Notice of the 37th Annual General Meeting

Notice is hereby given that the **37th Annual General Meeting (AGM)** of the members of Regency Hospital Limited will be held on Friday, 25th September 2026, 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, 2026 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, 2026 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, 2026, 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, 2026, 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 Dr. Rashmi Kapoor (DIN: 01818323), who retires by rotation and being eligible, offers herself 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, Dr. Rashmi Kapoor (DIN: 01818323), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.

Special Business

Item No. 3 – Ratification of Remuneration to Cost Auditors

To ratify the remuneration payable to M/s R.M. Bansal & Co., Cost Accountants (Firm Registration No.: 000022), Cost Auditors of the Company for the financial year ending 31 March 2027 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 M/s R.M. Bansal & Co., Cost Accountants (Firm Registration No.: 000022), 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 2027, 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. 4 – Re-appointment of Mr. Rajiv Bakshi (DIN: 00264007) as an Independent Director of the Company for a second term of five (5) consecutive years commencing from October 27, 2026

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV and the Rules framed thereunder, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Rajiv Bakshi (DIN: 00264007), who was appointed as an Independent Director and holds office upto October 26, 2026 and has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013, and who is eligible for re-appointment under the provisions of the Companies Act, 2013 & rules made thereunder, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from October 27, 2026 upto October 26, 2031.

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 – Increase in Borrowing limits of the Company under section 180(1)(c) of the Companies Act, 2013

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the earlier special resolution passed by the members of the Company on 27th October 2023 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and the rules made thereunder, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include any Committee thereof) to borrow from time to time such sum or sums of money as the Board may deem fit for the purpose of the Company's business, by way of loans, working capital facilities or otherwise, from banks, financial institutions, bodies corporate, or any other lenders, up to an aggregate amount not exceeding Rs.1,000 Crore (Rupees One Thousand Crore only), notwithstanding that the monies so borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up share capital of the Company and its free reserves and securities premium.

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 – Approval under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/charge on the Company's assets and undertaking(s)

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the rules made thereunder, and subject to the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include any Committee thereof) to sell, lease, mortgage, charge, hypothecate, pledge, or otherwise dispose of or create any security interest (by way of first, second, pari passu or otherwise) over the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, over the whole or substantially the whole of any such undertaking, and/or on all or any of the Company's assets and properties, both present and future, whether movable or immovable, tangible or intangible, on such terms and conditions as the Board may in its absolute discretion deem fit and proper, to or in favour of all or any of the financial institutions, banks, lenders, investing agencies, or any other person(s)/bodies corporate, to secure the borrowings/loan(s) (including fund-based and non-fund based facilities) up to an aggregate amount not exceeding Rs.1,000 Crore (Rupees One Thousand Crore only)

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. 7 – Approve the re-appointment of Dr. Atul Kapoor, Managing Director of the Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 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, and on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, consent of the members of the Company be and is hereby accorded to re-appoint Dr. Atul Kapoor (DIN: 01449229) as Managing Director of the Company for a period of five (5) years with effect from 1st April 2026, not liable to retire by rotation, at a monthly remuneration of Rs.1,523,750/- (Rupees Fifteen lakhs twenty-three thousand seven hundred fifty only) 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 2027.

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 – Approve the re-appointment of Dr. Rashmi Kapoor, Whole Time Director of the Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 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, and on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, consent of the members of the Company be and is hereby accorded to re-appoint Dr. Rashmi Kapoor (DIN: 01818323) as Whole Director of the Company for a period of five (5) years with effect from 1st April 2026, liable to retire by rotation, at a monthly remuneration of Rs. 827,750/- (Rupees Eight lakhs twenty-seven thousand seven hundred fifty only) 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 2027.

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: 27 August 2026

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 37th Annual General Meeting ("AGM"), as set out under Item Nos. 3 to 8 above and the relevant details of the Directors as mentioned under Item Nos. 4, 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 been 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 Monday, 21 September 2026 at 9.00 a.m. IST and will end on Thursday, 24 September 2026 at 5.00 p.m. IST. During this period, members holding shares either in physical form or in dematerialized form, as on Friday, 18 September 2026, 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 Monday, 21 September 2026 at 9.00 a.m. IST and will end on Thursday, 24 September 2026 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 (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 Monday, 21 September 2026 at 9.00 a.m. IST and will end on Thursday, 24 September 2026 at 5.00 p.m. IST. 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., Friday, 18 September 2026 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 Friday, 18 September 2026.

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.	1. 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. 2. 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.

