



Indraprastha Medical Corporation Limited

(Indraprastha Apollo Hospitals)

Regd. Office : Sarita Vihar, Delhi-Mathura Road, New Delhi – 110 076 (India)

Corporate Identity Number : L24232DL1988PLC030958

Phone:91-11-26925858,26925801,Fax: 91-11-26823629

E-mail: imcl@apollohospitals.com, Website : <https://www.apollohospitals.com/delhi/>



Ref: IMCL/CS/Postal Ballot/2024

22nd March, 2024

The Manager,
Listing Department,
BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai,
Maharashtra - 400001
Scrip Code: 532150

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra East,
Mumbai, Maharashtra - 400051
Symbol: INDRAMEDCO

Sub: Postal Ballot Notice

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of the Postal Ballot Notice for seeking approval of its members by way of Postal Ballot voting (only through e-voting) for the businesses as set out in the Postal Ballot notice dated 7th March, 2024.

Postal Ballot Notice is being sent by e-mail only to those members who have registered their e-mail addresses with the Company's Registrar and Share Transfer Agent or their respective Depository Participants as on Friday, 15th March, 2024 (cut-off date).

In accordance with the provisions of MCA circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelop will not be sent to the members and the members are required to communicate their assent or dissent through e-voting system only.

The Company has engaged the services of NSDL for the purpose of providing e-voting facility. The voting through e-voting will commence from Tuesday, 26th March, 2024 (9:00 A.M.) and shall end on Wednesday, 24th April, 2024 (5:00 P.M.)

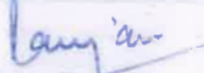
The results of the postal ballot will be announced on or before 26th April, 2024.

This is for your information and record please.

Thanking you,

Sincerely Yours,

For Indraprastha Medical Corporation Limited


Priya Ranjan
AVP --Corporate Affairs & Legal
(Company Secretary & Compliance Officer)

Encl. : As above.

Indraprastha Medical Corporation Limited

Corporate Identity Number (CIN): L24232DL1988PLC030958

Regd. Office : Delhi-Mathura Road, Sarita Vihar, New Delhi – 110 076

Tel: 91-11-26925858, 26925801

Email: imclshares@apollohospitals.com Website: <https://delhi.apollohospitals.com>

NOTICE OF POSTAL BALLOT

{Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, as amended and applicable Circulars issued by the Ministry of Corporate Affairs, from time to time.}

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022, including General Circular No. 09/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs (collectively the 'MCA Circulars'), that the resolutions appended below for the appointment of Independent Directors on the Board of Indraprastha Medical Corporation Limited (the "**Company**") is proposed for approval of the Members of the Company through postal ballot only by way of remote e-voting process ("**e-voting**").

The proposed resolutions and the Explanatory Statement pursuant to Section 102, 110 of the Act and any other applicable provisions of the Act, read with Rules framed thereunder, setting out the material facts and reasons thereof concerning the resolution mentioned in this Postal Ballot Notice ("Notice"), are annexed hereto.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to this Notice.

Accordingly, the Company is pleased to offer a remote e-voting facility to all its Members to cast their votes electronically. Members are requested to read the instructions in the notes under the section "Procedure / Instructions for e-voting" in this postal ballot notice ("**Postal Ballot Notice**") to cast their vote electronically. Members are requested to cast their vote through the e-voting process from Tuesday, 26th March, 2024 (9:00 am onwards) till Wednesday, 24th April, 2024 (upto 5:00 pm) to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the Member.

The Company has made arrangements for the Members to register their e-mail addresses. Therefore, those Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

The Board of Directors of the Company at their meeting held on 7th March, 2024, has appointed Mr. Baldev Singh Kashtwal, Practicing Company Secretary (Membership No. FCS 3616 & Certificate of Practice No. 3169) as the Scrutinizer pursuant to rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot, only through the e-voting process, in a fair and transparent manner.

The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Wednesday, 24th April, 2024, i.e., the last date specified for receipt of votes through the e-voting process.

