

Aashka Hospitals Ltd.

Between Sargasan and Reliance Cross Roads
Sargasan, Gandhinagar - 382421. Gujarat, India
Phone: 079-29750750, +91-7575006000 / 9000
Emergency No.: +91-7575007707 / 9879752777
www.aashkahospitals.in
CIN: L85110GJ2012PLC072647



January 28, 2025

To,
BSE Limited
Phiroze Jeejebhoy Towers,
Dalal Street,
Mumbai – 400001

Script Code: 543346

Dear Sir / Madam,

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Board Meeting Outcome

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“**LODR Regulations**”), the meeting of Board of Directors of the Company held today i.e. January 28, 2025 at 14:00 hours and concluded at 14:45 hours, and has *inter alia* considered and approved the following matters:

- 1) Approval of Resignation of Mr. Hiteshkumar Ramanlal Shah (DIN: 08468192), Non-Executive Independent Director, w.e.f. January 28, 2025. The disclosure under SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 (as amended from time to time), is provided in **Annexure – I** to this letter. The copy of resignation of Mr. Hiteshkumar Ramanlal Shah (DIN: 08468192) is attached with this intimation as **Annexure – II**.
- 2) Migration Of Company from SME Platform of BSE Limited to the Main Board of BSE Limited and Direct Listing of the Main Board Platform of National Stock Exchange of India Limited
- 3) Approved the Notice of the Postal Ballot.
- 4) Other Business Matters

We request you to take this intimation on your records.

Thanking you,

Yours faithfully,

For, Aashka Hospitals Limited

Bipinchandra D. Shah
Chairman & Managing Director

Aashka Hospitals Ltd.

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**DIN: 009348108****ANNEXURE – I**

Reason for Change viz. Appointment, Resignation, Removal, Death or otherwise	Resignation of Mr. Hiteshkumar Ramanlal Shah (DIN: 08468192), Non-Executive Independent Director with immediate effect
Date of Appointment / Cessation	January 28, 2025
Terms of Appointment	Not Applicable
Brief Profile	Not Applicable
Disclosure of Relationships between Directors	None
Declaration	Not Applicable
Names of Listed Entities in which the resigning director holds directorships indicating the Category of Directorship and Membership of Board Committees	None
Letter of Resignation along with detailed reason for resignation	Enclosed as Annexure – II
The Independent Director shall, along with the details reasons, also provide a confirmation that there are no other material reasons other than those provided	The required confirmation has been provided in the enclosed letter.

Annexure -

II

28 January 2025

To,
The Board of Directors
Aashka Hospitals Limited
Between Sargasan & Reliance Cross Road,
Sargasan, Gandhinagar, Gujarat, India, 382421

Sub: Resignation from the position of Independent Director and various committee of the Company

Dear Sir / Madam,

I, Hiteshkumar Ramanlal Shah (DIN: 08468192), hereby tender my resignation from the position of Independent Director and from the Committees of Aashka Hospitals Limited, with immediate effect.

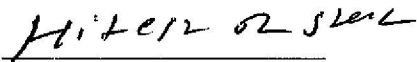
My resignation is due to personal reasons and other professional commitments. Further, I've not been able to clear the online proficiency self-assessment test. There are no other material reasons for my resignation beyond those stated herein.

I take this opportunity to express my heartfelt gratitude for the support and co-operation extended to me by all the Board Members during my tenure. It has been a privilege to be associated with the Company, and I sincerely wish Aashka Hospitals Limited continued success and growth in all its future endeavours.

I kindly request you to acknowledge receipt of this resignation letter and provide me with a copy of the e-Form DIR 12 filed with the Ministry of Corporate Affairs for my reference and records.

Thank you for your understanding and support.

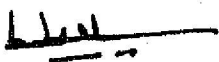
Yours sincerely,



Hiteshkumar Shah
DIN: 08468192

I, undersigned hereby acknowledge the receipt of this resignation letter on behalf of the Board of Directors of Aashka Hospitals Limited

For, Aashka Hospitals Limited



Bipinchandra Shah
Chairman & Managing Director
DIN: 00934108

Date: 28-01-2025

Place: Gandhinagar

Aashka Hospitals Ltd.

