



December 22, 2025

**National Stock Exchange of India Limited,**  
Compliance Department,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400051,  
Maharashtra, India

**BSE Limited,**  
Compliance Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001,  
Maharashtra, India

Dear Sir/Madam,

**Subject :** **Postal Ballot Notice.**

**Stock Code :** **BSE – 539787, NSE – HCG**

**Reference :** **Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”).**

Please find enclosed herewith the copy of Postal Ballot Notice (“Notice”) together with Explanatory Statement dated December 17, 2025, pursuant to Regulation 30 of SEBI LODR Regulations, which is being sent to members of the Company for seeking their approval by remote e-voting process (“e-voting”) for entering into the following special business: -

SL. No	Description of Resolution	Type of Resolution
1	Approval of the variations to the Consultancy Arrangement with Dr. B.S. Ajaikumar	Ordinary Resolution

Pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (“SS-2”), General Circular Nos. 14/ 2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India, (“MCA Circulars”) SEBI LODR Regulations, the Postal Ballot Notice is being sent only by electronic mode to the shareholders whose names appear on the Register of shareholders/list of Beneficial Owners as on Friday, December 19, 2025 (cut-off date) and whose e-mail addresses are registered with the Company/Depositories.



As per the provisions of MCA Circulars, shareholders can vote only through the remote e-voting process. In accordance with the provisions of MCA Circulars, the Company has made necessary arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register their e-mail addresses by following the procedure set out in the notes to the Postal Ballot Notice.

The Company has engaged the services of KFin Technologies Limited, Registrar and Share Transfer Agent, for providing remote e-voting facility to all its shareholders. The remote e-voting will commence at 9:00 a.m. on Tuesday, December 23, 2025, and end at 5:00 p.m. on Wednesday, January 21, 2026. The remote e-voting module shall be disabled by KFin Technologies Limited for voting thereafter. The results of postal ballot (through the remote e-voting process) will be declared, along with Scrutinizer's Report, by the Chairman or any Director of the Company duly authorized by the Board or the Company Secretary of the Company on or before Friday, January 23, 2026, and will also be made available on the website of the Company [www.hcgoncology.com](http://www.hcgoncology.com) besides being communicated to Stock Exchanges, Depositories and Registrar and Transfer Agents.

The Postal Ballot Notice is also available on the Company's website at <https://www.hcgoncology.com/investor-relations>.

Kindly take the above information on record.

Thanking you,

**For HealthCare Global Enterprises Limited**

**Sunu Manuel**  
**Company Secretary & Compliance Officer**

Encl: a/a.



HealthCare Global Enterprises Limited

CIN: L15200KA1998PLC023489

**Registered Office:**

HCG Towers, No. 8, P. Kalinga Rao Road  
Sampangi Rama Nagar Bengaluru - 560 027  
Karnataka, India

**Corporate Office:**

No. 3, Ground Floor, Tower Block  
Unity Buildings Complex, Mission Road  
Bengaluru – 560027, Karnataka, India

**Website:** <https://www.hcgoncology.com/>**E-mail:** [investors@hcgel.com](mailto:investors@hcgel.com)**Telephone:** +91-80-4660 7700

## NOTICE OF POSTAL BALLOT

**Dear Shareholders,**

Notice is hereby given pursuant to the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”) and as amended from time to time) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”) read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (the “**MCA Circulars**”) and pursuant to other applicable laws and regulations, that the resolution appended below is proposed for approval of the Shareholders of HealthCare Global Enterprises Limited (the “**Company**”) through postal ballot (“**Postal Ballot**”) and electronic voting (“**e-voting**”).

The explanatory statement pursuant to Sections 102, 108, 110 of the Act, rules made thereunder, the MCA Circulars and other applicable provisions, if any, of the Act pertaining to the resolution as included in the Notice of Postal Ballot (“**Notice**” or “**Postal Ballot Notice**”), setting out the material facts concerning the resolution and the reasons thereof is annexed hereto for your consideration.

The Board of Directors of the Company, on November 12, 2025, has appointed Mr. V. Sreedharan, (FCS 2347; CP 833) and in his absence Mr. Pradeep B. Kulkarni (FCS 7260; CP 7835), partners of M/s V. Sreedharan & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer’s decision on the validity of the votes cast in the Postal Ballot shall be final.