The Members are requested to consider and, if thought fit, pass the following resolutions:

SPECIAL BUSINESS:

Resolution No. 1 - Appointment of Mr. Sandip Somany (DIN 00053597) as an Independent Director

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Articles of Association of the Company, and based on the recommendation of Nomination and Remuneration Committee (NRC) and the Board of Directors of the Company, Mr. Sandip Somany (DIN : 00053597), who was appointed as an Additional Director (in the capacity of Independent

Director) of the Company w.e.f. 1st April , 2024, in terms of provisions of Section 161(1) of the Act read with relevant rules and the Articles of Association of the Company, and who qualifies for being appointed as an Independent Director and who has submitted a declaration that he meets the criteria of Independence under section 149(6) of the Act and is eligible for appointment under the provisions of the Act, the rules made thereunder and in respect of whom the Company has received a notice in writing under section 160(1) of the Act proposing his candidature for the office of a Director as an Independent Director, be and is hereby appointed as an Independent Director to hold office for a term of 5 (five) consecutive years with effect from 1st April, 2024 till 31st March, 2029, not liable to retire by rotation.”

“**FURTHER RESOLVED THAT** the Board of Directors of the Company or any other duly constituted Committee of the Board be and is hereby authorized to do all acts, deeds, matters, things and take all such other steps as it may deem necessary, proper or expedient to give effect to the foregoing resolution. “

Resolution No. 2 - Appointment of Mr. Tejpreet Singh Chopra (DIN 00317683) as an Independent Director

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Articles of Association of the Company, and based on the recommendation of Nomination and Remuneration Committee (NRC) and the Board of Directors of the Company, Mr. Tejpreet Singh Chopra (DIN 00317683), who was appointed as an Additional Director (in the capacity of Independent Director) of the Company w.e.f. 1st April , 2024, in terms of provisions of Section 161(1) of the Act read with relevant rules and the Articles of Association of the Company, and who qualifies for being appointed as an Independent Director and who has submitted a declaration that he meets the criteria of Independence under section 149(6) of the Act and is eligible for appointment under the provisions of the Act, the rules made thereunder and in respect of whom the Company has received a notice in writing under section 160(1) of the Act proposing his candidature for the office of a Director as an Independent Director, be and is hereby appointed as an Independent Director to hold office for a term of 5 (five) consecutive years with effect from 1st April, 2024 till 31st March, 2029, not liable to retire by rotation.”

“FURTHER RESOLVED THAT the Board of Directors of the Company or any other duly constituted Committee of the Board be and is hereby authorized to do all acts, deeds, matters, things and take all such other steps as it may deem necessary, proper or expedient to give effect to the foregoing resolution. “

**By order of the Board of Directors
for Indraprastha Medical Corporation Limited**

Registered Office: -
Sarita Vihar, Delhi-Mathura Road,
New Delhi – 110 076, India
CIN: L24232DL1988PLC030958

Sd/-
Priya Ranjan
AVP – Corporate Affairs & Legal
(Company Secretary & Compliance Officer)
(ACS – 13826)

Date: 7th March, 2024

Notes:

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the resolution No. 1 & 2 annexed herewith and forms part of the Postal Ballot Notice.
2. The Postal Ballot Notice is being sent to all the Members of the Company, whose names appear in the Register of shareholders / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on Friday, 15th March, 2024 (cut-off date) and the voting rights shall also be reckoned on the paid-up value of shares registered in the name of the Member(s) as on the said cut-off date.

In line with the MCA Circulars the Postal Ballot Notice is being sent by email to those Members who have registered their email addresses with their depository participants (in case of shares held in demat form) or with the Company's Registrar & Share Transfer Agent (in case of shares held in physical form).

Those Members who have already registered their e-mail address are requested to keep their email addresses validated with their depository participants/the Company's RTA to enable servicing of notices/documents/annual reports electronically to their e-mail address

4. In accordance with the provisions of the MCA Circulars, Members can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.