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POSTAL BALLOT NOTICE

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

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 110, and other applicable provisions of the Companies Act, 2013 (“**the Act**”), read together with the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs, Government of India (the “**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”), read with applicable circulars under the Listing Regulations, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the resolutions appended below are proposed to the shareholders for passing through postal ballot (the “**Postal Ballot**”) by way of remote e-voting (“**e-voting**”) process. An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot notice (“**the Notice**” or “**the Postal Ballot Notice**”).

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “**LODR Regulations**”) and pursuant to the provisions of Section 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / Depository Participant(s). The Company has engaged the services of National Securities Depository Limited (“**NSDL**”) for facilitating e-voting. The Company has made necessary arrangements with Accurate Securities & Registry Private Limited, Registrar and Share Transfer Agent (“**RTA**”) to enable the Members to register their e-mail address. Those members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice. The detailed procedure to cast the vote forms part of the ‘**Notes**’ to this Notice.

The Board has appointed Mr. Jay Surti (Mem. No. FCS 11534) (CP No. 18712), and failing him Mr. Sharvil B. Suthar (Membership No. FCS: 11466) partner at M/s. Suthar & Surti, Company Secretaries, Ahmedabad as the scrutinizer (“**Scrutinizer**”) for conducting the Postal Ballot / e-voting process in a fair and transparent manner.

The e-voting period shall commence on Wednesday, January 29, 2025 at 09:00 A.M. (IST) and end on Thursday, February 27, 2025 at 05:00 P.M. (IST). The Members, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, January 24, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice through remote e-voting only. Members desiring to exercise their vote through the e-voting process are requested to carefully read the

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instructions indicated in this Notice and record their assent ('**FOR**') or dissent ('**AGAINST**') by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) on Thursday, February 27, 2025. The e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairman of the Company (the "**Chairman**") or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced by him within 2 (two) working days from the conclusion of the e-voting.

The results of the Postal Ballot will be intimated to the BSE Limited (BSE), where the shares of the Company are listed. The said results along with the Scrutinizer's Report will also be displayed on the website of the Company <https://www.aashkahospitals.in> as well as on NSDL's website- www.evoting.nsdl.com. In accordance with SS-2, the resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date of voting i.e., **Thursday, February 27, 2024**. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.

RESOLUTION

1. Migration Of Company from SME Platform of BSE Limited to the Main Board of BSE Limited and Direct Listing of the Main Board Platform of National Stock Exchange of India Limited

To consider and if thought fit, to pass, the following resolution, with or without modifications as a **Special Resolution**:

Note: In accordance with Regulation 277 of ICDR Regulations, the below mentioned Resolution shall be acted upon if and only if the votes casted by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

"RESOLVED THAT pursuant to Regulation 277 and other applicable provisions laid down in Chapter IX of the SEBI ((Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time and applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, including any statutory amendment, modification, variation or re-enactment thereof, the consent of the members of the Company, be and is hereby accorded for migration of the Company's Equity Shares from SME Platform of BSE Limited ("**BSE**") to the main board of BSE and Direct Listing on Main Board Platform of National Stock Exchange of India Limited ("**NSE**") as and when Company is eligible for the same and to follow such procedures as specified by SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable regulations notified by SEBI/regulatory authorities as amended from time to time for migration to Main Board and Direct Listing.

RESOLVED FURTHER THAT any of the Directors and / or the Key Managerial Personnel of the Company, be and are hereby authorized severally to deal with a Government or Semi Government authorities or any other concerned intermediaries but not

limited to BSE Limited, National Stock Exchange of India Limited, Securities and Exchange Board of India, Registrar of Companies and to apply, modify, rectify and submit any application, contracts, undertakings and/or related documents on behalf of the Company for the purpose of migration and direct listing of the Company's Equity Shares from SME Platform of BSE to Main Board of BSE and Direct Listing on NSE.

