

August 29, 2024

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400 051

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Scrip Code: 544088

Symbol: MEDIASSIST

Dear Sir/ Madam,

Subject: Notice of Annual General Meeting of the Company for the Year Ended 31st March, 2024

In continuation to our letter dated May 15, 2024, intimating the date of 24th Annual General Meeting ('AGM') of the Company and the letter dated August 20, 2024 intimating the information regarding the AGM to be held through video conferencing / other audio-visual means, published in the newspapers, and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are enclosing herewith a copy of Notice of 24th Annual General Meeting of the Company scheduled to be held on Friday, September 20, 2024 at 10:30 A.M (IST) through Video Conferencing (VC) for the year ended 31st March, 2024.

The remote e-voting period commences from Tuesday, September 17, 2024 (9.00 a.m. IST) and ends on Thursday, September 19, 2024 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the **cut-off date i.e., Friday, September 13, 2024** may cast their votes electronically. The voting rights of the Members shall be in proportion to their shareholding in the Company as on the cut-off date. The AGM Notice inter alia includes the detailed procedure for remote e-voting.

The AGM Notice can also be accessed on the website of the Company at www.mediassist.in

You are requested to take the same on record.

Yours faithfully,
For Medi Assist Healthcare Services Limited

Simmi Singh Bisht
Chief Compliance Officer & Company Secretary

Encl.: Notice of Annual General Meeting

Medi Assist Healthcare Services Limited

CIN – L74900KA2000PLC027229

Registered Office : Tower "D", 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bengaluru - 560 029.

Phone : +91 - 80 - 6919 0000. Email : ask@mediassist.in web : www.mediassist.in

Notice

Notice is hereby given that the 24th Annual General Meeting of the Members of M/s Medi Assist Healthcare Services Limited ("the Company") will be held on Friday, the 20th day of September 2024 at 10:30 A.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt:
 - the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
 - the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.
- To declare a final dividend of ₹ 4/- (Rupees Four only) per Equity Share of face value of ₹ 5/- (Rupees Five only) for the financial year ended March 31, 2024.
- To appoint a Director in place of Mr. Vishal Vijay Gupta (DIN: 01913013), Non-Executive Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. To approve payment of commission to Independent Directors of the Company

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

"RESOLVED THAT pursuant to the provisions of sections 149, 197, 198, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and based on the recommendations of Nomination and Remuneration Committee, Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for the payment of remuneration by way of commission a sum of ₹ 40,00,000/- (Rupees Forty Lakhs Only) in aggregate to the Independent Directors of the Company for the financial year 2023-24 which is equivalent to 4.86% of the net profits of the Company for the said financial year computed in accordance with the provisions of Section 198 of the Companies Act, 2013, determined after taking into consideration their performance in

the Company during the financial year 2023-24, as detailed below:

Sr. No.	Name of Independent Director	Amount of Commission (in ₹) for FY 2023-24
1	Mr. Ananda Mukerji	8,00,000/-
2	Mr. Anil Kumar Chanana	8,00,000/-
3	Mr. Gopalan Srinivasan	8,00,000/-
4	Ms. Himani Kapadia	8,00,000/-
5	Dr. Ritu Niraj Anand	8,00,000/-
Total		40,00,000/-

RESOLVED FURTHER THAT the above remuneration shall be in addition to the fees payable to the Independent Directors for attending the meetings of the Board of Directors or any Committee thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participation in the Board and other meetings.

RESOLVED FURTHER THAT Dr. Vikram Jit Singh Chhatwal, Chairman cum Whole-Time Director, Mr. Satish V N Gidugu, Whole-Time Director & CEO, Mr. Sandeep Daga, Chief Financial Officer and Ms. Simmi Singh Bisht, Chief Compliance Officer & Company Secretary of the Company be and are hereby severally authorized to sign necessary papers and file necessary forms with the Registrar of Companies and do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution, and for the matters connected therewith or incidental thereto".