	3. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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	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

	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

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. 3

The Board of Directors of the Company at their meeting held on 21st August 2026, based on the recommendation of the Audit Committee, appointed M/s R.M. Bansal & Co., Cost Accountants (Firm Registration No.000022), 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 2027, 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 2027 is commensurate with the scope of the audit to be carried out by the Cost Auditors. M/s R.M. Bansal & Co., 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 M/s R.M. Bansal & Co., as the Cost Auditors of the Company for the financial year ending 31 March 2027 and recommends the Ordinary Resolution as set out in Resolution No. 3 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. 4

Mr. Rajiv Bakshi (DIN: 00264007) was appointed as an Independent Director of the Company by the Members at the 34th Annual General Meeting of the Company held on 27th October 2023 for a period of 3 (three) consecutive years commencing from 27th October 2023 to 26th October 2026 and is eligible for re-appointment for a second term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 21st August 2026, proposed the re-appointment of Mr. Rajiv Bakshi (DIN: 00264007) as an Independent Director of the Company for a second term of 5 (five) consecutive years from 27th October 2026 to 26 October 2031, not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Rajiv Bakshi, having a career spanning over 33 years with Bank of India, has acquired rich experience in Banking operations with a thorough knowledge of process flow, International Banking, Treasury, Large Corporate Credit and Risk Management, Planning and Business Process Reengineering. Various positions and assignments held include a stint as Faculty in the Training College, posting in London branch, Head of Treasury and as Chief Executive, Singapore Operations of Bank of India. He pioneered a new foray of the Bank into the life Insurance business with the setting up of a Joint Venture Life Insurance Company in collaboration with Daiichi Mutual Life of Japan and Union Bank of India.

As Executive Director of Bank of Baroda, he looked after the important functions of large credit, Risk Management, International Banking, Treasury, Information Technology, Audit & Business Process Re-engineering. He represented the bank on its Kenya & Tanzania subsidiaries as Chairman of their respective Boards, as well as Director on the Zambian Joint Venture. He played an active role in the Life Insurance Joint Venture of Bank of Baroda (India First Life Insurance Company Ltd) and served as a Director on its Board.

After superannuation from the Bank, he served as Government-appointed trustee on the Stressed Assets Stabilization Fund (SASF) of IDBI. He also worked as a member of the RBI Services Board for 5 years ending August 2018. He worked for 7 years (ending November 2019) as Senior Adviser with Centrum Financial Services Ltd, a Category 1 Merchant bank with a full suite of products. Since October 2019, he served as a member of the Expert Committee appointed by RBI to assist the Administrator of Punjab & Maharashtra Co-op Bank Ltd. He also worked as Adviser to a Small Finance Bank for one year ending 25 January 2023.

The NRC, taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Rajiv Bakshi's qualifications and the rich experience in the abovementioned areas meet the skills and capabilities required for the role of Independent Director of the Company.

The Board is of the opinion that Mr. Rajiv Bakshi continues to possess the identified core skills, expertise and competencies fundamental to effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has received a declaration from Mr. Rajiv Bakshi confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder. Further, Mr. Rajiv Bakshi has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

Accordingly, the Board recommends the resolution as set out at Item No. 4 of this Notice for approval of the Members of the Company as a Special Resolution.

Pursuant to the Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), requisite particulars of Mr. Rajiv Bakshi including his profile and specific areas of expertise are given in this Notice as "Annexure I".

Except Mr. Rajiv Bakshi and his relatives, no other director(s) and Key Managerial Personnel(s) or their relatives, are in any way concerned or interested, financially or otherwise, in this resolution.

Item nos. 5 & 6

As part of the Company's growth and expansion plans and to meet its long-term strategic and business objectives, it is proposed to increase the borrowing limit of the Company from Rs.700 crore (Rupees Seven Hundred Crore) to Rs.1,000 crore (Rupees One Thousand Crore) pursuant to Section 180(1)(c) of the Companies Act, 2013. Correspondingly, it is also proposed to increase the limit for creation of charge/security on the assets of the Company up to an aggregate amount of Rs.1,000 crore (Rupees One Thousand Crore) pursuant to Section 180(1)(a) of the Companies Act, 2013, subject to the approval of the Members of the Company.

The Board of Directors of the Company, at its meeting held on 3rd June 2026, considered and approved the increase in the borrowing powers of the Company and the creation of security on the assets of the Company, subject to the approval of the Members by way of Special Resolutions.

