



CIAN HEALTHCARE LIMITED

Corporate Identity Number (CIN): L24233PN2003PLC017563

Regd. Office: 301, 3rd Floor, Konark Icon, Mundhwa-Kharadi Road, Kirtane Baugh, Magarpatta, Hadapsar, Pune, Maharashtra-411028, Phone No.: +91 9049000648,

Corporate Office: 606, Ring Road Mall, Sector-3, Rohini, New Delhi-110085, Phone No.: 011-49120841

Website: <https://cian.co/>, Email: cs@cian.co

POSTAL BALLOT NOTICE

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (“**Act**”), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”) and other applicable provisions, if any, of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, if any), pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (as amended from time to time), and General Circular Nos. 14/2020 dated April 8, 2020, General Circular Nos. 17/2020 dated April 13, 2020, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 (Collectively hereinafter referred to as “**MCA Circulars**”), issued by the Ministry of Corporate Affairs (“**MCA**”), read with the SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 and other applicable circulars issued by the Securities and Exchange Board of India and MCA, (Collectively hereinafter referred to as “**Circulars**”), that the resolution appended below is proposed to be passed by the Members of Cian Healthcare Limited (“**Company**”) through Postal Ballot, only by voting through remote e-voting (“**e-voting**”).

In compliance with the aforesaid Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent/ Depositories as on the cut-off date i.e. Friday, June 05, 2026. The communication of assent or dissent of the Members would take place only through the e-voting system. If your e-mail address is not registered with the Company/ Registrar and Transfer Agent/ Depositories, please follow the process provided in the Notes for registration of the same.

An Explanatory Statement pursuant to provisions of Sections 102, 110 and other applicable provisions, if any, of the Act and the SS-2 issued by the Institute of Company Secretaries of India, pertaining to the resolution providing the material facts and reasons thereof, and additional information as required under the Listing Regulations, is appended to this Postal Ballot Notice.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company, has appointed Mrs. Divya Rani, Company Secretary in Practice (Membership No. A64841, Certificate of Practice No.: 26426) of M/s. Divya Rani & Associates, as the Scrutinizer, to conduct the Postal Ballot through the e-voting process in a fair and transparent manner.

The Company has engaged the services of Bigshare Services Private Limited (“**Bigshare**” or “**Registrar and Transfer Agent**” or “**RTA**”) as the agency to provide the remote e-voting facility.

Members are requested to read the instructions in the Notes in this Postal Ballot Notice to cast their vote electronically. The votes shall be cast during the following voting period:

Commencement of e-voting	09:00 a.m. (IST) on Wednesday, June 10, 2026
End of e-voting	05:00 p.m. (IST) on Thursday, July 9, 2026

The Scrutinizer will submit his report to the Non-Executive Chairperson (Independent) of the Company, or any other person authorised by the Non-Executive Chairperson (Independent), upon completion of the scrutiny of the votes cast through e-voting. The results of the Postal Ballot will be announced on or before Monday, July 13, 2026, at the registered office of the Company situated at Office No. 301, 3rd Floor, Konark Icon, Mundhwa-Kharadi Road, Kirtane Baugh, Magarpatta, Hadapsar, Pune, Maharashtra-411028 and the Corporate Office situated at Office No. 606, Ring Road Mall, Sector-3 Rohini, New Delhi-110085, Delhi and shall be communicated to BSE Limited (“**BSE**”), where the securities of the Company are listed and would be displayed at the registered office of the Company, and also on its website <https://cian.co/>.

The last date specified by the Company for e-voting shall be the date on which the resolution shall be deemed to have been passed, if approved by the requisite majority, as per the applicable provisions of the Act / Listing Regulations.

SPECIAL BUSINESS

1. **To approve material related party transactions (entered/to be entered) with Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director of the Company.**

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

“RESOLVED THAT pursuant to Regulation 2(1)(zc), Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (**“Listing Regulations”**), and as per the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (**“the Act”**), read with the Companies (Meetings of Board and its Powers) Rules, 2014 along with such other applicable rules made thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, if any), and in accordance with the relevant provisions of the Foreign Exchange Management Act, 1999 (**“FEMA”**) and the rules and regulations made thereunder, including any other applicable rule(s), regulation(s), guideline(s), clarification(s), master circular(s), circular(s) and notification(s) issued by the Securities and Exchange Board of India (**“SEBI”**), Reserve Bank of India (**“RBI”**), Government of India (**“GOI”**), Ministry of Corporate Affairs and/or such other Central Government and State Government (collectively hereinafter referred to as **“Applicable Laws”**), and in accordance with the enabling provisions of the Memorandum of Association and the Articles of Association of the Company, and the Company’s Policy on Materiality and dealing with the Related Party Transactions and subject to such approval(s), consent(s), permission(s) and sanction(s) as may be necessary from time to time, and as recommended by the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for material related party contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) (entered/to be entered), with Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director of the Company, as per the details and on the terms and conditions mentioned in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT all the Directors of the Company (excluding Independent Directors) and/or the Company Secretary and Chief Compliance Officer be and are hereby jointly and/or severally authorised to do and perform all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution, including but not limited to finalising the terms and conditions, methods and modes in respect thereof; finalising, executing, and delivering all necessary documents, including contracts, agreements, deeds, and other writings; filing applications, making representations, and seeking approvals from relevant governmental and regulatory authorities, as applicable; and to settle any questions, difficulties, or doubts that may arise in this regard or incidental thereto, in their absolute discretion, without requiring any further consent or approval of the Members, and that the Members shall be deemed to have accorded their approval thereto by virtue of this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

2. **To approve material related party transactions (entered/to be entered) with Mr. Rajesh Jain, Promoter Shareholder and Managing Director of the Company.**

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

“RESOLVED THAT pursuant to Regulation 2(1)(zc), Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (**“Listing Regulations”**), and as per the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (**“the Act”**), read with the Companies (Meetings of Board and its Powers) Rules, 2014 along with such other applicable rules made thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, if any), and in accordance with the relevant provisions of the Foreign Exchange Management Act, 1999 (**“FEMA”**) and the rules and regulations made thereunder, including any other applicable rule(s), regulation(s), guideline(s), clarification(s), master circular(s), circular(s) and notification(s) issued by the Securities and Exchange Board of India (**“SEBI”**), Reserve Bank of India (**“RBI”**), Government of India (**“GOI”**), Ministry of Corporate Affairs and/or such other Central Government and State Government (collectively hereinafter referred to as **“Applicable Laws”**), and in accordance with the enabling provisions of the Memorandum of Association and the Articles of Association of the Company, and the Company’s Policy on Materiality and dealing with the Related Party Transactions and subject to such approval(s), consent(s), permission(s) and sanction(s) as may be necessary from time to time, and as recommended by the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for material related party contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) (entered/to be entered), with Mr. Rajesh Jain, Promoter Shareholder and Managing Director of the Company, as per the details and on the terms and conditions mentioned in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT all the Directors of the Company (excluding Independent Directors) and/or the Company Secretary and Chief Compliance Officer be and are hereby jointly and/or severally authorised to do and perform all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution, including but not limited to finalising the terms and conditions, methods and modes in respect thereof; finalising, executing, and delivering all necessary documents, including contracts, agreements, deeds, and other writings; filing applications, making representations, and seeking approvals from relevant governmental and regulatory authorities, as applicable; and to settle any questions, difficulties, or doubts that may arise in this regard or incidental thereto, in their absolute discretion, without requiring any further consent or approval of the Members, and that the Members shall be deemed to have accorded their approval thereto by virtue of this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

