

PARAS HEALTHCARE LIMITED

(formerly known as Paras Healthcare Private Limited)

Regd. & Corporate Office: 1st Floor, Tower-B, Paras Twin Towers, Golf Course Road,
Sector-54, Gurugram- 122002, Haryana

CIN: U85110HR1987PLC035823

Website: www.parashospitals.com ; **E-mail id:** cs@parashospitals.com;

Ph. No: +91-0124-4585555

NOTICE OF THE 39TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Ninth (39th) Annual General Meeting ('AGM') of the Member(s) of **Paras Healthcare Limited** (formerly known as Paras Healthcare Private Limited) ("the Company") will be held on August 11 2026 at 04.30 P.M. IST through Video Conferencing / Other Audio-Visual Means ("VC")/("OAVM"), for which the Registered Office of the Company i.e. at 1st Floor, Tower-B, Paras Twin Towers, Golf Course Road, Sector-54, Gurugram- 122002, Haryana shall be deemed as the venue for the Meeting wherein the proceedings of the AGM shall be deemed to have been conducted, to transact the following businesses:-

ORDINARY BUSINESS:**Item No. 1: Adoption of Audited Standalone Financial Statements**

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

To receive, consider and adopt the Audited Standalone Financial Statements (IND-AS) of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors ("the Board") and Auditors thereon.

"RESOLVED THAT the Audited Standalone Financial Statements (IND-AS) of the Company for the financial year ended 31 March 2026, together with the reports of the Board of Directors and Auditors thereon be and are hereby received, considered, and adopted.

Item No. 2: Adoption of Audited Consolidated Financial Statements

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

"RESOLVED THAT the Audited Consolidated Financial Statements (IND-AS) of the Company for the financial year ended 31 March 2026, together with the reports of the Auditors thereon be and are hereby received, considered, and adopted.

Item No. 3: Appointment of Director in place of Dr. Kapil Garg (DIN: 1475972) who retires by rotation and being eligible offers himself for re-appointment

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 Dr. Kapil Garg (DIN: 1475972), who retires by rotation as a Director and being eligible,

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offers himself for re-appointment, be and is hereby re-appointed as the Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors of the Company, Chief Financial Officer and Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to sign various forms and returns on behalf of the Company, physically and electronically with the Registrar of Companies, Haryana and to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution."

SPECIAL BUSINESS:

Item No. 4 Ratification of the Remuneration of the Cost Auditors for FY 2026-27

To ratify the payment of remuneration payable to M/s. Jitender Navneet and Co, Cost Accountants, New Delhi, Cost Auditors of the Company for the financial year 2026-27.

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

"RESOLVED THAT pursuant to the requirements of Section 148 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Members hereby ratifies the remuneration of INR. 2,30,000/- (Rupees Two Lakhs Thirty Thousand only) exclusive of GST as applicable and reimbursement of out of pocket expenses payable to M/s. Jitender Navneet and Co, Cost Accountants, New Delhi (ICWA Firm Registration No. 000119), appointed as the Cost Auditors of the Company for the Financial Year 2026-27 to conduct the audit of the cost records of the Company.

RESOLVED FURTHER THAT any of the Director, the Group Chief Financial Officer and the Company Secretary & Compliance Officer of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution"

**By Order of the Board of Directors
for Paras Healthcare Limited**

(Formerly known as Paras Healthcare Private Limited)



Rahul Kumar

**Company Secretary & Compliance Officer
Membership No. - A20928**

**ADDRESS: 1st Floor, Tower-B, Paras Twin Towers,
Golf Course Road, Sector-54,
Gurugram, Haryana-122002**

Place: Gurugram

Date: 23 June 2026

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NOTES:

1. The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 20/2020 dated 5 May 2020 read with subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22 September 2025 ('MCA Circulars') and the circulars issued by the Securities and Exchange Board of India (MCA Circular and SEBI Circular collectively referred as 'Circulars') permitted holding of Annual General Meetings through VC/OAVM facility and dispensed physical presence of the members at the meeting. In compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Circulars, the 39th AGM of the Company is being held through VC/OAVM facility. The deemed venue for the AGM shall be the Registered Office of the Company.
2. The Explanatory Statement, pursuant to the provisions of Section 102(1) of the Companies Act, 2013 (the 'Act') read with Regulation 17(11) of Listing Regulations, setting out the material facts and reasons, relating to the Special Business to be transacted at the AGM is annexed herewith. Further, the relevant details, pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') respectively, in respect of Directors seeking appointment/re-appointment are also annexed hereto and forms part of the Notice
3. Since the AGM is being convened through VC or OAVM in terms of the Circulars, the physical attendance of Members has been dispensed with, there is no requirement for appointment of proxies. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional/Corporate Shareholders (i.e., other than individuals, HUF, NRI, etc.) intending to authorize their representatives to attend the AGM through VC/OAVM facility and/or vote at the AGM on its behalf are requested to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter, etc. with attested specimen signature of the duly authorized signatory(s) to the Company by email at cs@parashospitals.com.
5. The attendance of the Members attending the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members / List of Beneficial owners of the Company will be entitled to vote at the AGM.
6. During the AGM, members may access the Auditor's Report, Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act and Certificate from M/s. Faraaz Shamsi & Associates, Company Secretaries, Secretarial Auditors of the Company for the FY 2025-26 certifying that Paras Healthcare Employees Stock Option Plan, 2024 as amended of the Company is being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 or any other amendments for the time being in force and such other documents as referred in the Notice of the AGM and explanatory statement. Members seeking to inspect such documents can send an email to the Company at cs@parashospitals.com.

