

Notice of the 36th Annual General Meeting

Notice is hereby given that the **36th Annual General Meeting (AGM)** of the members of Regency Hospital Limited will be held on Monday, September 29, 2025, at 11:00 a.m. (IST) at the registered office of the Company situated at A-2, Sarvodaya Nagar, Kanpur, Uttar Pradesh- 208005, India to transact the following business:

Ordinary Business

Item No. 1 – Adoption of financial statements

To consider and adopt (a) the Audited Financial Statement of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2025 and the report of Auditors thereon and, in this regard, to consider and if thought fit, pass the following resolutions as **Ordinary Resolutions**:

(a) **“RESOLVED THAT** the Audited Financial Statement of the Company for the Financial Year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

(b) **“RESOLVED THAT** the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2025, and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

Item No. 2 – Re-appointment of Director

To appoint a Director in place of Mr. Anil Wadhwa (DIN: 08074310), who retires by rotation and being eligible, offers himself for re-appointment and, in this regard, to consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Anil Wadhwa (DIN: 08074310), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.

Item No. 3 – Appointment of Statutory Auditors of the Company

To appoint M/s. S. N. Dhawan & Co. LLP, Chartered Accountants (Firm Registration No. 000050N / N 500045) as the Statutory Auditors of the Company and, in this regard, to consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, M/s. S. N. Dhawan & Co. LLP, Chartered Accountants (Firm Registration No. 000050N / N 500045) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 36th Annual General Meeting (AGM) until the conclusion of the 41st AGM of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorized to settle any question, difficulty, or doubt, that may arise in giving effect to this

resolution and to do all such acts, deeds, and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto.”

Special Business

Item No. 4 – Ratification of Remuneration to Cost Auditors

To ratify the remuneration payable to Mr. Rishi Mohan Bansal, Cost Accountants (Registration No.: 102056), Cost Auditors of the Company for the financial year ending 31 March 2026 and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the remuneration payable to Mr. Rishi Mohan Bansal, Cost Accountants (Registration No.: 102056), who were appointed by the Board of Directors as the Cost Auditors of the Company, based on the recommendation of the Audit Committee, to audit the cost records of the Company for the financial year ending 31 March 2026, amounting to Rs. 30,000 (Rupees Thirty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, if any, incurred in connection with the audit, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorized to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto.”

Item No. 5 – Regularization of Appointment of Mr. Ajay Kumar Saraogi (DIN: 00130805) as an Independent Director of the Company

To regularize the appointment of Mr. Ajay Kumar Saraogi (DIN: 00130805) as an Independent Director of the Company and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Ajay Kumar Saraogi (DIN: 00130805), who was appointed as an Additional Director in the capacity of an Independent Director with effect from May 28, 2025, who meets the criteria for independence under Section 149(6) of the Act and the rules made thereunder, be and is hereby appointed as an Independent Director of the Company for a period of 3 (three) years with effect from the date of this AGM, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorized to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto.”

Item No. 6 – Proposal for earmarking of Share Capital for future Employee Stock Option Plan (“ESOP”)

To approve the proposal for earmarking of Share Capital for future Employee Stock Option Plan (“ESOP”), in this regard, to consider and if thought fit, to pass the following resolution as an **Special Resolution**:

“RESOLVED THAT in anticipation of implementing an Employee Stock Option Scheme ("ESOP Scheme") in the future, the approval of the Shareholders be and is and hereby accorded to earmark up to 14,83,636 equity shares, representing 1% (One Percent) of the Company's issued and paid-up equity share capital post ESOP issuance;

RESOLVED FURTHER THAT this earmarking is made solely as an enabling provision and does not constitute the adoption, approval, or implementation of any ESOP Scheme at this stage. A detailed ESOP Scheme shall be separately formulated and placed before the shareholders for approval, in compliance with applicable laws, at the appropriate time;

RESOLVED FURTHER THAT the Board of Directors be and hereby authorized to recommend the detailed ESOP Scheme to the shareholders for its consideration, all in compliance with applicable laws.”

