



DHCL/22-23/

05th Sept, 2022

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code – 542248

Subject: Intimation regarding 26th Annual General Meeting on Friday, 30th September, 2022 and Cutoff date for the purpose of e-voting.

This is to inform that the 26th Annual General Meeting (“AGM”) of the members of the Company will be held on Friday, 30th September, 2022 at 12:00 p.m. IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In compliance with the relevant circulars, the Annual Report for the financial year 2021-22, comprising the Notice of the AGM and the standalone and consolidated financial statements for the financial year 2021-22, along with Board's Report, Auditors' Report and other documents required to be attached thereto, have been sent to all the members of the Company whose email addresses are registered with the Company / Depository Participant(s).

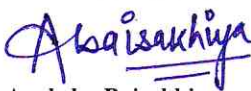
The details such as manner of (i) registering / updating email addresses, (ii) casting vote through e-voting and (iii) attending the AGM through VC / OAVM has been set out in the Notice of the AGM.

The remote e-voting facility will be available during the following period -

Commencement of e-voting: From 9.00 a.m. (IST) on 27th September, 2022;
End of e-voting: Up to 5.00 p.m. (IST) on 29th September, 2022.

The Company has fixed Friday, 23rd September, 2022 as the “Cut-off Date” for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the AGM or to attend the AGM.

For Deccan Healthcare Limited



Apeksha Baisakhya
Company Secretary & Compliance Officer



Registered Office:

H.No. 6-3-348/4, Dwarakapuri
Colony Punjagutta, Hyderabad,
T.G - 500 082, India

Innovation Hub & Manufacturing:

Plot No.13, Sector-03, (SIDCUL), IIE,
Pantnagar, Udham Singh Nagar,
U.K - 263 153, India

CIN: L72200TG1996PLC024351. Estd: 1996 | E-mail: info@deccanhealthcare.co.in



NOTICE

Notice is hereby given that the 26th Annual General Meeting (AGM) of members of Deccan Healthcare Limited will be held on Friday the 30th September, 2022 at 12:00 PM through Video Conferencing (VC) or Other Audio Visual Means (OAVM), to transact the following businesses:

ORDINARY BUSINESSES

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March, 2022, the Statement of Profit & Loss, Cash Flow, and notes thereto of the Company for the Financial Year ended 31st March 2022 and the reports of the Board of Directors and Auditors thereon as on that date.
2. To appoint a director in place of Mr. Hitesh Patel (DIN: 02080625) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

SPECIAL BUSINESSES

3. TO CHANGE THE DESIGNATION OF MRS. MEENAKSHI GUPTA FROM WHOLE TIME DIRECTOR (DIN: 00574624) TO NON EXECUTIVE DIRECTOR.

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

“RESOLVED THAT in suppression of all the earlier resolutions approved by the shareholders at

the 21st Annual General Meeting of the company, and upon the recommendation of the Board of Directors, Mrs. Meenakshi Gupta, who was appointed as the whole time director of the company for a period of three years from 30th August, 2020 till 31st August, 2023 be and is hereby re designated and appointed as a non-executive director with effect from the date of this meeting i.e. 30th September, 2022 whose term of office shall be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT all the terms and conditions as were applicable to a whole time director stands withdrawn w.e.f. 30th September, 2022 with respect to the payment of remuneration and others.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to modify the designation of Mrs. Meenakshi Gupta, from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things and to take all such steps as may be considered necessary to give effect to the aforesaid resolution.”

4. TO APPROVE THE TRANSACTIONS/CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES UNDER REGULATION 23 OF THE SEBI (LODR) REGULATIONS, 2015:

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 (“SEBI Listing Regulations”) read with the

provisions of section 188 read with section 185 of the Companies Act, 2013 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party Transactions, consent of the members of the company be and is hereby accorded to enter into transactions/ contracts / arrangement, in the ordinary course of its business and on arm's length basis, for purchase, sale or deal in the products, goods, stock in trade, Transfer of Resources including receiving/ providing loans and advances or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount upto Rs.100 Crores (Rupees One Hundred Crore only) in each financial year.

