

Indraprastha Medical Corporation Limited

(Indraprastha Apollo Hospitals, New Delhi - A Joint Sector Venture of Govt. of Delhi)

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

Corporate Identity Number : L24232DL1988PLC030958

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

E-mail : imcl@apollohospitals.com, Website : apollohospdelhi.com

Ref: IMCL/CS/Postal Ballot/2021

23rd June, 2021

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

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

Sub: Postal Ballot Notice

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of the Postal Ballot Notice for seeking approval of its shareholders by way of Postal Ballot voting (only through e-voting) for the businesses as set out in the Postal Ballot notice dated 9th June, 2021.

Postal Ballot Notice is being sent by e-mail only to those shareholders who have registered their e-mail addresses with the Company's Registrar and Share Transfer Agent or their respective Depository Participants as on Friday, 11th June, 2021 (cut-off date).

In accordance with the provisions of MCA circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelop will not be sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through e-voting system only.

The Company has engaged the services of NSDL for the purpose of providing e-voting facility to all its members. The voting through e-voting will commence from Thursday, 24th June, 2021 (9:00 A.M.) and shall end on Friday, 23rd July, 2021 (5:00 P.M.)

The results of the postal ballot will be announced on Saturday, 24th July, 2021.

This is for your information and record.

Thanking you,

Sincerely Yours,

For Indraprastha Medical Corporation Limited


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

Encl. : As above.

Indraprastha Medical Corporation Limited

Corporate Identity Number (CIN): L24232DL1988PLC030958

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

Tel: 91-11-26925858, 26925801

Email: imclshares@apollohospitalsdelhi.com, Website: www.delhi.apollohospitals.com

POSTAL BALLOT NOTICE

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

Dear Shareholders,

Notice is hereby given pursuant to and in compliance with the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020 and the General Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs (“**MCA Circulars**”) (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and regulations, that the resolutions appended below for the appointment / re-appointment as Directors / Independent Directors on the Board of Indraprastha Medical Corporation Limited (the “**Company**”) is proposed for approval of the shareholders of the Company through postal ballot by remote e-voting process (“**e-voting**”).

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

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 & 110 of the Act read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide electronic voting (“e-voting”) facility to its shareholders to enable them to cast their votes electronically.

In accordance with the provisions of the MCA Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the notes under the section

“Procedure / Instructions for e-voting” in this postal ballot notice (“**Postal Ballot Notice**”) to cast their vote electronically. Shareholders are requested to cast their vote through the e-voting process not later than 5.00 p.m. on Friday, 23rd July, 2021 to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the shareholder.

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

The Board of Directors of the Company at their meeting held on 9th June, 2021 has appointed Mr. Baldev Singh Kashtwal, Practicing Company Secretary (Membership No. FCS 3616 & Certificate of Practice No. 3169) as the Scrutinizer pursuant to rule 22(5) of the Companies (Management and Administration) Rules, 2014 for conducting the postal ballot, only through the e-voting process, in a fair and transparent manner.

The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Friday, 23rd July, 2021 i.e., the last date specified for receipt of votes through the e-voting process.

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

Resolution No. 1 - Appointment of Mr. Jasmine Shah as a Director

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

“RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be in force from time to time, Mr. Jasmine Shah (DIN: 08621290), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors effective from 8th February, 2021, and who holds office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Resolution No. 2 - Appointment of Prof. (Dr.) Mahesh Verma as a Director

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

“RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be in force from time to time, Prof. (Dr.) Mahesh Verma (DIN: 08997324), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors effective from 8th February, 2021, and who holds office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Resolution No. 3 - Appointment of Mr. Salil Singhal as an Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution** :-

“RESOLVED THAT in accordance with the provisions of Section 149, 152, 161 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Schedule IV to the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Salil Singhal (DIN : 00006629), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors effective from 8th February, 2021, and who holds office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years effective from 8th February, 2021 to 7th February, 2026, not liable to retire by rotation.

FURTHER RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, consent of the shareholders of the Company be and is hereby accorded for the continuation of Mr. Salil Singhal as an Independent Director of the Company on his attaining the age of 75 years during the aforesaid tenure of five consecutive years.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution. “

Resolution No. 4 - Appointment of Ms. Vineeta Rai as an Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:-

“**RESOLVED THAT** in accordance with the provisions of Section 149, 152, 161 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Schedule IV to the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Vineeta Rai (DIN : 07013113), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors effective from 8th February, 2021, and who holds office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years effective from 8th February, 2021 to 7th February, 2026, not liable to retire by rotation.

