



# APOLLO HOSPITALS ENTERPRISE LIMITED

[CIN : L85110TN1979PLC008035]

Regd. Office: No.19, Bishop Gardens, Raja Annamalaipuram, Chennai – 600 028.

Secretarial Dept: Ali Towers, III Floor, No.55, Greaves Road, Chennai – 600 006.

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## NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the Forty Second Annual General Meeting of the Company will be held on Wednesday, the 30th day of August, 2023 at 10.15 A.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business.

### ORDINARY BUSINESS:

#### ITEM NO. 1:

#### Adoption of Financial Statements.

To receive, consider and adopt:-

- i. the audited standalone financial statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors, thereon and
- ii. the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 together with report of the Auditors thereon.

and in this regard, to pass the following resolutions as **Ordinary Resolutions**:

- (i) **"RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2023, and the Report of the Board of Directors and Auditors thereon placed before this meeting, be and are hereby considered and adopted."
- (ii) **"RESOLVED FURTHER THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2023, and the Report of the Auditors thereon placed before this meeting, be and are hereby considered and adopted."

#### ITEM NO. 2:

#### Confirmation of Interim Dividend and Declaration of Final Dividend.

To confirm payment of Interim Dividend and to declare final dividend on Equity Shares for the financial year ended March 31, 2023 and, in this regard, to pass the following resolutions as **Ordinary Resolutions**.

**"RESOLVED THAT** the Interim Dividend of ₹6/- per equity share (120%) of face value of ₹5/- each for the financial year 2022-23, paid to the shareholders on 10th March 2023 involving a gross amount of ₹ 862.71 million be and is hereby ratified."

**"RESOLVED FURTHER THAT** a Final Dividend at the rate of ₹9/- per equity share (180%) of face value of ₹ 5/- each of the Company, be and is hereby declared for the financial year ended March 31, 2023 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended March 31, 2023."

**ITEM NO. 3:**

## **Re-appointment of Retiring Director.**

To appoint a director in place of Smt. Sangita Reddy, (DIN:00006285) who retires by rotation and being eligible offers herself for re-appointment and in this regard, to pass the following resolution as an **Ordinary Resolution**.

**“RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Smt. Sangita Reddy, (DIN:00006285) who retires by rotation at this meeting and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

## **Special Business:**

**ITEM NO. 4:**

## **Re-appointment of Dr. Pudugramam Murali Doraiswamy (DIN: 08235560) as an Independent Director of the Company.**

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 Sections 149, 150, 152 and other applicable provisions, if any, read with Schedule IV to the Companies Act, 2013 (“the Act”), (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulations 17, 25 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time and the Articles of Association of the Company, Dr. Pudugramam Murali Doraiswamy (holding DIN: 08235560), who was appointed as an Independent Director of the Company for a term of five consecutive years commencing from 27th September, 2018 up to 26th September 2023 and who being eligible for re-appointment as an Independent Director has given his consent along with the declaration that he meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5 (Five) consecutive years on the Board of the Company commencing from 27th September, 2023 to 26th September, 2028, and he would not be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**ITEM NO. 5:**

## **Re-appointment of Shri. Mandavilli Bhaskara Nageswara Rao (DIN: 00287260) as an Independent Director of the Company.**

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 Sections 149, 150, 152 and other applicable provisions, if any, read with Schedule IV to the Companies Act, 2013 (“the Act”), (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulations 17, 17(1A), 25 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time and Articles of Association of the Company, Shri. Mandavilli Bhaskara Nageswara Rao (holding DIN: 00287260), who was appointed as an Independent Director of the Company for a term of five consecutive years commencing from 9th February 2019 up to 8th February 2024 and who being eligible for re-appointment as an Independent Director has given his consent along with the declaration that he meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5 (Five) consecutive years on the Board of the Company commencing from 9th February 2024 to 8th February, 2029, notwithstanding the fact that he has attained the age of 75 years and he would not be liable to retire by rotation."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

**ITEM NO. 6:**

## **Re-appointment of Smt. Velagapudi Kavitha Dutt (DIN: 00139274) as an Independent Director of the Company.**

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 Sections 149, 150, 152 and other applicable provisions, if any, read with Schedule IV to the Companies Act, 2013 ("the Act"), (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulations 17, 25 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time and Articles of Association of the Company, Smt. Velagapudi Kavitha Dutt (DIN: 00139274), who was appointed as an Independent Director of the Company for a term of five consecutive years commencing from 9th February 2019 up to 8th February 2024 and who being eligible for re-appointment as an Independent Director has given her consent along with the declaration that she meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a member under Section 160(1) of the Act proposing her candidature for the office of Director and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5 (Five) consecutive years on the Board of the Company commencing from 9th February 2024 to 8th February, 2029, and she would not be liable to retire by rotation."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