Item No. 7 – Revision in Remuneration of Dr. Atul Kapoor, Managing Director of the Company

To increase the remuneration of Dr. Atul Kapoor, Managing Director of the Company and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 196, 197, and 198 read with Schedule V and all other applicable provisions, if any of the Companies Act, 2013 and the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, based on the recommendation of Nomination and Remuneration Committee and Audit Committee and based on the approval of the Board of Directors of the Company, the consent of the Shareholders of the Company be and is hereby given to revise and increase the remuneration to Dr. Atul Kapoor, the Managing Director of the Company from Rs.1,325,000 (Rupees Thirteen lakhs twenty-five thousand only) to Rs.1,523,750 (Rupees Fifteen lakhs twenty three thousand seven hundred fifty only) on monthly basis with effect from 1st April 2025 along with such other perquisites in accordance with the Company rules.

RESOLVED FURTHER THAT the aforesaid remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis with effect from 1st April 2026.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorized to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto.”

Item No. 8 – Revision in Remuneration of Dr. Rashmi Kapoor, Whole Time Director of the Company

To increase the remuneration of Dr. Rashmi Kapoor, Whole Time Director of the Company and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 196, 197, and 198 read with Schedule V and all other applicable provisions, if any of the Companies Act, 2013 and the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, based on the recommendation of Nomination and Remuneration Committee and Audit Committee and based on the approval of the Board of Directors of the Company, the consent of the Shareholders of the Company be and is hereby given to revise and increase the remuneration to Dr. Rashmi Kapoor, the While Time Director of the Company from Rs.770,000/- (Rupees Seven lakhs seventy thousand only) to Rs.827,750/- (Rupees Eight lakhs twenty-seven thousand seven hundred fifty only) on monthly basis with effect from 1st April 2025 along with such other perquisites in accordance with the Company rules.

RESOLVED FURTHER THAT the aforesaid remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis with effect from 1st April 2026.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorized to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto.”

Item No. 9 – Revision in Remuneration of Mr. Abhishek Kapoor, Chief Executive Officer of the Company

To increase the remuneration of Mr. Abhishek Kapoor, Chief Executive Officer of the Company and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) read with Companies (Meetings of Board and its Powers) Rules 2014 and all other applicable provisions, if any, of the Companies Act, 2013 including statutory modification(s) or re-enactment(s) thereof for the time being in force, based on the recommendation of Nomination and Remuneration Committee and Audit Committee and based on the approval of the Board of Directors of the Company, the approval of the shareholders of the Company be and is hereby accorded to revise and increase the remuneration to Mr. Abhishek Kapoor, being relative of Dr. Atul Kapoor, Managing Director and Dr. Rashmi Kapoor, Whole Time Director, holding office as “Chief Executive Officer” from Rs.851,500 (Rupees Eight lakhs fifty-one thousand five hundred only) to Rs.979,225 (Rupees Nine lakhs seventy-nine thousand two hundred twenty five only) on monthly basis with effect from 1st April 2025 along with such other perquisites in accordance with the Company rules.

RESOLVED FURTHER THAT the aforesaid remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis with effect from 1st April 2026.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorized to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto.”

**By the order of the Board
For Regency Hospital Limited**

**Yogi Srivastava
Company Secretary & Compliance Officer**

**Place: Kanpur
Date: 04.09.2025**

NOTES:

1. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”) , in respect of business to be transacted at the 36th Annual General Meeting (“AGM”), as set out under Item Nos. 4, 5 and 6 above and the relevant details of the Directors as mentioned under Item Nos. 2, 5, 7 and 8 above as required under Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, is annexed hereto.
2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote at the meeting on his/her behalf. Such a proxy need not to be a member of the Company.
3. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 in number and hold in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. During the period beginning 24 hours before the time fixed for the commencement of AGM and until the conclusion of the meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The instrument of proxy, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution or authority as applicable.
5. Institutional and corporate members intending to send their authorized representatives to attend the AGM are requested to provide a certified copy (in PDF or JPEG format) of the Board Resolution authorizing their representatives to attend and vote at the AGM, in accordance with Section 113 of the Act by sending an email to company.secretary@regencyhealthcare.in.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contract or Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members at the AGM.
7. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.
8. Members/proxies/authorized representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the Meeting.
9. As per Section 72 of the Act, the facility for submitting nominations is available to members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. The form can be downloaded from the Company’s website.