RESOLVED FURTHER THAT the Board of Directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company."

5. TO GIVE AUTHORITY TO MAKE LOANS, GIVE SECURITY OR PROVIDE CORPORATE GUARANTEE UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as **Special Resolution** for authority to the Board to make loans, give security or provide corporate guarantee to companies/ body corporate in which directors are concerned or interested under section 186 of the Companies Act, 2013:

"RESOLVED THAT pursuant to provisions of section 185 read with section 186 and 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendment, modification or re-enactment thereof) the approval of Members of the Company, be and is hereby accorded for authority to the Board of directors and/ or committee thereof for providing any advance(s), loan(s), any loan represented by book debts, and/ or to give guarantee or to provide any security on the assets of the Company in connection with loan taken

by the companies/bodies corporate in which any director of the company is directly or indirectly concerned and/or interested from time to time subject to the maximum amount of Loans/ Advances and or guarantee and securities not exceeding 50.00 crores (Fifty Crores) at any point of time at an interest rate as may be mutually agreed."

6. TO RATIFY THE APPOINTMENT OF MR. RAVI RAMPRASAD (DIN: 03077288) AS 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 the provisions of section 161, 152 and other applicable provision of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any modification, re enactments made thereof for the time being in force), Mr. Ravi Ramprasad (DIN: 03077288), who was appointed as additional director by the Board of Directors in their meeting held on 02.09.2022 on the recommendation of Nomination & remuneration Committee and who holds office upto the date of ensuing annual general meeting only , be and is hereby appointed as Non-executive Director of the company, whose period of office shall be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT, the Board of Directors of the company be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be considered necessary and expedient to give effect to the aforesaid resolution."

7. TO REVISE THE REMUNERATION OF THE MANAGING DIRECTOR MR. MINTO PURSHOTAM GUPTA (DIN: 00843784).

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

"RESOLVED THAT pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of

the Company and recommendation of the Nomination and Remuneration Committee and Audit Committee, approval of the Company be and is hereby accorded for revision in the remuneration of Mr. Minto Purshotam Gupta [DIN:00843784], Managing Director of the Company, from existing Rs. 90 Lakhs p.a. to Rs. 1.50 Crores p.a.

RESOLVED FURTHER THAT except the above revision in the remuneration, the other terms and conditions remain unchanged as specified in the explanatory statement annexed with this notice.”

8. TO REAPPOINT DR. MINTO PURSHOTAM GUPTA (DIN: 00843784) AS THE MANAGING 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 the provisions of Sections 197, 196 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Companies (appointment and remuneration of Managerial personnel) Rules, 2014 (including any statutory modification (s) thereto or re-enactment thereof for time being in force), the consent of the Members be and is hereby accorded for the re-appointment of Dr. Minto P. Gupta as the Managing Director of Company for a period of 5 Years with effect from 31st August, 2023 to 30th August, 2028, on the terms and conditions including Remuneration as set out in the Statement annexed to this Notice, with the liberty to the Board of Directors to alter and vary the terms and conditions including

the Remuneration so as not to exceed the limits specified in the Act, including any statutory modification(s) or re-enactment(s) thereof for the time being in force or any amendments and modifications that may hereafter be made and as may be agreed to between the Board of Directors and Dr. Minto P. Gupta.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things and to take all such steps as may be considered necessary to give effect to the aforesaid resolution.”