FURTHER RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, consent of the shareholders of the Company be and is hereby accorded for the continuation of Ms. Vineeta Rai, who has attained the age of 75 years, as an Independent Director of the Company.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution. “

Resolution No. 5 - Re-appointment of Mr. Vinayak Chatterjee as an Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution** :-

“RESOLVED THAT in accordance with the provisions of Section 149, 152 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Schedule IV to the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Vinayak Chatterjee (DIN : 00008933), be and is hereby re-appointed as an Independent Director of the Company to hold office for five consecutive years effective from 1st April, 2021 to 31st March, 2026, not liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Resolution No. 6 - Appointment of Mr. Udit Prakash Rai as a Director

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

“RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be in force from time to time, Mr. Udit Prakash Rai (DIN: 07573658), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors effective from 7th April, 2021, and who holds office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution. “

Resolution No. 7 - Appointment of Mr. Vikram Bhat as a Director

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

“RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be in force from time to time, Mr. Vikram

Bhat (DIN: 09076418), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors effective from 7th April, 2021, and who holds office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution. “

Resolution No. 8 - Appointment of Ms. Madhumita Ganguli as an Independent Director

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

“**RESOLVED THAT** in accordance with the provisions of Section 149, 152, 161 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Schedule IV to the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Madhumita Ganguli (DIN :00676830), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors effective from 9th June, 2021, and who holds office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years effective from 9th June, 2021 to 8th June, 2026, not liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution. “

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

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

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

Date: 9th June, 2021

Notes:

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the resolution No. 1 to 8 is annexed herewith and forms part of the Postal Ballot Notice.
2. The Postal Ballot Notice is being sent to all the shareholders of the Company, whose names appear in the Register of shareholders / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on Friday, 11th June, 2021 (cut-off date) and the voting rights shall also be reckoned on the paid-up value of shares registered in the name of the Member(s) as on the said cut-off date.

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

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

3. In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are **not** being sent to shareholders for this Postal Ballot.
4. Shareholders may please note that the Postal Ballot Notice will also be available on the Company's website at <https://delhi.apollohospitals.com> websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Ltd. <https://www.evoting.nsdl.com>
5. The Board of Directors of the Company at their meeting held on 9th June, 2021 has appointed Mr. Baldev Singh Kashtwal, Practicing Company Secretary (Membership No. FCS 3616 & Certificate of Practice No. 3169) as the Scrutinizer pursuant to rule 22(5) of the Companies (Management and Administration)

Rules, 2014 for conducting the postal ballot only through the e-voting process in a fair and transparent manner.

6. Shareholders can cast their vote online from Thursday, 24th June, 2021 (9:00 am onwards) till Friday, 23rd July, 2021 (upto 5:00 pm) as the e-voting module shall be disabled for voting by NSDL thereafter. No voting shall be allowed beyond 5:00 p.m. of 23rd July, 2021.
7. The Scrutiniser, after completion of scrutiny, will submit his report to the Chairman or any other person as may be authorized by him in this regard, on Saturday, 24th July, 2021. The result of the Postal Ballot will be announced by the Chairman or any other person as may be authorized by him in this regard, on Saturday, 24th July, 2021. In addition to the results being communicated to National Stock Exchange of India Ltd. and The BSE Limited, the results along with Scrutiniser's report will also be placed on Company's website i.e. <https://delhi.apollohospitals.com> and the website of NSDL i.e. <https://www.evoting.nsdl.com> The results alongwith the Scrutiniser's report shall also be displayed on the notice board at the Company's Registered office at New Delhi. If the proposed resolution is assented by requisite majority, it shall be deemed to have been duly passed on Friday, 23rd July, 2021 i.e. being the last date of receiving postal ballot forms and e-voting.
8. Resolutions passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
9. All relevant documents are available for inspection of the shareholders at the Company's Registered Office on any working day (except Saturdays, Sundays and National Holidays) between 10.00 am to 4.00 pm upto Friday, 23rd July, 2021.
10. The Company has entered into an arrangement with NSDL for facilitating remote e-voting. Please read carefully the steps for "Procedure / Instructions for e-voting" and Casting of Vote by Postal Ballot Form which are enumerated herein.

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

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





Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="539 819 1398 1547">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.<li data-bbox="539 1581 1398 1805">2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<li data-bbox="539 1850 1398 2029">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-

	<p>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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</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 style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;"> <div style="margin-right: 20px;">  App Store </div> <div>  Google Play </div> </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;"> <div style="margin-right: 40px;">  </div> <div>  </div> </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

	<p>https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>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.</p>
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. Once login, you will be able to see e-Voting option. Once you 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at

helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For shareholders 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 shareholders 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 shareholders holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>
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5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Shareholders can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bskashtwal@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms Soni Singh -Assistant Manager, NSDL at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to imclshares@apollohospitalsdelhi.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to imclshares@apollohospitalsdelhi.com. If you are an Individual shareholders 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.

