

NOTICE

SHORTER NOTICE is hereby given that the 32nd Annual General Meeting of the members of **CONVENIENT HOSPITALS LIMITED (“Company”)** will be held on Wednesday, September 17, 2025 at 10:30 A.M. at the Registered Office of the Company situated at Near LIG Square, A.B. Road, Indore, Madhya Pradesh - 452008, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements i.e., Balance Sheet, the Statement of Profit & Loss and cash flow statement of the Company for the financial year ended March 31, 2025 and the Reports of the Auditors and Board of Directors thereon.
2. To appoint a Director in place of Mr. Rajeev Chourey (DIN: 09255301), who retires by rotation and being eligible, offers his candidature for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Statutory Auditors to fill the casual vacancy:

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 139(8) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications and/or re-enactments thereof for the time being in force), and pursuant to the recommendation made by the Board of Directors, M/s. Deloitte Haskins & Sells - Chartered Accountants (Firm Registration Number: 008072S), be and are hereby appointed as the Statutory Auditor of the Company to fill the casual vacancy caused by the Resignation of M/s. Price Waterhouse Chartered Accountants LLP (FRN: 012754N/ N500016) and they shall hold the office from September 09, 2025, until the conclusion of this Annual General Meeting at such terms and conditions, as may be mutually approved between the Board of Directors and the statutory auditors of the company.”

4. To appoint Statutory Auditors of the Company:

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

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications and/or re-enactments thereof for the time being in force), M/s. Deloitte Haskins & Sells - Chartered Accountants (Firm Registration Number: 008072S), be and are hereby

appointed as Statutory Auditors of the Company for a period of five years i.e., from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company, to be held in the calendar year 2030, at such remuneration as may be mutually agreed between the Board of Directors and the statutory auditors of the company.

RESOLVED FURTHER THAT Board of Directors, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient, required or incidental thereto, in this regard including but not limited to filing of requisite application/forms/ reports, etc. with the Ministry of Corporate Affairs or with such other authorities as may be required for the purpose of giving effect to this resolution.”

5. To Appoint Mr. Vishal Maheshwari (DIN: 08650672) as a Director

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

“**RESOLVED THAT** Mr. Vishal Maheshwari (DIN: 08650672) who was appointed as an Additional Director of the Company w.e.f. March 25, 2025 by the Board of Directors in terms of Section 161 and other applicable provisions of the Companies Act 2013, (including any statutory modifications or re-enactments thereof) and other applicable provisions of Articles of Association of the Company, and who holds such office upto this Annual General Meeting, be and is hereby appointed as Non-Executive Director of the Company, who shall be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient, required or incidental thereto, in this regard including but not limited to filing of requisite application/forms/ reports, etc. with the Ministry of Corporate Affairs or with such other authorities as may be required for the purpose of giving effect to this resolution.”

6. To Ratify the Remuneration Payable to Cost Auditors:

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 and all other applicable provisions of the Companies Act, 2013 and 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 Cost Auditors M/s. Nageswara Rao & Co., Cost Accountants having Firm Registration No: 000332, appointed by the Board of Directors, to conduct audit of cost records of the Company for the financial year 2025-26 amounting to Rs.60,000/- (Rupees Sixty Thousand Only) Per Annum plus applicable taxes and out of pocket expenses at actual in connection with the aforesaid audit, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient, required or incidental thereto, in this regard including but not limited to filing of requisite application/forms/reports, etc. with the Ministry of Corporate Affairs or with such other authorities as may be required for the purpose of giving effect to this resolution.”

7. To revise and ratify the Remuneration Payable to Cost Auditors for FY 2024-25.

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 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), as recommended and approved by the Board of Directors in their meeting dated July 31, 2025, the consent of the members be and is hereby accorded for revision and ratification of remuneration of Rs. 60,000/- (Rupees Sixty Thousand only) Payable to the Cost Auditors, M/s. Nageswara Rao & Co, Cost Accountants having Firm Registration No: 000332, for conducting the audit of the cost records of the Company for the Financial year ending March 31, 2025.

RESOLVED FURTHER THAT the Board of Directors, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient, required or incidental thereto, in this regard including but not limited to filing of requisite application/forms/reports, etc. with the Ministry of Corporate Affairs or with such other authorities as may be required for the purpose of giving effect to this resolution.”