10. Section 20 of the Companies Act 2013 permits the service of documents on Members by a company through electronic mode. Hence, in accordance with the Companies Act 2013 read with the Rules framed thereunder, the Notice of AGM along with Proxy Form and Attendance Slip, are being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, a physical copy of the aforementioned documents is being sent by the permitted modes. Members may note that the Notice of AGM will also be available on the Company's website at <https://regencyhealthcare.in/investor-relations/>.
11. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, in prescribed Form No. ISR-1 and other forms, quoting their folio number and enclosing the self-attested supporting document.
12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
14. Members seeking any information with regard to any matter to be placed at the AGM are requested to write to the Company at company.secretary@regencyhealthcare.in.
15. 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), the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. For this purpose, the Company has entered into an arrangement with National Securities Depository Limited (NSDL) as the authorized agency for facilitating voting through electronic means. The facility of casting votes by a member using Remote e-voting system will be provided by NSDL. The Members attending the AGM who have not already cast their votes by Remote e-voting shall be able to exercise their right at the meeting. The Members who have cast their vote by Remote e-voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again. Members may contact Mr. Yogi Srivastava, Company Secretary, for any grievances connected with electronic means at company.secretary@regencyhealthcare.in Tel. #0512- 3502661.

16. The remote e-voting period will commence on Thursday, 25 September 2025 at 9.00 a.m. IST and will end on Sunday, 28 September 2025 at 5.00 p.m. IST. During this period, members holding shares either in physical form or in dematerialized form, as on Monday, 22 September 2025, i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility during the period commencing from Thursday, 25 September 2025 at 9.00 a.m. IST and will end on Sunday, 28 September 2025 at 5.00 p.m. IST. Members who have cast their votes by remote e-voting prior to the AGM may also attend/participate in the AGM but they shall not be entitled to cast their votes again.
17. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of Remote e-voting or voting at the Meeting.
18. The Board of Directors has appointed Mr. Surendra Kumar Sahu, Practicing Company Secretary (M. No. 5182, COP No. 4040), Proprietor of M/s SKS & Company as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast prior to the AGM and make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing who shall countersign the same. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.regencyhealthcare.in.
19. The Board of Directors has appointed Mr. Surendra Kumar Sahu, Practicing Company Secretary (M. No. 5182, COP No. 4040), Proprietor of M/s SKS & Company as the Scrutinizer to scrutinize the remove e-voting process in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast prior to the AGM and make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing who shall countersign the same. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.regencyhealthcare.in.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The Remote e-voting period begins on Thursday, 25 September 2025 at 09.00 a.m. and ends on Sunday, 28 September 2025 at 05.00 p.m. The Remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Monday, 22 September 2025 may cast their vote electronically. The voting right of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 22 September 2025.

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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period If you are 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. 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 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 company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

	<p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach the e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 e-voting 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. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. 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 e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein</p>

	you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period
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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 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	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

b) Login Method for e-voting 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:
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members who hold shares in demat account	16 Digit Beneficiary ID

with CDSL.	For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

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 the 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) Members 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, the 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 is in active status.
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 sksco2001@gmail.com with a copy marked to evoting@nsdl.co.in Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
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 correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset 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 Mr. Amit Vishal, Assistant Vice President, or Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 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 email 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 (company.secretary@regencyhealthcare.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (company.secretary@regencyhealthcare.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