3. **To approve material related party transactions (entered/to be entered) with Ananta Medicare Limited, Promoter Shareholder and Holding Company.**

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

“RESOLVED THAT pursuant to Regulation 2(1)(zc), Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (**“Listing Regulations”**), and as per the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (**“the Act”**), read with the Companies (Meetings of Board and its Powers) Rules, 2014 along with such other applicable rules made thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, if any), and in accordance with the relevant provisions of the Foreign Exchange Management Act, 1999 (**“FEMA”**) and the rules and regulations made thereunder, including any other applicable rule(s), regulation(s), guideline(s), clarification(s), master circular(s), circular(s) and notification(s) issued by the Securities and Exchange Board of India (**“SEBI”**), Reserve Bank of India (**“RBI”**), Government of India (**“GOI”**), Ministry of Corporate Affairs and/or such other Central Government and State Government (collectively hereinafter referred to as **“Applicable Laws”**), and in accordance with the enabling provisions of the Memorandum of Association and the Articles of Association of the Company, and the Company’s Policy on Materiality and dealing with the Related Party Transactions and subject to such approval(s), consent(s), permission(s) and sanction(s) as may be necessary from time to time, and as recommended by the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for material related party contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) (entered/to be entered), with Ananta Medicare Limited, Promoter Shareholder and Holding Company, as per the details and on the terms and conditions mentioned in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT all the Directors of the Company (excluding Independent Directors) and/or the Company Secretary and Chief Compliance Officer be and are hereby jointly and/or severally authorised to do and perform all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution, including but not limited to finalising the terms and conditions, methods and modes in respect thereof; finalising, executing, and delivering all necessary documents, including contracts, agreements, deeds, and other writings; filing applications, making representations, and seeking approvals from relevant governmental and regulatory authorities, as applicable; and to settle any questions, difficulties, or doubts that may arise in this regard or incidental thereto, in their absolute discretion, without requiring any further consent or approval of the Members, and that the Members shall be deemed to have accorded their approval thereto by virtue of this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

4. **To approve giving powers to the Board to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking 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 Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 (“**the Act**”), read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any) and pursuant to Regulation 37A and other applicable regulation(s) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “**Listing Regulations**”), in compliance with the relevant provisions of the Foreign Exchange Management Act, 1999 (“**FEMA**”) along with Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 and such other applicable rules, regulations, master directions, master circulars, circulars, notifications and guidelines, as may be issued by the Securities and Exchange Board of India (“**SEBI**”), Reserve Bank of India (“**RBI**”), Government of India (“**GOI**”), Ministry of Corporate Affairs and/or any other applicable regulatory or statutory authority, including Central Government or State Government (“**Applicable Laws**”), which are applicable on the Company and subject to the enabling provisions of the Memorandum of Association and Articles of Association of the Company and based on the recommendation of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “**Board**”, which term shall be deemed to include any committee which the Board may hereinafter constitute to exercise its powers including the powers conferred by this resolution), to sell, lease or transfer or otherwise dispose of in one or more tranches, the whole or substantially the whole of the undertaking, held by the Company on such terms & conditions as may be approved and agreed by the Board in the interest of the Company and to create charge, pledge, mortgage, hypothecation or other encumbrances, if any, in addition to the existing charges, pledges, mortgages and hypothecations created by the Company on such movable and immovable properties, both present and future and/or the whole or any part of the undertaking(s) of the Company, wherever situated and in such form and manner and with such ranking, whether exclusive, pari-passu, subservient or otherwise and at such time and on such terms decided by the Board and/or such other Committee, in favour of the Bank(s), Financial Institution(s), Lender(s) or Refinance Lender(s), Investor(s), Agent(s), Trust(s), Mutual Fund(s), Trustee(s), Body Corporate(s), any other person(s), firm(s), Pension Funds, Hedge Funds or any other Funds, either Indian or foreign (hereinafter referred as ‘**Lenders**’ or ‘**Investor**’), to secure the borrowings, guarantees, working capital facilities or fund/ non-fund based facilities, financial assistance/ facilities including debentures/ bonds/ rupee/ foreign currency loans and external commercial borrowings or any other debt, whether partly/ fully convertible/ non-convertible, in any form or instrument, to the Company in one or more tranches, up to the aggregate amount not exceeding INR 100,00,00,000/- (Indian Rupees One Hundred Crores only) (together with interest, costs, charges, expenses, liquidated damages, commitment charges, premium on pre-payment, premium (if any) on redemption and any other money payable thereof) availed/to be availed by the Company.

RESOLVED FURTHER THAT all the Directors (excluding Independent Directors) and/or Company Secretary and Chief Compliance Officer be and are hereby jointly and/or severally authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, about the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

5. **To approve the enhancement of the borrowing limits 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 Section 180(1)(c) and other applicable provisions of the Companies Act, 2013 (**“the Act”**), read with Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to applicable regulation(s) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the **“Listing Regulations”**), in compliance with the relevant provisions of the Foreign Exchange Management Act, 1999 (**“FEMA”**) along with Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 and such other applicable rules, regulations, master directions, master circulars, circulars, notifications and guidelines, as may be issued by the Reserve Bank of India (**“RBI”**), Securities and Exchange Board of India (**“SEBI”**), Government of India (**“GOI”**), Ministry of Corporate Affairs (**“MCA”**) and/or any other applicable regulatory or statutory authority, including Central Government or State Government (**“Applicable Laws”**), which are applicable on the Company and subject to the enabling provisions of the Memorandum of Association and Articles of Association and based on the recommendation of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **“Board”**, wherein such term shall be deemed to include any committee which the Board may hereinafter constitute to exercise its powers including the powers conferred by this resolution), for borrowing/ availing financial assistance of any sum or sums of money, from time to time at their discretion, for and on behalf of the Company, in Indian Rupees and/or in any foreign currency: (i) by way of availing of credit facilities (fund based and/ or non-fund based) and/or all kinds of financial assistance by all permissible methods, secured and/ or unsecured from banks, financial institutions, bodies corporate or any person(s), (ii) by way of foreign currency or Indian currency denominated securities or any other eligible instrument to the eligible investors/lenders, or availing of loan(s) by way of external commercial borrowing as may be permissible by the RBI, from eligible lenders or persons, (iii) by way of listed and/or unlisted convertible/non-convertible debentures, bonds, commercial papers or any other security or instrument(s) in permissible market(s) to institutional investors, foreign institutional investors/foreign portfolio investors, qualified institutional buyers, statutory corporations, companies, bodies corporate, partnership firms or any other persons, (iv) by way of any other permissible instruments or through any other methods of borrowing, whether unsecured or secured by creation of mortgage, charge, hypothecation, lien, pledge or otherwise on the Company’s assets and/or properties, whether movable or immovable, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company, apart from temporary loans obtained and/or to be obtained from the Company’s bankers in the ordinary course of business, may exceed, at any time, the aggregate of the paid up share capital, free reserves and securities premium, provided that the total amount borrowed by the Company and outstanding at any point of time, shall not exceed sum of INR 100,00,00,000/- (Indian Rupees One Hundred Crores only).