By order of the Board of Directors of
Deccan Healthcare Limited

Sd/-

Date: 02.09.2022
Place: Hyderabad

Apeksha Baisakhiya
Company Secretary
M.No.A53813

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13thApril, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5thMay, 2020, Circular No. 2/2021 dated 13thJanuary, 2021 and Circular No. 2/2022 dated 5thMay, 2022, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.
2. Pursuant to the Circular No. 14/2020 dated 8thApril, 2020 followed by Circular No. 2/2021 dated 13thJanuary, 2021, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020, 5th May, 2020 13th January, 2021 and Circular No. 2/2022 dated 5th May, 2022 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, and independent agency for providing necessary platform for Video Conference/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by CDSL.
6. The Notice calling the AGM along with complete Annual Report has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. at www.bseindia.com, and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and providing necessary platform for Video Conference/OAVM) i.e. www.evotingindia.com.
7. This AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 20/2020 dated 5th May, 2020 Circular No. 2/2021 dated 13th January, 2021 and MCA Circular No. 2/2022 dated 5th May, 2022.
8. In compliance with the aforesaid MCA Circulars dated 5thMay, 2020 and SEBI Circular dated May 12, 2020 followed by May 13, 2022, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website - <http://www.deccanhealthcare.co.in>, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of CDSL <https://www.cDSL.com>.

evotingindia.com. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking at Covid-19.

9. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
10. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special business at the meeting is annexed and forms part of the Notice.
11. Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive) for the Annual General Meeting. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date 23rd September, 2022, (Friday).
12. CS Monika Bhatia, Practicing Company Secretary (M. No. ACS 10397 & C.P. No. 13348) and Proprietor of M/s. M.R Bhatia & Co., Company Secretaries, Ahmedabad has been appointed as the Scrutinizer to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.
13. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting at its email ID companysecretary@deccanhealthcare.co.in so that the information required may be made available at the Meeting.
14. The Members are requested to: a) - Intimate changes, if any, in their registered addresses immediately. b) - Quote their ledger folio number in all their correspondence. c) - Send their Email address to us for prompt communication and update the same with their D.P to receive softcopy of the Annual Report of the Company.
15. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent Bigshare Services Pvt. Ltd., having email Id amarendranath.r@bigshareonline.com and bsshyd@bigshareonline.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.
16. The report on Management Discussion and Analysis also form part to the report of the Board Report.
17. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 26th AGM. Members seeking to inspect such documents can send an email to companysecretary@deccanhealthcare.co.in.
18. As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent of the Company, Big share services Pvt. Ltd., Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East ,Mumbai,Maharashtra,400059 having email Id amarendranath.r@bigshareonline.com and bsshyd@bigshareonline.com.
19. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their depository participants. Members holding shares in physical form are requested to submit their PAN details to the company's RTA.
20. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., For shares held in electronic form: to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically

reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members. For shares held in physical form: to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021, as per instructions mentioned in the form. The said form can be downloaded from the Members' Reference available on the Company's website <http://kritiindustries.com> under Standard documents for Investors and is also available on the website of the RTA.

21. 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 securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Standard documents for Investors available on the Company's website <http://www.deccanhealthcare.co.in> and is also available on the website of the RTA. It may be noted that any service request can be processed only after the folio is KYC Compliant.

22. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

23. Voting through electronic means

1. Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and nonindividual shareholders in demat mode.

- i. The voting period begins on 27th September, 2022 at 9.00 AM and ends on 29th September, 2022 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2022 (Friday) of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode. iv. 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/ NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. Individual Shareholders holding securities in Demat mode with CDSL Depository</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at 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 e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL Depository	<p>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.nsd.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 company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Individual Shareholders holding securities in demat mode with NSDL Depository</p> <p>2. If the user is 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</p>

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-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 to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login Type	Helpdesk Details
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 no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members 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.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

v. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on “Shareholders” module.
3. Now enter your User ID a. For CDSL: 16 digits beneficiary ID, b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID, c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

Login Type	For Physical shareholders and other than individual shareholders holding shares in Demat
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence

	number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field

vi. After entering these details appropriately, click on “SUBMIT” tab.

vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix. Click on the **EVSN for the relevant Deccan Healthcare Limited** on which you choose to vote.

x. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

xii. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

xv. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvi. There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

xvii. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

d. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

e. It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

f. Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address companysecretary@deccanhealthcare.co.in, if they have voted from individual tab & not uploaded

same in the CDSL e-voting system for the scrutinizer to verify the same.

Instructions for Shareholders Attending the AGM Through VC/ OAVM & E-Voting During Meeting Are as Under:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at companysecretary@deccanhealthcare.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote

through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25thFloor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.
4. Members can also update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s). Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e. 23rd September, 2022 (Friday), may obtain the login ID and



password by sending a request at amarendranath.r@bigshareonline.com.

5. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 23rd September, 2022 (Friday) only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.

6. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.

7. The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company - <http://www.deccanhealthcare.co.in> and on the

website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd.

8. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

M/s. Big Share Services Pvt Ltd. Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai, Maharashtra, 400059 Tel: 022 – 62638200 Fax - 022 - 62638299 E-mail: amarendranath.r@bigshareonline.com.

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No.3

In view of the re-constitution of the Board of Directors of the company, the nomination and remuneration committee of the company has decided to re-designate Mrs. Meenakshi Gupta as the non-executive director, who was originally re-appointed as the whole time director for a period of three years w.e.f 30th August, 2020 till 31st August, 2023.

The proposed re-designation shall be effective from the date of this meeting i.e. 30th September, 2022 and she shall not be entitled to receive any remuneration after this re-designation.

None of the Directors (other than Mrs. Meenakshi Gupta and her husband Dr. Minto P. Gupta), Managers or Key Managerial Personnel or any of the relatives of any of the Directors, Managers or Key Managerial Personnels are interested or deemed to be interested, financial or otherwise, in the proposed Resolution and the proposed Resolution does not relates to or affects any other company.

Item No.4:

Based upon the recommendation of Audit Committee, the Board recommends the ordinary resolution set forth at item no.4 of notice for approval by the members for the related party transactions upto the amount of Rs.100 Crores.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, no Related Party shall vote to approve the Special Resolution set forth at Item No. 4 of the Notice, whether the entity is a Related Party to the particular transaction or not.

None of the other Directors, KMPs and/ or their respective relatives are in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 4 of the Notice.

Item No.5:

As per sub section (2) & (3) of section 186 of the Companies Act, 2013, a company is required to obtain the prior approval of the members through a special resolution, in case the company wants to –

(a) give any loan to any person or other body corporate;(b) give any guarantee or provide any security in connection with a loan to any other body corporate or person; and

(c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate,

Exceeding 60% of the paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more.

Your company is growing and therefore in order to capitulate the various opportunities prevailing in the industry, the Board of Directors are seeking approval of the members pursuant to section 186 provisions over and above the limit as specified in the resolution at item no.5.

The said approval is sought keeping in mind the fund requirements of the company and its group companies to meet urgent needs from time to time to yield and grow in business segment.

None of the other Directors, KMPs and/ or their respective relatives are in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 5 of the Notice.

The Board commends to passing of the Special Resolution as set out at item No.5.

Item No.6:

Members are hereby informed that upon the recommendation of Nomination & Remuneration Committee, the Board of Directors at their meeting held on 02.09.2022, have appointed Mr. Ravi Ramprasad as Additional Director (DIN:03077288) to hold the office upto the date of this Annual General Meeting.

The Company received his consent to act as director on 8th July, 2022 and who was appointed by the Board of Directors as an Additional Director on 02.09.2022.

Further Mr. Ravi Ramprasad has been long associated with media industry and has launched the first ever shipping and logistics magazine Maritime Gateway and many more. He is well qualified and experienced for this designation.

His appointment as additional director needs to be ratified under the provisions of section 161 of the Companies Act, 2013 by shareholders in the General Meeting. Thus the members approval is solicited for the resolution set out at Item No.6 of the Notice by way of Ordinary Resolution.

His appointment shall be subject to such terms & conditions as may be decided by the Board of Directors.

None of the Directors, Key Managerial Personal or their relatives are concerned or interested financial or otherwise in the aforesaid resolution.

Item No. 7

Dr. Minto Purshotam Gupta was last re-appointed as Managing Director of the Company with effect from 30th August, 2020 for a period of 3 year at a remuneration of Rs. 90 Lakhs p.a..