EXPLANATORY STATEMENT

In terms of Section 102 of the Companies Act, 2013

Item no. 4 Ratification of Remuneration to Cost Auditors

The Board of Directors of the Company at their meeting held on September 4, 2025, based on the recommendation of the Audit Committee, appointed Mr. Rishi Mohan Bansal (Registration No. 102056), as the Cost Auditors of the Company for the audit of the cost records maintained by the Company for the financial year ending 31 March 2026, at a remuneration not exceeding Rs. 30,000/- (Rupees Thirty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actual, if any, incurred in connection with the audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) (collectively referred to as “the Cost Audit Rules”). The overall remuneration proposed for the Cost Auditors for the financial year ending 31 March 2026 is commensurate with the scope of the audit to be carried out by the Cost Auditors. Mr. Rishi Mohan Bansal, Cost Accountants, has confirmed that they hold a valid certificate of practice and are free from any disqualifications specified under the provisions of the Act. In accordance with the provisions of Section 148(3) of the Act, read with the Cost Audit Rules, the remuneration payable to Cost Auditors is required to be ratified by the shareholders of the Company.

Accordingly, the consent of the shareholders is sought for ratification of the remuneration payable to the Cost Auditors. The Board of Directors, based on the recommendation of the Audit Committee, propose the ratification of the remuneration payable to Rishi Mohan Bansal as the Cost Auditors of the Company for the financial year ending 31 March 2026 and recommends the Ordinary Resolution as set out in Resolution No. 4 of this Notice for approval by the members of the Company

None of the Directors, Key Managerial Personnel or their relatives are, financially or otherwise, concerned or interested in the said resolution.

Item no. 5 Regularization of Appointment of Mr. Ajay Kumar Saraogi as an Independent Director

The Board of Directors of the company had appointed Mr. Ajay Kumar Saraogi (DIN: 08074310) as an Additional Director- Independent of the Company with effect from May 28, 2025, pursuant to the provisions of Sections 149, 150, 152 & 161, Schedule IV and other applicable provisions of the Companies Act, 2013 read with the rules framed there under, to hold office up to the ensuing Annual General Meeting. Considering the knowledge and experience of Mr. Saraogi, the Board of Directors in consonance with the Nomination and Remuneration Committee recommends the appointment of Mr. Saraogi as an Independent Director of the Company and is now being placed before the Members at the AGM for their approval. Brief profile of Mr. Saraogi is as follows:

Mr. Saraogi has over 40 years of experience in the field of Finance and Commercial matters. He holds a Bachelor of Arts (Honours) degree in Economics from Sriram College of Commerce, Delhi University and a Bachelor of Laws degree from Kanpur University, Kanpur. He is Council member of Merchant Chamber of UP, Member of Board of Management of Sir Padampat Singhania University, Dr. Gaur Hari Singhania Institute of Management and Research, Managing Committee of LK Singhania Education Centre (Gotan, Rajasthan), Kailashpat Education Society (Nimbahera, Rajasthan), Dayanand Shiksha Sansthan, Dr. Virendra Swarup Education Centre, Member of Uttar Pradesh Cricket Association, Director of Yadu International Ltd. and Jaykaycem (Central) Ltd., Trustee of Shri Dwarikadheesh Temple Trust, Kamla Town

Trust, JK Cement NBH Foundation, JK Cement Gotan Foundation and Kailashpat Singhania Sports Foundation. He has been overseeing for decades the Finance and Commercial matters of JK Cement Ltd.

Accordingly, the consent of the shareholders is sought for the regularization of the Additional Director-Independent, Mr. Ajay Kumar Saraogi (DIN: 08074310), as an Independent Director of the Company and recommend the Ordinary Resolution as set out in Resolution No. 5 of this Notice for approval by the members of the Company.

None of the Directors, Key Managerial Personnel or their relatives are, financially or otherwise, concerned or interested in the said resolution.

Item no. 6 Proposal for earmarking of Share Capital for future Employee Stock Option Plan (“ESOP”)

The Board of Directors of the Company at its meeting held on September 4, 2025, considered and approved a proposal to earmark up to 14,83,636 (Fourteen Lakh Eighty-Three Thousand Six Hundred Thirty-Six) equity shares of the Company, representing 1% (One Percent) of the Company’s issued and paid-up equity share capital post ESOP issuance, in anticipation of implementing an Employee Stock Option Scheme (“ESOP Scheme”) in the future, subject to the approval of shareholders.