RESOLVED FURTHER THAT all the Directors (excluding Independent Director) and/or Company Secretary and Chief Compliance Officer, be and are hereby jointly and/or severally authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

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

6. **To approve giving loan/ guarantee/ provide security by the Company to the person(s) specified under section 185 of the Companies Act, 2013.**

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 Section 185 and other applicable provisions of the Companies Act, 2013 (**“the Act”**), read with rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any), and pursuant to applicable regulation(s) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the **“Listing Regulations”**), in compliance with the relevant provisions of the Foreign Exchange Management Act, 1999 (**“FEMA”**) and such other applicable rules, regulations, master directions, master circulars, circulars, notifications and guidelines, as may be issued by the Reserve Bank of India (**“RBI”**), Securities and Exchange Board of India (**“SEBI”**), Government of India (**“GOI”**), Ministry of Corporate Affairs (**“MCA”**) and/or or any other applicable regulatory or statutory authority, including Central Government or State Government (**“Applicable Laws”**), which are applicable on the Company and subject to the enabling provisions of the Memorandum of Association and Articles of Association of the Company and based on the recommendation of the Board of Directors, along with other approvals, consents, sanctions and permissions of the appropriate authorities, departments or bodies as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the **“Board”**, wherein such term shall be deemed to include any committee which the Board may hereinafter constitute to exercise its powers including the powers conferred by this resolution), for advancing any loan, including loan represented by a book debt (**“Loan”**) to, or giving any guarantee(s), or provide any security(ies) in connection with any Loan taken including the loan to be taken by any other person in which any of the Directors of the Company is interested as specified in the Explanation to sub-section (2) of Section 185 of the Act (collectively referred to as the **“Borrowing Entity”**), up to an aggregate amount not exceeding INR 100,00,00,000/- (Indian Rupees One Hundred Crores only) at any point in time, in its absolute discretion, provided such proceeds are only utilised by the Borrowing Entity for its principal business activities and at such rate of interest on terms beneficial to Company and in accordance with applicable laws and mutually agreed terms and conditions between the Company and the Borrowing Entity.

RESOLVED FURTHER THAT all the Directors (excluding Independent Director) and/or Company Secretary and Chief Compliance Officer, be and are hereby jointly and/or severally authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s)/ Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

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

7. **To approve the enhancement of limits for investments, extending loans and giving guarantee(s) or providing security(ies) by the Company under Section 186 of the Companies Act, 2013.**

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 Section 186 and other applicable provisions of the Companies Act, 2013 (**“the Act”**), read with rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any), and pursuant to applicable regulation(s) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the **“Listing Regulations”**), and in compliance with the relevant provisions of the Foreign Exchange Management Act, 1999 (**“FEMA”**) and such other applicable rules, regulations, master directions, master circulars, circulars, notifications and guidelines, as may be issued by the Reserve Bank of India (**“RBI”**), Government of India (**“GOI”**), Ministry of Corporate Affairs (**“MCA”**) and/or any other applicable regulatory or statutory authority, including Central Government or State Government (**“Applicable Laws”**), which are applicable on the Company and subject to the enabling provisions of the Memorandum of Association and Articles of Association of the Company and based on the recommendation of the Board of Directors, along with other approvals, consents, sanctions and permissions of the appropriate authorities, departments or bodies as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the **“Board”**, wherein such term shall be deemed to include any committee which the Board may hereinafter constitute to exercise its powers including the powers conferred by this resolution), to (i) grant/ give any loan & advances to any person or other body corporate (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase, or otherwise, the securities of any other body corporate; as they may in their absolute discretion deem beneficial and in the interest of the Company, for an aggregate amount not exceeding INR 100,00,00,000/- (Indian Rupees One Hundred Crores only) outstanding at any point of time, notwithstanding that amount of investments, loans, guarantee(s) and security already provided or proposed to be provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT all the Directors (excluding Independent Director) and/or Company Secretary and Chief Compliance Officer, be and are hereby jointly and/or severally authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

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

8. To approve the appointment of Mr. Rajesh Jain (DIN: 02066848) as a Managing 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 Sections 152, 160, 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 (**“Act”**) and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 or any other applicable provisions of the Act and rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any), in compliance with applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (**“Listing Regulations”**) and such other applicable rules, regulations, master directions, master circulars, circulars, notifications and guidelines, as may be issued by the Reserve Bank of India (**“RBI”**), Government of India (**“GOI”**), Ministry of Corporate Affairs (**“MCA”**) and/or any other applicable regulatory or statutory authority, including Central Government or State Government (**“Applicable Laws”**), which are applicable on the Company and, subject to the enabling provisions of the Memorandum of Association and the Articles of Association of the Company along with such other consent, sanction and permission as may be necessary, and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to appoint Mr. Rajesh Jain (DIN: 02066848) as the Managing Director of the Company, for a period of 3 (three) consecutive years with effect from March 16, 2026 to March 15, 2029, in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Managing Director of the Company, who is liable to retire by rotation, on such mutually agreed terms and conditions as mentioned in detail in the explanatory statement attached hereto.

RESOLVED FURTHER THAT all the Director(s) (excluding Independent Director(s)) and/or the Company Secretary and Chief Compliance Officer of the Company, be and are hereby jointly and/or severally authorised to make, sign, prepare, forward, execute all the applications, forms, papers or documents or to make the necessary intimations, declarations to the applicable authorities, and to file necessary returns and forms, if any, with the authorities as may be required, and generally to do all such deeds and things as may be necessary and to settle all issues, questions, difficulties or doubts that may arise in regard to the aforesaid as it may in its sole discretion deem fit to give effect to the foregoing resolution.

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

9. **To approve the appointment of Ms. Simmi Soni (DIN: 06705768) as the Woman Non-Executive Director of the Company.**

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

“RESOLVED THAT pursuant to Sections 149, 152, 160 and 161 of the Companies Act, 2013 (“**Act**”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Act and the rules made thereunder, in compliance with the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“**Listing Regulations**”) and such other applicable rules, regulations, master directions, master circulars, circulars, notifications and guidelines, as may be issued by the Reserve Bank of India (“**RBI**”), Government of India (“**GOI**”), Ministry of Corporate Affairs (“**MCA**”) and/or any other applicable regulatory or statutory authority, including Central Government or State Government (“**Applicable Laws**”), which are applicable on the Company and subject to the enabling provisions of the Memorandum of Association and the Articles of Association of the Company along with such other consent, sanction and permission as may be necessary, and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to appoint Ms. Simmi Soni (DIN: 06705768) as a Woman Non-Executive Director of the Company with effect from March 16, 2026, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing her candidature for the office of Director of the Company, who is liable to retire by rotation, on such mutually agreed terms and conditions as mentioned in detail in the explanatory statement attached hereto.

RESOLVED FURTHER THAT all the Director(s) (excluding Independent Director(s)) and/or the Company Secretary and Chief Compliance Officer of the Company, be and are hereby jointly and/or severally authorised to make, sign, prepare, forward, execute all the applications, forms, papers or documents or to make the necessary intimations, declarations to the applicable authorities, and to file necessary returns and forms, if any, with the authorities as may be required, and generally to do all such deeds and things as may be necessary and to settle all issues, questions, difficulties or doubts that may arise in regard to the aforesaid as it may in its sole discretion deem fit to give effect to the foregoing resolution.