5. To consider and approve Shifting of Registered Office of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or reenactment(s) thereof for the time being in force), applicable rules and regulations framed by Securities and Exchange Board of India and

subject to the approval of the Central Government (power delegated to Regional Director) and/or any other authority(ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the said Act or under any other law for the time being in force, consent of the members is hereby granted for shifting the registered office of the Company from Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bengaluru - 560 029, State of Karnataka to AARPEE Chambers, SSRP building, 7th Floor, Andheri Kurla Road, Marol Co-operative Industrial Estate Road, Gamdevi, Marol, Andheri East, Mumbai - 400059, State of Maharashtra, within the jurisdiction of Registrar of Companies, Mumbai and the existing Clause II of the Memorandum of Association of the Company be and is hereby altered by substituting the same with the following clause:

II. The registered office of the Company will be situated in the State of Maharashtra.

RESOLVED FURTHER THAT upon confirmation by the Regional Director, South East Region, registered office of the Company be shifted from the State of Karnataka to the State of Maharashtra, within the jurisdiction of Registrar of Companies, Mumbai.

RESOLVED FURTHER THAT Dr. Vikram Jit Singh Chhatwal, Chairman & Whole-Time Director, Mr. Satish V N Gidugu, Whole-Time Director & CEO and Ms. Simmi Singh Bisht, Chief Compliance Officer and Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution as may be deemed necessary, including but not limited to:

- a) Execution/filing of an application under Section 13 of the Act and other applicable provisions, if any, of the Act with the Central Government/Regional Director/Registrar of Companies or any other required authorities, either in physical form or online form on portal of Ministry of Corporate Affairs;
- b) Appointment of an authorised representative to appear for, act and represent the Company before the Central Government/Regional Director/Registrar of Companies or any other authorities as may be required to give effect to the resolution;

- c) Execution and signing (including digitally sign) of such applications, forms (including e-forms), papers, deeds, documents, petitions, affidavits, as may be required in connection with the above; and
- d) To make any modifications, changes, variations, alterations or revisions stipulated by any authority, while according to approval, consent as may be considered necessary and to appoint counsels/consultant and advisors, file applications/petitions, issue notices, advertisements;
- e) To appear for and represent the Company and to obtain orders for shifting of registered office from the authorities concerned and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company;
- f) Make any modifications, changes, variations, alterations or revisions stipulated by any authority, while according approval, consent as may be considered necessary; and
- g) Do all such other acts, deeds, matters and things as they may be deemed necessary to give effect to the resolution.

RESOLVED FURTHER THAT Mr. Harsh Ruparelia, authorised representative, be and is hereby authorised to appear and represent the Company before the office of the Regional Director, South East Region and office of the Registrar of Companies, Bangalore, in the matter of the application/petition to be filed with the Regional Director for its confirmation to the proposed alteration of the situation clause of the Memorandum of Association and be and is hereby authorised to make such statements, furnish such information and do such things as may be necessary in relation to the said application/petition.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorised to sign a copy of the above resolutions as a certified true copy thereof, file necessary forms and furnish the same to whomsoever concerned".

By the Order of the Board of Directors
For **Medi Assist Healthcare Services Limited**

Simmi Singh Bisht
Chief Compliance Officer & Company Secretary
Membership No: A23360

Date: August 13, 2024
Place: Bangalore

Notes

1. The Ministry of Corporate Affairs vide its Circular No. 09/2023 dated September 25, 2023 read with Circular No. 10/2022 dated December 28, 2022 read with Circular No. 02/2022 dated May 05, 2022 read with Circular No. 21/2021 dated December 14, 2021 read with Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020, Circular No.14/2020 dated April 08, 2020 read with Circular No.17/2020 dated April 13, 2020 allows conducting of Annual General Meeting of the Company through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical presence of the members for the meeting at a common venue. In terms of the said Circulars and in compliance with the provisions of the Companies Act, 2013 and SEBI Circulars, the AGM of the Company is being held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The deemed venue for the AGM shall be the Registered Office of the Company.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the business under Item Nos. 4 & 5 of the Notice, is annexed hereto. Further, the relevant details with respect to Item No. 3 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is appended to this Notice.
3. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report 2023-24 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice calling the AGM and Annual Report has been uploaded on the website of the Company at www.mediassist.in. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of RTA (agency for providing the VC/OAVM facility, Remote e-Voting facility and e-Voting system during the AGM) i.e. <https://instavote.linkintime.co.in/>. For any communication, the shareholders may also send requests to the Company's investor e-mail id investor.relations@mediassist.in
4. Pursuant to the provisions 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 proxy(ies) by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.
5. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to pramod@bmpandco.com / biswajit@bmpandco.com with a copy marked to enotices@linkintime.co.in. Institutional shareholders (i.e. other than individuals, HUFs, NRIs etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
6. **Final Dividend for the financial year 2023-24**

