



NOTICE IS HEREBY GIVEN THAT THE 14TH ANNUAL GENERAL MEETING OF MEMBERS OF HEALTH CARE AT HOME INDIA PRIVATE LIMITED WILL BE HELD AT A SHORTER NOTICE ON TUESDAY, 15TH DAY OF SEPTEMBER 2026 AT 3:00 P.M. (IST) AT THE REGISTERED OFFICE OF THE COMPANY AT 4TH FLOOR PUNJABI BHAWAN, 10 ROUSE AVENUE, NEW DELHI-110002 TO TRANSACT THE FOLLOWING BUSINESSES:

AS ORDINARY BUSINESS(ES):

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

“RESOLVED THAT the **Audited Standalone Financial Statement** of the Company for the Financial Year ended 31st March, 2026 and the Profit and Loss Account for the period 1st April, 2025 to 31st March, 2026 and Cash Flow statement for the year ended 31st March, 2026 along with the notes forming part of accounts together with the Reports of the Auditors and Directors Report thereon be and are hereby approved and adopted.”

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

“RESOLVED THAT the **Audited Consolidated Financial Statement** of the Company for the Financial Year ended 31st March, 2026 and the Profit and Loss Account for the period 1st April, 2025 to 31st March, 2026 and Cash Flow statement for the year ended 31st March, 2026 along with the notes forming part of accounts together with the Reports of the Auditors and Directors Report thereon be and are hereby approved and adopted.”

AS SPECIAL BUSINESS(ES):

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

“RESOLVED THAT approval of the Members be and is hereby accorded for appointment of **M/s. Sandeep Kumar & Associates, Cost Accountants**, (Firm Registration No. 102999) as the Cost Auditors of the Company, in terms of the provisions of Section 148(3) of the Companies Act, 2013 read rules framed thereunder, to conduct audit of cost records for financial year 2026-27 and payment of remuneration to the said cost auditor amount to INR 60,000 (Sixty Thousand Rupees) exclusive of Goods and Service tax and out of pocket expenses, if any.”

4. 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 149, 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification

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of Directors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, **Mr. Sudhir Bahl (DIN: 01936000)**, who was appointed as an Additional Director by the Board with effect from **August 28, 2026**, and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Nominee Director of the Company.”

5. 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 61(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, permissions as may be necessary, the Authorised Equity Share Capital of the Company be and is hereby increased from exiting Rs.72,95,00,000 divided into 7,29,50,000 Equity Shares of Rs.10 each to Rs. 222,95,00,000 divided into 22,29,50,000 Equity Shares of Rs.10 each by adding 15,00,00,000 Equity Shares of Rs.10 each in the authorised Equity Share Capital of the Company , ranking pari-passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT consequent upon above increase in authorised equity share capital the Memorandum of Association of the Company be altered by substituting the existing Clause V (Capital Clause) with the following new clause:

“The Authorized Share Capital of the Company is 524,80,00,000 (Rupees Five Hundred Twenty Four Crore Eighty Lakh), made up of Equity & Preference Shares wherein Preference Shares have been issued on terms as provided in the Articles of Association of the Company;

divided into:

- i. 22,29,50,000 (Twenty-two Crore Twenty-Nine Lakh Fifty Thousand) Class A Equity Shares of face value of Rs.10/- (Rupees Ten only) each aggregating to Rs. 222,95,00,000/- (Rupees Two Hundred Twenty-two Crore Ninety-Five Lakh), with voting rights and right to dividend/ distributions.

And

- II. 1,00,49,969 (One Crore Forty-Nine Thousand Nine Hundred Sixty-Nine Only) Compulsorily Convertible Preference Shares (CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs.100,49,96,900 (Rupees One Hundred Crore Forty-Nine Lakh Ninety-Six Thousand Nine Hundred).