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

By order of the Board
For **Cian Healthcare Limited**

Sd/-
Rachit Malhotra
Company Secretary and Chief Compliance Officer
Membership No.: A39894

Date: May 30, 2026

Registered Office:
Office No. 301, 3rd Floor, Konark Icon, Mundhwa-Kharadi Road, Kirtane Baugh,
Magarpatta, Hadapsar, Pune, Maharashtra-411028

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Act, with respect to the item of Special Business as set out in Notice is annexed hereto.
2. In compliance with the Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members / Register of Beneficial Owners as on Friday, June 05, 2026 (“**Cut-Off Date**”) and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.
3. This Postal Ballot Notice will also be available on the Company’s website at <https://cian.co/>, website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and on the website of Bigshare at <https://ivote.bigshareonline.com>.
4. Only a person, whose name is recorded in the Register of Members / Register of Beneficial Owners, as on the Cut-Off Date, shall be entitled to participate in the e-voting. A person who is not a Member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
5. Subject to the provisions of the Articles of Association of the Company, voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
6. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 (“**SEBI Master Circular**”), and SS-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
7. The e-voting period commences at 09:00 a.m. (IST) on Wednesday, June 10, 2026, and ends at 05:00 p.m. (IST) on Thursday, July 9, 2026. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Bigshare upon expiry of the aforesaid period.
8. The resolution, if approved, shall be deemed to have been passed on the last date of e-voting i.e. on July 9, 2026.
9. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the Members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to cs@cian.co.
10. The instructions for e-voting are as under:
 - a. 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 Listing Regulations and in terms of SEBI Master circular 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 Bigshare, on the resolution set forth in this Notice. The instructions for e-voting are given herein below.
 - b. However, pursuant to SEBI Master circular on “e-voting facility provided by listed entities”, 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 in order to increase the efficiency of the voting process.
 - c. 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.

- d. The e-Voting period commences from **09:00 a.m. (IST) on Wednesday, June 10, 2026**, and will end on **05:00 p.m. (IST) on Thursday, July 9, 2026**.
- e. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, June 05, 2026**.
- f. The details of the process and manner for e-Voting for Postal Ballot are explained herein below:
 - i. The voting period begins on **09:00 a.m. (IST) on Wednesday, June 10, 2026** and ends on **05:00 p.m. (IST) on Thursday, July 09, 2026**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, June 05, 2026**, may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
 - ii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iii. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReq.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be

	<p>redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on E-Voting Platform.
- Please enter you 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.

- Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?'
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "REGISTER" under "CUSTODIAN LOGIN", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".
- NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?'
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'RESET'.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.
 - Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
 - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
 - Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
 - Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013, READ WITH THE SECRETARIAL STANDARDS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI) AND APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, SETTING OUT THE MATERIAL FACTS RELATING TO THE SPECIAL BUSINESS MENTIONED IN THE NOTICE

Item No. 1, 2 and 3

To approve the material related party transactions (entered/to be entered) with Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director, Mr. Rajesh Jain, Promoter Shareholder and Managing Director and Ananta Medicare Limited, Promoter Shareholder and Holding Company.

As per Regulation 2(1)(zc) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), the definition of Related Party Transaction (“**RPT**”) includes a transaction involving a transfer of resources, services or obligations between i. a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, or ii. a listed entity or any of its subsidiaries on one hand, and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged and a “transaction” with a related party shall be construed to include a single transaction or a group of transactions in a contract.

In accordance with relevant provisions of the Listing Regulations, in case of a listed entity which has listed its specified securities on the Small and Medium Enterprise Exchange (“**SME Exchange**”), a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds INR 50 Crore (Indian Rupees Fifty Crore) or 10% (ten per cent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Accordingly, Company being listed on BSE SME Platform, the materiality threshold for seeking shareholders’ approval for related party transactions of the Company is INR 2.94 Crores, being 10% of the annual consolidated turnover of the Company of INR 29.47 Crores as per the audited financial statements for the financial year 2025-26 [the lower of INR 50 Crore or 10% of consolidated turnover. The said limits are applicable even if the transactions are in the ordinary course of business and at an arm’s length.

Pursuant to Regulation 23 and other applicable regulation(s) of the Listing Regulations, as amended from time to time, pursuant to provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“**Act**”), read with applicable rules made thereunder, applicable SEBI circulars/ master circulars issued thereunder from time to time, the Company’s Policy on Materiality and dealing with the Related Party Transactions and other applicable laws, rules and regulations, all material related party transactions and subsequent material modifications thereto require prior approval of the shareholders of a listed entity by way of an Ordinary Resolution, even if such transactions are in the ordinary course of business of the Company and at an arm’s length.

Background, details and justification of the Material Related Party Transaction:

The Company has availed a loan from its Promoters namely Mr. Pradeep Kumar Jain, Mr. Rajesh Jain and Ananta Medicare Limited, pursuant to the relevant provisions of the approved resolution plan read with the Order of the Hon’ble National Company Law Tribunal (“**NCLT**”) dated December 18, 2025 (“**NCLT Order**”), in order to fulfil the obligation of investing the Total Bid Value, amounting to INR 37.30 Crore (Indian Rupees Thirty Seven Crores Thirty Lakhs Only), as envisaged in the approved resolution plan and NCLT Order towards the settlement of dues Insolvency Resolution Cost and all the claims of Financial Creditors, Operational Creditors, Workmen & Employees and any other claimants (collectively known as (“**Stakeholders** ”) in the form of Equity Share Capital and Loan.

As a result, all the Promoters have invested funds via equity in the Company amounting to INR 23.75 Crore (Indian Rupees Twenty-Three Crores Seventy-Five Lakhs Only), comprising 2,37,50,000 (Two Crores Thirty-Seven Lakhs Fifty Thousand) fully paid-up equity shares at a face value of INR 10/- each (Indian Rupees Ten Only) and the remaining amount to Total

Bid Value in the form of loan, amounting to INR 13.55 crore (Indian Rupees Thirteen Crores Fifty-Five Lakhs Only) and the Simple Interest rate of 7.30% shall be accrued thereon.

The Company may enter into commercial contracts, involving the sale/supply of goods to Ananta Medicare Limited, against the receipt of advances which are liable to be adjusted against invoices raised for supply of goods, with pricing, delivery schedules, adjustment mechanisms, refund obligations (if any), and other commercial terms to be finalised on mutually agreed and arm's length basis, in the ordinary course of business.

The Company proposes to avail interest-bearing financial assistance, Overdraft facility and/or loan from banking or non-banking financial institutions, against the fixed deposits of Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director.

A Resource Sharing Agreement has been entered into by the Company with Ananta Medicare Limited for the purpose of sharing of office premises, IT infrastructure, administrative facilities, operational resources, and identified manpower resources, and as a result of which, agreed consideration shall be paid.

The Company has entered into a lease deeds with Mr. Pradeep Kumar Jain and Mr. Rajesh Jain, in respect of properties situated at Khasra No. 245, Village Sisona Mustakam, Pargana and Tehsil Bhagwanpur, District Haridwar, Uttarakhand, against the payment of rent up to INR 0.07 Crores each on an annual basis.

Details of the material related party transaction(s) proposed to be undertaken between the Company and its related parties are provided herein below:

1. Loan from Related Parties

Particulars	Details
Name of Related Party(ies)	a. Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director; b. Mr. Rajesh Jain, Promoter Shareholder and Managing Director; and c. Ananta Medicare Limited, Promoter Shareholder and Holding Company
Nature of Transaction	Unsecured loans/ Interest bearing financial assistance to be availed by the Company from the related parties and payment of the interest amount thereon
Amount Involved	a. from Mr. Pradeep Kumar Jain up to an aggregate amount of INR 10 Crores ; b. from Mr. Rajesh Jain up to an aggregate amount of INR 10 Crores and c. from Ananta Medicare Limited, Promoter Shareholder and Holding Company up to an aggregate amount of INR 20 Crores
Purpose	To meet working capital requirements, operational expenditure, procurement commitments and business requirements of the Company
Commercial Terms	Simple Interest bearing rate of 7.30% per annum.
Security	Unsecured, unless otherwise mutually agreed.