The Remuneration & Nomination Committee and the Board of Directors at their respective meetings held on 02nd September, 2022 depending upon the performance and contributions made by Dr. Minto Purshotam Gupta have unanimously recommended revision in the remuneration payable to Dr. Minto Purshotam Gupta, who was last re-appointed as Managing Director of the Company for a term of 3 years with effect from 30th August, 2020 to 31st August, 2023, for the remaining part of his tenure from 1st September, 2022 to 31st August, 2023 and his further re-appointment as well on the payment of remuneration as proposed in the resolution, subject to the approval of the Members of the Company in General Meeting.

Except Mrs. Meenakshi Gupta, no other Directors are interested in the aforesaid resolution.

Item No. 8

The tenure of Dr. Minto P. Gupta, as the Managing Director of the Company, will expire on 30th August, 2023. On the recommendation of Nomination & Remuneration committee of the Board, the Board of Directors, at its Meeting held on 02nd Sept, 2022, proposed the re-appointment of Dr. Minto P. Gupta as the Managing Director for a further period of Five years commencing from 31st August, 2023 to 30th August, 2028, on the terms and conditions set out in the disclosures made herein pursuant to Section 197 the Companies Act 2013, subject to approval by the Members of the Company at this Annual General Meeting.

Dr. Minto P. Gupta, the founder of the Company passed his B.Sc and M.Sc from Bombay University. He also has a Certified Packing Course with the Indian Institute of Packing, Bombay. He participated in the Thirteenth Management Development Programme conducted by Bombay Management Association and was a Visiting Lecturer at Sophia College during the academic years 1979-1981. He was a part of the Research Study with Chemical Physics Group at Tata Institute of Fundamental Research (TIFR). He also experimented on a possible overlap of the binding regions of BPB (bromophenol blue) or BPR (bromophenol red) and BBS (Biebrich Scarlett) on the lysozymes molecules. Additionally, he worked on for preparation of polysaccharides by hydrolysis of chitin.

The terms and conditions on which Dr. Minto P. Gupta is proposed to be reappointed as Managing Director are as under:

Salary – Rs. 1.50 Crores per annum

The following perquisites shall not be included in the ceiling on perquisites.

- i. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
- ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- iii. Leave encashment at the end of tenure.

None of the Directors other than Dr. Minto P. Gupta and his wife Mrs. Meenakshi Gupta, Managers or Key Managerial Personnel or any of the relatives of any of the Directors, Managers or Key Managerial Personnels are interested or deemed to be interested, financial or otherwise, in the proposed Resolution and the proposed Resolution does not relate to or affects any other company.

DETAILS OF DIRECTOR SEEKING APPOINTMENT/REAPPOINTMENT/CONTINUANCE OF APPOINTMENT AT FORTHCOMING ANNUAL GENERAL MEETING

Particulars	1.	2.	3.	4.
Name	Mr. Minto P Gupta	Mrs. Meenakshi Gupta	Mr. Ravi Ramprasad.	Mr. Hitesh Patel
Category of Directorship	Managing Director not liable to retire by rotation.	Non Executive Director liable to retire by rotation.	Non-Executive Director liable to retire by Rotation.	Non-Executive Director liable to retire by rotation
DIN	00843784	00574624	03077288	02080625
Date of Birth	09.08.1958	26.03.1960	28.09.1960	14 th June, 1975
Age	64 years	62 years	62 years	47 years
Date of Appointment on the Board	06.02.2000	29.10.2014	02.09.2022	30.05.2019
Qualification	MS in Biochemistry.	Masters Degree in Science (MSc.)	Bachelors Degree	Higher Secondary
Experience	20 years of Experience in the field in which company operates.	Corporate Development, training & education and human resource management	Expertise in media industry.	He is the guiding force behind every strategic decision of the company.
No. of other Directorships in public ltd companies	Nutricircle Limited	NIL	Mapworld Technologies Limited	Nutricircle Limited
Chairman/Member of the Committees of the Board of Directors of the Company.	Chairman of Corporate Social Responsibility Committee	NIL	NIL	Member of Audit Committee, NRC, Corporate Social Responsibility Committee and Stakeholder Relationship Committee.
No. of equity shares held	21,06,467	16,71,333	-	14,814