Annexure to the Notice

Explanatory Statement as required under Section 102 of the Companies Act, 2013:

Item No. 1

Upon the recommendations of the Nomination and Remuneration Committee, the Board of Directors in the meeting held on 8th February, 2021, has appointed Mr. Jasmine Shah as an Additional Director. As an Additional Director, Mr. Jasmine Shah holds office of Director only up to the next Annual General Meeting. A notice has been received from a member pursuant to Section 160 of the Companies Act, 2013, signifying his intention to propose the appointment of Mr. Jasmine Shah as a Director of the Company.

Mr. Jasmine Shah is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for appointment as a Director of the Company.

Mr. Jasmine Shah does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

Details of Mr. Jasmine Shah, pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standards on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India are provided as part of the Postal Ballot Notice.

Except Mr. Jasmine Shah, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 1.

The Board of Directors of the Company recommends the resolution No. 1 of the Notice of Postal Ballot for approval of the shareholders.

Item No. 2

Upon the recommendations of the Nomination and Remuneration Committee, the Board of Directors in the meeting held on 8th February, 2021, has appointed Prof. (Dr.) Mahesh Verma as an Additional Director. As an Additional Director, Prof. (Dr.) Mahesh Verma holds office of Director only up to the next Annual General Meeting. A notice has been received from a member pursuant to Section 160 of the Companies

Act, 2013, signifying his intention to propose the appointment of Prof. (Dr.) Mahesh Verma as a Director of the Company.

Prof. (Dr.) Mahesh Verma is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for appointment as a Director of the Company.

Prof. (Dr.) Mahesh Verma does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

Details of Prof. (Dr.) Mahesh Verma, pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided as part of the Postal Ballot Notice.

Except Prof. (Dr.) Mahesh Verma, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 2.

The Board of Directors of the Company recommends the resolution No. 2 of the Notice of Postal Ballot for approval of the shareholders.

Item No. 3

Upon the recommendations of the Nomination and Remuneration Committee, the Board at its meeting held on 8th February, 2021, appointed Mr. Salil Singhal as an Additional Director and Independent Director, subject to the approval of the shareholders, to hold office for five consecutive years effective from 8th February, 2021 to 7th February, 2026, not liable to retire by rotation.

Mr. Salil Singhal does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

The Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Mr. Salil Singhal for the office of Director.

Mr. Salil Singhal is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("the Act") and has given his consent for appointment as an Independent Director.

The Company has also received declaration from Mr. Salil Singhal that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI Listing Regulations.

The resolution seeks the approval of shareholders for the appointment of Mr. Salil Singhal as an Independent Director of the Company for a period of five consecutive years, from 8th February, 2021 to 7th February, 2026, pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the SEBI Listing Regulations, he will not be liable to retire by rotation.

As per Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, no listed entity shall appoint a person or continue the directorship of any persons as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect.

Mr. Salil Singhal would be attaining the age of 75 years during his tenure of Independent Director. In view of the Listing Regulations, for the continuation of Mr. Salil Singhal, as a Non-Executive Director, on his attaining the age of 75 years, consent of the shareholders would be required by way of a Special Resolution.

In the opinion of the Board, Mr. Salil Singhal fulfils the conditions for his appointment as an Independent Director of the Company as specified in the Act and rules made thereunder and Listing Regulations.

Mr. Salil Singhal is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Mr. Salil Singhal, pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided as part of the Postal Ballot Notice.

A copy of the draft letter of appointment of Mr. Salil Singhal as an Independent Director setting out the terms and conditions of his appointment would be available for inspection without any fee by the shareholders at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that appointment of Mr. Salil Singhal as an Independent Director will be of immense benefit to the Company and it is desirable to avail services of Mr. Salil Singhal as an Independent Director. Mr. Salil Singhal would bring with him

immense experience to the Company in the areas of Corporate Leadership, Financial Acumen, diversity, Governance, Technology and Risk Management, to name a few.

Except Mr. Salil Singhal, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice of Postal Ballot.

The Board of Directors of the Company recommends the resolution at Item No. 3 of the Notice of Postal Ballot, in relation to the appointment of Mr. Salil Singhal as an Independent Director, for approval of the shareholders, as Special Resolution.

Item No. 4

Ms. Vineeta Rai was on the Board of Directors of the Company as a Nominee Director of Govt. of NCT of Delhi since 7th November, 2014. On withdrawal of nomination of Ms. Vineeta Rai by the Govt. of NCT of Delhi as its nominee on the Board of Directors of the Company, she has tendered her resignation on 8th February, 2021.