2. Advance against Sale of Goods to Ananta Medicare Limited

Particulars	Details
Name of the parties	Ananta Medicare Limited, Promoter Shareholder and Holding Company
Nature of the transaction	Receipt of advance(s) against the proposed sale/supply of goods by the Company
Amount Involved	Up to INR 20 Crores
Purpose	Supporting working capital requirements, operational continuity and business procurement commitments

Commercial Terms	Advances to be adjusted against invoices raised for supply of goods, with pricing, delivery schedules, adjustment mechanisms, refund obligations (if any), and other commercial terms to be finalised on mutually agreed and arm's length basis
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3. Overdraft against Fixed Deposit of Related Parties

Particulars	Details
Name of the parties	Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director
Nature of the transaction	Availment of overdraft facility against fixed deposit(s) placed/provided by related party.
Amount Involved	Up to INR 50 Crores
Purpose	To meet short-term funding requirements, operational liquidity and working capital requirements
Commercial Terms	OD facility may be availed from bank(s)/ financial institution(s) against FD(s) of related party(ies) on such banking and commercial terms as may be mutually agreed

4. Resource Sharing Arrangements

Particulars	Details
Name of the parties	Ananta Medicare Limited, Promoter and Holding Company
Nature of the transaction	Sharing of office premises, IT infrastructure, administrative facilities, operational resources, and identified manpower resources
Amount Involved	Up to INR 0.50 Crores annually
Purpose	Cost optimisation, operational efficiency, and business continuity
Tenure	Ongoing arrangement subject to a period of 1 (One) year.
Commercial Terms	Cost sharing and/or reimbursement based on actual usage, employee deployment, or mutually agreed allocation methodology, on arm's length basis

5. Rent Payment Arrangements with Related Parties

Particulars	Details
Name of the parties	a. Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director b. Mr. Rajesh Jain, Promoter Shareholder and Managing Director
Nature of the transaction	Leasing of property to the Company
Amount Involved	Annual Rental Value: a. Mr. Pradeep Kumar Jain – Up to INR 0.07 Crores per annum; and b. Mr. Rajesh Jain – Up to INR 0.07 Crores per annum
Purpose	Ensuring the availability of operational premises and the continuity of business operations
Tenure	As may be specified under the respective lease and/or leave and license agreements, including renewal provisions, where applicable
Commercial Terms	Monthly/periodic rental payments, security deposit, escalation clauses, maintenance charges, and allied commercial terms aligned with prevailing market practices and on an arm's length basis

6. Payment of Interest on the Loan from Related Parties

Particulars	Details
Name of Related Party(ies)	a. Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director; b. Mr. Rajesh Jain, Promoter Shareholder and Managing Director; and c. Ananta Medicare Limited, Promoter Shareholder and Holding Company
Nature of Transaction	Payment of Interest on Unsecured loans/ Interest bearing financial assistance availed by the Company from the related parties.
Amount Involved	a. from Mr. Pradeep Kumar Jain up to an aggregate amount of INR 0.32 Crores per annum; b. from Mr. Rajesh Jain up to an aggregate amount of INR 0.19 Crores per annum; and c. from Ananta Medicare Limited, Promoter and Holding Company up to an aggregate amount of INR 0.49 Crores per annum.
Purpose	The loan was availed to meet working capital requirements, operational expenditure, procurement commitments and business requirements of the Company
Commercial Terms	Simple Interest bearing rate of 7.30% per annum
Security	Unsecured, unless otherwise mutually agreed

As part of Company's ongoing business expansion and operational scaling, it is anticipated that the estimated value of transactions with the related parties during the financial year 2026-27 will be approximately INR 114.56 crore which exceeds the materiality threshold i.e., INR 2.94 Crores, calculated as 10% of Company's consolidated turnover for the financial year 2025-26. Considering the requirements of Regulation 23 of the Listing Regulations and Section 188 of the Act, it is proposed to seek approval of Members of the Company for the material related party transactions (entered/to be entered) between the related parties and the Company.

Considering the above and to ensure adequate amount is available for above mentioned material related party transactions, a provision has been factored into the approval limits proposed for members consideration. The estimated transaction ceilings for the financial year 2026-27 are as follows:

S. No.	Related Party	Nature of Transactions	Aggregate Value
1	Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director	- Unsecured interest-bearing financial assistance/loans; - Interest on Loans*; - availment of OD facility against his fixed deposits; and - lease/rental arrangements	INR 61.12 Crore
2	Mr. Rajesh Jain, Promoter Shareholder and Managing Director	- Unsecured interest-bearing financial assistance/loans; - Interest on Loans*; - lease/rental arrangements	INR 10.99 Crore
3	Ananta Medicare Limited, Promoter Shareholder and Holding Company	- Unsecured financial assistance/loans; - Interest on Loans*; - receipt of advance(s) against sale/supply of goods; and - resource sharing arrangements	INR 42.45 Crores

* The interest on loan amount comprises interest in respect of loans already availed by the Company and those proposed to be availed in the future.

It is anticipated that due to business requirements certain unforeseen transactions with above Related Parties may arise during the year, which could qualify as material related party transactions under applicable regulations and Act. To ensure compliance and operational flexibility, it is proposed to seek prior members/ shareholders approval for such unforeseen material Related Party Transactions ("RPTs"), up to an aggregate value of INR 15 crores subject to audit committee and board approval as required. This proactive approval will provide adequate coverage and eliminate the need for obtaining separate members/shareholders approvals during the year for each such transaction, thereby facilitating smoother business operations.

It may be noted that Audit Committee and Board of Directors of the Company had previously, prior to the entering into of each of the above transactions, evaluated and approved entering of such transactions, being at arm's length, in the ordinary course of business and in the interest of the Company. Further, if any new related party transaction with the above-mentioned related parties that will be entered during the financial year 2026-27 will also be evaluated and approved by the Audit Committee and the Board of the Company. However, the aggregate amount of all the material RPTs and any other unforeseen material RPTs shall not exceed the limits as mentioned above.

The approval of Members for the Item no. 1, 2 and 3 is being sought in terms of Regulation 23 and other applicable regulations of the Listing Regulations, as well as provisions of Section 188 and other applicable provisions of the Act, to the extent the said Section becomes applicable for any future transactions.

The value of transactions (for which the approval is being sought) for the period commencing from April 01, 2026, till the date of this Notice has not exceeded the materiality threshold and is not likely to exceed the materiality threshold till the approval of these transactions by the members.

Mr. Pradeep Kumar Jain (Promoter Shareholder and Non-Executive Director), Mr. Rajesh Jain (Promoter Shareholder and Managing Director), and Ananta Medicare Limited (Promoter Shareholder and Holding Company) are identified as related parties within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zc) of the Listing Regulations. Accordingly, the aforementioned related parties shall abstain from voting on the resolutions specified under Item Nos. 1, 2, and 3, regardless of whether they have a direct interest in the respective transactions.