This proposal is being made only as an enabling provision to obtain prior approval of the shareholders for the quantum of shares that the Company may consider allocating under an ESOP Scheme in the future. At present, the Company is not seeking approval for the adoption, implementation, or issuance of any ESOP Scheme.

A comprehensive ESOP Scheme shall be separately drafted, approved by the Board of Directors, and presented to the shareholders for their specific approval in accordance with Section 62(1)(b) of the Companies Act, 2013 and other applicable provisions, as and when the Company decides to proceed. The Board of Directors shall also ensure that the Articles of Association of the Company are timely recommended for alteration, if required, to include an enabling provision for the issuance of Employee Stock Options, in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

Accordingly, the Board of Directors recommends the resolution for the approval of the shareholders as a Special Resolution.

None of the Directors, Key Managerial Personnel (KMPs), or their relatives are concerned or interested in the resolution, financially or otherwise, at this stage, as no ESOP Scheme is being adopted or implemented through this resolution.

Item No. 7 Revision in Remuneration of Dr. Atul Kapoor, Managing Director of the Company

Dr. Atul Kapoor was re-appointed as the Managing Director of the Company for a period of three years with effect from 1st April 2023, on the terms and conditions, including remuneration, approved by the shareholders at their meeting held on 21st March 2023.

The Nomination and Remuneration Committee and the Audit Committee, at their meetings held on 4th September 2025, recommended a revision in the remuneration of Dr. Atul Kapoor from Rs.1,325,000 (Rupees Thirteen Lakhs Twenty-Five Thousand only) per month to Rs.1,523,750 (Rupees Fifteen Lakhs Twenty-Three Thousand Seven Hundred Fifty only) per month, with effect from 1st April 2025, along with such other

perquisites in accordance with the rules of the Company. It is further proposed that the said remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis, with effect from 1st April 2026.

Based on the recommendations of the Committees, the Board of Directors, at its meeting held on 4th September 2025, has approved the said revision in remuneration, subject to approval of the members.

Accordingly, consent of the shareholders is sought to approve the revision in remuneration of Dr. Atul Kapoor as stated above.

The Ordinary Resolution for this purpose is set out at Resolution No. 7 of this Notice for approval by the members.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, except Dr. Atul Kapoor and Dr. Rashmi Kapoor, are in any way concerned or interested, financially or otherwise, in the resolution.

Item No. 8 Revision in Remuneration of Dr. Rashmi Kapoor, Whole Time Director of the Company

Dr. Rashmi Kapoor was re-appointed as the Whole Time Director of the Company for a period of three years with effect from 1st April 2023, on the terms and conditions, including remuneration, approved by the shareholders at their meeting held on 21st March 2023.

The Nomination and Remuneration Committee and the Audit Committee, at their meetings held on 4th September 2025, recommended a revision in the remuneration of Dr. Rashmi Kapoor from Rs.770,000/- (Rupees Seven lakhs seventy thousand only) per month to Rs.827,750/- (Rupees Eight lakhs twenty-seven thousand seven hundred fifty only) per month, with effect from 1st April 2025, along with such other perquisites in accordance with the rules of the Company. It is further proposed that the said remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis, with effect from 1st April 2026.

Based on the recommendations of the Committees, the Board of Directors, at its meeting held on 4th September 2025, has approved the said revision in remuneration, subject to approval of the members.

Accordingly, consent of the shareholders is sought to approve the revision in remuneration of Dr. Rashmi Kapoor as stated above.

The Ordinary Resolution for this purpose is set out at Resolution No. 8 of this Notice for approval by the members.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, except Dr. Atul Kapoor and Dr. Rashmi Kapoor, are in any way concerned or interested, financially or otherwise, in the resolution.

Item No. 9 Revision in Remuneration of Mr. Abhishek Kapoor, Chief Executive Officer of the Company

The provisions of Section 188(1)(f) of the Companies Act, 2013 govern the related party's appointment to any office, place of profit in the Company, its Subsidiary Company or Associate Company.