The Members of the Company, at the Annual General Meeting held on 27th October 2023, had authorised the Board of Directors, by way of a Special Resolution under Section 180(1)(c) of the Companies Act, 2013, to borrow monies which may, at any time, exceed the aggregate of the paid-up share capital and free reserves of the Company, but not exceeding Rs. 700 crore (Rupees Seven Hundred Crore) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business).

Section 180(1)(c) of the Companies Act, 2013 requires that the Board of Directors shall not borrow money in excess of the Company's paid-up share capital and free reserves (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), except with the consent of the Company by way of a Special Resolution. Accordingly, a fresh Special Resolution is being placed for the approval of the Members to enable the Board to borrow monies up to an aggregate amount not exceeding Rs.1,000 crore (Rupees One Thousand Crore) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business).

Further, pursuant to Section 180(1)(a) of the Companies Act, 2013, the Board of Directors requires the consent of the Members by way of a Special Resolution to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company. In order to secure the borrowings, the Company may be required to create security by way of mortgage, charge, hypothecation and/or pledge on its assets and properties, both present and future (including book debts, stock-in-trade, work-in-progress, whether movable or immovable), and on the whole or substantially the whole of any of the undertaking(s) of the Company, in such form, manner and on such terms and conditions as the Board may consider fit and proper in the interest of the Company, in favour of banks, financial institutions, bodies corporate and/or other lenders, for an amount not exceeding Rs.1,000 crore (Rupees One Thousand Crore).

Accordingly, the approval of the Members is sought for the increase in the borrowing limits of the Company and for the creation of charge/security on the assets/properties of the Company up to Rs.1,000 crore (Rupees One Thousand Crore), as set out in the Resolutions at Item Nos. 5 and 6 of the accompanying Notice.

The Board of Directors recommends the Special Resolutions set out at Item Nos. 5 and 6 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said Resolutions.

Item No. 7

The Board of Directors of the Company ("the Board"), at its meeting held on Wednesday, 3rd June 2026, based on the recommendation of the Nomination and Remuneration Committee, approved and recommended for the approval of the Members the re-appointment of Dr. Atul Kapoor (DIN: 01449229) as the Managing Director of the Company, not liable to retire by rotation, for a further period of five (5) consecutive years commencing from 1st April 2026 up to 31st March 2031, on the terms and conditions, including remuneration, as set out in the Resolution.

Considering his vast experience, strong leadership and valuable contribution towards the sustained growth and overall performance of the Company over the years, the Board is of the opinion that his continued association as Managing Director would be beneficial and in the best interests of the Company.

Accordingly, approval of the Members is being sought for the re-appointment of Dr. Atul Kapoor (DIN: 01449229) as Managing Director of the Company and for payment of remuneration to him, pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Dr. Atul Kapoor was drawing a monthly remuneration of Rs.15,23,750/- (Rupees Fifteen lakh twenty-three thousand seven hundred fifty only) during his previous tenure as Managing Director. Upon his proposed re-appointment as Managing Director of the Company for a further term of five (5) consecutive years, it is proposed to continue the monthly remuneration at the existing level of Rs.15,23,750/- (Rupees Fifteen lakh twenty-three thousand seven hundred fifty only), along with such other perquisites as per the rules of the Company. The aforesaid remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis with effect from 1st April 2027.

The additional information as required under the Secretarial Standard on General Meetings (SS-2) in respect of Dr. Atul Kapoor (DIN: 01449229) is provided in Annexure I to this Notice.

The Company has received the requisite statutory disclosures and declarations from Dr. Atul Kapoor (DIN: 01449229), including his consent to act as Director, declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013, and confirmation that he is not debarred from holding the office of Director by any order of SEBI or any other authority.

Except Dr. Atul Kapoor (DIN: 01449229), Dr. Rashmi Kapoor and their relatives (to the extent of their shareholding interest, if any, in the Company), none of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the accompanying Notice.

The Board recommends the Special Resolution as set out under Item No. 7 of the accompanying Notice for approval of the Members.

Item No. 8

The Board of Directors of the Company ("the Board"), at its meeting held on Wednesday, 3rd June 2026, based on the recommendation of the Nomination and Remuneration Committee, approved and recommended for the approval of the Members the re-appointment of Dr. Rashmi Kapoor (DIN: 01818323) as the Whole Time Director of the Company, liable to retire by rotation, for a further period of five (5) consecutive years commencing from 1st April 2026 up to 31st March 2031, on the terms and conditions, including remuneration, as set out in the Resolution.

Considering her vast experience, strong leadership and valuable contribution towards the sustained growth and overall performance of the Company over the years, the Board is of the opinion that her continued association as Whole Time Director would be beneficial and in the best interests of the Company.