Except, Mr. Pradeep Kumar Jain (Promoter Shareholder and Non-Executive Director) and Mr. Rajesh Jain (Promoter Shareholder and Managing Director) and their respective relatives, none of the directors or key managerial personnel of the Company, or their respective relatives, are in anyway concerned or interested, financially or otherwise, except to the extent of their Directorships/ shareholding, if any, in the resolution set out at Item Nos. 1, 2 and 3 of the Notice.

The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company, as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions".

Based on the recommendation of Audit Committee, the Board recommends the Resolutions set out at Item no. 1, 2 and 3 of this Notice for approval of the Members as an Ordinary Resolution.

The details of the proposed Related Party Transaction(s) between the Company and Related Parties, including the information required to be disclosed in the Explanatory Statement pursuant to Regulation 23 and other applicable regulations of the Listing Regulations, as well as provisions of Section 188 and other applicable provisions of the Act, the SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2//3762/2026 dated January 30, 2026 read with SEBI circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, as amended, along with BSE Notice No. 20250627-1 dated June 27, 2025 and other applicable circular issued by SEBI, are as follows:

Minimum Information to be provided to the shareholders for approval of Material RPTs (entered/to be entered) between Mr. Pradeep Kumar Jain and the Company:

A(1): Basic Details of the Related Party

S. No.	Particulars of the Information	Disclosure
1.	Name of the related party	Pradeep Kumar Jain
2.	Country of incorporation of the related party	Not Applicable since the related party is a natural person
3.	Nature of business of the related party	Pradeep Kumar Jain is a Non-Executive Director and a promoter having controlling interest of Ananta Medicare Limited

A(2): Relationship and Ownership of the Related Party

S. No.	Particulars of the Information	Disclosure
1.	<p>Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:</p> <p>Shareholding of the listed entity in the related party (direct or indirect).</p> <p>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then, Capital contribution, if any, made by the listed entity.</p> <p>Shareholding of the related party in the listed entity (direct or indirect).</p> <p>Explanation: Indirect shareholding includes shareholding through any person over which the listed entity/related party has control, including relatives.</p>	<p>Relationship: Mr. Pradeep Kumar Jain holds 47,50,000 equity shares representing 19% of the total paid-up equity share capital of Cian Healthcare Limited, pursuant to the NCLT- approved Resolution Plan. Accordingly, Mr. Pradeep Kumar Jain is the promoter and shareholder of the Company. Mr. Pradeep Kumar Jain and Mr. Rajesh Jain, who control Ananta Medicare Limited, are also Directors on the Board of the Company. The promoter group (Ananta Medicare Limited, Mr. Rajesh Jain and Mr. Pradeep Kumar Jain are persons acting in concert) holds 95% of the total paid-up equity share capital of Cian Healthcare Limited.</p> <p>Nature of Concern: Financial (as shareholder) and managerial (through common directors).</p> <p>Shareholding of Cian Healthcare Limited in the related party (Mr. Pradeep Kumar Jain): Not Applicable since the related party is a natural person.</p> <p>Capital contribution by the listed entity in the related party: Not Applicable</p>

A(3): Details of Previous Transactions with the Related Party

S. No.	Particulars of the Information	Disclosure												
1.	Total amount of all transactions undertaken by the listed entity with the related party during the last financial year. Explanation: Details to be disclosed separately for listed entity and its subsidiary.	<p>The following related party transactions were undertaken by the Company with Mr. Pradeep Kumar Jain during the financial year 2025-26:</p> <table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transaction</th> <th>FY 25-26 (INR Cr.)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Borrowing (Loan) including interest thereon</td> <td>4.36</td> </tr> <tr> <td>2</td> <td>Rent Payment</td> <td>0.07</td> </tr> <tr> <td></td> <td>Total</td> <td>4.43</td> </tr> </tbody> </table>	S. No.	Nature of Transaction	FY 25-26 (INR Cr.)	1	Borrowing (Loan) including interest thereon	4.36	2	Rent Payment	0.07		Total	4.43
S. No.	Nature of Transaction	FY 25-26 (INR Cr.)												
1	Borrowing (Loan) including interest thereon	4.36												
2	Rent Payment	0.07												
	Total	4.43												
2.	Total amount of all transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	No such transactions undertaken by the Company with the related party which comes under the purview of disclosure here.												
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default has been made or is anticipated. The Management confirms that as of the date of this disclosure, Mr. Pradeep Kumar Jain is compliant with all obligations owed to the Company.												

A(4): Amount of Proposed Transaction(s)

S. No.	Particulars of the Information	Disclosure																		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / Shareholders.	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transaction</th> <th>FY 2026-27 (INR Crore)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Borrowing (Loan)</td> <td>10.00</td> </tr> <tr> <td>2</td> <td>Rent Payment</td> <td>0.07</td> </tr> <tr> <td>3</td> <td>Overdraft against fixed deposit of related party</td> <td>50.00</td> </tr> <tr> <td>4</td> <td>Interest on Loan (availed/ to be availed)</td> <td>1.05</td> </tr> <tr> <td></td> <td>Total</td> <td>61.12</td> </tr> </tbody> </table> <p>All amounts are exclusive of applicable taxes (GST/TDS) unless stated otherwise.</p>	S. No.	Nature of Transaction	FY 2026-27 (INR Crore)	1	Borrowing (Loan)	10.00	2	Rent Payment	0.07	3	Overdraft against fixed deposit of related party	50.00	4	Interest on Loan (availed/ to be availed)	1.05		Total	61.12
S. No.	Nature of Transaction	FY 2026-27 (INR Crore)																		
1	Borrowing (Loan)	10.00																		
2	Rent Payment	0.07																		
3	Overdraft against fixed deposit of related party	50.00																		
4	Interest on Loan (availed/ to be availed)	1.05																		
	Total	61.12																		

S. No.	Particulars of the Information	Disclosure
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transaction as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	<p>Annual consolidated turnover of Cian Healthcare Limited for FY 2025-26: INR 29.47 Crore.</p> <p>Aggregate value of proposed transactions: INR 61.12 Crore.</p> <p>Percentage: approximately 208.81% of annual consolidated turnover (FY 2025-26).</p>
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).	Not Applicable
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Not Applicable, as the related party is a natural person.
6.	<p>Financial performance of the related party for the immediately preceding financial year.</p> <p>Explanation: Information to be given on standalone basis. If</p>	Not Applicable, as the related party is a natural person.

