



VIJAYA[®]
DIAGNOSTIC
CENTRE

September 06, 2024

To,
Listing Department
National Stock Exchange Of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai-400 051
Company Code No. VIJAYA

To,
The Corporate Relations Department
BSE Limited,
Phiroz Jeejeebhoy Towers,
25th floor, Dalal Street,
Mumbai - 400 001
Company Code No. 543350

Dear Sir/Madam,

Sub: Summary of the Proceedings of the 22nd Annual General Meeting.

Pursuant to Regulation 30 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings of the 22nd Annual General Meeting of the members of **Vijaya Diagnostic Centre Limited** held on Friday, September 06, 2024, at 11:30 a.m. (IST), through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

We request you to take the same on record.

Thanking you,

Yours faithfully
For Vijaya Diagnostic Centre Limited

Hansraj Singh
Company Secretary & Compliance Officer
M. No. F11438



SUMMARY OF PROCEEDINGS OF 22nd ANNUAL GENERAL MEETING OF VIJAYA DIAGNOSTIC CENTRE LIMITED

The 22nd Annual General Meeting (“AGM”) of the members of **Vijaya Diagnostic Centre Limited** (“Company”) was held on **Friday, September 06, 2024, at 11:30 a.m. (IST)**, through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

The following Directors were present:

1. Mr. Sura Surendranath Reddy, Executive Director & Chairman of the Meeting
2. Mr. K. Sunil Chandra, Executive Director
3. Ms. S Suprita Reddy, Managing Director & CEO
4. Mrs. S Geeta Reddy, Non-Executive Director
5. Mr. C Satyanarayana Murthy, Independent Director & Chairman of Audit Committee and Nomination and Remuneration Committee
6. Mr. D Nageshwar Reddy, Independent Director & Chairman of Stakeholders Relationship Committee
7. Mr. Shekhar Prasad Singh, Independent Director & Chairman of Corporate Social Responsibility Committee

In attendance:

1. Mr. Hansraj Singh, Company Secretary & Compliance Officer
2. Mr. Narasimha Raju KA, Chief Financial Officer
3. Mr. Amit Bajaj, Partner, M/s. B S R and Co, Statutory Auditors
4. Mr. D. Balaram Krishna, Secretarial Auditor & Scrutinizer

The meeting was attended by 73 members through VC/OAVM.

Dr. Manjula Anagani, Independent Director, of the company could not attend the AGM due to her pre-occupation and other professional commitments.

The Company Secretary welcomed all the members to the 22nd AGM of the Company and informed the members that meeting is being held through Video conference / Other audio visual means, in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India (‘SEBI’) from time to time.

Further, it was informed that the Notice of the 22nd AGM together with the Annual report of the Company for the financial year 2023-2024 has been sent electronically to all the members of the Company, whose e-mails were registered with the Company or Depositories. The 22nd AGM Notice and Auditor’s Report were taken as read. Members were requested to note that there were no qualifications, observations, or adverse comments on the financial statements in the Auditor’s report. Further, there were no qualifications, observations, or adverse remarks on the Secretarial Audit Report given by the secretarial auditor of the Company.

Further, the members were informed that the Register of Directors’ and KMP and their Shareholding maintained under Section 170 of the Companies Act, 2013, Register of



contracts maintained under Section 189 of the Companies Act, 2013 and Compliance Certificate obtained from Secretarial Auditor in compliance with Regulation 13 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, were available for inspection electronically by all the Members at any time during that meeting.

Further, the members were informed that pursuant to Section 108 of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, facility to vote electronically on all the resolutions set forth in the 22nd AGM notice was provided to all the members of the Company, through e-voting service provider, Kfin Technologies Ltd ('Kfin'). The Remote E-voting facility was open from 9:00 a.m. on September 03, 2024 until 5:00 pm on September 05, 2024.

Members were informed that the Board of Directors had appointed Mr. D. Balarama Krishna, Practising Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during this AGM.

Further, it was informed that the members who had exercised their right to vote through remote e-voting and who were present at that AGM, may participate in that meeting, however, they were not be allowed to vote again.

As the requisite quorum for the meeting was present, Chairman called the meeting to order and Mr. Sunil Chandra Kondapally, Executive Director of the Company on behalf of Chairman welcomed all the shareholders to the AGM and addressed all the shareholders through his welcome note.

Later, he handed over the forum to Ms. S Suprita Reddy, Managing Director & Chief Executive Officer (MD&CEO) of the Company to brief the shareholders about the financial & operational performance and other updates of the Company for the financial year 2023-24.

Ms. S Suprita Reddy, MD & CEO welcomed all the shareholders and briefed them about the Company, its competitive strength and the operational & financial performance of the Company for FY2024.

Thereafter, the floor was open to speaker shareholders to offer their comments and seek clarifications, if any. Few speaker shareholders offered their comments, posed various questions, and sought various clarifications from the company. The management of the Company had addressed all the queries and provided the respective clarifications raised by speaker shareholders satisfactorily.

The following businesses as set out in the 22nd AGM Notice were transacted:

Ordinary Business:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, and the Reports of the Board of Directors and Statutory Auditors thereon.



2. To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, and the Report of Statutory Auditors thereon.
3. To declare final dividend of ₹1 (i.e., 100%) per equity share of face value of ₹1/- each for the financial year ended March 31, 2024.
4. To appoint a director in place of Dr. Sura Surendranath Reddy (DIN: 00108599), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

Special Business:

5. To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2025.
6. To consider and approve the re-appointment of Dr. Sura Surendranath Reddy (DIN: 00108599) as a Whole-Time Director and Chairman of the Company for a term of five (5) years.
7. To consider and approve the re-appointment of Mr. Sunil Chandra Kondapally (DIN: 01409332) as a Whole-Time Director of the Company for a term of five (5) years.

Further, it was informed that the shareholders who were present at the meeting and who had not cast their vote prior to the Meeting, may exercise their right to vote on the resolutions set forth in the 22nd AGM Notice, within 15 minutes from the conclusion of the AGM and thereafter Kfin will disable the said facility.

Further, it was informed that the Scrutinizer appointed by the Board shall submit his Report on e-voting within two (2) working days to the Chairman or any other person authorised by the chairman. Accordingly, results of the e-voting will be declared and will be disclosed to the Stock Exchanges, i.e., National Stock Exchange of India Limited and BSE Limited respectively and the said results will also be hosted at the Company's website www.vijayadiagnostic.com and also hosted on the website of Kfin.

All the resolutions, if passed with requisite majority shall be deemed to be passed on the date of this, AGM i.e., September 06, 2024.

As all the business matters as proposed for consideration in the meeting had been transacted, Mr. Sunil Chandra Kondapally, Executive Director, had proposed vote of thanks and thanked all the shareholders, directors and all other stakeholders, who had taken interest to attend and participate in this AGM.

The meeting concluded at 12:46 p.m. (IST).