The Nomination and Remuneration Committee and the Audit Committee, at their meetings held on 4th September 2025, recommended a revision in the remuneration of Mr. Abhishek Kapoor from 851,500 (Rupees Eight lakhs fifty-one thousand five hundred only) per month to Rs.979,225 (Rupees Nine lakhs seventy-nine thousand two hundred twenty five only) per month, with effect from 1st April 2025, along with such other perquisites in accordance with the rules of the Company. It is further proposed that the said

remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis, with effect from 1st April 2026.

Based on the recommendations of the Committees, the Board of Directors, at its meeting held on 4th September 2025, has approved the said revision in remuneration, subject to approval of the members.

Accordingly, consent of the shareholders is sought to approve the revision in remuneration of Mr. Abhishek Kapoor as stated above.

The Ordinary Resolution for this purpose is set out at Resolution No. 9 of this Notice for approval by the members.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, except Dr. Atul Kapoor and Dr. Rashmi Kapoor, are in any way concerned or interested, financially or otherwise, in the resolution.

ANNEXURE

Details of the Directors seeking appointment/re-appointment in accordance with the provisions of Companies Act, 2013 and Secretarial Standard-2 (SS-2) Issued by Institute of Company Secretaries of India

Mr. Anil Wadhwa

Non-Executive Director, DIN: 08074310

Age (in years): 68

Qualification, Experience & Expertise: Ambassador Anil Wadhwa, who served in the Indian Foreign Service from 1979 to 2017, has extensive experience in diplomacy, management, and international economics. He has held various high-level positions, including Indian Ambassador to Italy, Thailand, Oman, Poland, Lithuania, and San Marino, and has been posted to key diplomatic offices in China, Hong Kong, and the UN. Notably, he served as Joint Secretary for Russia and Central Europe, and as Permanent Representative to the FAO, IFAD, and WFP, where he was Chairman of the WFP Board.

Mr. Wadhwa was also involved in the establishment of the OPCW in The Hague and has expertise in economic diplomacy, including the negotiation of significant trade agreements like the MFN Agreement between India and China. He has contributed to increasing trade and investments between India and several countries. Currently, he is a partner at India Pathfinders Strategic Advisers, a Distinguished Fellow at the Vivekananda International Foundation, and serves as an Independent Director on several boards. He also authored the Australia Economic Strategy Report and continues to be a key figure in international trade and investment.

Terms & Conditions of Appointment/ Re-appointment: Non-Executive Director, Liable to retire by rotation

Remuneration last drawn: Nil, only sitting fees is paid on the basis of Board Meeting and Committee Meeting attendance

Date of first appointment on the Board: 27 January 2024

Shareholding in the company: Nil

Relationship with other Directors, Manager and other Key Managerial Personnel: Not related to Directors, Manager and other Key Managerial Personnel

Number of Meetings of the Board attended during the year: Already being disclosed in Board's Report forming part of Annual Report 2024-25.

Name of Companies in which he holds Directorship (other than Regency Hospital Limited):

1. Galfar Engineering & Contracting (India) Private Limited
2. AGI Greenpac Limited
3. Cosmo First Limited

Chairpersonship/Membership of the Committee(s) of the Board of Directors of the Company

Nomination and Remuneration Committee- Member

Mr. Ajay Kumar Saraogi
Independent Director, DIN: 00130805

Age (in years): 69

Qualification, Experience & Expertise: Mr. Saraogi has over 40 years of experience in the field of Finance and Commercial matters. He holds a Bachelor of Arts (Honours) degree in Economics from Sriram College of Commerce, Delhi University and a Bachelor of Laws degree from Kanpur University, Kanpur. He is Council member of Merchant Chamber of UP, Member of Board of Management of Sir Padampat Singhanian University, Dr. Gaur Hari Singhanian Institute of Management and Research, Managing Committee of LK Singhanian Education Centre (Gotan, Rajasthan), Kailashpat Education Society (Nimbahera, Rajasthan), Dayanand Shiksha Sansthan, Dr. Virendra Swarup Education Centre, Member of Uttar Pradesh Cricket Association, Director of Yadu International Ltd. and Jaykaycem (Central) Ltd., Trustee of Shri Dwarikadheesh Temple Trust, Kamla Town Trust, JK Cement NBH Foundation, JK Cement Gotan Foundation and Kailashpat Singhanian Sports Foundation. He has been overseeing for decades the Finance and Commercial matters of JK Cement Ltd.