And

- III. 30,46,902 (Thirty Lakh Forty-Six Thousand Nine Hundred and Two Only) Series A 0.0001% Compulsorily Convertible Preference Shares (Series A-CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs.30,46,90,200 (Rupees Thirty Crores Forty-Six Lakh Ninety Thousand Two Hundred Only).

And

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- IV. 13,59,772 (Thirteen Lakh Fifty-Nine Thousand Seven Hundred Seventy-Two Only) Class A 0.001% Compulsorily Convertible Preference Shares (Class A 0.001% CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs.13,59,77,200 (Rupees Thirteen Crore Fifty-Nine Lakh Seventy-Seven Thousand Two Hundred Only).

And

- V. 1,11,99,979 (One Crore Eleven Lakh Ninety-Nine Thousand Nine hundred Seventy-Nine Only) Class B 0.001% Compulsorily Convertible Preference Shares (Class B CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs.111,99,97,900 (Rupees One Hundred Eleven Crore Ninety-Nine Lakh Ninety-Seven Thousand Nine Hundred Only).

And

- VI. 9,69,805 (Nine Lakh Sixty-Nine Thousand Eight Hundred and Five Only) MW 1 0.001% Compulsorily Convertible Preference Shares (MW 1 CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs.9,69,80,500 (Rupees Nine Crore Sixty-Nine Lakh Eighty Thousand Five Hundred Only).

And

- a. 24,45,020 (Twenty-Four Lakh Forty-Five Thousand Twenty Only) MW 2 0.001% Compulsorily Convertible Preference Shares (MW 2 CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs. 24,45,02,000 (Rupees Twenty-Four Crore Forty-Five Lakh Two Thousand Only).

And

- VII. 30,570 (Thirty Thousand Five Hundred Seventy Only) MW 3 0.001% Compulsorily Convertible Preference Shares (MW 3 CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs. 30,57,000 (Rupees Thirty Lakh Fifty-Seven Thousand Only).

And

- VIII. 10,82,983 (Ten Lakh Eighty-Two Thousand Nine Hundred Eighty-Three Only) RHJ26 0.001% Compulsorily Convertible Preference Shares (RHJ26 0.001% CCPS) of Rs.100 (Rupees One Hundred Only) each aggregating to Rs. 10,82,98,300 (Rupees Ten Crore Eighty-Two Lakh Ninety-Eight Thousand Three Hundred Only).

RESOLVED FURTHER THAT the Board of the Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to this resolution without further referring the matter to the Members of the Company."

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6. 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 48 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, and subject to the consent of the holders of (i) 1,00,49,969 Compulsorily Convertible Preference Shares i.e. the **"Existing Investor 0.001% CCPS"** (ii) 30,46,902 Compulsorily Convertible Preference Shares i.e. **Series A 0.0001% CCPS** (iii) 13,59,772 Compulsorily Convertible Preference Shares i.e. the **"Class A 0.001% CCPS"** (iv) 9,69,805 Compulsorily Convertible Preference Shares i.e. the **"MW 1 0.001% CCPS"** (v) 24,45,020 Compulsorily Convertible Preference Shares i.e. the **"MW 2 0.001% CCPS"** and (vi) 30,570 Compulsorily Convertible Preference Shares i.e. the **"MW 3 0.001% CCPS"** the terms of issue of the aforesaid CCPS, as contained in the Share Subscription Agreement/Shareholders' Agreement and the Articles of Association of the Company, be and are hereby amended to permit early conversion of these CCPS into Equity Shares of the Company, prior to the original tenure/long-stop date stipulated for conversion, upon exercise of option by the holder(s) of these CCPS or the Company, as may be mutually agreed.