RESOLVED FURTHER THAT any of the Directors and / or the Key Managerial Personnel of the Company be and are hereby authorised severally to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto.”

2. To Appoint Mr. Jigar Kanakchandra Trivedi (DIN: 10548094) as an Independent Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“**the Act**”) and the Rules framed thereunder and pursuant to the recommendations made by the Nomination and Remuneration Committee and by the Board of Directors of the company, Mr. Jigar Kanakchandra Trivedi (DIN: 10548094), who has been appointed as Additional Independent Director by the Board of Directors of the Company w.e.f. November 01, 2024, and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder 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 Director, be and is hereby appointed as a Non – Executive Independent Director of the Company to hold office for 5 (Five) consecutive years for a term upto October 31, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds and things to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company.”

Registered Office
Between Sargasan & Reliace Cross Road,
Sargasan – Gandhinagar, Gandhinagar

By Order of the Board
For, Aashka Hospitals Limited

Date: 28-01-2025
Place: Gandhinagar

Bipinchandra Dineshbhai Shah
Chairman & Managing Director
DIN: 00934108

Notes:

- 1) The explanatory statement pursuant to Section 102 read with Section 110 of the Act stating all material facts and the reason/rationale for the proposal is annexed herewith.
- 2) This Postal Ballot Notice is being sent to the members whose names appear on the register of members/list of beneficial owners as received from the National Securities Depository Limited

(“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Company/their Depository Participant(s), as on Friday, January 24, 2025 (“**Cut-off Date**”). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes 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 thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot process. The communication of the assent or dissent of the members would only take place through the e-voting system.

- 3) The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., Thursday, February 27, 2025. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
- 4) All documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch of this Postal Ballot Notice until the last date for receipt of votes by e-voting. Alternately, Members may also send their requests to cs@aashkahospitals.in or csaashkahospital@gmail.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.
- 5) All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternately, Members may also send their requests to csaashkahospitals@gmail.com or investor@accuratesecurities.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.
- 6) We urge Members to support our commitment to environmental protection by choosing to receive the Company’s communication through email. Members holding shares in Demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and Members holding shares in physical mode are requested to update their email addresses with the Company’s RTA at investor@accuratesecurities.com.
- 7) As per the provision of Section 72 of the Act, the facility for making Nomination is available for the members in respect of their shareholding in the Company either in single or with joint names. The members are requested to submit the complete and signed form SH-13 with their Depository Participant (DP) who holds the shares in dematerialized form and those who are holding physical shares shall send the same to the Registrar and Share Transfer Agent – **Accurate Securities and Registry Private Limited** (the ‘RTA’).
- 8) We urge Members to support our commitment to environmental protection by choosing to receive the Company’s communication through email. Members holding shares in Demat mode, who have not registered their e-mail addresses are requested to register their e-mail addresses with their respective DP, and Members holding shares in physical mode are requested to update their e-mail addresses with the Company’s RTA at investor@accurateservices.com. Members may follow the process detailed below for registration of email ID:

Type of Holder	Process to be followed
	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, Accurate Securities &

	Registry Private Limited either by email to investor@accuratesecurities.com or by post to 203, Shangrila Arcade, Above Samsung Showroom, Nr. Shyamal Cross Road, Satellite, Ahmedabad – 380015	
	Form for availing investor services to register PAN, email address, Bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR – 1
	Update for signature of securities holder	Form ISR – 2
	For nomination as provided in the Rules 19(1) of Companies (Share Capital and Debenture) Rules, 2014	Form SH – 13
	Declaration to opt out	Form ISR – 3
	Cancellation of nomination by the holder(s) (along with ISR – 3) / Change of Nominee	Form SH – 14
	Form for requesting issue of Duplicate Certificate and other services requests for shares / debentures / bonds, etc., held in physical form	Form ISR – 4
	The forms for updating the above details are available at www.accurate	

- 9) SEBI has mandated the submission of PAN, KYC details and nomination of holders of physical securities by March 31, 2023 and linking PAN with Aadhar by March 31, 2022 vide its circular dated November 3, 2021 and December 14, 2021. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's registrars Accurate Securities & Registry Private Limited at investor@accuratesecurities.com.