The Board of Directors at its meeting held on May 15, 2024, has recommended a final dividend of ₹ 4 (Rupees Four only) per equity share. The Record date fixed for determining entitlement of Members to final dividend for the financial year ended March 31, 2024, if approved at the AGM, is Friday, September 06, 2024.

If the final dividend is approved at the AGM, payment of such dividend subject to deduction of tax at source ("TDS") will be made on or before Saturday, October 19, 2024 to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the Depositories, as of close of business hours on Friday, September 06, 2024.

The Company do not have any shareholders holding shares in physical form.
7. **TDS on dividend**

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders 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, please refer to Income Tax Act, 1961 and the Finance Act, 2020, of the respective years. The shareholders holding shares in Demat form are requested to update their PAN with the Depository Participants ("DPs").

A Resident individual shareholder with PAN and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax, as the case may be, can submit a

yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to divtax@mediassist.in and also upload the documents on <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> by 11:59 p.m. (IST) on Friday, September 06, 2024. Shareholders are requested to note that if the PAN is not correct/ invalid/ inoperative or have not filed their income tax returns, then tax will be deducted at higher rates prescribed under Sections 206AA or 206AB of the Income-tax Act, as applicable and in case of invalid PAN, they will not be able to get credit of TDS from the Income Tax Department.

Non-resident shareholders [including Foreign Institutional Investors ("FIIs")/Foreign Portfolio Investors ("FPIs")] can avail beneficial rates under tax treaty between India and their country of tax 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. For this purpose, the shareholder may send the documents by e-mail to divtax@mediassist.in. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. (IST) on Friday, September 06, 2024.

8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants ("DPs").
9. 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 as on the cut-off date will be entitled to vote during the AGM.
10. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM or has any other complaints/queries are requested to write to the Company atleast 05 days prior to meeting mentioning their name, demat account number, email id, mobile number at investor.relations@mediassist.in. The same will be replied by the Company suitably.
11. Members are requested to note that dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.
12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register

of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can send an e-mail to investor.relations@mediassist.in requesting for inspection of the Registers.

13. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Companies Act, 2013.
14. Instructions for e-Voting and joining the AGM are as follows:

(A) Voting through Electronic means

- (i) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars dated September 25, 2023 read with December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, May 05, 2020, April 08, 2020 and April 13, 2020, the Company shall provide the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited ("**LIIPL**" / "**RTA**") for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the AGM through VC or OAVM will be provided by RTA.
- (ii) Members of the Company holding shares in electronic form as on the cut-off date of Friday, September 13, 2024 may cast their vote by remote e-Voting. A person whose name is recorded in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting, before as well as during the AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- (iii) The remote e-Voting period begins on Tuesday, September 17, 2024 at 9.00 A.M. and ends on Thursday, September 19, 2024 at 5.00 P.M. During this period, Members holding shares in demat mode on the cut-off date i.e. Friday, September 13, 2024 may cast their vote electronically. The remote e-Voting module shall be disabled by RTA for voting thereafter.
- (iv) Non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company