S. No.	Particulars of the Information	Disclosure
	standalone is not available, provide on consolidated basis.	

A(5): Basic Details of the Proposed Transaction

S. No.	Particulars of the Information	Disclosure
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	<ul style="list-style-type: none"> (a) Loan — the Company has/will borrow funds from Mr. Pradeep Kumar Jain; Interest is/will be payable on the outstanding principal as per the terms agreed. (b) Creation of Lien on Fixed Deposit for Company's Borrowings – To facilitate the Company's working capital and operational funding requirements, a related party proposes to provide collateral support by creating a lien on his fixed deposit in favour of the lending bank for securing an overdraft facility to be availed by the Company. This support is intended to enhance the Company's access to credit during its initial stages of business operations and is expected to be on terms that are fair and beneficial to the Company. (c) Rental Payment — The Company proposes to occupy business premises on lease from Mr. Pradeep Kumar Jain. Rental payments are proposed to be made in terms of the lease arrangement as agreed between the parties.
2.	Details of each type of the proposed transaction	<ul style="list-style-type: none"> (a) Loan (Borrowing): The Company proposes to avail a loan from Mr. Pradeep Kumar Jain to support its operational and working capital requirements post-resolution, amounting to up to INR 10.00 crore during FY 2026–27. Additionally, the Company had borrowed a loan of INR 4.30 crore during FY 2025–26. Interest on the outstanding principal is payable at a mutually agreed simple interest rate of 7.30% per annum, estimated to be up to INR 0.32 crore for FY 2026–27. The interest on the proposed loan for FY 2026–27 is estimated at INR 0.73 crore. (b) Creation of Lien on Fixed Deposit for Company's Borrowings – To facilitate the Company's working capital and operational funding requirements, a related party proposes to provide collateral support of up to INR 50.00 Crore during FY 2026-27 by creating a lien on his fixed deposit in favour of the lending bank for securing an overdraft facility to be availed by the Company. (c) Rental Payment: The Company proposes to occupy business premises on lease from Mr. Pradeep Kumar Jain. Rental payments aggregating up to INR 0.07 Crore are proposed to be made during FY 2026-27 in terms of the lease arrangement as agreed between the parties.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	<ul style="list-style-type: none"> i. Loan & Interest Payment: As per the terms of the loan agreement(s) executed between the Company and Mr. Pradeep Kumar Jain, loan was disbursed for a period of two years — approval being sought for one year from the date of approval.

S. No.	Particulars of the Information	Disclosure
		ii. Rental: The lease arrangement is for a term of 5 (five) years from the date of the lease. Approval being sought for one year from the date of approval.
4.	Whether omnibus approval is being sought?	The specific approval of the shareholders is being sought for the proposed transactions.
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer to A(4)(1) above for the transaction-wise break-up. The approval is being sought for one year from the date of approval of the shareholders.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	The following substantive justification for the proposed transactions: <ul style="list-style-type: none"> i. Post-Insolvency Operational Necessity: Cian Healthcare Limited has recently emerged from insolvency proceedings pursuant to the NCLT Mumbai Bench order dated December 18, 2025. In its post-resolution phase, the Company has limited access to institutional credit and requires financial and operational support to resume full-scale operations. ii. Alignment with Resolution Plan: The loan from Mr. Pradeep Kumar Jain is integral to the approved Resolution Plan and form part of the commitments undertaken by the Resolution Applicant and its Affiliates (Mr. Pradeep Kumar Jain / Ananta Medicare Limited) to revive the Company. iii. Loan and Collateral — Commercial Reasonableness: Availing promoter-level financing is commercially advantageous in the Company's current phase, as institutional credit may be available only at higher rates or with restrictive covenants, given the Company's recent insolvency history. Additionally support from the promoter(s) in the form of collateral for subsequent borrowings from Banks/Institutions will enable the Company to access the funding at a marginally lower cost. iv. Operational Continuity: The leased premises shall be occupied for business operations. The rental arrangement enables the Company to operate from a functional facility without the capital outlay required for ownership, which is appropriate for the Company's current financial position. v. Arms-Length Terms: All the transactions are proposed to be conducted at arms-length pricing and on commercially reasonable terms, in the ordinary course of business.

S. No.	Particulars of the Information	Disclosure
		<p>The Management is of the view that the proposed transactions are in the best commercial, operational, and financial interest of the Company and its shareholders, particularly in the context of its ongoing post-resolution rehabilitation.</p>
7.	<p>Details of the promoter(s) / director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party.</p>	<p>The following Promoters/ Directors of the Company are interested in the proposed transactions with Mr. Pradeep Kumar Jain:</p> <p>a. Names:</p> <ol style="list-style-type: none"> i. Mr. Pradeep Kumar Jain — Promoter Shareholder and Non-Executive Director of Cian Healthcare Limited; also a Director and controlling promoter of Ananta Medicare Limited. ii. Mr. Rajesh Jain — Promoter Shareholder and Managing Director of Cian Healthcare Limited; also a CEO of Ananta Medicare Limited. iii. Ananta Medicare Limited is the Promoter Shareholder and Holding Company of Cian Healthcare Limited. <p>b. Shareholding of interested directors / KMP in the related party: Not Applicable</p> <p>Conflict of Interest Management: Mr. Pradeep Kumar Jain, Mr. Rajesh Jain and Ananta Medicare Limited being interested in the proposed transactions, shall recuse themselves from deliberations and shall not vote on the businesses mentioned in the item no. 1, 2 and 3 of this notice, in compliance with Regulation 23 of the SEBI (LODR) Regulations, 2015 and Section 184 of the Companies Act, 2013.</p>
8.	<p>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</p>	<p>No external valuation report or third-party expert report has been obtained or relied upon for the proposed transactions.</p> <p>Basis for exemption: All the transactions are proposed to be executed at arms-length pricing and on commercial terms mutually agreed between the parties, consistent with market rates.</p>
9.	<p>Other information relevant for decision making.</p>	<ol style="list-style-type: none"> (a) Arms-Length Certification: The Management confirms that all the proposed transactions have been entered into / are proposed to be entered into at arms-length, in the ordinary course of business, and are not prejudicial to the interest of the Company or its shareholders. (b) Regulatory Compliance: This disclosure is made in compliance with SEBI Circular dated June 26, 2025, the SEBI (LODR) Regulations, 2015, and the Minimum Industry Standards for RPT. (c) Compliance with Companies Act, 2013: The transactions are also in conformity with Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, to the extent applicable. (d) Completeness: This disclosure sets out all material facts in relation to the proposed transactions. There are no other material terms, conditions, or related arrangements that have not been disclosed herein.

Additional Information Applicable to Proposed RPTs of Specified Nature (Part B)

B(1): Transactions Relating to Sale, Purchase or Supply of Goods or Services (Sale of Goods / Resource Sharing)

S. No.	Particulars of the Information	Disclosure
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable
2.	Basis of determination of price.	Not Applicable
3.	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable

B(2): Transactions Relating to Loans and Advances (Other than Trade Advances) or ICDs Given by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Source of funds in connection with the proposed transaction	Not Applicable
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: Nature of indebtedness Total cost of borrowing	Not Applicable

S. No.	Particulars of the Information	Disclosure
	Tenure Other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers / other lenders.	Not Applicable
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable
5.	Maturity / due date	Not Applicable
6.	Repayment schedule & terms	Not Applicable
7.	Whether secured or unsecured?	Not Applicable
8.	If secured, the nature of security & security coverage ratio	Not Applicable.
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable

B(3): Transactions Relating to Investments Made by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Source of funds in connection with the proposed transaction.	Not Applicable
2.	Where any financial indebtedness is incurred to make investment, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	Not Applicable.

S. No.	Particulars of the Information	Disclosure
3.	Purpose for which funds shall be utilized by the investee company.	Not Applicable.
4.	Material terms of the proposed transaction	Not Applicable.

B(4): Guarantee, Surety, Indemnity or Comfort Letter

S. No.	Particulars of the Information	Disclosure
1.	a. Rationale for giving guarantee, surety, indemnity or comfort letter. b. Whether it will create a legally binding obligation on listed entity?	Not Applicable
2.	Material covenants of the proposed transaction.	Not Applicable.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided.	Not Applicable.

B(5): Transactions Relating to Borrowings by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Material covenants of the proposed transaction.	<p>The loan from Mr. Pradeep Kumar Jain is proposed to be provided to meet working capital requirements, operational expenditure, procurement commitments and business requirements of the Company along with the NCLT-approved Resolution Plan to support the Company's post-resolution operational requirements. Material covenants include:</p> <ul style="list-style-type: none"> (i) Interest to be paid periodically as per the agreed schedule; (ii) Prepayment of principal permitted without penalty; (iii) No cross-default provisions affecting the Company's other obligations; (iv) Loan to be utilised for working capital and operational purposes of the Company.

