October 10, 2023

To,

The Listing Department
BSE Limited
PhirozeJeejebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001
BSE Scrip Code: 543427

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block,
Bandra - Kurla Complex
Bandra (East), Mumbai – 400051
NSE Symbol: MEDPLUS

Dear Sir/ Madam,

Sub: Minutes of 17th Annual General Meeting of the Company.

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Please find enclosed herewith copy of the Minutes of 17th Annual General Meeting held on September 29, 2023 through Video Conferencing (VC)/Other Audio Visual Means(OAVM).

Kindly take the same on record. The above information is also available on the Company's website at www.medplusindia.com

For MedPlus Health Services Limited
MANOJ KUMAR SRIVASTAVA
Digitally signed by MANOJ KUMAR SRIVASTAVA
Date: 2023.10.10 18:53:24 +05'30'
Manoj Kumar Srivastava
Company Secretary & Compliance Officer
FCS-7460

Encl: a/a

MINUTES OF THE 17TH ANNUAL GENERAL MEETING OF THE MEMBERS OF MEDPLUS HEALTH SERVICES LIMITED HELD ON FRIDAY, SEPTEMBER 29, 2023 AT 3:30 P.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS AT DEEMED VENUE, THE REGISTERED OFFICE OF THE COMPANY SITUATED AT H. NO: 11-6-56, SURVEY NO. 257/258, OPP: IDPL RAILWAY SIDING ROAD, (MOOSAPET), KUKATPALLY, HYDERABAD - 500 037, TELANGANA.

Mode of the meeting: Video Conferencing/ other audio video means.

DIRECTORS PRESENT

Name	Designation
Mr. Gangadi Madhukar Reddy	Chairman & Managing Director
Mr. Murali Sivaraman	Non-Executive Independent Director Chairman – Audit Committee
Ms. Hiroo Mirchandani	Non-Executive Independent Director Chairperson – NRC & CSR Committee
Mr. Madhavan Ganesan	Non-Executive Independent Director Chairman – RMC & SRC
Mr. Anish Saraf	Non-Executive Nominee Director

AUDITOR'S PRESENT

Mr. Arpan Jain	Representative of BSR & Associates LLP, Statutory Auditor
Ms. Rashida Adenwala	Representative of R&A Associates, Secretarial Auditor & Scrutinizer for the purpose of remote e-voting and voting

IN ATTENDANCE

Mr. Sujit Kumar Mahato	Chief Financial Officer
Mr. Manoj Kumar Srivastava	Company Secretary & Compliance Officer

MEMBERS PRESENT

Total 87 members were present in the meeting through video- conferencing.

Date of entry in minutes book 10.10.2023.

Mr. Gangadi Madhukar Reddy, Chairman of the Board, Chaired the meeting.

Welcome to the Shareholders, Directors, Invitees

Mr. Manoj Kumar Srivastava, Company Secretary & Compliance officer, welcomed the Shareholders, Directors, Invitees and Senior Management Personnel of the Company to the 17th Annual General Meeting of the Company. He further informed the members that the 17th Annual General Meetings (AGM) of the Company was being conducted through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) facility without the physical presence of the Members in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) and circulars issued by the Ministry of Corporate Affairs and SEBI from time to time in this regard. He further stated that a copy of Annual Report including Notice has been sent to the member at their e-mail addresses registered with depositories and since the meeting has been held electronically, the proxy related procedures have been dispensed with, which is in line with the regulatory requirements

Further, he also welcomed and introduced to the members with the Board of Directors and Senior Management of the Company who were present in the meeting through video conferencing from their respective locations. Then the Company Secretary requested the Chairman of the Board Mr. Gangadi Madhukar Reddy to chair 17th Annual General Meeting and conduct the proceeding of the meeting.

Thereafter, the Chairman welcomed all the Members to the 17th Annual General Meeting of the Company and quorum being present the Chairman called the meeting to order. The quorum was present throughout the Meeting as well as at the time of consideration of each item of business. The Chairman stated that the Company had took all feasible efforts to enable Members to participate and vote on the items that has been considered at the AGM. He further stated that the Statutory Registers and documents, as required under the provisions of the Companies Act, 2013 and ESOP certificate issued by Secretarial Auditors, had been made available electronically for inspection by the members.

Then Mr. Manoj Kumar Srivastava, Company Secretary made the statutory announcements. Thereafter, the Company Secretary *inter-alia* extended his gratitude and informed the shareholders that the meeting is being conducted through Video-Conferencing mode, Hence, facility for joining this meeting is made available for the members on a first-come-first-served basis. He stated that the Company will open the floor for members through moderator who have registered themselves as speakers to ask questions or express their views. He further informed that the Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM. All speaker Members joining the AGM will by default be placed on the mute mode and during the question-answer session, on announcement of the name, the speaker Member will be put on the unmute mode. If a speaker is unable to speak due to connectivity issues, the name of such speaker Member shall be announced once again at the end i.e. once the other Members who have registered to speak have finished speaking.

