSTRUCTIONS:

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 remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Click on "Beneficial Owner" icon under "IDeAS Login Section".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. 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.

Shareholders not registered for 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) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play App Store

METHOD 2 - NSDL e-voting website

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 16-digit demat account no. held with NSDL), Password/ OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed 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.

METHOD 3 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed 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.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com & click on New System Myeasi Tab.

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. 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.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.

b) Go to e-voting tab.

c) Enter 16-digit 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) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. 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.

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) Post successful authentication, 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.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

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 and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab.

b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

2. 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.

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

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

   o Shareholders holding shares in NSDL form, shall provide 'point 4' above

   o Shareholders holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above

5. 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).

6. Enter Image Verification (CAPTCHA) Code.

7. Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. 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).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. 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.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

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:

   1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

   2) 'Investor's Name - Enter Investor's Name as updated with DP.

   3) 'Investor PAN' - Enter your 10-digit PAN.

4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: 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 – Steps to cast vote for Resolutions through InstaVote

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.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) 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). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) 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.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

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

b) After successful login, you will see "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 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 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 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.

General Instructions - Shareholders

- 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".

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

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 of the accompanying Notice.

Item No. 1

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), a related party transaction ("RPT") is considered material if the transaction(s), either individually or together with previous transactions during a financial year, exceed 10% of the annual consolidated turnover of the Company, as per the last audited financial statements. Such material RPTs require prior approval of the Members by way of an Ordinary Resolution, irrespective of whether the transaction is in the ordinary course of business or conducted on an arm's length basis.

Further, Regulation 2(1)(zc) of the SEBI Listing Regulations includes within the definition of an RPT any transfer of resources, services, or obligations between a listed entity and its subsidiary, whether or not consideration is involved. Accordingly, the proposed loan to KIMS Hospital Bengaluru Private Limited ("KHBPL"), an unlisted subsidiary of the Company, constitutes a related party transaction requiring shareholder approval by way of an Ordinary Resolution.

Background, Rationale, and Justification

KIMS Hospital Bengaluru Private Limited ("KHBPL" or "the Subsidiary") is an unlisted subsidiary of Krishna Institute of Medical Sciences Limited ("the Company" or "KIMS"), in which the Company holds a majority of the equity share capital. KHBPL is engaged in the establishment and operation of multi-specialty tertiary healthcare facilities in Bengaluru and is currently in the early stages of scaling its operations.

To support the operational and financial requirements of the Subsidiary, the Company proposes to enter into related party transactions with KHBPL by extending loans for its business purposes. The Company intends to provide financial assistance to KHBPL to meet its working capital requirements and additional capital expenditure needs, as the Subsidiary has only recently commenced operations.

The proposed financial support will enable the Company to strategically strengthen its presence in the high-growth Bengaluru healthcare market. The proposed loan, carrying an interest rate of 12% (approximately 400 basis points above the Company's average return on investments), ensures that the transaction is beneficial to the Company and results in improved returns on capital deployed. Further, supporting KHBPL at this stage is expected to accelerate operational scale-up, enhance network , expand clinical offerings, and unlock long-term growth opportunities for the Company in southern India. The transaction is anticipated to improve consolidated business performance, operational efficiencies, and overall value creation for shareholders.

The Audit Committee has reviewed all relevant information and details relating to the proposed Related Party Transaction ("RPT"), including the terms and conditions, pricing rationale, repayment structure, and benchmarking of interest rates. After due consideration and deliberation, the Audit Committee, comprising entirely of Independent Directors, at its meeting held on 29 December 2025, approved the proposed RPT for an aggregate value not exceeding Rs. 150 crore till ensuing Annual General Meeting to be held in Financial Year 2026-27.

While granting approval, the Audit Committee confirmed that:

- the transaction is in the ordinary course of business,
- the terms of the loan are at arm's length,
- and promoters will not derive any undue benefit at the cost of public shareholders.

The Board of Directors also considered and approved the transaction, having reviewed its commercial rationale and strategic importance to the Company's healthcare network.