**ITEM NO. 7:**

## **Payment of commission to Non-Executive and Independent Directors within the overall ceiling limit of 1% of net profits of the Company for a period of five years with effect from 1st April 2024.**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 197, 198, Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rules framed thereunder, Regulation 17(6) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including

any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company, such other approval(s), permission(s) and sanction(s) as may be necessary, and pursuant to the recommendation and approval of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Company be and is hereby accorded to the payment of commission to the Non-Executive and Independent Directors of the Company (other than the Managing Director and/or Whole Time Directors), appointed from time to time, to be determined by the Board of Directors for each Non-Executive and Independent Director for each financial year over a period of five (5) financial years with effect from 1st April 2024 to 31st March 2029 and be distributed between such Directors in such a manner as the Board of Directors may from time to time determine within the overall maximum limit of 1% (one percent) of the net profits of the Company to be calculated in accordance with the provisions of Section 198 of the Act.”

**“RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits, during the financial years 2024-25 to 2028-29, the Company shall pay commission by way of remuneration to the Non Executive and Independent Directors of the Company, (other than the Managing Director and the Whole-time Directors) in accordance with the limits specified in Section II of Part II of Schedule V to the Companies Act, 2013 as in force in each financial year.”

**“RESOLVED FURTHER THAT** the above remuneration shall be in addition to fee payable to the Director(s) for attending the meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings.”

**ITEM NO. 8:**

## **Issuance of Non-Convertible Debentures on a Private Placement Basis for a sum upto ₹ 5,000 million.**

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

**“RESOLVED THAT** pursuant to Sections 42, 71 and other applicable provisions if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the provisions of the Articles of Association of the Company, approval of the members, be and is hereby accorded to the Board of Directors of the Company to offer or invite subscriptions for secured/ unsecured redeemable non-convertible debentures, in one or more series/ tranches, aggregating upto ₹ 5,000 million (Rupees five thousand million only) on a private placement basis, from such persons and on such terms and conditions as may be decided by the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute for this purpose) may from time to time determine and consider proper and most beneficial to the Company including, without limitation, as to when the said Debentures are to be issued, the consideration for the issue, mode of payment, coupon rate, redemption period, utilization of the issue proceeds and all other matters connected therewith or incidental thereto”.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company and Company Secretary, be and are hereby severally authorized to do all acts and take all such steps as may be necessary proper or expedient to give effect to above resolution”.

**“RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects”.

**ITEM NO. 9:**

## **Ratification of the Remuneration Payable to the Cost Auditor.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. A.N. Raman & Associates, Cost Accountants, Chennai (Firm Registration No. 102111), appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2024, amounting to ₹ 1.65 million plus statutory levies as applicable, excluding out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board  
For APOLLO HOSPITALS ENTERPRISE LIMITED

**S.M. Krishnan**  
Sr. Vice President – Finance &  
Company Secretary

Place : Chennai  
Date : August 3, 2023

### **Notes**

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) relating to special business to be transacted at the Annual General Meeting (“AGM”) is annexed to the Notice.
2. The Ministry of Corporate Affairs, Government of India (“MCA”) vide its General Circular Nos. 20/2020 and 10/2022 dated 5th May 2020 and 28th December 2022, respectively, and other circulars issued in this respect (“MCA Circulars”) allowed, inter-alia, conduct of AGMs through Video Conferencing/ Other Audio-Visual Means (“VC/ OAVM”) facility on or before 30th September 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 (“SEBI Circular”) has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 (“Listing Regulations”). In compliance with these Circulars, applicable provisions of the Act and the Listing Regulations, the AGM of the Company is being held through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the AGM shall be the Corporate Office of the Company.
3. Pursuant to the provisions of Section 105 of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. 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. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. In compliance with the aforesaid circulars issued by MCA and SEBI, Notice of the AGM along with the Annual Report 2022-2023 is being sent only through electronic mode to those Members whose email addresses are registered with the Company or Depository Participants.

6. The Notice of the AGM along with Annual Report for the financial year 2022-2023 can be accessed on the website of the Company at [www.apollohospitals.com](http://www.apollohospitals.com) and also from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) respectively.

7. The Board of Directors at its Meeting held on February 14, 2023 declared an Interim Dividend of ₹ 6/- per equity share of face value of ₹ 5/- each, (120%) on the paid up equity capital of the Company during the financial year 2022-2023.

The Interim Dividend on equity shares of the Company as declared by the Board of Directors was paid on March 10, 2023 to the Company's equity shareholders whose names appeared in the Company's Register of Members or as beneficial owners in the records of National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), as on 24th February 2023.

8. The Company has fixed **Saturday, 19th August 2023** as the "Record Date" for determining entitlement of Members to final dividend for the financial year ended March 31, 2023, if approved at the AGM.