Terms & Conditions of Appointment/ Re-appointment: Independent Director, not liable to retire by rotation

Remuneration last drawn: Nil, only sitting fees is paid on the basis of Board Meeting and Committee Meeting attendance

Date of first appointment on the Board: 28 May 2025

Shareholding in the company: Nil

Relationship with other Directors, Manager and other Key Managerial Personnel: Not related to Directors, Manager and other Key Managerial Personnel

Number of Meetings of the Board attended during the year: Already being disclosed in Board's Report forming part of Annual Report 2024-25.

Name of Companies in which he holds Directorship (other than Regency Hospital Limited):

1. J.K. Cement Limited
2. JK Maxx Paints Limited
3. JK Paints and Pigments Limited
4. Jaykaycem (Northern) Limited
5. Merchants Chamber of Uttar Pradesh
6. Yadu International Private Limited
7. Yadupati Tradebiz Private Limited
8. Toshali Cements Private Limited
9. JK Cement Foundation

Chairpersonship/Membership of the Committee(s) of the Board of Directors of the Company

Audit Committee- Member

Nomination and Remuneration Committee- Member

Corporate Social Responsibility Committee- Member

Dr. Atul Kapoor

Managing Director (DIN: 01449229)

Age (in years): 68

Qualification, Experience & Expertise: Dr. Atul Kapoor, a qualified surgeon with a Master's degree in Surgery from GSVM Medical College, Kanpur, is the Managing Director and Promoter of Regency Hospital Limited ("the Company"). An outstanding academician, he secured commendable positions during his MBBS and went on to build an illustrious professional career.

With over three decades of rich and diverse experience, Dr. Kapoor has been actively associated with the Company since its inception. His deep insight into hospital management and healthcare practices has significantly contributed to the Company's growth and expansion over the years.

He plays a pivotal role in formulating business strategies and ensuring their effective implementation. His leadership abilities and vision have been instrumental in driving the Company's expansion, strengthening its core management team, and positioning Regency Hospital Limited as a trusted healthcare institution.

Remuneration last drawn: Rs. 15.90 Mn

Date of first appointment on the Board: 8 June 1987

Shareholding in the company: 28,308,474 Equity Shares

Relationship with other Directors, Manager and other Key Managerial Personnel:

1. Related as Spouse to Dr. Rashmi Kapoor, Whole Time Director
2. Related as Father to Mr. Abhishek Kapoor, Chief Executive Officer

Number of Meetings of the Board attended during the year: Already being disclosed in Board's Report forming part of Annual Report 2024-25.

Name of Companies in which he holds Directorship (other than Regency Hospital Limited):

1. Regency Institute of Nursing
2. Sibling Lifecare Private Limited
3. Regency Nephrocare Private Limited

Chairpersonship/Membership of the Committee(s) of the Board of Directors of the Company

1. Audit Committee- Member
2. Stakeholders Relationship Committee- Member
3. Corporate Social Responsibility Committee- Member
4. Risk Management Committee- Member

Dr. Rashmi Kapoor

Whole Time Director (DIN: 01818323)

Age (in years): 68

Qualification, Experience & Expertise: Dr. Rashmi Kapoor, M.B.B.S, M.D, is associated with Regency Hospital as a Director, Department of Pediatrics in Pediatric Critical Care and Pulmonology. She is the first pediatrician to start Pediatric flexible bronchoscopy in 2007 in the state of Uttar Pradesh. She was the first one to start a department of Pediatric Intensive care unit (PICU) in the state of Uttar Pradesh in the year 1998 and developed department of Pediatric pulmonology for the first time in the private sector in the state in the year 2006.