- after sending of the Notice and holding shares as of the cut-off date, may obtain the User ID and Password by sending a request at enotices@linkintime.co.in. However, if he/she is already registered with RTA for remote e-Voting then he/she can use his/her existing User ID and Password for casting the vote. In case of individual shareholders holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for individual shareholders holding securities in dematerialized mode".
- (v) 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 Tuesday, September 17, 2024 and to Thursday, September 19, 2024, or e-Voting during the AGM.
- (vi) Members will be provided with the facility for voting through remote e-Voting system during the video conferencing proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, and are otherwise not barred from doing so, will be eligible to exercise their right to vote at the end of discussion on such resolutions upon announcement by the Chairman. The remote e-Voting module during the AGM shall be disabled by RTA for voting 15 minutes after the conclusion of the meeting. Members who have cast their vote by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the member has already cast the vote through remote e-Voting.
- (vii) The Board of Directors has appointed Mr. Pramod S M, Partner (Membership No. F7834) and/or Mr. Biswajit Ghosh, Partner (Membership No. F8750), Practicing Company Secretaries of M/s BMP & Co. LLP, as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- (viii) The Scrutinizer will submit their report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), not later than two working days from the conclusion of the AGM.
- (ix) The Results declared, along with the Scrutiniser's Report, shall be placed on the Company's website at www.mediassist.in and on the website of RTA at www.linkintime.com. The results shall also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited and The National Stock Exchange of India Limited and be made available on their respective websites viz. www.bseindia.com and www.nseindia.com.
- (x) The details of the process and manner for remote e-Voting are explained herein below:
- As per the SEBI circular dated December 09, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-Voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

OR

User not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on "Access to e-Voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

METHOD 2 - By directly visiting the e-Voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com/>
- b) Click on the "Login" tab available under 'Shareholder/ Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be redirected to NSDL depository website wherein you can see "Access to e-Voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

Individual Shareholders holding securities in demat mode with CDSL:**METHOD 1 - From Easi/Easiest****Users who have registered/ opted for Easi/Easiest**

- a) Visit URL: <https://web.cdslindia.com/myeasinew/home/login> or www.cdslindia.com.
- b) Click on New System Myeasi.
- c) Login with user id and password.
- d) After successful login, user will be able to see e-Voting menu. The menu will have links of e-Voting service providers i.e., LINKINTIME, for voting during the remote e-Voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

OR**Users not registered for Easi/Easiest**

- a) To register, visit URL: <https://web.cdslindia.com/myeasinew/Registration/EasiRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-Voting menu.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

METHOD 2 - By directly visiting the e-Voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-Voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.
- e) After authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-Voting facility.

- a) Login to DP website.
- b) After Successful login, members shall navigate through "e-Voting" tab under Stocks option.
- c) Click on e-Voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting menu.
- d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-Voting period.

Login method for Non-Individual Shareholders holding securities in demat mode is given below:

Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-Voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details:

A. User ID:

- Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID;

- Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in NSDL form, shall provide 'D' above.

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- ▶ Click "confirm" (Your password is now generated).

- Click on 'Login' under 'SHARE HOLDER' tab.
- Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

- After successful login, you will be able to see the notification for e-Voting. Select '**View**' icon.
- E-voting page will appear.
- Refer the Resolution description and cast your vote by selecting your desired option '**Favour/Against**' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- After selecting the desired option i.e. Favour/Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Corporate Body/Custodian/Mutual Fund"):

STEP 1 - Registration

- Visit URL: <https://instavote.linkintime.co.in>
- Click on Sign up under "Corporate Body/ Custodian/ Mutual Fund".
- Fill up your entity details and submit the form.
- A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. 2 above). The said form is to be signed by the Authorised Signatory,

Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

- Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
- While first login, entity will be directed to change the password and login process is completed.

STEP 2 - Investor Mapping

- Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- Click on "Investor Mapping" tab under the Menu Section.
- Map the Investor with the following details:
 - 'Investor ID' -
 - Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - 'Investor's Name' - Enter full name of the entity.
 - 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.
 - 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be - DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- Click on Submit button and investor will be mapped now.
- The same can be viewed under the "Report Section".