RESOLVED FURTHER THAT the conversion ratio and other economic and voting rights attached to the Series of CCPS, as originally agreed, shall remain unchanged, save for the amendment relating to the timeline/trigger event for conversion as set out above.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to finalise and execute the said Amendment/Supplementary Agreement and the Articles of Association (if required to be altered), on behalf of the Company, along with such changes as may be mutually agreed with the CCPS holders and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

For and on behalf of
Health care at Home India Private Limited

SWATI SINGH
Digitally signed
by SWATI SINGH
Date: 2026.09.12
12:07:25 +05'30'

Swati Singh
Company Secretary

Date: 12.09.2026

Place: Noida

Notes:

- A. A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE MEETING OF THE COMPANY, SHALL BE ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- B. The proxy in order to be effective must be received by the company not less than 48 hours before the time fixed for the meeting.**

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- C. Since there is no special business to be transacted in this meeting, the relevant explanatory statements, pursuant to Section 102 of the Companies Act, 2013 is not required to be annexed.
- D. Members are requested to notify change in their address and email-IDs, if any, quoting their folio number to the registered office of the Company.
- E. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- F. Members/Proxies/Authorised Representatives should bring their attendance slips duly filled in for attending the meeting.
- G. The statutory registers and all other documents referred to in the Notice and accompanying explanatory statement are open for inspection at venue of the Meeting for the duration of the Meeting.
- H. As the Annual General Meeting of the Company has been called on a shorter notice, members of the Company are requested to give their consent in the prescribed format enclosed with the notice and submit the same at the registered office of the Company, to conduct the meeting.

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 3: Appointment and Fixation of remuneration of Cost Auditors

The Board of Directors through at their meeting held on 11th September, 2026 approved the re-appointment of M/s. Sandeep Kumar & Associates, Cost Accountants, (Firm Registration No. 102999) as the Cost Auditors of the Company, in terms of the provisions of Section 148(3) of the Companies Act, 2013 read rules framed thereunder, to conduct audit of cost records for financial year 2026-27 and payment of remuneration to the said cost auditor amount to INR 60,000 (Sixty Thousand Rupees) exclusive of Goods and Service tax and out of pocket expenses, if any, subject to ratification of remuneration by Members in general meeting.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read rules framed thereunder approval of Members of the Company in general meeting is required for fixation of remuneration of Cost Auditors.

The Board, therefore, recommends the resolution at item no.3 of the notice for approval of Members of the Company as an Ordinary Resolution.

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None of the Directors, Key managerial personnel and /or their relatives are concerned or interested directly or indirectly, in the proposed resolution.

Item No. 4: Appointment of Mr. Sudhir Bahl (DIN: 01936000), Additional Director, as Nominee Director

The Board of Directors of the Company appointed **Mr. Sudhir Bahl** as an Additional Director of the Company with effect from **August 28, 2026**, pursuant to Section 161(1) and other applicable provisions, if any, of the Companies Act, 2013.

Mr. Sudhir holds office up to the date of this Annual General Meeting and is eligible for re-appointment as Nominee Director of the Company. The Company has received consent from Mr. Sudhir to act as a Nominee Director of the Company, if re-appointed, along with a declaration that he is not disqualified to act as a Director of the Company.

Keeping in view the qualification and experience of Mr. Sudhir, the Board, in the interest of the Company, recommends the resolution at item no. 4 of this notice for the approval of the members of the Company as an Ordinary Resolution.

None of the Directors, Key managerial personnel and/or their relatives, except Mr. Sudhir to the extent it relates his own appointment, directly or indirectly, interested or concerned in the above resolution.

Item No. 5: Increase in Authorised Share Capital of the Company

In order to facilitate conversion of Compulsorily Convertible Preference Shares(CCPS), the Company proposes to increase its Authorised Equity Share Capital from exiting Rs.72,95,00,000 divided into 7,29,50,000 Equity Shares of Rs.10 each to Rs. 222,95,00,000 divided into 22,95,00,000 Equity Shares of Rs.10 each by adding 15,00,00,000 Equity Shares of Rs.10 each in the authorised Equity Share Capital of the Company, ranking pari passu in all respect with the existing Equity Shares of the Company. The total authorised share capital shall, including both Equity and Preference Shares, accordingly be increased from Rs. 374,80,00,000 to Rs.524,80,00,000.