5. Members may please note that the Postal Ballot Notice will also be available on the Company's website at <https://delhi.apollohospitals.com> websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Ltd. <https://www.evoting.nsdl.com>
6. A member cannot exercise his / her vote through proxy on postal ballot. However, corporate and institutional Members shall be entitled to vote through their authorised representatives. Corporate and institutional Members are required to send scanned certified true copy (PDF Format) of the board resolution / authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by email to bskashtwal@gmail.com with a copy marked to imclshares@apollohospitals.com
7. The Board of Directors of the Company at their meeting held on 7th March, 2024 has appointed Mr. Baldev Singh Kashtwal, Practicing Company Secretary (Membership No. FCS 3616 & Certificate of Practice No. 3169) as the Scrutinizer pursuant to rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot only through the e-voting process in a fair and transparent manner.
8. Members can cast their vote online from Tuesday, 26th March, 2024 (9:00 am onwards) till Wednesday, 24th April, 2024 (up to 5:00 pm) as the e-voting module shall be disabled for voting by NSDL thereafter. No voting shall be allowed beyond 5:00 p.m. of 24th April, 2024.
9. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
10. The Scrutiniser, after completion of scrutiny, will submit his report to the Chairman or any other person as may be authorized by him in this regard, on or before Friday, 26th April, 2024. The result of the Postal Ballot will be announced by the Chairman or any other person as may be authorized by him in this regard, on or before Friday, 26th April, 2024. In addition to the results being communicated to National Stock Exchange of India Ltd. (NSE) and BSE Limited (BSE), the results along with Scrutiniser's report will also be placed on Company's website i.e. <https://delhi.apollohospitals.com> and the website of NSDL i.e. <https://www.evoting.nsdl.com> The results along with the Scrutiniser's report shall also be displayed on the notice board at the

Company's Registered office at New Delhi. If the proposed resolution is assented by requisite majority, it shall be deemed to have been duly passed on Wednesday, 24th April, 2024, i.e. being the last date of receiving postal ballot forms and e-voting.

11. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
12. All relevant documents are available for inspection of the Members at the Company's Registered Office on any working day (except Saturdays, Sundays and National Holidays) between 10.00 am to 4.00 pm upto the date of declaration of Postal Ballot/E-voting results. Members can inspect the same by writing an e-mail to the Company at imclshares@apollohospitals.com .
13. The Company has entered into an arrangement with NSDL for facilitating remote e-voting. Please read carefully the steps for "Procedure / Instructions for e-voting" and Casting of Vote by Postal Ballot Form which are enumerated herein.

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

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

	<p>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.</p> <ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <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> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The 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 user your existing my easi username & password.

	<ol style="list-style-type: none"> 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<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 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.</p>

B) Login Method 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:
a) 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*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) 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 aforesaid two options, you can send a request at evoting@nsdl.com 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, Home page of e-Voting will open.

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.com or call at 022 - 4886 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

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.
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 bskashtwal@gmail.com with a copy marked to evoting@nsdl.com. 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 : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre – Senior Manager at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail 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 imclshares@apollohospitals.com .
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 imclshares@apollohospitals.com . If you are an Individual shareholders 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, Members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9th December, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Explanatory Statement as required under Section 102 of the Companies Act, 2013:

Item No. 1

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 6th February, 2024 and subject to the approval of the Members, appointed Mr. Sandip Somany (DIN 00053597) as an Additional Director (in the capacity of Independent Director) to hold office for five consecutive years effective from 1st April, 2024 to 31st March, 2029, not liable to retire by rotation.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, the Company is required to take approval of the Members for appointment of a person on the Board of Directors of the Company at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mr. Sandip Somany does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

The Company has received, inter alia, the following consents, declarations and confirmations from Mr. Sandip Somany with regard to the proposed appointment:

- a. Consent to act as Director of the Company, in Form DIR-2, in terms of Section 152 of the Act.
- b. Declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act.
- c. Declaration that he meets the criteria of independence prescribed under the Act and the SEBI Listing Regulations.
- d. Declaration that he is not debarred from holding the office of Director by virtue of any order of the SEBI or any other such authority

The resolution seeks the approval of Members for the appointment of Mr. Sandip Somany as an Independent Director of the Company for a period of five consecutive years, from 1st April, 2024 to 31st March, 2029, pursuant to Section 149 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and the SEBI Listing Regulations, not liable to retire by rotation.

In the opinion of the Board, Mr. Sandip Somany fulfils the conditions for his appointment as an Independent Director of the Company as specified in the Act and rules made thereunder and Listing Regulations.

Mr. Sandip Somany is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Mr. Sandip Somany, pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided as part of the Postal Ballot Notice.