STEP 3 - Voting through remote e-Voting

The corporate shareholder can vote by two methods, once remote e-Voting is activated:

METHOD 1 - Votes Entry

- Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- Click on 'Votes Entry' tab under the Menu section.
- Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote e-Voting.
- Enter '16-digit Demat Account No.' for which you want to cast vote.
- Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

- f) After selecting the desired option i.e., Favour/Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

METHOD 2 - Votes Upload:

- A) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-Voting in inbox.
- c) Select '**View**' icon for '**Company's Name/Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour/Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL 022 - 2499 7000	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click on '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/Custodian/Mutual Fund”) has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘**Login**’ under ‘**Corporate Body/Custodian/Mutual Fund**’ tab and further Click ‘**forgot password?**’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/CDSL has forgotten the password:

Shareholders 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.
- During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

(B) Instructions for shareholders attending the AGM through VC/OAVM & e-Voting during meeting are as under:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “**Login**”.

- ▶ Select the “**Company**” and ‘**Event Date**’ and register with your following details:

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No.

- Shareholders/members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

- ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/Members to Speak during the General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/management will announce the name and serial number for speaking.

Instructions for Shareholders/Members to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/members who have not exercised their vote through the remote e-Voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/Against” for voting.

4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
3. Shareholders/Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
4. Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

General Instructions:

1. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 05 days prior to meeting mentioning their name, demat account number, email id, mobile number at investor.relations@mediassist.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 05 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investor.relations@mediassist.in. These queries will be replied to by the company suitably by email.
2. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. In case shareholders/members have any queries regarding login/e-Voting, they may send an email to instameet@linkintime.co.in or contact on: Tel: 022-49186175.

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

The following statement sets out all material facts relating to the special businesses mentioned in the accompanying Notice of the 24th Annual General Meeting:

Item No. 4:

To approve payment of commission to Independent Directors of the Company

Owing to the dynamic and competitive business environment, stringent accounting standards and expanding corporate governance norms, there has been a significant increase in the responsibilities of the Independent Directors ("ID's") of the Company. Hence, it is considered prudent and appropriate to pay commission to the ID's, for dedicating their time and expertise to the Company.

Pursuant to the provisions of Section 149, 197, 198 and Part II of Schedule V of the Act read with applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of members is being sought by way of a Special Resolution for payment of remuneration, by way of commission, a sum of ₹ 40,00,000/- (Rupees Forty Lakhs Only) in aggregate to the Independent Directors of the Company for the financial year 2023-24 which is equivalent to 4.86% of the net profits of the Company for the said financial year computed in accordance with the provisions of Section 198 of the Companies Act, 2013, which is determined after taking into consideration their performance in the Company during the financial year 2023-24, as mentioned below:

Sr. No.	Name of Independent Director	Amount of Commission (in ₹) for FY 2023-24
1	Mr. Ananda Mukerji	8,00,000/-
2	Mr. Anil Kumar Chanana	8,00,000/-
3	Mr. Gopalan Srinivasan	8,00,000/-
4	Ms. Himani Kapadia	8,00,000/-
5	Dr. Ritu Niraj Anand	8,00,000/-
Total		40,00,000/-

During the year, the Company conducted an internal benchmarking study for the remuneration payable to Independent Directors. The study was undertaken on the basis of industry, size, effective governance and expected contribution by the Independent Directors. Accordingly, the members of Nomination and Remuneration Committee, Audit Committee and the Board of Directors at their meetings held on August 13, 2024, recommended the proposal for payment of remuneration, by way of commission, an amount of ₹ 8,00,000/- (Rupees Eight Lakhs only) to each Independent Director of the Company aggregating to ₹ 40,00,000/- (Rupees Forty Lakhs only) which is 4.86% of the net profits of the Company computed in accordance with the provisions of Section 198 of the Companies Act, 2013, subject to deduction of applicable taxes. The payment of such remuneration shall

be in addition to the sitting fees paid to the Independent Directors for attending the Board/Committee meetings.

This remuneration in the form of commission is within and in terms with the criteria approved by the Board of Directors for the payment of remuneration to the Independent Directors.