As permitted under the MCA Circulars, the Company is sending the Notice in electronic form only. Hence, a hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid

business reply envelope will not be sent to the members for this Postal Ballot Notice.

In compliance with SEBI LODR Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Company has extended only the remote e-voting facility for its Members (whether holding shares in physical or in dematerialized form), to enable them to exercise their right to vote on the matters included in the Postal Ballot Notice, electronically i.e., through remote e-voting instead of submitting the Postal Ballot Form. The instructions for remote e-voting are appended to this Postal Ballot Notice.

The Company is providing remote e-voting facility to its Shareholders (also referred to as “**Members**”) for voting on the resolution contained in this Notice. The Members can vote on such resolution through remote e-voting facility only. Assent or dissent of the Members on the resolution mentioned in Postal Ballot Notice would only be taken through the remote e-voting system as per the MCA Circulars.

In compliance with Regulation 44 of SEBI LODR Regulations, and the provisions of Section 108 and 110 of the Act read with the applicable rules thereunder, SS-2 as amended from time to time, and in accordance with MCA circulars, Shareholders have been provided with remote e-voting facilities arranged by the Company and are requested to read the instructions in the Notes under the section “General information and instructions relating to e-voting”. References to postal ballot(s) in this Postal Ballot Notice are votes received electronically. The remote e-voting period commences from 9.00 a.m. (IST) on December 23, 2025, and ends at 5.00 p.m. (IST) on January 21, 2026. Members are hereby informed that voting will not be permitted beyond the specified date and time. Any votes cast after the closure of the voting period shall be considered invalid and shall not be considered.

The Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company, or any person authorized

by him, after completion of scrutiny of the Postal Ballots (including e-voting). The results shall be declared on or before January 23, 2026, at 5.00 p.m. (IST) at the Registered/ Corporate Office of the Company and communicated to BSE Limited ("BSE"), and National Stock Exchange of India Limited ("NSE") (together the "Stock Exchanges"), KFin Technologies Limited ("KFintech" or "Registrar and Share Transfer Agent") and would also be displayed on the Company's website <https://www.hcgoncology.com/investor-relations/>. The results shall also be displayed on the noticeboard at the Registered Office/Corporate Office of the Company.

## SPECIAL BUSINESS:

### 1. APPROVAL OF THE VARIATIONS TO THE CONSULTANCY ARRANGEMENT WITH DR. B.S. AJAIKUMAR

To consider and, if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to Sections 188, 197(4) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendations of the Nomination and Remuneration Committee, the Audit Committee and approval of the Board of Directors, the Members' approval is hereby accorded for the consultancy fees payable by the Company to Dr. B.S. Ajaikumar, a "related party" pursuant to the consultancy agreement executed on May 30, 2025 between the Company and Dr. B. S. Ajaikumar ("**Consultancy Agreement**"), to be increased by INR 2,00,00,000 (Rupees Two Crores only) for the current financial year only, on a non-recurring basis, and payable immediately upon receiving requisite approval from the Members, for the following services provided/ to be provided by Dr. B. S. Ajaikumar beyond the scope in the Consultancy Agreement for such period as the Board of Directors may determine, not exceeding

the current financial year 2025-2026: (a) assistance with administrative matters in line with authorisations provided to him by the Company; (b) transition support in relation to certain matters following the change in control and management of the Company during the current financial year 2025-2026; (c) assistance in taking steps towards retention of key medical talent, including clinicians; and (d) providing inputs in respect of existing or proposed Company policies and clinical practices.

**RESOLVED FURTHER THAT** the variations to the Consultancy Agreement will come into effect subject to, and from the date of, receipt of approval from the Members in relation thereto and shall be valid for a period until June 30, 2030.

**RESOLVED FURTHER THAT** any of the Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorized to sign and issue the certified true copies of the above resolutions to any person(s) / authority, as may be required, and do all such acts, deeds and take such steps as may be required to give effect to the above resolution including but not limited to filing of the necessary e-forms with the Ministry of Corporate Affairs."