In view of the background, experience and contributions made by Ms. Vineeta Rai during her tenure as a Nominee Director of Govt. of NCT of Delhi, it was felt that continued association of Ms. Vineeta Rai would be beneficial to the Company, therefore, based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 8th February, 2021, appointed Ms. Vineeta Rai as an Additional Director and Independent Director, subject to the approval of the shareholders, to hold office for five consecutive years effective from 8th February, 2021 to 7th February, 2026, not liable to retire by rotation.

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

The Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Ms. Vineeta Rai for the office of Director.

Ms. Vineeta Rai is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("the Act") and has given her consent for appointment as an Independent Director.

The Company has also received declaration from Ms. Vineeta Rai that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI Listing Regulations.

In the opinion of the Board, Ms. Vineeta Rai fulfils the conditions of appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations. She is independent of the management.

The resolution seeks the approval of shareholders for the appointment of Ms. Vineeta Rai as an Independent Director of the Company for a period of five consecutive years, from 8th February, 2021 to 7th February, 2026, pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations, she will not be liable to retire by rotation.

As per Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, no listed entity shall appoint a person or continue the directorship of any persons as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect.

Approval of the shareholders under regulation 17(1A) of the Listing Regulations for continuation of Ms. Vineeta Rai as a Non-Executive Director of the Company on her attaining the age of 75 years during her tenure of Non-Executive Director, had been obtained on 28th March, 2019.

However, consent of the shareholders is again been sought under regulation 17(1A) of the Listing Regulations, by way of a Special Resolution.

In the opinion of the Board, Ms. Vineeta Rai fulfils the conditions for her appointment as an Independent Director of the Company as specified in the Act and rules made thereunder and Listing Regulations.

Ms. Vineeta Rai is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Ms. Vineeta Rai, pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided as part of the Notice of Postal Ballot.

A copy of the draft letter of appointment of Ms. Vineeta Rai as an Independent Director setting out the terms and conditions of her appointment would be available

for inspection without any fee by the shareholders at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that appointment of Ms. Vineeta Rai as an Independent Director will be of immense benefit to the Company and it is desirable to avail services of Ms. Vineeta Rai as an Independent Director. Ms. Vineeta Rai would bring with her immense experience to the Company in the areas of Corporate Leadership, Diversity, Governance, Technology, Risk Management to name a few.

Except Ms. Vineeta Rai, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board of Directors of the Company recommends the resolution at Item No. 4 of the Notice of Postal Ballot, in relation to the appointment of Ms. Vineeta Rai as an Independent Director, for approval of the shareholders, as Special Resolution.

Item No. 5

Mr. Vinayak Chatterjee was appointed as an Independent Director of the Company and his term as an Independent Director of the Company was up to 31st March, 2021 ("first term").

The Nomination and Remuneration Committee of the Board, on the basis of the report of performance evaluation, has recommended re-appointment of Mr. Vinayak Chatterjee as an Independent Director for a second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that given his background and experience and contributions made by him during his tenure, the continued association of Mr. Vinayak Chatterjee would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director. Accordingly, the Board of Directors in the meeting held on 8th February, 2021, have re-appointed Mr. Vinayak Chatterjee as an Independent Director of the Company, not liable to retire by rotation, for second term of five consecutive years from 1st April, 2021 to 31st March, 2026, subject to the approval of the shareholders.

Mr. Vinayak Chatterjee is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 (“the Act”) and has given his consent for re-appointment as an Independent Director.

The Company has also received declaration from Mr. Vinayak Chatterjee that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI Listing Regulations.

Mr. Vinayak Chatterjee does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

In the opinion of the Board, Mr. Vinayak Chatterjee fulfils the conditions of appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations. He is independent of the management.

Details of Mr. Vinayak Chatterjee, pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) Secretarial Standards on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India are provided as part of the Notice of Postal Ballot.

A copy of the draft letter of appointment setting out the terms and conditions of his appointment, would be available for inspection without any fee by the shareholders at the Registered Office of the Company during normal business hours on any working day, excluding Saturday

Except Mr. Vinayak Chatterjee, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board of Directors of the Company recommends the resolution at Item No. 5 of the Notice of Postal Ballot, in relation to the re-appointment of Mr. Vinayak Chatterjee as an Independent Director, for approval of the shareholders, as Special Resolution.

Item No. 6

Upon the recommendations of the Nomination and Remuneration Committee, the Board of Directors in the meeting held on 7th April, 2021, has appointed Mr. Udit Prakash Rai as an Additional Director. As an Additional Director, Mr. Udit Prakash Rai holds office of Director only up to the next Annual General Meeting. A notice has been received from a member pursuant to Section 160 of the Companies Act, 2013,

signifying his intention to propose the appointment of Mr. Udit Prakash Rai as a Director of the Company.