Accordingly, pursuant to provisions of Section 197 and Schedule V of the Companies Act, 2013, the Company is mandated to seek approval of the shareholders by way of special resolution if the Company has to pay the remuneration in the form of commission to the independent directors as mentioned aforesaid and hence the said agenda item is being placed before the shareholders of the Company for their approval.

Statement as required under Section II, Part II of Schedule V of the Companies Act, 2013 with reference to Special Resolution at Item No. 4 is annexed hereto as **Annexure A**.

None of the Directors other than the Independent Directors, Key Managerial Personnel of the Company or their relatives (as defined in the Companies Act, 2013) are concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 4 of the Notice.

The Independent Directors shall be deemed to be concerned or interested in the resolution as set out in item no. 4 of the Notice to the extent of their remuneration amount.

The Board recommends the Special Resolution as set out at Item No. 4 of the Notice for approval by the members.

Item No. 5:

To consider and approve Shifting of Registered Office of the Company

The Board of Directors at its meeting held on August 13, 2024 has decided to shift the registered office of the Company from the 'State of Karnataka' situated at 'Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bengaluru - 560 029' to the 'State of Maharashtra' situated at AARPEE Chambers, SSRP building, 7th Floor, Andheri Kurla Road, Marol Co-operative Industrial Estate Road, Gamdevi, Marol, Andheri East, Mumbai - 400059 considering the following convenience:

- (i) Mumbai, Maharashtra being the financial hub of India, and major clients (insurance companies) of the Company are based at Mumbai, this provides better access to the insurance ecosystem as well as decision makers of several large corporates who

are buyers of insurance, which provides better prospects for the Company's business.

- (ii) Majority of public shareholders including Financial Institutional Investors (FIIs), Mutual Funds and Financial Investors and banks are based in Mumbai which aids in any potential fund-raising activities. Therefore, shifting of registered office to Mumbai shall facilitate better co-ordination and interaction with clients, shareholders, FIIs, Mutual Funds, Financial Investors and leading to improve investors' relationship.
- (iii) Improvement in the administrative and management efficiency and convenience.

All these criteria would enable the Company to carry on its business more conveniently, efficiently and economically, thereby, ultimately benefiting Company's members, clients and stakeholders.

Pursuant to the provisions of Sections 12 and 13 of the Companies Act, 2013 and rules made thereunder, the shifting of registered office from one state to another state requires prior approval of the shareholders of the

Company by way of Special Resolution, the approval of Registrar of Companies and the Regional Director (Central Government). Further, consequent to the change of registered office of the Company, it is also proposed to alter the Clause II of the Memorandum of Association as follows:

II. The registered office of the Company will be situated in the State of Maharashtra.

In view of the above, the approval of the members is sought for shifting the registered office of the Company and alteration of Clause II of the Memorandum of Association of the Company. A Copy of the MOA is available at the registered office of the Company for inspection.

None of the Directors or Key Managerial Personnel of the Company or their relatives (as defined in the Companies Act, 2013), are concerned or interested, financially or otherwise in the Special Resolution as set out at Item no. 5 of the Notice, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution as set out at Item No. 5 of the Notice for approval by the members.

By the Order of the Board of Directors
For **Medi Assist Healthcare Services Limited**

Simmi Singh Bisht
Chief Compliance Officer & Company Secretary
Membership No: A23360

Date: August 13, 2024
Place: Bangalore

Details of Vishal Vijay Gupta; Director retiring by rotation pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure) Requirements, 2015:

Particulars	Details
DIN	01913013
Designation/Category of Directorship	Non-Executive Nominee Director
Date of Birth (age)	September 24, 1977 (46 years)
Date of First Appointment on Board	December 07, 2011
Qualifications	Post Graduate Diploma in Management from the Indian Institute of Management, Calcutta and is also an Associate Member of the Institute of Chartered Accountants of India
Brief Profile	Mr. Vishal has an overall experience of 20+ years. He is a Non-Executive Nominee Director on the Board nominated by Bessemer India Capital Holdings II Ltd. and Bessemer Health. He is currently the Managing Director of BVP India Investors Private Limited, an affiliate of Bessemer Venture Partners and was previously associated with DSL Software Limited.
Expertise in Specific Functional Areas	Expertise in Investment, Accounting, Finance & Taxation
Interse relationship with other Directors, Manager and other Key Personnel of the Company	None
Name of listed entities from which the person has resigned in the past three years	Home First Finance Company India Limited
Directorships held in other companies (excluding foreign Companies)	<ul style="list-style-type: none"> • Hungama Digital Media Entertainment Private Limited • Supermarket Grocery Supplies Pvt. Ltd. (BigBasket) • Rupifi Technology Solutions Private Limited • Innoviti Payment Solutions Private Limited • Perfios Software Solutions Private Limited • Anunta Technology Management Services Ltd • Phasorz Technologies Private Limited • Sanghvi Beauty & Technologies Private Limited • Lentra AI Private Limited • UrbanClap Technologies India Pvt. Ltd. • BVP India Investors Private Limited • Soly Tech Solutions Private Limited • Medisage E-Learning Private Limited • Nephrocare Health Services Private Limited • Moveinsync Technology Solutions Private Limited • Petpai Technologies Private Limited
Committee positions held in other Companies	NIL
Details of remuneration last drawn	NA
Details of remuneration sought to be paid	NA
No. of meetings of the Board attended during the year	11 (Eleven)
Shareholding in the Company	NIL
No. of shares held:	
a) For own:	
b) For other persons on a beneficial basis	

Annexure A

INFORMATION PURSUANT TO SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013

I. General Information about the Company:

1.	Nature of Industry	Insurance intermediary and provider of other ancillary healthcare related services (a technology-led Company that plays a crucial role in the Health Insurance ecosystem).			
2.	Date or Expected Date of Commencement of Commercial Production	The Company was incorporated on June 07, 2000. Since then, the Company commenced its business.			
3.	In Case of New Companies, Expected Date of Commencement of Activities as per Project Approved by Financial Institutions Appearing in the Prospectus	Not Applicable			
4.	Financial Performance Based on Given Indicators	(All amounts are in INR Millions)			
	Particulars	Consolidated		Standalone	
		FY 2024	FY 2023	FY 2024	FY 2023
	Total Income	6,530.48	5,189.55	1,305.92	855.01
	Profit/(Loss) before tax	1,053.87	1,036.09	482.52	189.61
	Tax expenses	130.92	283.01	60.52	23.68
	Profit/(Loss) after tax	691.82	740.42	212.00	165.93
	Total comprehensive Income/ (Loss) for the year	705.80	682.12	207.50	104.15
5.	Foreign investments or collaborations, if any	The Company has not entered into any material foreign collaboration in the financial year 2023-24.			