In terms of the provisions of the Companies Act, 2013 approval of members of the Company in general meeting by way of Special Resolution is required for increase in authorised share capital of the Company and consequent alteration in the Memorandum of Association of the Company.

The Board of Directors of the Company at their meeting held on 11th September, 2026 approved the aforesaid increase in authorised share capital and consequent alteration of Memorandum of Association and recommend the resolution at item no. 5 of the notice for approval of Members of the Company by way of Special Resolution.

None of the Directors, Key managerial personnel and /or their relatives are concerned or interested, directly or indirectly, in the proposed resolution.

Item No. 6: Alteration of Conversion Period of Compulsorily Convertible Preference Shares of the Company

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The holders of the Compulsorily Convertible Preference Shares (CCPS) issued by the Company have expressed their interest for early conversion of CCPS into equity shares of the Company i.e. before the conversion date as specified in the terms of issue of these CCPS.

In order to facilitate early conversion of CCPS into Equity Shares, approval of Members of the Company in general meeting is required so as to alter the conversion period of these CCPS.

The Board of Directors of the Company at their meeting held on 11th September, 2026 approved the early conversion of CCPS and recommend the resolution at item no. 6 of the notice for approval of Members of the Company by way of Special Resolution.

None of the Directors, Key managerial personnel and /or their relatives are concerned or interested, directly or indirectly, in the proposed resolution.

For and on behalf of
Health care at Home India Private Limited

SWATI Digitally signed
by SWATI SINGH
Date:
SINGH 2026.09.12
12:08:12 +05'30'

Swati Singh
Company Secretary

Date: 12.09.2026

Place: Noida

ATTENDANCE SLIP

Communication Address: Health Care at Home India Pvt. Ltd., 2nd Floor, Bhutani Technopark, Tower- D, Sector- 127, Noida, Gautam Buddha Nagar, Uttar Pradesh- 201313

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Annual General Meeting to be held on **Tuesday, 15th Day of September 2026 at 3:00 P.M.** at the corporate office of the company **4TH Floor Punjabi Bhawan, 10 Rouse Avenue, New Delhi-110002.**

Regd. Folio No._____

No. of shares held_____

I certify that I am a **registered shareholder/proxy** for the registered Shareholder of the Company and hereby record my presence at the Extra-Ordinary General Meeting on **Tuesday, 15th Day of September 2026 at 3:00 P.M.** at the corporate office of the company **at 4TH Floor Punjabi Bhawan, 10 Rouse Avenue, New Delhi-110002.**

Member's/Proxy's name in Block Letters

Member's/Proxy's

Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

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**Form No. MGT-11****Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U85190DL2012PTC242876
Name of the Company	HEALTH CARE AT HOME INDIA PRIVATE LIMITED
Registered Office	4 TH FLOOR, PUNJABI BHAVAN, 10-ROUSE AVENUE, NEW DELHI-110002
Name of Member (s)	
Registered Address	
E-mail Id	
Folio No./Client Id	
DP Id	

I/We, being the member (s) of shares of the above-named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:, or failing him
2. Name:
Address:
E-mail Id:
Signature:, or failing him

as my/our proxy to attend and vote for me/us and on my/our behalf at the Extra Ordinary General Meeting on **Tuesday, 15th Day of September 2026** at 3:00 P.M. at the corporate office of the company at **4th Floor, Punjabi Bhavan, 10-Rouse Avenue, New Delhi-110002**, and at any adjournment thereof in respect of such resolutions as are indicated below:

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Resolution:

Res. No.	Resolution	Favour	Against
1.	To approve and adopt the Audited Standalone Financial Statement of the Company		
2.	To approve and adopt the Audited Consolidated Financial Statements of the Company		
3.	To approve the appointment of M/s. Sandeep Kumar & Associates, Cost Accountants, (Firm Registration No. 102999) as Cost Auditors and fixation of remuneration of for Financial Year 2025-26.		
4.	To approve the appointment of Mr. Sudhir Bahl (DIN: 01936000), Additional Director a Nominee Director of the Company.		
5.	To approve the increase in Authorised Equity Share Capital of the Company and consequent amendment in the Memorandum of Association.		
6.	To approve the alteration of terms of Compulsorily Convertible Preference Shares for early conversion into Equity Shares of the Company.		