Mr. Udit Prakash Rai is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for appointment as a Director of the Company.

Mr. Udit Prakash Rai does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

Details of Mr. Udit Prakash Rai, pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided as part of the Notice of Postal Ballot.

Except Mr. Udit Prakash Rai, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

The Board of Directors of the Company recommends the resolution No. 6 for approval of the shareholders.

Item No. 7

Upon the recommendations of the Nomination and Remuneration Committee, the Board of Directors in the meeting held on 7th April, 2021, has appointed Mr. Vikram Bhat as an Additional Director. As an Additional Director, Mr. Vikram Bhat holds office of Director only up to the Annual General Meeting. A notice has been received from a member pursuant to Section 160 of the Companies Act, 2013, signifying his intention to propose the appointment of Mr. Vikram Bhat as a Director of the Company.

Mr. Vikram Bhat is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for appointment as a Director of the Company.

Mr. Vikram Bhat does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

Details of Mr. Vikram Bhat, pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the

Institute of Company Secretaries of India are provided as part of the Notice of Postal Ballot.

Except Mr. Vikram Bhat, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7.

The Board of Directors of the Company recommends the resolution No. 7 for approval of the shareholders.

Item No. 8

Ms. Madhumita Ganguli, was appointed by the Board of Directors, as an Additional Director under section 161(1) of the Companies Act, 2013, in the capacity of “Non-Executive Non-Independent Director” on 26th July, 2019 although she fulfilled all the criteria required to be appointed as an Independent Director. Her appointment was regularised by the shareholders of the Company in the Annual General Meeting held on 20th September, 2019.

As the Chairman of the Board of the Company is a promoter director, at least half of the Board of the Company should comprise of Independent Directors in terms of regulation 17(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The composition of the Board of the Company was in consonance with the requirements of SEBI Listing Regulations, however, after the appointment of four Directors representing Govt. of NCT of Delhi on the Board of the Company, the total number of Non-Independent Directors in the Company increased to 9 (nine) while the number of Independent Directors remained 8 (eight). Thus, in order to maintain the composition of Board in compliance with SEBI LODR, it was required to induct one more Independent Director on the Board of the Company.

Ms. Madhumita Ganguli has tendered her resignation as “Non-Executive Non-Independent Director” from the Board of Directors of the Company on 9th June, 2021.

In view of the background, experience and contributions made by Ms. Madhumita Ganguli during her tenure as “Non-Executive Non-Independent Director”, it was felt that her continued association would be beneficial to the Company, therefore, based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 9th June, 2021, appointed Ms. Madhumita Ganguli as an Independent Director, subject to the approval of the shareholders, to hold office for

five consecutive years effective from 9th June, 2021 to 8th June, 2026, not liable to retire by rotation.

Ms. Madhumita Ganguli does not hold by herself or through her relatives on a beneficial basis, any shares in the Company.

The Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Ms. Madhumita Ganguli for the office of Director.

Ms. Madhumita Ganguli is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("the Act") and has given her consent for appointment as an Independent Director.

The Company has also received declaration from Ms. Madhumita Ganguli that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI Listing Regulations.

In the opinion of the Board, Ms. Madhumita Ganguli fulfils the conditions of appointment as an Independent Director as specified in the Act and the Listing Regulations. She is independent of the management.

The resolution seeks the approval of shareholders for the appointment of Ms. Madhumita Ganguli as an Independent Director of the Company for a period of five consecutive years, from 9th June, 2021 to 8th June, 2026, pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations, she will not be liable to retire by rotation.

In the opinion of the Board, Ms. Madhumita Ganguli fulfils the conditions for her appointment as an Independent Director of the Company as specified in the Act and rules made thereunder and Listing Regulations.

Ms. Madhumita Ganguli is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Ms. Madhumita Ganguli, pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided as part of the Notice of Postal Ballot.

A copy of the draft letter of appointment of Ms. Madhumita Ganguli as an Independent Director setting out the terms and conditions of her appointment, would be available for inspection without any fee by the shareholders at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that appointment of Ms. Madhumita Ganguli as an Independent Director will be of immense benefit to the Company and it is desirable to avail services of Ms. Madhumita Ganguli as an Independent Director. Ms. Madhumita Ganguli would bring with her immense experience to the Company in the areas of Corporate Leadership, Diversity, Governance, Technology, Risk Management to name a few.

Except Ms. Madhumita Ganguli, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board of Directors of the Company recommends the resolution at Item No. 8 of the Notice of Postal Ballot, in relation to the appointment of Ms. Madhumita Ganguli as an Independent Director, for approval of the shareholders, as Ordinary Resolution.