Accordingly, approval of the Members is being sought for the re-appointment of Dr. Rashmi Kapoor (DIN: 01818323) as Whole Time Director of the Company and for payment of remuneration to her, pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Dr. Rashmi Kapoor was drawing a monthly remuneration of Rs. 827,750/- (Rupees Eight lakhs twenty-seven thousand seven hundred fifty only) during her previous tenure as Whole Time Director. Upon her proposed re-appointment as Whole Time Director of the Company for a further term of five (5) consecutive years, it is proposed to continue the monthly remuneration at the existing level of Rs. 827,750/- (Rupees Eight lakhs twenty-seven thousand seven hundred fifty only), along with such other perquisites as per the rules of the Company. The aforesaid remuneration may be increased by up to 12% (twelve percent) per annum on an annual basis with effect from 1st April 2027.

The additional information as required under the Secretarial Standard on General Meetings (SS-2) in respect of Dr. Rashmi Kapoor (DIN: 01818323) is provided in Annexure II to this Notice.

The Company has received the requisite statutory disclosures and declarations from Dr. Rashmi Kapoor (DIN: 01818323), including her consent to act as Director, declaration confirming that she is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013, and confirmation that she is not debarred from holding the office of Director by any order of SEBI or any other authority.

Except Dr. Rashmi Kapoor (DIN: 01818323), Dr. Atul Kapoor and their relatives (to the extent of their shareholding interest, if any, in the Company), none of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 8 of the accompanying Notice.

The Board recommends the Special Resolution as set out under Item No. 8 of the accompanying Notice for approval of the Members.

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

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Mr. Rajiv Bakshi
Independent Director, DIN: 00264007

Age (in years): 73

Qualification, Experience & Expertise: Mr. Rajiv Bakshi holds an M.Sc., CAIIB and Diploma in Bank Management, with over 33 years of experience at Bank of India. He has extensive expertise in banking operations, International Banking, Treasury, Large Corporate Credit, Risk Management, Planning and Business Process Re-engineering. During his career, he served in various senior positions, including Faculty at the Training College, London Branch, Head of Treasury and Chief Executive of Bank of India's Singapore Operations. He also pioneered the Bank's entry into life insurance through a joint venture with Daiichi Mutual Life of Japan and Union Bank of India.

As Executive Director of Bank of Baroda, he handled key portfolios including Large Credit, Risk Management, International Banking, Treasury, IT, Audit and Business Process Re-engineering, and served on the boards of the Bank's overseas subsidiaries and IndiaFirst Life Insurance Company. Post-retirement, he served as Government-appointed Trustee of SASF of IDBI, member of the RBI Services Board for five years, Senior Adviser to Centrum Financial Services Ltd., and member of the RBI Expert Committee assisting the Administrator of Punjab & Maharashtra Co-op Bank Ltd. He also served as Adviser to a Small Finance Bank until January 2023.

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: 31 May 2023

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 2025-26.

Name of Companies in which he holds Directorship (other than Regency Hospital Limited):
1. N R Agarwal Industries Limited
2. Brady and Morris Engineering Company Limited
3. Hiveloop Capital Private Limited
4. Infopercept Consulting Private Limited
5. A.K. Stockmart Private Limited
6. A.K Capital Services Limited
7. Stellar Arc Limited

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

Audit Committee – Chairman
Nomination and Remuneration Committee – Chairman
Corporate Social Responsibility Committee – Chairman

Dr. Atul Kapoor
Managing Director (DIN: 01449229)

Age (in years): 69

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. 18.32 Mn per annum

Date of first appointment on the Board: 8 June 1987

Shareholding in the company: 28,333,162 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 2025-26.

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): 69

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. 9.97 Mn per annum

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 2025-26.

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 – 25 September 2026

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 Friday, the 25 day of September 2026 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			
Special business				
3.	Ratification of Remuneration to Cost Auditors			
4.	Re-appointment of Mr. Rajiv Bakshi (DIN: 00264007) as an Independent Director of the Company for a second term of five (5) consecutive years commencing from October 27, 2026			
5.	Increase in Borrowing limits of the Company under section 180(1)(c) of the Companies Act, 2013			
6.	Approval under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/charge on the Company's assets and undertaking(s)			
7.	Approve the re-appointment of Dr. Atul Kapoor, Managing Director of the Company			
8.	Approve the re-appointment of Dr. Rashmi Kapoor, Whole Time Director of the Company			

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

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 – 25 September 2026

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

No. of shares held:

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 Saturday, the 25 day of September 2026 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