9. Subject to the provision of the Companies Act, 2013 the final dividend of ₹ 9/- per share (180%) of face value of ₹ 5/- each for the financial year ended March, 31 2023, as recommended by the Board of Directors, if declared at the AGM will be paid on or from 9th September 2023 as under:

- a) To all Beneficial Owners in respect of shares held in dematerialized form as per the data that may be made available by the NSDL and CDSL, collectively "Depositories", as of the close of business hours on Saturday, 19th August 2023
- b) To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Saturday, 19th August 2023

The dividend will be paid to the members after deduction of applicable tax at source, as per the Finance Act, 2020.

10. The total dividend for the financial year, including the proposed final dividend, amounts to ₹ 15/- per equity share and will aggregate to ₹ 2,156.77 million.

11. In terms of the provisions of Section 152 of the Act, Smt. Sangita Reddy, (DIN:00006285), Director retires by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend her re-appointment.

Smt. Sangita Reddy, (DIN:00006285) is interested in Item No.3 of the Notice with regard to her re-appointment. Dr. Prathap C Reddy, Smt. Preetha Reddy, Smt. Suneeta Reddy, and Smt. Shobana Kamineni, Executive Directors, being related to Smt. Sangita Reddy are deemed to be interested in the resolution set out at Item No.3 of the Notice. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos.1 to 3 of the Notice.

12. Details as required under sub-regulation (3) of Regulation 36 of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS - 2) issued by The Institute of Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at the AGM, forms an integral part of this notice. Directors seeking appointment/re-appointment have furnished requisite declarations under Section 164(2) and other applicable provisions of the Act including rules framed thereunder.

13. Members desiring any information as regards the financials are requested to write to the Company Secretary at least seven days before the date of the meeting so as to enable the management to keep the information available.

14. The Register of Directors and Key Managerial Personnel and their shareholding are maintained as required under Section 170 of the Act, the Register of Contracts or arrangements on which the directors are interested under Section 189 of the Companies Act, 2013 shall be made available electronically at the AGM. During the AGM, members may access the scanned copy of these documents, upon Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com>.

15. Pursuant to the provisions of Section 124 of the Companies Act, 2013, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with the relevant circulars and amendments thereto ('IEPF Rules'), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government.

Furthermore, the IEPF Rules mandate Companies to transfer shares of shareholders whose dividend amounts remain unpaid/unclaimed for a period of 7 consecutive years to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of the Court, Tribunal or Statutory Authority, restraining any transfer of shares.

**The details of the unclaimed dividends and shares transferred to IEPF during FY 2022-2023 are as follows:**

Financial Year	Date of Declaration of Dividend	Amount of Unclaimed Dividend transferred (₹in million)	No. of shares transferred
2014-15	11-08-2015	4.59	26,060
2015-16	15-03-2016	4.79	32,790

The Company has been sending reminders to those members having any unpaid/unclaimed dividends and shares before transfer of such dividends and shares to the IEPF authority. Details of the unclaimed dividend and shares transferred to the IEPF dedicated demat account are uploaded on the Company's website: <https://www.apollohospitals.com/>

16. Any person whose unclaimed dividend and shares pertaining thereto, has been transferred to the IEPF Authority can claim their due amount and shares from the said Authority by making an electronic application in e-form IEPF-5. Upon submitting the duly completed form, shareholders are required to take a print of the same and send a physical copy duly signed along with requisite documents as specified in the form to the attention of the Company Secretary, Secretarial Department, Ali Towers, III Floor, No. 55 Greaves Road, Chennai – 600 006. The e-form can be downloaded from the website of the Ministry of Corporate Affairs at [www.iepf.gov.in](http://www.iepf.gov.in).
17. Members who have not encashed the dividend for the financial year 2016-2017 and for the subsequent financial years, are requested to claim the same from the Company at the Secretarial Department, Ali Towers, III Floor, No. 55 Greaves Road, Chennai – 600 006. In case valid claims are not received before the respective due dates, the Company will proceed to transfer the dividends and the respective shares to the IEPF Account in terms of the IEPF Rules. In this regard, the Company has individually informed the shareholders concerned and also published a notice in the newspapers as per the IEPF Rules.

**Information in respect of such unclaimed dividends when due for transfer to the IEPF is given below:**

Financial Year Ended	Date of Declaration of Dividend	Due date for transferring Unclaimed Dividend to IEPF
31-03-2017	20-09-2017	25-10-2024
31-03-2018	27-09-2018	02-10-2025
31-03-2019	27-09-2019	02-10-2026
31-03-2020 (Interim)	13-02-2020	18-02-2027
31-03-2020 (Final)	25-09-2020	30-09-2027
31-03-2021	31-08-2021	07-10-2028
31-03-2022	25-08-2022	30-10-2029
31-03-2023 (Interim)	14-02-2023	09-04-2030

18. To support the 'Green Initiative', members who have not registered their e-mail addresses are requested to register the same with the respective Depository Participants, in case the shares are held by them in electronic form and with the Registrar and Share Transfer Agent, Integrated Registry Management Services Private Limited, (RTA) in case the shares are held by them in physical form. The registered e-mail addresses will be used for sending future communications, electronically.

19. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

**a. For shares held in electronic form: to their Depository Participants (DPs)**

**b. For shares held in physical form: to the Company/ Registrar and Transfer Agents (RTA) in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/ HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. In the absence of any of the required documents in a folio, on or after October 1, 2023, the folio shall be frozen by the RTA. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the Registrar/the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/or the Prevention of Money Laundering Act, 2002.**

**In compliance with SEBI guidelines, the Company had sent a communication intimating about the submission of above details to all the Members holding shares in physical form.**

20. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

21. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD/RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the company <http://www.apollohospitals.com> and on the website of the Company's Registrar and Transfer Agents, Integrated Registry Management Services Pvt Ltd (IRMSL) at <https://www.integratedindia.in/>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

22. Dispute Resolution Mechanism at Stock Exchanges, SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/76 dated May, 30, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Transfer Agent on delay or default in processing any investor services related request.

In Compliance with the SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the Members holding shares in physical form.

23. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

24. Members are encouraged to utilise the Electronic Clearing System (ECS) facility for receiving dividends to avoid transfer of unencashed dividend including shares to the Investor Education Protection Fund and ensure a hassle free process.

25. Members are requested to quote ledger folio numbers in all their correspondences.

26. Pursuant to the Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. Shareholders are requested to update their PAN details with the Company/RTA (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).



- A. Resident individual shareholders with PAN who are liable to pay income tax can submit yearly declarations in Form No. 15G/15H, to avail the benefit of non-deductions of tax at source by email to [srirams@integratedindia.in](mailto:srirams@integratedindia.in) by 5.00 p.m IST on August 28, 2023. Members are requested to note that in case their PAN is not registered, tax will be deducted at a higher rate of 20%.
- B. Non-resident shareholders can avail beneficial rates under the relevant tax treaties entered into tax between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to [srirams@integratedindia.in](mailto:srirams@integratedindia.in). The aforesaid declarations and documents need to be submitted by the shareholders within 5.00 p.m. IST by August 28, 2023. If the requisite documents are not submitted tax would be deducted as per the provisions of the Income Tax Act, 1961.
27. Process for registration of email id for obtaining Annual Report and user ID/password for e-voting and updation of bank account mandate for receipt of dividend.

Physical Holding	<p>Send a request to the RTA @ <a href="mailto:srirams@integratedindia.in">srirams@integratedindia.in</a> providing Folio No., Name of the Shareholder, scanned copy of the share certificate, self attested copy of PAN, Self attested copy of any document in support of address of the member (eg., driving licence, identity card, passport, aadhar card etc) for registering email address</p> <p>Following additional details need to be provided in case of updating bank account details :</p> <p>a) Name and Branch of the Bank in which you wish to receive the dividend</p> <p>b) Bank Account type</p> <p>c) Bank Account Number</p> <p>d) 9 digit MICR Number and</p> <p>e) 11 digit IFSC</p> <p>f) Scanned copy of the cancelled cheque</p>
Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank details in your demat account as per the process advised by your DP.

**28. Instructions for e-voting and joining the AGM are as follows:**

**A. Voting through Electronic Means :**

- In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities", the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- The remote e-voting period commences on Sunday, August 27, 2023 (9:00 a.m. IST) and ends on Tuesday, August 29, 2023 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Wednesday, August 23, 2023 i.e. cut-off date, may cast their vote electronically.

The e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from August 27, 2023 to August 29, 2023 or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

- iii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolutions again.
- iv. The details of the process and manner for remote e-voting are explained herein below: 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**

**Step 2 : Cast your vote electronically on NSDL e-voting system.**

**Details on Step 1 are mentioned below :**

**i. Login method for remote e-voting and joining the virtual meeting for individual shareholders holding securities in dematerialized mode**

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility

**Login method for individual shareholders holding securities in dematerialized mode is given below:**

Types of Shareholders	Login Methods
Individual Shareholders holding securities in dematerialized mode with NSDL.	<p><b>A. NSDL IDeAS facility</b></p> <p>If you are already registered, follow the below steps</p> <ol style="list-style-type: none"> <li>1. Visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile.</li> <li>2. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section.</li> <li>3. This will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services.</li> <li>4. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.</li> <li>5. 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 or joining virtual meeting &amp; voting during the meeting.</li> </ol> <p>If you are not registered follow the below steps.</p> <ol style="list-style-type: none"> <li>a) option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</li> <li>b) Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>c) Please follow steps given in points 1-5</li> </ol>