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

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

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

Date: 9th June, 2021

PROFILE OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT.

The particulars of the Directors who are proposed to be appointed / re-appointed as required under SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) are as given below:

i. Name : Mr. Jasmine Shah (DIN 08621290)

Age	40 Years
Relationship with other Directors	None
Qualifications	<ul style="list-style-type: none"> • B. Tech and M. Tech in Mechanical Engineering from IIT Madras. • Master of Public Administration from School of International and Public Affairs at Columbia University, New York.
Experience	<p>Mr. Jasmine Shah has been the Vice Chairperson of Dialogue and Development Commission, a position holding the rank of a Minister in the Government of NCT of Delhi, since November 2018. Mr. Shah has wide experience working on urban governance and policy issues.</p> <p>He has also worked on several crucial transport reforms of the Delhi government such as the EV Policy, Common Mobility Card, Bus Route Rationalization and, large-scale induction of electric buses, among other projects. Mr. Shah has previously worked at the Massachusetts Institute of Technology's Jameel Poverty Action Lab (J-PAL) where he was the Deputy Director of its South Asia office.</p>
Expertise in specific functional areas.	Healthcare, Diversity, Governance, Technology, Risk Management
Terms and conditions of Appointment / Re-appointment	Non-Executive Director, liable to retire by rotation
Date of first appointment on the Board.	8 th February, 2021
Number of meetings of the Board attended during the financial year 2020-21	None
Directorship of other Board as on 31 st March, 2021.	<p><u>Public Limited Companies</u></p> <ol style="list-style-type: none"> 1. BSES Yamuna Power Ltd. 2. BSES Rajdhani Power Ltd. 3. Tata Power Delhi Distribution Ltd.
Membership / Chairmanship of Committees of other Boards as on 31 st March, 2021.	<p><u>CSR Committee</u></p> <p>BSES Yamuna Power Ltd., Member BSES Rajdhani Power Ltd., Member Tata Power Delhi Distribution Ltd., Member</p>

ii. Name : Prof. (Dr.) Mahesh Verma (DIN 08997324)

Age	64 Years
Relationship with other Directors	None
Qualifications	BDS, MDS, MBA, PhD, FAMS, FDSRCS (England), FDSRCPSG (Glasgow), FDSRCS (Edinburgh), PhD (hc) WHO Fellow (USA) FAIMER Fellow (USA) T.C. White Fellow (Glasgow)
Experience	<p>Prof. (Dr.) Mahesh Verma is currently the Vice-Chancellor of Guru Gobind Singh Indraprastha University, New Delhi. Previously, Prof. Verma has been Dean of Maulana Azad Institute of Dental Sciences, New Delhi, where he continues his association as Professor Emeritus.</p> <p>Dr. Mahesh Verma is the President of International Association for Dental Research (IADR) India Division and Indian Academy of Restorative Dentistry (IARD); and Past President of Indian Dental Association, Indian Prosthodontic Society, International College of Dentists (Section VI), Pierre Fauchard Academy and various other professional organizations.</p> <p>For his distinguished services to the nation, Dr. Mahesh Verma has been honored thrice by the President of India. He received the, Dr. B.C. Roy Award 2007; the Padma Shri in 2014; and the National Award for Science & Technology in 2020. He has also been honored with the State Award by the Government of Delhi.</p>
Expertise in specific functional areas.	Corporate Leadership, Healthcare, Financial Acumen, Diversity, Governance, Technology, Risk Management
Terms and conditions of Appointment / Re-appointment	Non-Executive Director, liable to retire by rotation
Date of first appointment on the Board.	8 th February, 2021
Number of meetings of the Board attended during the financial year 2020-21	None
Directorship of other Board as on 31 st March, 2021.	None
Membership / Chairmanship of Committees of other Boards as on 31 st March, 2021.	None

iii. Name : Mr. Salil Singhal (DIN 00006629)

Age	74 Years
Relationship with other Directors	None
Qualifications	B.A. (Hons.), Political Science from St. Xaviers, Mumbai
Experience	<p>Mr. Salil Singhal is the Chairman Emeritus of PI Industries Ltd and has been associated with Industry since 1965.</p> <p>His Industry interests are in the fields of agrochemicals, fine chemicals, electronic metering services and solutions, mining and mineral processing.</p> <p>Mr. Singhal brings a strong marketing and business development focus to the businesses, making them not only international in outlook but also strong in research and development. Each company in the Group is known to be in the forefront of technology. The Group enjoys an excellent reputation for its high standards of business ethics, and for fair and transparent business practices</p> <p>The Group presently employs over 12000 people including 800 people in the area of research/development and innovation and does business in over 50 countries. The Group has factories in many parts of India.</p> <p>He was a member of the Executive Committee of the Federation of Indian Chamber of Commerce and Industry (FICCI) and the Chairman of FICCI's Environment Committee for 5 years.</p> <p>Mr. Singhal was the Chairman of the Confederation of Indian Industry (CII) Northern Region which comprise of 9 north Indian states with over 2200 members, for the year 2008-09. Then he headed CII's National Council for MSMEs for one year. He was also Chairman, CII National Council of Agriculture for 3 years till recently. Presently, he heads the CII task force on Agrochemicals.</p> <p>He has been a member of CII's National Council since 12 years. He is also an active member of CII National Council on Agriculture, CII National Council on Public Policy and CII National Committee on Environment.</p>