By order of the Board  
**For HealthCare Global Enterprises Limited**

Place: Bengaluru  
Date: December 17, 2025

**Sunu Manuel**  
Company Secretary

#### Corporate Office:

No. 3, Ground Floor, Tower Block,  
Unity Buildings Complex, Mission Road  
Bengaluru – 560027 Karnataka, India  
CIN: L15200KA1998PLC023489  
Website: <https://www.hcgoncology.com/>  
E-mail: [investors@hcgel.com](mailto:investors@hcgel.com)  
Telephone: +91-80-4660 7700

**NOTES:**

1. The explanatory statement pursuant to Sections 102, 108 and 110 of the Act stating all material facts and the reasons relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the SEBI LODR Regulations is annexed herewith.
2. The Postal Ballot Notice is being sent to all the Members of the Company whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), (NSDL together with CDSL, the "Depositories") and is available with the Company as on December 19, 2025. A copy of this Postal Ballot Notice will also be available on the website of the Company (<https://www.hcgoncology.com/investor-relations/>), the relevant section of the websites of National Stock Exchange of India Limited and BSE Limited, the Stock Exchanges on which the Equity Shares of the Company are listed and the website of KFin Technologies Limited ("KFinTech") (<https://evoting.kfintech.com>).
3. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the Shareholders as on December 19, 2025. A person who is not a Shareholder on this date should treat this notice for information purpose only. It is however clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the afore-mentioned resolution in accordance with the process specified in this Notice.
4. Eligible Members who have registered their email address and not received Postal Ballot notice, User-Id and password for remote e-voting may, write an email to [investors@hcgel.com](mailto:investors@hcgel.com) with subject as "Postal Ballot Notice" and obtain the same. For Members who have not registered their email address and in consequence the Postal Ballot Notice could not be serviced, may temporarily get their email address registered with KFinTech by following the instructions given below.
5. To enable shareholders to receive this notice and to cast their vote electronically, the Company has made special arrangements with its Registrar & Share Transfer Agent for registration of email addresses in accordance with the MCA Circulars. The process for registration of email addresses is as under:
  - (a) It is clarified that for permanent registration of email address, Shareholders are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants and in respect of physical holdings, with the Company's Registrar and Share Transfer Agent, KFin Technologies Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, India by following due procedure.
  - (b) Those Shareholders who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / the Company's Registrar and Share Transfer Agent, KFin Technologies Limited to enable servicing of notices / documents / Annual Reports electronically to their email address.
  - (c) In case of any queries, please visit Help and Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com>. For any grievances related to e-voting, please contact Mr. Nageswara Rao, Manager (Unit: HealthCare Global Enterprises Limited) of KFin Technologies Limited (formerly known as KFin Technologies Private Limited), Selenium Tower B, Plot Nos. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032 at [evoting@kfintech.com](mailto:evoting@kfintech.com), Toll Free No: 1800-309-4001 for any further clarifications.
6. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelope will not be sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members would take place through the remote e-voting system only.
7. Resolution passed by the Shareholders through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the Shareholders.
8. In compliance with Sections 108 and 110 of the Act and the Rules made thereunder and Regulation 44 of SEBI LODR Regulations, the Company has provided the facility to the Shareholders to exercise their votes electronically and vote on the resolution through the e-voting facility arranged by KFin Technologies Limited. The instructions for e-voting are annexed to this Postal Ballot Notice.
9. All the Shareholders are requested to cast their votes only through remote e-voting as per the procedure provided below.
10. The Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company or any person authorized by him, after the completion of scrutiny, and the result of the voting by Postal Ballot will be announced by the Chairman or any Director of the Company duly authorized by the Board or the Company Secretary of the Company, on or before January 23, 2026, at the registered office / corporate office of the Company and will also be displayed on the website of the Company <https://www.hcgoncology.com/investor-relations/> besides being communicated to the Stock Exchanges and Registrar and Share Transfer Agent.
11. The resolution, if passed by the requisite majority, shall be deemed to have been passed on January 21, 2026 i.e., the last date specified for the remote e-voting.
12. In compliance with the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the item provided as special business in the Notice are considered unavoidable and hence form part of this Notice.