A copy of the draft letter of appointment of Mr. Sandip Somany as an Independent Director setting out the terms and conditions of his appointment would be available for inspection without any fee by the Members at the Registered Office of the Company on any working day (except Saturdays, Sundays and National Holidays) between 10.00 am to 4.00 pm.

The Board considers that appointment of Mr. Sandip Somany as an Independent Director will be of immense benefit to the Company and it is desirable to avail services of Mr. Sandip Somany as an Independent Director. Mr. Sandip Somany would bring with him immense experience to the Company in the areas of administration, finance, to name a few.

Except Mr. Sandip Somany being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice of Postal Ballot.

The Board of Directors of the Company recommends the special resolution at Item No. 1 of the Notice of Postal Ballot, in relation to the appointment of Mr. Sandip Somany as an Independent Director, for approval of the Members, as a Special Resolution.

Item No. 2

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 7th March, 2024 and subject to the approval of the Members, appointed Mr. Tejpreet Singh Chopra (DIN 00317683) as an Additional Director (in the capacity of Independent Director) to hold office for five

consecutive years effective from 1st April, 2024 to 31st March, 2029, not liable to retire by rotation.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, the Company is required to take approval of the Members for appointment of a person on the Board of Directors of the Company at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mr. Tejpreet Singh Chopra does not hold by himself or through his relatives on a beneficial basis, any shares in the Company.

The Company has received, inter alia, the following consents, declarations and confirmations from Mr. Tejpreet Singh Chopra with regard to the proposed appointment:

- a. Consent to act as Director of the Company, in Form DIR-2, in terms of Section 152 of the Act.
- b. Declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act.
- c. Declaration that he meets the criteria of independence prescribed under the Act and the SEBI Listing Regulations.
- d. Declaration that he is not debarred from holding the office of Director by virtue of any order of the SEBI or any other such authority

The resolution seeks the approval of Members for the appointment of Mr. Tejpreet Singh Chopra as an Independent Director of the Company for a period of five consecutive years, from 1st April, 2024 to 31st March, 2029, pursuant to Section 149 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and the SEBI Listing Regulations, not liable to retire by rotation.

In the opinion of the Board, Mr. Tejpreet Singh Chopra fulfils the conditions for his appointment as an Independent Director of the Company as specified in the Act and rules made thereunder and SEBI Listing Regulations.

Mr. Tejpreet Singh Chopra is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Mr. Tejpreet Singh Chopra, pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided as part of the Postal Ballot Notice.

A copy of the draft letter of appointment of Mr. Tejpreet Singh Chopra as an Independent Director setting out the terms and conditions of his appointment would be available for inspection without any fee by the Members at the Registered Office of the Company on any working day (except Saturdays, Sundays and National Holidays) between 10.00 am to 4.00 pm.

The Board considers that appointment of Mr. Tejpreet Singh Chopra as an Independent Director will be of immense benefit to the Company and it is desirable to avail services of Mr. Tejpreet Singh Chopra as an Independent Director. Mr. Tejpreet Singh Chopra would bring with him immense experience to the Company in the areas of administration, finance, to name a few.

Except Mr. Tejpreet Singh Chopra being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice of Postal Ballot.

The Board of Directors of the Company recommends the special resolution at Item No. 2 of the Notice of Postal Ballot, in relation to the appointment of Mr. Tejpreet Singh Chopra as an Independent Director, for approval of the Members, as a Special Resolution.

**By order of the Board of Directors
for Indraprastha Medical Corporation Limited**

Registered Office:-

Sarita Vihar, Delhi-Mathura Road,
New Delhi - 110 076, India
CIN: L24232DL1988PLC030958

Priya Ranjan
AVP - Corporate Affairs & Legal
(Company Secretary & Compliance Officer)
(ACS - 13826)

Date: 7th March, 2024

PROFILE OF DIRECTORS SEEKING APPOINTMENT.