	Presently he is a member of SCALE (Steering Committee on Advancing Local value - and Exports) appointed by DPIIT and closely working under the leadership of Hon'ble Commerce and Industries Minister, Shri Piyush Goyal for the rapid growth of the identified 24 Champion industry sectors.
Expertise in specific functional areas.	Corporate Leadership, Diversity, Governance, Risk Management
Terms and conditions of Appointment / Re-appointment	Non-Executive Independent Director, not liable to retire by rotation
Date of first appointment on the Board.	8 th February, 2021
Number of meetings of the Board attended during the financial year 2020-21	None
Directorship of other Board as on 31 st March, 2021.	<p><u>Public Limited Companies</u></p> <ol style="list-style-type: none"> 1. Secure Meters Ltd. 2. Wolkem India Ltd. 3. PILL Finance and Investments Ltd. 4. Somany Ceramics Ltd. 5. Mahindra World City (Jaipur) Ltd. <p><u>Private Limited Companies</u></p> <ol style="list-style-type: none"> 1. Lake Palace Hotels & Motels Pvt. Ltd. 2. Historic Resort Hotels Pvt. Ltd.
Membership / Chairmanship of Committees of other Boards as on 31 st March, 2021.	<p><u>Audit Committee</u></p> <p>Somany Ceramics Ltd., Member</p> <p><u>CSR Committee</u></p> <p>Somany Ceramics Ltd., Member</p>

iv. Name : Ms. Vineeta Rai (DIN 0703113)

Age	76 Years
Relationship with other Directors	None
Qualifications	IAS Officer of 1968 Batch (AGMUT cadre), B.A. (Hons) Delhi University, B.A. (American History and Politics), Brandeis University, USA Visiting Fellow in public administration for one academic year at Queen Elizabeth House, Oxford University, UK
Experience	Ms. Vineeta Rai has extensive experience in Public Administration particularly in the fields of Health Administration and Finance with work experience in the Ministry of Health and Family Welfare, Government of India, as Secretary Banking, Insurance and Revenue in the Ministry of Finance (Government of India). She has served as Director on the boards of several Banks and Insurance Companies as also on Delhi Metro Railway Corporation and PGI (Chandigarh).
Expertise in specific functional areas.	Corporate Leadership, Healthcare, Diversity, Governance
Terms and conditions of Appointment / Re-appointment	Non-Executive Independent Director, not liable to retire by rotation
Date of first appointment on the Board.	7 th November, 2014
Number of meetings of the Board attended during the financial year 2020-21	4
Directorship of other Board as on 31 st March, 2021.	None
Membership / Chairmanship of Committees of other Boards as on 31 st March, 2021.	None

v. Name : Mr. Vinayak Chatterjee (DIN 00008933)

Age	61 Years
Relationship with other Directors	None
Qualifications	B.A. (Hons.), MBA from Indian Institute of Management, Ahmedabad.
Experience	<p>Mr. Vinayak Chatterjee graduated in Economics (Hons.) from St. Stephen's College, Delhi University and did his MBA from the Indian Institute of Management, Ahmedabad. He co-founded Feedback Infra (P) Ltd. in the year 1990.</p> <p>Feedback Infra is India's leading provider of professional and technical services in the infrastructure sector. These services include Advisory, Planning & Engineering, Project Management and Operations & Maintenance. Feedback Infra has over 7500 professionals, predominantly engineers and MBAs from India's top schools. It is headquartered in Gurgaon, NCT of Delhi, and has Regional Offices in Mumbai, Bhubaneswar, Bangalore, Chandigarh, Hyderabad and Ahmedabad; and overseas offices in Dubai, Jakarta and Kathmandu.</p> <p>Mr. Chatterjee has often been called upon to play a strategic advisory role to leading domestic and international corporates, the Government of India, various Ministries dealing with infrastructure, as well as multilateral and bilateral institutions in the areas of infrastructure planning and implementation. He is one of the leading proponents of the Public-Private Partnership (PPP) model for developing India's infrastructure.</p>
Expertise in specific functional areas.	Corporate Leadership, Financial Acumen, Diversity, Governance
Terms and conditions of Appointment / Re-appointment	Non-Executive Independent Director, not liable to retire by rotation
Date of first appointment on the Board.	1 st April, 2016
Number of meetings of the Board attended during the financial year 2020-21	4