Remuneration last drawn: Rs. 9.24 Mn

Date of first appointment on the Board: 8 June 1987

Shareholding in the company: 30,901,518 Equity Shares

Relationship with other Directors, Manager and other Key Managerial Personnel:

1. Related as Spouse to Dr. Atul Kapoor, Managing Director
2. Related as Mother to Mr. Abhishek Kapoor, Chief Executive Officer

Number of Meetings of the Board attended during the year: Already being disclosed in Board's Report forming part of Annual Report 2024-25.

Name of Companies in which she holds Directorship (other than Regency Hospital Limited):

1. Regency Institute of Nursing
2. Sibling Lifecare Private Limited

Chairpersonship/Membership of the Committee(s) of the Board of Directors of the Company

1. Stakeholders Relationship Committee- Member
2. Risk Management Committee- Member

PROXY FORM (Form No: MGT-11)

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

REGENCY HOSPITAL LIMITED

CIN: U85110UP1987PLC008792

Registered Office: A-2 Sarvodaya Nagar, Kanpur- 208005, Uttar Pradesh

Tel:+91-0512-350-2480; **Email:**company.secretary@regencyhealthcare.in

Website: www.regencyhealthcare.in

Annual General Meeting – 29 September 2025

Name of the Member(s)	
Registered address	
Registered E-mail address	
Folio No/ Client Id	
DP ID	

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

Name: Email:

Address:

..... Signature: _____

or failing him/her

Name: Email:

Address:

..... Signature: _____

or failing him/her

Name: Email:

Address:

..... Signature: _____

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Monday, the 29 day of September 2025 at 11:00 a.m. (IST) at the Registered Office of the Company at A-2 Sarvodaya Nagar, Kanpur-208005, Uttar Pradesh and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution number	Resolution	Vote (optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
Ordinary business				
1.	Adoption of financial statements			
2	Re-appointment of Director			
3.	Appointment of Statutory Auditors of the Company			
Special business				
4.	Ratification of Remuneration to Cost Auditors			
5.	Regularization of Appointment of Mr. Ajay Kumar Saraogi (DIN: 00130805) as an Independent Director of the Company			
6.	Proposal for earmarking of Share Capital for Future Employee Stock Option Plan (“ESOP”)			
7.	Revision in Remuneration of Dr. Atul Kapoor, Managing Director of the Company			
8.	Revision in Remuneration of Dr. Rashmi Kapoor, Whole Time Director of the Company			
9.	Revision in Remuneration of Mr. Abhishek Kapoor, Chief Executive Officer of the Company			

Signed thisday of..... 2025.

Affix Revenue
Stamp of not
Less Than Rs. 1

.....
Signature of the member

.....
Signature of the proxy holder(s)

Notes:

1. The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY-EIGHT HOURS before the commencement of the Meeting. A Proxy need not be a Member of the Company.
2. It is optional to indicate your preference. Please put a tick mark in the appropriate column against the resolutions indicated in the box. If you leave the "For" or "Against" column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she may deem appropriate.

Attendance Slip

REGENCY HOSPITAL LIMITED

CIN: U85110UP1987PLC008792

Registered Office: A-2 Sarvodaya Nagar, Kanpur- 208005, Uttar Pradesh

Tel:+91-0512- 350-2480; **Email:**company.secretary@regencyhealthcare.in

Website: www.regencyhealthcare.in

Annual General Meeting – 29 September 2025

Registered Folio No./ DP ID no. / Client Id no.:

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No. of shares held:

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I certify that I am a member/proxy/ authorized representative for the member of the Company.

I hereby record my presence at the Annual General Meeting of the Company, to be held on Monday, the 29 day of September 2025 at 11:00 a.m. (IST) at the Registered Office of the Company at A-2 Sarvodaya Nagar Kanpur-208005, Uttar Pradesh.

.....

.....

Name of the member/ proxy
(In BLOCK letters)

Signature of the member/ proxy

- Note: a) Please fill in this attendance slip and hand it over at the entrance of the meeting hall.
b) Members are requested to bring their copies of the Notice to the AGM for reference.

Route Map of the Venue