II. Information about the Independent Directors:

Particulars	Mr. Ananda Mukerji	Mr. Anil Kumar Chanana	Mr. Gopalan Srinivasan	Ms. Himani Kapadia	Dr. Ritu Nirraj Anand
Background details	Mr. Ananda Mukerji holds a bachelor's degree in technology (mechanical engineering) from the Indian Institute of Technology, Kharagpur and a post graduate diploma in Management from the Indian Institute of Management, Calcutta. He was previously associated with ICICI Bank Limited, Firstsource Solutions Limited, and is currently the executive chairman of Anunta Technology Management Services Limited.	Mr. Anil Kumar Chanana is a finance veteran, with more than 40 years of experience covering global IT and analytics. He is serving as business consultant in strategy and finance. He is on the board of listed and unlisted entities having private equity sponsors and in diverse sectors such as CDMO, API, intermediates and formulations, sports and athleisure footwear, IT services, Nex-gen customer experience, and health benefits administration. He has previously served as the Chief Financial Officer of HCL Technologies Limited and worked closely with the board in formulating and executing strategic priorities. He is a Chartered Accountant by profession, and has completed his B.Com (Honours) from the University of Delhi and the financial management program at the Stanford Graduate School of Business.	Mr. Gopalan Srinivasan holds a bachelor's degree in commerce from the University of Madras. He is a fellow member of the Institute of Cost Accountants of India and a fellow of the Federation of Insurance Institutes. He was previously the Chairman cum Managing Director of United India Insurance Company Limited and Chairman cum Managing Director for The New India Assurance Company Limited.	Ms. Himani Kapadia is a qualified Chartered Accountant and also holds a bachelors' degree in commerce from University of Mumbai. She is an independent consultant and a leadership coach. She was the former managing director of OLIVER+ (Part of Oliver India and Inside Ideas Group), and was previously associated with Publicis Groupe's digital operations in India as CEO for its agencies, Publicis Sapient and Digitas.	Dr. Ritu Nirraj Anand holds a PhD in Psychology from the University of Mumbai. With over three decades of experience at Tata Consultancy Services, culminating as Senior Vice President, she brings significant expertise in technology and management to the Board
Past remuneration (FY 2023-24 exclusive of sitting fees paid)	₹ 8 Lakhs	₹ 8 Lakhs	₹ 8 Lakhs	₹ 8 Lakhs	₹ 8 Lakhs
Recognition or awards	-	-	-	Ms. Himani was selected by Ad Age and Meta to join a special group called The List 2024.	Dr. Ritu was awarded as "Most Iconic HR Leader" by World HRD Congress in February 2023.
Job profile and his/her suitability	The Board and the Company will continue to benefit from Mr. Ananda's expertise in the fields of operations management, Finance, Governance, Strategy, and Leadership.	The Board and the Company will continue to benefit from Mr. Anil's expertise in the fields of operations management, Finance, Governance, Strategy, and Leadership.	The Board and the Company will continue to benefit from Mr. Srinivasan's expertise in the fields of operations management, Finance, Governance, Strategy, and Leadership.	The Board and the Company will continue to benefit from Ms. Himani's expertise in the fields of operations management, Finance, Governance, Strategy, and Leadership.	The Board and the Company will continue to benefit from Dr. Ritu's expertise in the fields of Personnel management, Governance, Strategy, and Leadership.
Remuneration proposed	Payment of remuneration by way of commission, a sum of ₹ 8,00,000 (Rupees Eight Lakhs only) to each Independent Director. Payment of remuneration to the Independent Directors by way of commission is in accordance with the provisions of Section 197 & 198 of the Companies Act, 2013. In the event of any loss, absence or inadequacy of the profits of the Company in any financial year, commission or yearly remuneration will be paid to the Independent Directors in terms of Section II of Part II of Schedule V of the Companies Act, 2013.				

II. Information about the Independent Directors: (Contd.)

Particulars	Mr. Ananda Mukerji	Mr. Anil Kumar Chanana	Mr. Gopalan Srinivasan	Ms. Himani Kapadia	Dr. Ritu Niraj Anand
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Payment of commission to the Independent Directors is in accordance with the provisions of Section 197 & 198 of the Companies Act, 2013, read with Schedule V. Considering the responsibility shouldered by the Independent Directors, the commission proposed is commensurate with industry standards in similar sized and similarly positioned Companies.				
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	None				

III. Other information:

Reasons of loss or inadequate profits (with reference to Section 197 of the Act, read with Schedule V, for the determination of overall managerial remuneration)	At a Consolidated level, the Company has adequate profits for the year ended March 31, 2024, as stated in Point 4 under 'General Information about the Company'. On a Standalone basis for the financial year ended March 31, 2024, commission is paid in excess of the limits prescribed in Section 197. Commission for Independent Directors is therefore determined based on consolidated business, including the wholly-owned subsidiaries of the Company.
Steps taken or proposed to be taken for improvement	The Company continues to perform in line with expectations and is expected to continue to improve its performance and profitability on a standalone basis.
Expected increase in productivity and profits in measurable terms	The Company at a consolidated level will continue to remain profitable. The new business lines will add to growth in profitability.

By the Order of the Board of Directors
For **Medi Assist Healthcare Services Limited**

Date: August 13, 2024
Place: Bangalore

Simmi Singh Bisht
Chief Compliance Officer & Company Secretary
Membership No: A23360