The Company Secretary further informed the procedure of casting the votes electronically, during the e-voting period i.e from September 26, 2023 from 9.00 AM to September 28, 2023 till 5.00 PM and during the meeting on all resolutions set forth in the Notice who have not cast their votes till then through the Insta-poll/ e-voting system provided by Kfin. Members can click on "Vote" tab on the video conference screen to avail this feature once the Chairman calls the Items to vote and stated to refer to the Instructions provided in the notice for any technical issues in voting.

After the above announcement Mr. Gangadi Madhukar Reddy, Chairman of the Board addressed the Shareholders and delivered his speech which included highlights on business performance, financials, outlook, etc. After his speech, the Chairman placed before the meeting, the following 4 resolutions as contained in the Notice dated August 07, 2023 calling the 17th Annual General Meeting for Members approval.

Thereafter the Chairman requested the Company Secretary to take next proceeding of the meeting.

The Company Secretary informed the Members that Statutory Auditors M/s BSR & Associates LLP and the Secretarial Auditors, M/s R & A Associates, had expressed unqualified opinion in the respective audit reports for the financial year 2022-2023 with no qualifications, observations or adverse comments on financial statements and matters, which have any material impact on the functioning of the Company. The Company Secretary further informed about the major observations of Secretarial Auditor relating to compliance with the provisions of SEBI LODR Regulations, secretarial standards, delayed in filing of various form with MCA authorities and stock exchanges which does not have any material adverse effect on the functioning of the Company.

Announcement of Notice

The Company Secretary informed that the Notice of the 17th AGM dated August 07, 2023 along with explanatory statement, the report of the Board of Directors, Corporate Governance Report, Business Responsibility Report and Auditor's report along with standalone and consolidated financial Statements of the Company for the Financial Year 2022-23 forming a part of Annual Report of the Company were already circulated to the members at their registered email address within the stipulated statutory timelines and the same was taken as read and he briefed the members on the agenda items of Ordinary and Special Business as set forth in the Notice calling the Annual General Meeting which were as follows:

ORDINARY BUSINESS:

ITEM NO. 1:
TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

The resolution was passed with the requisite majority.

ITEM NO. 2:

TO APPOINT A DIRECTOR IN PLACE OF MR. ATUL GUPTA, NON-EXECUTIVE DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

The Company Secretary informed that Mr. Atul Gupta (DIN: 06940578) Non-Executive Director of the Company, tendered his resignation letter dated September 26, 2023 with immediate effect, due to withdrawal of nomination rights from the MedPlus Board by PI Opportunities Fund-1 ('Investor') in consequence to reduction in the equity shares held which is less then 10% as per the shareholders Agreement and therefore, this agenda item no. 2, has become infructuous.

ITEM NO. 3:

APPOINTMENT OF M/S. BSR AND CO, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY

Mr. Manoj Kumar Srivastava read out the following resolution which was put to vote as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. BSR and Co, Chartered Accountants (Firm's Registration No 128510W), be and is hereby appointed as the Statutory Auditors of the Company for the a term of five consecutive years, who shall hold office from the conclusion of ensuing 17th Annual General Meeting till the conclusion of the 22nd Annual General Meeting of the company to be held in the year 2028, on such remuneration as may be mutually agreed by the Board of Directors and the Statutory Auditors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be considered necessary, proper, expedient, to give effect to this Resolution."

The resolution was passed with the requisite majority.

Special Business:

ITEM NO. 4: ALTERATION IN ARTICLES OF ASSOCIATION OF THE COMPANY – INSERTION OF ARTICLE 102 A FOR NOMINATION RIGHTS OF PROMOTERS.

Special Resolution:

"**RESOLVED THAT** pursuant to provisions of section 14 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) ("the Act"), Regulation 31B of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, and other applicable provisions of the Act and the Articles of Association ("AOA") of the Company, approval of shareholders be and is hereby accorded to alter the present AOA of the Company by insertion of Article 102A in relation to the nomination rights of the Promoters (as defined in AOA to mean Mr. Gangadi Madhukar Reddy, Agilemed Investments Private Limited and Lone Furrow Investments Private Limited) as Article 102A in the AOA of the Company, and wherein Article 102A be read as under:

102 A: Notwithstanding anything to the contrary contained in these Articles, the Board of the Company shall at all times be constituted in compliance with applicable Law including the provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Promoters jointly holding at least 10% (ten percent) of the Share Capital on a Fully Diluted Basis, shall at all times, be entitled to nominate 01 (one) person for appointment as Director oñ the Board (the "Promoter Nominees")as a wholetime/ Executive Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be considered necessary, proper, expedient to give effect to this Resolution."