Members holding shares in electronic form are therefore, requested to submit their PAN to their depository participant(s). In case a holder of physical securities fails to furnish these details or link their PAN with Aadhar before the due date, RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

- 10) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate share certificate; claim from unclaimed suspense account; renewal / exchange of share certificate; endorsement; sub-division / splitting of share certificate; consolidation of the share certificates / folios; transmission and transposition. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or **Accurate Securities and Registry Private Limited**, for assistance in this regard. Accordingly, Members are requested to make service request by submitting a duly filled and signed Form ISR – 4, the format of which is available on the RTA website. It may be noted that any service request can be processed only after the Folio is KYC compliant.
- 11) A Member cannot exercise his/her vote by proxy on postal ballot.

E-Voting:

- a) In compliance with Regulation 44 of the Listing Regulations and Section 108 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and the relevant MCA Circulars, the Company is pleased to provide facility of e-voting to enable its Members to cast their votes electronically in respect of the resolution as set out in this Postal Ballot Notice.
- b) The remote e-voting period commences from 9:00 a.m (IST) on Wednesday, January 29, 2025 and ends at 5:00 p.m. (IST) on Thursday, February 27, 2025. The e-voting module shall be disabled / blocked thereafter for voting by the Members. Once the vote on the resolution is casted by the Member, he / she shall not be allowed to change it subsequently.
- c) The voting rights of the Members shall be in proportion of their shareholding to the total issued and paid-up equity share capital of the Company as on the Cut-off Date i.e., January 24, 2025.
- d) Members holding shares either in physical form or dematerialized form, as on the Cut-off Date i.e., January 24, 2025, (including those Members who may not receive this Postal Ballot Notice due to non – registration of their e-mail address with the RTA or the DPs, as aforesaid) can cast their votes electronically, in respect of the resolution as set out in this Postal Ballot Notice only through the e-voting.
- e) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

The instructions for e-voting are as follows:

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

Step 1: Access to the NSDL e-voting system

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





Step 1: Access to the NSDL e-voting system

(A) Login method for e-voting and voting for individual shareholders holding securities in demat mode

In terms of the SEBI circular dated December 9, 2022 on the e-voting facility provided by listed companies and as part of increasing the efficiency of the voting process, the e-voting process has been enabled to all individual shareholders holding securities in demat mode to vote through their demat account maintained with depositories and depository participants. Shareholders are advised to update their mobile number and e-mail ID in their demat accounts 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"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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 or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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

Type of shareholders	Login Method
	<p>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 or joining virtual meeting & voting during the meeting.</p> <p>4. 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;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Type of shareholders	Login Method
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 or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID / Password are advised to use “Forgot User ID” and “Forgot Password” options available on the above-mentioned 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	Member facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call the number: 022 – 4886 7000 and 022 – 2499 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 number: 1800 22 55 33

(B) Login method of e-voting other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

1. Visit the e-voting website of NSDL. Open the web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile phone.
2. Once the homepage of the e-voting system is launched, click on the icon “Login”, available under “Shareholder / Member”.
3. A new screen will open. You will have to enter your User ID, Password / OTP and a verification code as shown on the screen.
4. Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log in to NSDL e-services using your login credentials, click on e-voting and you can proceed to Step 2 i.e., Cast your vote electronically on NSDL e-voting system.
5. 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***.

6. **Password details for shareholders other than individual shareholders are given below:**

- If you are already registered for e-voting, then you can use your existing password to log in and cast your vote.
- 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” for the system to prompt you to change your password.
- How to retrieve your “initial password”?

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 your NSDL account or the last 8 digits of your 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”.

7. **If you are unable to retrieve or have not received the “Initial Password” or have forgotten your password:**

- Click on “Forgot User Details / Password?” (If you hold shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you hold shares in physical mode) option available on www.evoting.nsdl.com
 - If you are still unable to get the password by the above 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.
 - Members can also use the OTP (One Time Password)-based login for casting their vote on the e-voting system of NSDL.
8. After entering your password, tick on “Agree with Terms and Conditions” by selecting on the check box.