**For and on behalf of Board of Directors
Convenient Hospitals Limited**



Vishal Maheshwari

Additional Director

DIN: 08650672

Email: vishal.maheshwari@qcilhospitals.com



Date: 10-09-2025

Place: Hyderabad

Notes:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) relating to Special Business i.e., Item No. 3, 4, 5, 6 & 7 to be transacted at Annual General Meeting is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND, ON A POLL, TO VOTE ON HIS BEHALF, A PROXY NEED NOT BE A MEMBER.
3. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. A blank proxy form is enclosed for appointing a proxy and if intended to appoint a proxy the form should be completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Annual General Meeting.
5. Members desiring to seek any information/clarifications on the annual accounts are requested to write to the Company at least seven (7) days before the Annual General Meeting to enable the management to keep the information ready.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its certified true copy of Board or governing body Resolution/Authorization/Power of Attorney etc., along with the specimen signature of the authorized representative who is authorized to attend the AGM on its behalf and to vote. The said Resolution/Authorization shall be sent to the Company by email through its registered email address to cs.office@carehospitals.com or shall be delivered to the registered office of the Company.
7. The statutory registers including register of directors and key managerial personnel and their shareholding, the register of contracts or arrangements in which directors are interested maintained under the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection at the Registered Office of the Company for the members during business hours between 10.00 AM to 5 PM on working days except Saturday and Sunday.
8. Members holding shares in physical/dematerialized mode, who have not registered/updated their email addresses with the Company are requested to register/update their email addresses by writing to the Company along with their details and folio number at cs.office@carehospitals.com

9. In keeping with Ministry of Corporate Affairs' Green initiative measures, the Company hereby requests members who have not registered their email addresses so far, to register their email addresses for receiving all communication including annual report, notices, circulars, etc. from the Company electronically by writing to cs.office@carehospitals.com.
10. The statutory registers including register of directors and key managerial personnel and their shareholding, the register of contracts or arrangements in which directors are interested maintained under the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members who wish to inspect the register are requested to write to the company by sending e-mail to cs.office@carehospitals.com.
11. The Annual Report of the Company including the Notice convening the AGM circulated to the members of the Company will be available on the Company's website at <https://www.carehospitals.com/annual-reports>.
12. A Route Map to the venue of the meeting is annexed at the end of the Notice.

Explanatory Statement
(Under Section 102(1) of the Companies Act, 2013)

Item No. 3 & 4:

M/s. Price Waterhouse Chartered Accountants LLP, have tendered their resignation on 08th September, 2025 from the post of Statutory Auditor of the company. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013. Casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended the appointment of **M/s. Deloitte Haskins & Sells - Chartered Accountants (Firm Registration Number: 008072S)**, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of Price Waterhouse Chartered Accountants LLP in their meeting held on September 10, 2025. Accordingly, shareholders' approval by way of ordinary resolution is sought.

Further, M/s. Deloitte Haskins & Sells - Chartered Accountants (Firm Registration Number: 008072S), have conveyed their consent for being appointed as the Statutory Auditors of the Company from 09-09-2025 until the conclusion of the ensuing Annual General Meeting, and also the re-appointment as statutory auditors of the company for a period of five years i.e., from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company, to be held in the calendar year 2030, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors. M/s. Deloitte Haskins & Sells - Chartered Accountants (Firm Registration Number: 008072S), have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013.

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

Your Board recommends the resolution set forth in the item no. 3 & 4 of the Notice for approval of the members by way of **Ordinary Resolution**.

Item No. 5:

The Board appointed Mr. Vishal Maheshwari (DIN: 08650672) as an Additional Directors of the Company with effect from March 25, 2025, and they hold the office till ensuing Annual General Meeting. Board of directors in their meeting held on July 31, 2025 has recommended the appointment of Mr. Vishal Maheshwari as director of the Company.

In terms of Section 160 of the Companies Act, 2013, the Company has received notice in writing from Member(s) proposing their candidature.

Other than Director's as mentioned herein above, being appointees, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution(s)

Your Board recommends the resolution set forth in the item no. 5 of the Notice for approval of the members by way of **Ordinary Resolution.**

Item No 6 & 7:

The Board has approved the re-appointment of the Cost Auditors, M/s. Nageswara Rao & Co. at a remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) per annum plus applicable taxes and out of pocket expenses at actuals, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025 and March 31, 2026.

In accordance with the provisions of the Section 148 of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Accordingly, consent of the Members is sought for passing an Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2026 and revise the remuneration payable for the FY 2024-25 to Rs. 60,000/- from earlier ratified remuneration of Rs. 25,000/-.

None of the Directors / Key Managerial Personnel / their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

Your Board recommends the resolution set forth in the item no. 6 & 7 of the Notice for approval of the Members by way of **Ordinary Resolution.**

**For and on behalf of Board of Directors
Convenient Hospitals Limited**



**Vishal Maheshwari
Additional Director**

DIN: 08650672

Email: vishal.maheshwari@qcilhospitals.com



Date: 10-09-2025

Place: Hyderabad

ROUTE MAP TO THE VENUE OF THE GENERAL MEETING



CONVENIENT HOSPITALS LIMITED **CIN: U85110MP1993PLC007654** **evercare group**

CARE CHL Hospitals, Indore: Near L.I.G. Square, A.B. Road, Madhya Pradesh - 452 008, India
Tel: 0731 477 4444 | Fax: 0731 254 9095

Registered Office: Near L.I.G. Square, A.B. Road, Indore, Madhya Pradesh - 452 008, India
Corporate Office: #8-2-120/86/10, 1st Floor, Kohinoor Building, Road No. 2, Banjara Hills, Hyderabad - 500 034 Telangana, India



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W: www.carehospitals.com