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

On the basis of the consideration and approval of the Audit Committee, the Board of Directors of the Company recommend to the Members to pass the Ordinary Resolution.

For Krishna Institute of Medical Sciences Limited

Nagajayanthi J.R
Company Secretary & Compliance Officer

Date: 29.12.2025
Place: Hyderabad

Details of the proposed RPTs between KIMS and KHBPL, including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Master Circular dated November 11, 2024 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June, 26 2025 are as follows:

<table>
<tr><th colspan="3">Basic details of the proposed transaction</th></tr>
<tr><th>S.No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1</td><td>Name of the related party:
Country of incorporation of the related party:
Nature of business of the related party:</td><td>KIMS Hospitals Bengaluru Private Limited (KHBPL);
India;
Healthcare related activities</td></tr>
<tr><td>2</td><td>Relationship between the listed entity & Interest</td><td>KHBPL is a subsidiary of the Company. The Company holds 80.00% of paid-up equity shares of KHBPL.</td></tr>
<tr><td>3</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>S No.</th><th>Nature of Transaction</th><th>FY 2024-25 (Rs. in Cr.)</th></tr><tr><td>1</td><td>Unsecured loans</td><td>65.66</td></tr><tr><td>2</td><td>Preferencial Allotment</td><td>71.28</td></tr><tr><td></td><td>Total</td><td>136.94</td></tr></table></td></tr>
<tr><td>4</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td><table><tr><th>S No.</th><th>Nature of Transaction</th><th>FY 2025-26 (Upto Q2) (Rs. in Cr.)</th></tr><tr><td>1</td><td>Unsecured loans</td><td>185.59</td></tr><tr><td>2</td><td>Preferencial Allotment</td><td>-</td></tr><tr><td></td><td></td><td>185.59</td></tr></table></td></tr>
<tr><td>5</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>NIL</td></tr>
<tr><td>6</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>To give Loans to the tune of Rs. 150 Crores</td></tr>
<tr><td>7</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>8</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>4.94%
(The annual consolidates turnover of the Company for the FY 2024-25 was Rs. 3035 Cr.)</td></tr>
<tr><td>9</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>Not Applicable, as listed entity is the party to transaction</td></tr>
</table>

10	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year	Not Applicable as the operations of the Related Party commenced in FY.25-26
11	Financial performance of the related party for the immediately preceding financial year:	Turnover: Nil PAT: (-) 8.7 Cr Networth: 71.5 Cr
12	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Granting of Loan
13	Details of the proposed transaction	The Company proposes to extend loans to its subsidiary i.e. KIMS Hospital Bengaluru Private Limited ("KHBPL").
14	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1-year moratorium on interest and principal, followed by a repayment period of 5 years.
15	Whether omnibus approval is being sought?	No
16	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The Loans will be extended in tranches till ensuing Annual General Meeting to be held in Financial Year 2026-27.
17	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	KHBPL, being a recently operational subsidiary, requires funding for its working capital and additional capital expenditure. The proposed lending at an interest rate of 12%, which is ~400 bps above the Company's average ROI, provides a commercially favourable return and supports the expansion of the Company's footprint in the Bengaluru healthcare market.
18	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	NA
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
19	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
20	Other information relevant for decision making.	Nil

Additional details for proposed transactions relating to loans, to be given by the listed entity to its subsidiary		
S.No.	**Particulars of the Information**	**Details / Remarks**
1	Source of funds in connection with the proposed transaction.	Partly from internal accruals and partly from borrowings
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: a. Nature of indebtedness; b. Total cost of borrowing; c. Tenure; d. Other details	a. General purpose loans b. Processing Fee @ 0.01% and ROI around 8% c. 120 months d. Nil
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	8.15%
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12%
5	Maturity / due date	1 Year Moratorium on interest and Principal + 5 Years repayment
6	Repayment schedule & terms	Repayment will be based on tranches from the date of disbursement
7	Whether secured or unsecured	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The borrower being a subsidiary, which has started its operations very recently, needs funds for their working capital and additional capex requirement.
10	Latest credit rating of the related party	A
11	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default	NA