13. All the material documents referred to in the Postal Ballot Notice will be available for inspection, without any fee, by the members, at the registered office of the Company during office hours on all working days from the date of dispatch of the Postal Ballot Notice until the last date for receipt of votes by remote e-voting. Members seeking to inspect such documents can send an email to [investors@hcgel.com](mailto:investors@hcgel.com) mentioning his / her / its folio number / DP ID and Client ID.
14. SEBI vide its Circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655 dated November 3, 2021, and SEBI/HO/ MIRSD/ MIRSD\_RTAMB/P/CIR/2021/687 December 14, 2021, has mandated the furnishing of PAN, Address with PIN code, Email address, Mobile number, Bank Account details, Specimen signature and Nomination by holders of physical securities. Effective January 1, 2022, Grievance Redressal/ Service request can be availed with the RTA only after the required documents/complete data as mandated are furnished for physical folios. Further, if any one of the cited documents/ details as enunciated in the said circular are not registered with the Company/ RTA within March 31, 2023, such folios shall be frozen by the Company/ Registrar and Share Transfer Agent of the Company ("RTA").
15. Shareholders holding shares in physical form are requested to note that in terms of Regulation 40 of SEBI LODR Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of the above and in order to eliminate risks associated with physical transfer of securities, shareholders holding Equity Shares of the Company in physical form are requested to consider converting their holdings to dematerialized form. Shareholders can contact the Company's RTA for assistance in this regard.
16. Shareholders may please note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2022/8 dated January 25, 2022, has mandated listed companies to issue

securities in dematerialized form only while processing service requests, viz., issue of duplicate securities certificate, claim from unclaimed suspense account, splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition etc. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4.





#### 17. General information and instructions relating to e-voting

- i. Pursuant to the provisions of Section 108 of the Act read with the Rules thereunder and Regulation 44 of SEBI LODR Regulations, the Company is offering e-voting facility to its Shareholders in respect of the resolution proposed to be passed in terms of Postal Ballot Notice. The Company has engaged the services of M/s. KFin Technologies Limited ("KFinTech") as the Authorized Agency to provide e-voting facilities. The e-voting facility will be available during the following voting period:
  - a) Commencement of e-voting: December 23, 2025, at 9.00 a.m. (IST).
  - b) End of e-voting: January 21, 2026, at 5.00 p.m. (IST).
- ii. The cut-off date for the purpose of e-voting is December 19, 2025.
- iii. This communication forms an integral part of the Postal Ballot Notice, which is enclosed herewith and is also made available on the website of the Company <https://www.hcgoncology.com/investor-relations>. Attention is invited to the statement on the accompanying Notice that the Company is pleased to provide e-voting facility through KFinTech for all Shareholders of the Company to enable them to cast their votes electronically on the resolution mentioned in the Postal Ballot Notice of the Company.
- iv. Please read the instructions for e-voting given below before exercising the vote.

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

**Remote e-voting:** In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) and Regulation 44 of the SEBI LODR Regulations, read with SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 9, 2020, Members are provided with the facility to cast their vote electronically, through any of the modes listed below, on all resolutions set forth in this Notice, by way of remote e-voting:

MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
<b>Individual shareholders holding securities in demat mode</b>	<ol style="list-style-type: none"> <li>Members already registered for IDeAS facility may follow the below steps:               <ol style="list-style-type: none"> <li>Visit the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>On the home page, click on the "Beneficial Owner" icon under the 'IDeAS' section.</li> </ol> </li> </ol>	<ol style="list-style-type: none"> <li>Members already registered for Easi/ Easiest facility may follow the below steps:               <ol style="list-style-type: none"> <li>Visit the following URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> </ol> </li> </ol>	Members may alternatively log-in using the credentials of the demat account through their Depository Participants registered with NSDL/CDSL for the e-voting facility. On clicking the e-voting icon, members will be re-directed to the NSDL/CDSL site, as applicable, on successful

MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
	<p>c) On the new screen, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" under e-voting services.</p> <p>d) Click on Company name or e-voting service provider name i.e. KFintech and you will be re-directed to KFintech website for casting your vote.</p> <p>2. Members who have not registered for IDeAS facility may follow the below steps:</p> <p>a) To register for this facility, visit the URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></p> <p>b) On the home page, select "Register Online for IDeAS"</p> <p>c) On completion of the registration formality, follow the steps provided above.</p> <p>3. Members may alternatively vote through the e-voting website of NSDL in the manner specified below:</p> <p>a) Visit the URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.</p> <p>b) Click on the "Login" icon available under the 'Shareholder/Member' section.</p> <p>c) Enter User ID (i.e. 16-digit demat account number held with NSDL), Password / OTP, as applicable, and the verification code shown on the screen.</p> <p>d) Post successful authentication, you will be redirected to the NSDL IDeAS site wherein you can see the e-voting page.</p> <p>e) Click on company name or e-Voting service provider name i.e. KFintech and you will be redirected to KFintech website for casting your vote.</p> <p>Members can also download NSDL Mobile App "NSDL Speede" facility.</p> <p><b>NSDL Mobile App is available on</b></p> <p> </p> <p> </p> <p>4. For any technical assistance, Members may contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000</p>	<p>b) Click on the "Login" icon and opt for "New System Myeasi" (only applicable when using the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>)</p> <p>c) On the new screen, enter User ID and Password. Without any further authentication, the e-voting page will be made available.</p> <p>d) Click on Company name or e-voting service provider name i.e. KFintech to cast your vote.</p> <p>2. Members who have not registered for Easi/Easiest facility may follow the below steps:</p> <p>a) To register for this facility, visit the URL: <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>b) On completion of the registration formality, follow the steps provided above.</p> <p>3. Members may alternatively vote through the e-voting website of CDSL in the manner specified below:</p> <p>a) Visit the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>b) Enter the demat account number and PAN</p> <p>c) Enter OTP received on mobile number &amp; email registered with the demat account for authentication.</p> <p>d) Post successful authentication, the member will receive links for the respective e-voting service provider i.e. KFintech where the e-voting is in progress.</p> <p>4. For any technical assistance, Members may contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or call at 1800 22 5533.</p>	<p>authentication. Members may then click on Company name on or e-voting service provider name i.e. KFintech and will be redirected to KFintech website casting their vote.</p>

MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
Non-individual shareholders holding securities in demat mode and Shareholders holding securities in physical mode	Member will receive an e-mail from KFintech [for the Members whose e-mail IDs are registered with the Depository Participant(s)/RTA] which includes details of E-Voting Event Number ("EVEN"), User ID and Password. They will have to follow the following process for e-voting:		
	<div><div>i. Launch internet browser by typing the URL: <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>.</div><div>ii. Enter the login credentials (i.e., User ID and Password). In case of Demat account, your Sixteen Digit DP ID-Client ID will be your User ID. In case of physical folio, User ID will be EVEN (e-Voting Event Number) XXXX, followed by folio number. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and Password for casting your vote.</div><div>iii. After entering these details appropriately, click on 'LOGIN'.</div><div>iv. You will now reach to password change Menu wherein you are required to mandatorily change your password. The new password should comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password, in case you forget your password. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.</div><div>v. You need to login again with the new credentials.</div><div>vi. On successful login, the system will prompt you to select the 'EVENT', i.e., <b>Postal Ballot- HealthCare Global Enterprises Limited</b> and click on "submit".</div><div>vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-Off Date under 'FOR/AGAINST' or, alternatively, you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option 'ABSTAIN'. If you do not indicate either 'FOR' or 'AGAINST' it will be treated as 'ABSTAIN' and the shares held will not be counted under either head.</div><div>viii. Equity shareholders holding multiple demat accounts/folios may choose the voting process separately for each demat account/folio.</div><div>ix. You may then cast your vote by selecting an appropriate option and click on 'Submit'.</div><div>x. A confirmation box will be displayed. Click 'OK' to confirm else 'CANCEL' to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, you can login any number of times till you have voted on the Resolution.</div><div>xi. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned certified true copy (PDF/JPG Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s) who are authorized to vote, to the Scrutinizer on e-mail ID <a href="mailto:compliance@sreedharancs.com">compliance@sreedharancs.com</a> with a copy marked to RTA at email ID <a href="mailto:evoting@kfintech.com">evoting@kfintech.com</a> and to the Company at <a href="mailto:sunumanuel@hcgel.com">sunumanuel@hcgel.com</a> and/or <a href="mailto:investors@hcgel.com">investors@hcgel.com</a>. The scanned copy of the Board Resolution should be in the naming format "Company Name, EVEN No." In case if the authorized representative casts vote, the above-mentioned documents shall be submitted before or at the time of casting the vote.</div></div>		
Any Member who has not received/forgotten the User ID and Password, may obtain/retrieve the same from KFintech in the manner as mentioned below:			
<div><div>a) If the mobile number of the Shareholder is registered against Folio No./DP ID Client ID, the Member may send SMS: MYEPWD&lt;SPACE&gt;Folio No. or DP ID-Client ID to +91 9212993399. In case of physical holding, prefix Folio No. with EVEN.  Example for NSDL: MYEPWD&lt;SPACE&gt;IN12345612345678 Example for CDSL: MYEPWD&lt;SPACE&gt;1402345612345678 Example for Physical: MYEPWD&lt;SPACE&gt;XXX1234567890 (XXXX being EVEN)</div><div>b) If e-mail address or mobile number of the Shareholder is registered against Folio No./DP ID Client ID, then on the home page of <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>, the Shareholder may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.</div><div>c) Shareholder may call KFintech toll free number 1800-3094-001 for any assistance.</div><div>d) Shareholder may send an e-mail request to <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a>. However, KFintech shall endeavor to send User ID and Password to those new Shareholder whose e-mail IDs are available.</div></div>			



MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
<b>Members whose email IDs are not registered with the Company / Depository Participants(s), and consequently Notice of Postal Ballot and e-voting instructions cannot be serviced:</b>	To facilitate equity shareholders to receive this Notice electronically and cast their vote electronically, the Company has made special arrangements with KFinTech for registration of email addresses of the Members in terms of the MCA Circulars. Eligible Members who have not registered their email address and in consequence the e-voting notice could not be serviced, may get their email address registered with KFinTech.		
	<div>I. The process for registration of email address with KFinTech for receiving the Notice of Meeting and login ID and password for e-voting is as under:<div><div>(a) Visit the link: <a href="https://kprism.kfintech.com/">https://kprism.kfintech.com/</a>.</div><div>(b) Select the Company name viz. HealthCare Global Enterprises Limited.</div><div>(c) Enter the DP ID &amp; Client ID (in case shares are held in electronic form)/ Physical Folio No. and Share Certificate No. (in case shares are held in physical form) and PAN details.</div><div>(d) Enter your email address and mobile number.</div><div>(e) The system will then confirm the email address for receiving this Notice.</div><div>(f) System will validate DP ID – Client ID/Folio No. and PAN or Share Certificate No., as the case may be, and send OTP at the registered mobile number as well as email address for validation.</div><div>(g) Enter the OTPs received by SMS and email to complete the validation process.</div><div>(h) Upon registration, Member will receive an e-mail from KFinTech which includes details of E-Voting Event Number (EVEN), USER ID and password.</div></div></div> <div>II. Alternatively, member may send an email request at the email id <a href="mailto:e-voting@kfintech.com">e-voting@kfintech.com</a> along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Postal Ballot Notice and the e-voting instructions.</div> <div>III. Please follow all steps as detailed above for non-individual shareholders above to cast your vote by electronic means.</div>		

### Individual Shareholders holding securities in demat mode with NSDL/ CDSL who have forgotten their password:

Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

### Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 5533.

### General instructions relating to e-voting

- If email address or mobile number of the equity shareholder is registered against Folio No./DP ID-Client ID, then on the home page of <https://evoting.kfintech.com>, the equity shareholder may click 'Forgot Password' and enter Folio No. or DP ID-Client ID and PAN to generate a password.
- If there is any change in the e-mail address already registered with the Company, the equity shareholders are requested to immediately notify such change to the Company's Registrar and Transfer Agent, KFintech, in respect of shares held in physical form.
- Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, Bank Mandate details, etc., to their Depository Participant(s) 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, quoting their folio number and enclosing the self-attested supporting documents. The said form can be downloaded from the Company's website at <https://www.hcgoncology.com> and is also available at the website of the RTA at <https://ris.kfintech.com/clientservices>.