<p>Directorship of other Board as on 31st March, 2021.</p>	<p><u>Public Limited Companies</u></p> <ol style="list-style-type: none"> 1. Apollo Hospitals Enterprise Ltd. 2. Feedback Energy Distribution Company Ltd. 3. ACC Ltd. <p><u>Private Limited Companies</u></p> <ol style="list-style-type: none"> 1. Mission Holdings Private Ltd. 2. Feedback Infra Private Ltd. 3. Feedback Highways OMT Private Ltd. 4. Feedback Power Operations & Maintenance Services Private Ltd.
<p>Membership / Chairmanship of Committees of other Boards as on 31st March, 2021.</p>	<p><u>Audit Committee</u></p> <p>ACC Ltd., Member</p> <p><u>Nomination and Remuneration Committee</u></p> <p>Apollo Hospitals Enterprise Ltd., Chairman ACC Ltd., Member</p> <p><u>Risk Management Committee</u></p> <p>Apollo Hospitals Enterprise Ltd., Member</p>

vi. Name : Mr. Udit Prakash Rai (DIN 07573658)

Age	37 Years
Relationship with other Directors	None
Qualifications	BE, IAS
Experience	Administrative Services
Expertise in specific functional areas.	Governance, Technology, Risk Management
Terms and conditions of Appointment / Re-appointment	Non-Executive Director, liable to retire by rotation
Date of first appointment on the Board.	7 th April, 2021
Number of meetings of the Board attended during the financial year 2020-21	Not Applicable
Directorship of other Board as on 31 st March, 2021.	None
Membership / Chairmanship of Committees of other Boards as on 31 st March, 2021.	None

vii. Name : Mr. Vikram Bhat (DIN 09076418)

Age	45 Years
Relationship with other Directors	None
Qualifications	MS in Computer Science – New York University Bachelors in Education – Christ University
Experience	<p>Mr. Vikram Bhat is working as a Consultant, Delhi Technological University. Mr. Bhat has worked closely with the Dy CM's office on various policy issues in Education, COVID management & Labour/Employment. He has previously held senior management positions in respected Education non-profits such as Teach for India and Dream a Dream.</p> <p>Prior to his career in Education, he has strong corporate leadership experience in financial markets, managing fiduciary relationships and executing complex technology projects.</p>
Expertise in specific functional areas.	Corporate Leadership, Financial Acumen, Governance, Technology, Risk Management
Terms and conditions of Appointment / Re-appointment	Non-Executive Director, liable to retire by rotation
Date of first appointment on the Board.	7 th April, 2021
Number of meetings of the Board attended during the financial year 2020-21	Not Applicable
Directorship of other Board as on 31 st March, 2021.	None
Membership / Chairmanship of Committees of other Boards as on 31 st March, 2021.	None

viii. Ms. Madhumita Ganguli (DIN 00676830)

Age	64 Years
Relationship with other Directors	None
Qualifications	LL.B.
Experience	Ms. Madhumita Ganguli is a member of the Executive Management of HDFC Ltd, India's fastest largest mortgage lender. She is a lawyer by profession and through her experience she is a housing finance professional. She has a experience of over 38 years in the field of Legal, Business Operations and real estate. Also She is heading the various committees like Audit, Risk, Fraud and Complaint Committee on Sexual Harassment.
Expertise in specific functional areas.	Corporate Leadership, Diversity, Governance, Risk Management
Terms and conditions of Appointment / Re-appointment	Non-Executive Independent Director, not liable to retire by rotations
Date of first appointment on the Board.	26 th July, 2019
Number of meetings of the Board attended during the financial year 2020-21	4
Directorship of other Board as on 31 st March, 2021.	<p>Public Limited Companies</p> <ol style="list-style-type: none"> 1. Transunion Cibil Limited 2. HDFC Capital Advisors Limited 3. CL Educate Limited <p>Private Limited Companies</p> <ol style="list-style-type: none"> 1. HDFC Credila Financial Services Private Limited
Membership / Chairmanship of Committees of other Boards as on 31 st March, 2021.	<p><u>Audit Committee</u> CL Educate Limited, Member HDFC Credila Financial Services Private Limited, Member</p> <p><u>CSR Committee</u> HDFC Credila Financial Services Private Limited, Member Transunion Cibil Limited, Member</p>