Signed this..... day of..... 2026

Signature of shareholder

Affix Revenue Stamp
of Rs.1/-

Signature of Proxy holder(s)

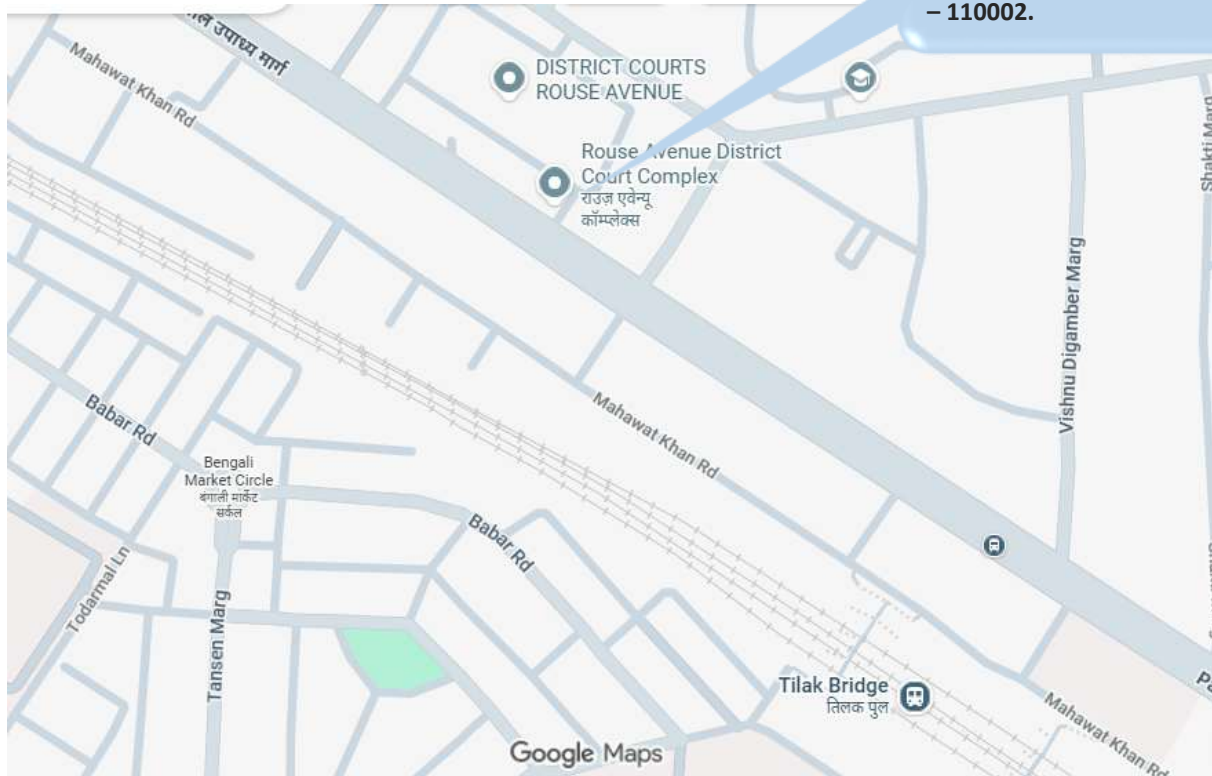
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ROUTE MAP OF AGM VENUE

4th Floor, Punjabi Bhawan,
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