- 4) As per the provisions of Section 72 of the Companies Act, 2013, nomination facility is available to the members, in respect of equity shares held by them. Nomination form i.e., Form No. SH 13, can be downloaded from the Company's website at <https://www.hcgoncology.com> and is also available at the website of the RTA at <https://ris.kfintech.com/clientservices/isr/sh13.aspx>. Members are requested to submit the said Form to their Depository Participants in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.
- 5) As per Rule 3 of the Companies (Management and Administration) Rules, 2014, Register of Members of the Company should have additional details pertaining to e-mail, PAN /CIN, UID, Occupation, Status, Nationality. We request all the Members of the Company to update their details with their respective Depository Participants (DPs) in case of shares held in electronic form and with the Company's RTA in the case of physical holding, immediately.
- 6) Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its RTA or the concerned Depository Participant, as the case may be: -
  - a) the change in the residential status on return to India for permanent settlement, and
  - b) the particulars of the updated Bank Account in India.
- 7) The remote e-voting period commences at 9 a.m. IST on December 23, 2025, and ends at 5 p.m. IST on January 21, 2026. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of December 19, 2025, may cast their votes electronically as per the process detailed in this Notice. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- 8) The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., December 19, 2025.
- 9) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off date of December 19, 2025, under "FOR/AGAINST" for each item of the notice separately or alternatively, you may partially enter any number "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as on the Cut-off date. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST", it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- 10) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- 11) You may then cast your vote by selecting an appropriate option and click on "Submit".
- 12) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on all the resolution.
- 13) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- 14) The Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company, or any person authorized by him, after the completion of scrutiny, and the result of the voting will be announced by the Chairman or any Director of the Company duly authorized or the Company Secretary of the Company, on or before January 23, 2026 and will also be displayed on the website of the Company (<https://www.hcgoncology.com/investor-relations/>), besides being communicated to the Stock Exchanges and Registrar and Share Transfer Agent.

## Procedure for Registration of email address and Mobile Number:

### Securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details by submitting the requisite ISR 1 form along with the supporting documents to KFinTech.

ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes:

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT account is being held.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory statement sets out the material facts relating to the Special Business mentioned in the Postal Ballot Notice along with the disclosures as required under applicable provisions/regulations of Companies Act, 2013 and of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and the Secretarial Standards on General Meeting.

### Item No. 1: Approval of the variations to the consultancy arrangement with Dr. B.S. Ajaikumar

Dr. B. S. Ajaikumar has entered into a consultancy agreement with the Company for the provision of certain professional services, which came into effect, pursuant to receipt of approval from the shareholders by way of a postal ballot, on August 10, 2025 ("Consultancy Agreement"). Following the effectiveness of the Consultancy Agreement, Dr. B. S. Ajaikumar provided the following services in addition to those envisaged in the Consultancy Agreement:

- a) assistance with administrative matters in line with authorisations provided to him by the Company.

- b) transition support in relation to certain matters following the change in control and management of the Company during the current financial year 2025-2026.
- c) assistance in taking steps towards retention of key medical talent, including clinicians; and
- d) providing inputs in respect of existing or proposed Company policies and clinical practices

It is envisaged that Dr. B. S. Ajaikumar will continue to provide such services for such period as the Board of Directors may determine, not exceeding the current financial year 2025-2026.

As these duties were not contemplated in the Consultancy Agreement, an additional non-recurring fee of INR 2,00,00,000 (Indian Rupee Two Crores only), payable immediately upon receiving requisite approval from the Members, is proposed to be provided to Dr. B.S. Ajaikumar in addition to the existing consultancy fee of INR 4,00,00,000 (Indian Rupee Four Crores only) p.a. in terms of the Consultancy Agreement.

### Details of the proposed related party transaction between the Company and Dr. B.S. Ajaikumar including the information required to be disclosed in the Explanatory Statement are as follows:

In terms of the provisions of Section 188 of the Companies Act, 2013 and applicable rules thereunder read with SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, the following information with regard to the proposed related party transaction is provided herein below:

### 1. Summary of the information provided by the management of the listed entity to the Audit Committee / Board:

Sl. No	Particulars	Information/ Details with respect to Dr. B.S. Ajaikumar
(i)	Type, material terms and particulars of the proposed transaction.	The Company proposes to increase the fees payable to Dr. B. S. Ajaikumar by INR 2,00,00,000 (Rupees Two Crores only) for the current financial year 2025-26 only, on a non-recurring basis, payable immediately upon receiving requisite approval from the Members, in consideration for the following services provided/ to be provided by Dr. B. S. Ajaikumar beyond the scope of the Consultancy Agreement for such period as the Board of Directors may determine, not exceeding the current financial year 2025-2026: (a) assistance with administrative matters in line with authorisations provided to him by the Company; (b) transition support in relation to certain matters following the change in control and management of the Company during the current financial year 2025-2026; (c) assistance in taking steps towards retention of key medical talent, including clinicians; and (d) providing inputs in respect of existing or proposed Company policies and clinical practices.
(ii)	Name of the related party/Director and its relationship with the listed entity or its subsidiary/key managerial personnel, including nature of its concern or interest (financial or otherwise)	Dr. B.S. Ajaikumar is (a) a member on the Board of the Company; (b) a part of the promoter and promoter group of the Company; and (c) holds 9.30% equity share capital of the Company.  The aforesaid additional term of engagement is not in relation to the appointment or relationship between the Company and Dr. B.S. Ajaikumar in any other position, including that of the director, shareholder or promoter of the Company.
(iii)	Tenure of the proposed transaction (particular tenure shall be specified).	The additional compensation under the Consultancy Agreement will be payable after the requisite majority of shareholders of the Company approve the current resolution, and shall be for the current financial year, and on a non-recurring basis.
(iv)	Value of the proposed transaction	The additional fee payable to Dr. B.S. Ajaikumar shall be a non-recurring fee of INR 2,00,00,000 (Indian Rupees Two Crores only), payable immediately upon receiving requisite approval from the Members