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7. Pursuant to Sections 101 and 136 of the Act read with relevant Rules made thereunder and Regulation 36 of Listing Regulations and in terms of Circulars, Company will send Annual Report along with notice of the AGM and other communications through electronic mode to those Members who have registered their e-mail address with the Depository Participants ('DPs') in case of shareholders holding shares in demat mode. Members who have not registered their email id's in their demat accounts are requested to update/register their e-mail address with their respective DPs.
8. In compliance with the aforesaid Circulars, the Notice of the AGM and Annual Report for FY 2026-26 are being sent only through electronic mode to those members whose e-mail IDs are registered with the Company or RTA or DPs. Members may note that this Notice of the AGM and Annual Report for FY 2025-26 will also be available on the Company's website at <https://www.parashospitals.com/investors>

**By Order of the Board of Directors
for Paras Healthcare Limited
(Formerly known as Paras Healthcare Private Limited)**



Rahul Kumar
Company Secretary & Compliance Officer
Membership No. - A20928
ADDRESS: 1st Floor, Tower-B, Paras Twin Towers,
Golf Course Road, Sector-54,
Gurugram, Haryana-122002

Place: Gurugram
Date: 23 June 2026

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

Item no. 4: To ratify the payment of remuneration payable to M/s. Jitender Navneet and Co, Cost Accountants, New Delhi, Cost Auditors of the Company for the financial year 2026-27

As per the provisions of Section 148 of Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be approved by the Shareholders of the Company.

The Board of Directors of the Company in their meeting held on 20 May 2026, on recommendation of the Audit Committee, appointed M/s. Jitender Navneet & Co, Cost Accountants, New Delhi (ICWA Firm Registration No. 000119), as the Cost Auditors for the Financial Year 2026-27 at a remuneration of INR. 2,30,000/- (Rupees Two Lakhs Thirty Thousand only) exclusive of GST as applicable and reimbursement of out-of-pocket expenses.

Accordingly, consent of the Members is sought for passing an ordinary resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2026-27.

None of the Promoters, Directors and Key Managerial Persons (KMPs) of the Company or any relatives of such Promoters, Directors or KMPs are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

The above proposal is in the interest of the Company, and the Board recommends passing of the resolution as set out in Item No. 4 of the accompanying Notice, for approval of the Members, as an **Ordinary Resolution**.

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Information pursuant to Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India regarding the Directors proposed to be appointed/ re-appointed:

S No	Particulars	Dr. Kapil Garg
1.	DIN	01475972
2.	Date of Birth & Age	27-08-1970 & 55 Years
3.	Qualification	MBBS & Master of Hospital Administration (MHA)
4.	Nature of his/her expertise in specific functional areas	Projects, Strategy, Business Intelligence, Healthcare operations and hospital management
5.	Date of First appointment on the Board	21 March 2015
6.	Terms & Conditions of Appointment, other than remuneration	He was appointed as Whole-Time Director Appointed up to 31 March 2028, liable to retire by rotation. Other terms remain unchanged as per original appointment approved by the Board and subject to shareholder's approval.
7.	Remuneration sought to be paid, if any	₹ 1,43,76,024 per annum (inclusive of variable pay), payable for a period not exceeding three years from 1 April 2024 to 31 March 2027
8.	Remuneration last drawn by such person	₹1.43 Crore per annum
9.	Shareholding in the Company	20 Equity Shares of ₹1 each
10.	Relationship with the other directors, Managers and Key Managerial Personnel of the Company	None
11.	Number of Meetings of the Board attended during the previous year	7 (Seven)
12.	Other directorship/ membership/ Chairmanship of the Committee of other Board	Section 8 Companies G D Goenka University (Nominee Director) Member of the following Committee; • Risk Management Committee • Corporate Social Responsibility Committee • Stakeholders Relationship Committee



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