The resolution was passed with the requisite majority.

Thereafter, the Chairman invited the Members to ask their questions. The moderator thereafter, calls out the shareholders to ask their questions who had enrolled themselves to express their views. The Members expressed their views and raised various questions which *inter alia* were relating to the operations of the Company, subsidiaries of the Company, revenue and operations and other related matters. They also appreciated the CSR activities of the Company, quality of Annual Report etc. The Chairman replied to the queries raised by the Members and he also mentioned that the members may reach out to the Company Secretary at cs@medplusindia.com or ir@medplusindia.com in case if any query was remained unattended.

CHAIRMAN'S INITIALS

SUMMARY OF SCRUTINIZER'S REPORT/ RESULT OF E-VOTING

The Company Secretary informed that the Company had appointed M/s KFin Technologies Limited to provide the e-voting facilities to shareholders to cast their votes on all resolutions set out in the Notice. The e-voting facility was made available to the members appearing on the cut-off date i.e. September 22, 2023 in proportion to the shares held by them. The members who did not avail the remote e-voting facility could cast their votes electronically through Insta poll facility that remained open during the meeting and up to 15 minutes from the conclusion of this meeting.

The Company Secretary also informed the members that Ms. Rashida Adenwala, Practicing Company Secretary was appointed as the Scrutinizer for e-voting process. She was also present at the meeting. The resolution wise outcome of e-voting are as under:

<table>
<tr><th rowspan="4">Resolution No. as given in the Notice of 17th Annual General Meeting</th><th colspan="4">Particulars of Vote Cast</th><th rowspan="4">Result Declared</th></tr>
<tr><th colspan="4">Remote Voting + e- Voting at the AGM</th></tr>
<tr><th colspan="2">Votes cast in favour of the resolution</th><th colspan="2">Votes cast against the resolution</th></tr>
<tr><th>No.</th><th>%</th><th>No.</th><th>%</th></tr>
<tr><td colspan="6">Ordinary Business</td></tr>
<tr><td>1. To adopt Audited Standalone & Consolidated Financial Statements for FY 2022-23.</td><td>9,38,23,758</td><td>99.9998</td><td>151</td><td>0.0002</td><td>Approved with requisite majority</td></tr>
<tr><td>2. To appoint Mr. Atul Gupta, who retires by rotation and being eligible, offers himself for re-appointment</td><td colspan="4">Mr. Atul Gupta, Non-Executive Director (DIN: 0694057), who was liable to retire by rotation at the 17th AGM had tendered his resignation vide resignation letter dated 26th September 2023 with immediate effect from the position of Director of the Company. Therefore, the Resolution in Item No. 2 has been annulled.</td><td>-</td></tr>
<tr><td>3. Appointment of BSR and Co., Chartered Accountants as Statutory Auditors</td><td>9,28,32,584</td><td>98.9436</td><td>9,91,130</td><td>1.0564</td><td>Approved with requisite majority</td></tr>
<tr><td colspan="6">Special Business</td></tr>
<tr><td>4. Alteration in Articles of Association – insertion of Article 102 A for Nomination Rights of Promoters</td><td>1,76,84,740</td><td>99.9986</td><td>253</td><td>0.0014</td><td>Approved with requisite majority</td></tr>
</table>

CONCLUDING REMARKS BY CHAIRMAN

The Chairman informed that those members who did not vote on the resolutions set forth in the notice of the AGM through remote e- voting, may cast their votes at the e-voting platform remained open for voting for the next 15 minutes. He further stated that the Scrutinizer will submit a report to the company after consolidating the results of remote E- voting and voting at the AGM and authorized Mr. Manoj Kumar Srivastava, Company Secretary & Compliance Officer of the Company to receive the report from scrutinizer and submit the consolidated Scrutinizer's Report to the Stock Exchanges and also upload to the website of the Company.

VOTE OF THANKS

The Chairman thanked the shareholders, Board Members and Management of the Company for attending the 17th AGM of the Company.

There being no other business to transact, the Chairman declared the meeting as concluded at 4:52 P.M.

Sd/-	**Sd/-**
Manoj Kumar Srivastava **Company secretary & Compliance officer**	**Madhukar Reddy Gangadi** **Chairman**

Date: 10/10/2023
Place: Hyderabad