Sl. No	Particulars	Information/ Details with respect to Dr. B.S. Ajaikumar
(v)	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	The transaction amounting to INR 2,00,00,000 represents approximately 0.09% of the consolidated turnover of the Company as on March 31, 2025, and the transaction amounting to INR 6,00,00,000 represents approximately 0.27% of the consolidated turnover of the Company as on March 31, 2025.
(vi)	<p>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:</p> <p>i) details of the source of funds in connection with the proposed transaction;</p> <p>ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,</p> <p>a. nature of indebtedness;</p> <p>b. cost of funds; and</p> <p>c. tenure;</p> <p>iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and</p> <p>iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.</p>	Not applicable
(vii)	Justification as to why the RPT is in the interest of the listed entity	<p>Dr. B. S. Ajaikumar has been an integral part of the Company's leadership and has longstanding expertise in the organization. He leveraged his substantial experience in supporting the current management with the following: (a) assistance with administrative matters in line with authorisations provided to him by the Company; (b) transition support in relation to certain matters following the change in control and management of the Company during the current financial year 2025-2026; (c) assistance in taking steps towards retention of key medical talent, including clinicians; and (d) providing inputs in respect of existing or proposed Company policies and clinical practices.</p> <p>The fee proposed to be paid to Dr. B.S. Ajaikumar is fair, reasonable, and commensurate with the nature, scope, and value of the services rendered.</p> <p>Accordingly, the proposed remuneration to Dr. B. S. Ajaikumar, is considered to be in the best interests of the Company and its shareholders.</p>
(viii)	A copy of the valuation or other external party report, if any such report has been relied upon.	Not Applicable
(ix)	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis.	Not Applicable
(x)	Any other information that may be relevant.	Not Applicable

2. Justification for why the proposed transaction is in the interest of the listed entity: Please refer point 1 (vii) above.
3. Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under para 1 (vi) in the table above: Not applicable.
4. A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders: Not applicable.
5. Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis: Not applicable.
6. Any other information that may be relevant: Not applicable.

The details regarding the approval and execution of the Consultancy Agreement of Dr. B.S. Ajaikumar have already been provided in the postal ballot notice dated July 09, 2025, accessible at the link set out herewith - <https://www.hcgoncology.com/corporate-governance/#Stock-Exchange-Intimations>. Except for the variations detailed in this explanatory statement, all other key terms of his engagement as a consultant remain the same as provided in the postal ballot notice dated July 09, 2025.

Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on November 12, 2025, approved the variations to the terms of the Consultancy Agreement with Dr. B.S. Ajaikumar.

In accordance with the SEBI circular dated June 26, 2025, the Audit Committee, in its meeting dated November 12, 2025,

reviewed the certificate provided by the Executive Director and Chief Executive Officer of the Company confirming that the related party transaction proposed to be entered into is in the interest of the Company.

The Board believes that the proposed variations in the Consultancy Agreement are in the best interests of the Company, by ensuring continuity of Dr. B.S. Ajaikumar's involvement. Accordingly, the Board recommends the shareholders to approve the revised terms of the Consultancy Agreement.

The Board recommends the Ordinary Resolution set out in Item No. 1 of this Postal Ballot Notice for approval by the Members.

Except for Dr. B.S. Ajaikumar and Mrs. Anjali Rossi and their relatives, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise in the resolution.

By order of the Board  
For HealthCare Global Enterprises Limited

Place: Bengaluru  
Date: December 17, 2025

**Sunu Manuel**  
Company Secretary

**Corporate Office:**

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E-mail: [investors@hcgel.com](mailto:investors@hcgel.com)  
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