9. Now, you will have to click on the “Login” button.

10. After you click on the “Login” button, the homepage of e-voting will open.

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

1. After successfully logging in following Step 1, you will be able to see the EVEN of all companies in which you hold shares and whose voting cycle is in active status.
2. Select the EVEN of Aashka Hospitals Limited
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting the appropriate options i.e., assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on the “Submit” and “Confirm” buttons when prompted.
5. Upon confirmation, the message, “Vote cast successfully”, will be displayed.
6. You can also take a 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.

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 cs@aashkahospitals.in or csaashkahospital@gmail.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 (Company email id). 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.

General guidelines for e-voting

- 1) Institutional Shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG format) of the relevant Board Resolution / authorization letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to suthar-surti.cs@outlook.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders 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.

Aashka Hospitals Ltd.

Between Sargasan and Reliance Cross Roads
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www.aashkahospitals.in
CIN: L85110GJ2012PLC072647



- 2) It is strongly recommended that you do not 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 correct 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 password.
- 3) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for shareholders under the e-voting user manual for shareholders available in the download section of www.evoting.nsdl.com or call the number: 022 – 4886 7000 and 022 – 2499 7000, or send a request to evoting@nsdl.co.in, or contact Amit Vishal, Assistant Vice President, or Pallavi Mhatre, Senior Manager, National Securities Depository Limited, at the designated email ID: evoting@nsdl.co.in to get your grievances on e-voting addressed.

Aashka Hospitals Ltd.

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Explanatory Statement pursuant to Section 102(1) read with Section 110 of the Companies Act, 2013

Item No. 1: Migration Of Company from SME Platform of BSE Limited to the Main Board of BSE Limited and Direct Listing of the Main Board Platform of National Stock Exchange of India Limited

The Company's shares have been listed on SME Platform of BSE Limited ("BSE") since September 01, 2021.

As per the provisions of SEBI ((Issue of Capital and Disclosure Requirements) Regulations, 2018 the Company whose shares are listed on SME Exchange and whose post issue face-value capital is more than ₹ 10 Crore up to ₹ 25 Crore may migrate from SME Exchange to Main Board.

At Present the Paid-up Equity Share Capital of the Company is ₹ 23,40,00,000 (Rupees Twenty-Three Crore Forty Lakh only) divided into 2,34,00,000 (Two Crore Thirty-Four Lakh) Equity Shares of ₹ 10/- (Ten) each. Accordingly, the Company will meet the criteria for migrating from the SME Exchange to the Main Board, subject to other requirements set by the BSE.

Given the Company's expanding business activities, the need for robust brand building, and the benefits of increased liquidity and investment opportunities for smaller investors, the Board of Directors believes that migrating to the BSE Main Board and Direct Listing on Main Board of National Stock Exchange of India Limited ("NSE") will enhance the Company's recognition. This move is expected to attract greater retail investor participation and improve the Company's image and goodwill.

Listing on the Main Board will provide shareholders with benefits such as increased market capitalization, enhanced liquidity, greater participation, and increased visibility. The Company anticipates that this migration will bolster its goodwill and facilitate business expansion.

Migration from the SME Platform to the Main Board and Direct Listing requires approval from members through a Special Resolution. Please note that the proposed Special Resolution will only be acted upon if the votes cast by Public Shareholders (Non-Promoter shareholders) in favour of the resolution amount to at least twice the number of votes cast against it.

It is in the best interest of all shareholders, including public shareholders, to support the migration of the Company's shares to the BSE Main Board and Direct Listing on NSE Main Board. Therefore, the management recommends passing the Special Resolution at Item No 1 and seeks shareholders' approval by way of Postal Ballot.

None of the Directors or Key Managerial Personnel (or their relatives) have any direct or indirect financial interest in this proposed resolution, other than their shareholding in the Company, if any.