The particulars of the Directors who are proposed to be appointed as required under SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) are as given below:

i. Mr. Sandip Somany (DIN 00053597)

Age	61 years
Nationality	Indian
Relationship with other Directors	There is no inter se relationship between Mr. Sandip Somany, other Members of the Board and Key Managerial Personnel of the Company
Qualifications	Diploma in Engineering from the University of California, USA, and a Bachelor's degree from Delhi University.
Brief Profile	Mr. Sandip Somany is the Chairman of Somany Impresa Group, one of India's leading conglomerates. Under his visionary leadership, Somany Impresa Group has diversified its operations across various sectors, including building materials, packaging products and the consumer appliance segment, becoming a significant player in each domain. Mr. Somany's remarkable ability to identify and seize opportunities has fostered the Group's expansion into new markets.
Nature of Expertise in Specific Functional Areas	He has a rich experience in the field of Executive Search and Leadership Development
Skills and Capabilities required for the role and the manner in which Mr. Sandip Somany meets such requirements	Vast knowledge inter-alia in the areas of administration and finance.
Terms and conditions of Appointment / Re-appointment	Mr. Sandip Somany will serve as an Independent Director for a first term of 5 (Five) consecutive years commencing from 1 st April, 2024 to 31 st March, 2029.
Date of first appointment on the Board.	w.e.f. 1 st April, 2024
Number of meetings of the Board attended during the financial year 2023-24	Not Applicable
Directorship of other Board Listed Entities as on date of Notice	1. Hindware Home Innovation Limited 2. Agi Greenpac Limited 3. JK Paper Limited
Membership / Chairmanship of Committees of other Boards as on date of Notice	1. Hindware Home Innovation Limited Audit Committee - Member Nomination and Remuneration Committee - Member

	2. JK Paper Limited Audit Committee - Member Nomination and Remuneration Committee - Chairman
Listed Entities from which Mr. Somany has resigned as Director in past three years	None
Number of Shares held in the Company (including shareholding as a beneficial owner)	Nil
Remuneration Last Drawn (as on the date of this Notice)	None

ii. Mr. Tejpreet Singh Chopra (DIN 00317683)

Age	55 years
Nationality	Indian
Relationship with other Directors	There is no inter se relationship between Mr. Tejpreet Singh Chopra, other Members of the Board and Key Managerial Personnel of the Company
Qualifications	MBA from Cornell University, U.S.A. and B.A. Honors in Economics from St. Stephen's College, Delhi University.
Brief Profile	Mr. Tejpreet Singh Chopra is the Founder & CEO of Bharat Light & Power Group (BLP). BLP is one of the leading clean energy generation (IPP) and technology companies in India. The BLP Group has had joint ventures with the Italian utility, Enel Green Power, and the Norwegian utility, Statkraft.
Nature of Expertise in Specific Functional Areas	He has a rich experience in the field of global management and finance.
Skills and Capabilities required for the role and the manner in which Mr. Tejpreet Singh Chopra meets such requirements	Vast knowledge inter-alia in the areas of Finance and Management.
Terms and conditions of Appointment / Re-appointment	Mr. Tejpreet Singh Chopra will serve as an Independent Director for a first term of 5 (Five) consecutive years commencing from 1 st April, 2024 to 31 st March, 2029.
Date of first appointment on the Board.	w.e.f. 1 st April, 2024

Number of meetings of the Board attended during the financial year 2023-24	Not Applicable
Directorship of other Board Listed Entities as on date of Notice	<ol style="list-style-type: none"> 1. Eicher Motors Limited 2. Tube Investments of India Limited 3. Gujarat Pipavav Port Limited 4. Indian Energy Exchange Limited 5. SRF Limited
Membership / Chairmanship of Committees of other Boards as on date of Notice	<ol style="list-style-type: none"> 1. Eicher Motors Limited Risk Management Committee – Member 2. Tube Investments of India Limited Audit Committee – Member Nomination and Remuneration Committee – Member Risk Management Committee – Chairman Corporate Social Responsibility Committee – Member 3. Gujarat Pipavav Port Limited Nomination and Remuneration Committee – Member Stakeholders Relationship Committee – Chairman 4. SRF Limited Nomination and Remuneration Committee – Chairman Stakeholders Relationship Committee – Chairman
Listed Entities from which Mr. Chopra has resigned as Director in past three years	None
Number of Shares held in the Company (including shareholding as a beneficial owner)	Nil
Remuneration Last Drawn (as on the date of this Notice)	None