Item No. 2: To Appoint Mr. Jigar Kanakchandra Trivedi (DIN: 10548094) as an Independent Director of the Company

Aashka Hospitals Ltd.

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Mr. Jigar Kanakchandra Trivedi (DIN: 10548094) was appointed as an Additional Independent Director of the Company by the Board of Directors with effect from November 01, 2024. Pursuant to the provisions of Section 161(1) and Section 149 of the Companies Act, 2013 and the Articles of Association of the company, he is eligible for appointment. The Company has received a notice in writing under Section 160 of the Companies Act, 2013 (“**the Act**”) from a member of the Company proposing Mr. Jigar Kanakchandra Trivedi, as a candidate for the office of a Director.

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to 5 (five) consecutive years on the Board of a Company and is not liable to retire by rotation. Mr. Jigar Kanakchandra Trivedi has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

The matter regarding appointment of Mr. Jigar Kanakchandra Trivedi as Independent Director was placed before the Nomination and Remuneration Committee, which recommended his appointment as an Independent Director up to October 31, 2029.

In the opinion of the Board, Mr. Jigar Kanakchandra Trivedi fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of management. The Board has formed an opinion that Mr. Jigar Kanakchandra Trivedi possesses requisite skills and knowledge and it would be in the interests of the Company to appoint him as an Independent Director of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Mr. Jigar Kanakchandra Trivedi as an Independent Director is now being placed before the members in this General Meeting for their approval.

The terms and conditions of appointment of Independent Director shall be open for inspection by the members of the Registered Office during normal business hours on any working day of the Company.

Mr. Jigar Kanakchandra Trivedi is interested and concerned in the Resolution mentioned at Item No. 2 of this Notice. Other than Mr. Jigar Kanakchandra Trivedi, no other Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolutions mentioned at Item No. 2 of this Notice.

The Directors recommend the resolutions for approval by the members as Ordinary Resolution.

Registered Office
Between Sargasan & Reliace Cross Road,
Sargasan – Gandhinagar, Gandhinagar

By Order of the Board
For, Aashka Hospitals Limited

Date: 28-01-2025
Place: Gandhinagar

Bipinchandra Dineshbhai Shah
Chairman & Managing Director

Aashka Hospitals Ltd.

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Details of Director seeking appointment / re-appointment at the forthcoming General Meeting

Particulars	Jigar Kanakchandra Trivedi
Director Identification Number (DIN)	10548094
Date of Birth	November 22, 1990
Qualification	B. Com, LLB and Member of Institute of Company Secretaries of India (“ICSI”)
Experience	<p>Mr. Jigar Kanakchandra Trivedi is resident of Ahmedabad and 33 Years of Age.</p> <p>He has done Bachelor of Commerce (B. Com) from Gujarat University. In 2018, he furthered his education by obtaining a Bachelor of Law degree</p> <p>He is a member of Institute of Company Secretaries of India (ICSI) and currently practices as a company secretary at his own firm, Jigar Trivedi & Co.</p> <p>He has vast experience in Corporate Laws & allied laws and Finance</p>
Nature of expertise in specific functional areas	He has expertise in the field of Finance, Corporate & Allied Laws
Terms & Conditions of Appointment / Re – appointment	Shall continue to act as Independent Director w.e.f. November 01, 2024 for the tenure of 5 (five) years
Details of Remuneration Sought to be paid	NIL
Remuneration last Drawn	NIL
Date of First Appointment on the Board	November 01, 2024
Shareholding	NIL
Relationship with Other Directors, Manager or Key Managerial Personnel	None
No. of Meeting of the Board attended during the year	NIL
List of Directorship held in other Companies	1) Aamrakunj Realty Limited
Memberships / Chairmanships of Committees of the Board of Other Companies including listed Companies	He is a member of Audit Committee and Nomination & Remuneration Committee of Aamrakunj Realty Limited
Directorship held in other listed companies	Nil
Listed entities from which the Director resigned in the past 3 years	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements by Independent Director	He has expertise in the field of Finance and Corporate for more than 8 years. Hence, he possesses the necessary skills and capabilities for the role.