S. No.	Particulars of the Information	Disclosure
2.	Interest rate (in terms of numerical value or base rate and applicable spread).	Simple Interest Rate of 7.30% per annum
3.	Cost of borrowing (includes all costs associated with the borrowing).	The cost of borrowing is limited to the interest rate specified above. No processing fees, upfront charges, or other costs are presently envisaged on this borrowing. The effective cost of borrowing is therefore equivalent to the interest rate applicable under the loan agreement.
4.	Maturity / due date	Bullet repayment upon completion of tenure of the loan from the respective date of disbursement or such other periodicity as may be mutually agreed in writing
5.	Repayment schedule & terms	As detailed in the loan agreement executed between the parties.
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	Not Applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	The funds borrowed from Mr. Pradeep Kumar Jain shall be utilised for working capital requirements and general operational expenditure of the Company, including raw material procurement, manufacturing expenses, and day-to-day business operations, during the post-resolution rehabilitation phase including the repayment of liabilities in accordance with the approved Resolution Plan read with NCLT Order dated December 18, 2025.

B(6): Sale, Lease or Disposal of Assets / Undertaking / Subsidiary Shares

S. No.	Particulars of the Information	Disclosure
1.	Bidding or other process, if any, applied for choosing a party.	Not Applicable
2.	Basis of determination of price.	Not Applicable.
3.	Reasons for sale, lease or disposal.	Not Applicable.
4.	Financial track record of the subsidiary / undertaking.	Not Applicable.
5.	Expected financial impact on the consolidated turnover, net worth and net profits.	Not Applicable.

B(7): Transactions Relating to Payment of Royalty

S. No.	Particulars of the Information	Disclosure
1.	<p>Purpose for which royalty is proposed to be paid to the related party.</p> <p>a. For use of brand name / trademark b. For transfer of technology know-how c. For professional fee, corporate management fee or any other fee d. Any other use (specify)</p>	Not Applicable
2.	<p>Whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction. If No, furnish information below.</p>	Not Applicable.
3.	<p>Sunset Clause for Royalty payment, if any.</p>	Not Applicable.

PART C: Information to be Provided Only if the Specific RPT is a Material RPT (in Addition to Parts A and B)

C(1): Transactions Relating to Loans, Advances or ICDs Given by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	<p>Latest credit rating of the related party. Note: Standalone rating to be provided; SO rating and CE rating, if any.</p>	Not Applicable
2.	<p>Default on borrowings, if any, over the last three financial years by the related party.</p> <p>FY 2023-24 FY 2024-25 FY 2025-26</p>	Not Applicable

C(2): Transactions Relating to Investments Made by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Latest credit rating of the related party.	Not Applicable
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	Not Applicable.

C(3): Guarantee, Surety, Indemnity or Comfort Letter

S. No.	Particulars of the Information	Disclosure
1.	Credit rating of the related party.	Not Applicable.
2.	Solvency and going concern status of the related party.	Not Applicable.
3.	Value of obligations undertaken by the listed entity or subsidiary.	Not Applicable.
4.	Default on borrowings, if any, over the last three financial years.	Not Applicable.

C(4): Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the Information	Disclosure
1.	Debt to Equity Ratio of the listed entity based on last audited financial statements. a. Before transaction b. After transaction	Based on the last audited financial statements of Cian Healthcare Limited (FY 2025-26): Before Transaction: 0.66 times After Transaction: 1.15 times
2.	Debt Service Coverage Ratio of the listed entity based on last audited financial statements. a. Before transaction b. After transaction	Based on the last audited financial statements of Cian Healthcare Limited (FY 2025-26): Before Transaction: (1.35) times After Transaction: (0.32) times

C(5): Sale, Lease or Disposal of Assets / Undertaking / Subsidiary Shares

S. No.	Particulars of the Information	Disclosure
1.	Details of earlier sale, lease or disposal.	Not Applicable
2.	Whether the transaction would result in issue of securities or consideration in kind.	Not Applicable
3.	Would the transaction result in eliminating a segment reporting?	Not Applicable
4.	Does it involve transfer of key intangible assets or key customers?	Not Applicable
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	Not Applicable

C(6): Transactions Relating to Payment of Royalty

S. No.	Particulars of the Information	Disclosure
1.	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years. FY 2023-24 FY 2024-25 FY 2025-26	Not Applicable
2.	Purpose for which royalty was paid.	Not Applicable
3.	Royalty paid in last 3 FYs as % of Net Profits.	Not Applicable
4.	Percentage or Rate at which royalty has increased in the past 3 years.	Not Applicable
5.	Peer Comparison: Royalty payment vis-à-vis Industry Peers.	Not Applicable

Minimum Information to be provided to the shareholders for approval of Material RPTs (entered/to be entered) between Mr. Rajesh Jain and the Company:

A(1): Basic Details of the Related Party

S. No.	Particulars of the Information	Disclosure
1.	Name of the related party	Rajesh Jain
2.	Country of incorporation of the related party	Not Applicable since the related party is a natural person
3.	Nature of business of the related party	Rajesh Jain is a Managing Director and a promoter having controlling interest of Ananta Medicare Limited

A(2): Relationship and Ownership of the Related Party

S. No.	Particulars of the Information	Disclosure
1.	<p>Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:</p> <p>Shareholding of the listed entity in the related party (direct or indirect).</p> <p>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then Capital contribution, if any, made by the listed entity.</p> <p>Shareholding of the related party in the listed entity (direct or indirect).</p> <p>Explanation: Indirect shareholding includes shareholding through any person over which the listed entity/related party has control, including relatives.</p>	<p>Relationship: Mr. Rajesh Jain holds 52,50,000 equity shares representing 21% of the total paid-up equity share capital of Cian Healthcare Limited, pursuant to the NCLT-approved Resolution Plan. Accordingly, Mr. Rajesh Jain is the promoter and shareholder of the Company. Mr. Rajesh Jain and Mr. Pradeep Kumar Jain, who control Ananta Medicare Limited, are also Directors on the Board of the Company. The promoter group (Ananta Medicare Limited, Mr. Rajesh Jain and Mr. Pradeep Kumar Jain are persons acting in concert) holds 95% of the total paid-up equity share capital of Cian Healthcare Limited.</p> <p>Nature of Concern: Financial (as shareholder) and managerial (through common directors).</p> <p>Shareholding of Cian Healthcare Limited in the related party (Mr. Rajesh Jain): Not Applicable since the related party is a natural person.</p> <p>Capital contribution by the listed entity in the related party: Not Applicable</p>

A(3): Details of Previous Transactions with the Related Party

S. No.	Particulars of the Information	Disclosure												
1.	<p>Total amount of all transactions undertaken by the listed entity with the related party during the last financial year.</p> <p>Explanation: Details to be disclosed separately for listed entity and its subsidiary.</p>	<p>The following related party transactions were undertaken by the Company with Mr. Rajesh Jain during the financial year 2025-26:</p> <table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transaction</th> <th>FY 25-26 (INR Cr.)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Borrowing (Loan) including interest thereon</td> <td>2.60</td> </tr> <tr> <td>2</td> <td>Rent Payment</td> <td>0.07</td> </tr> <tr> <td></td> <td>Total</td> <td>2.67</td> </tr> </tbody> </table>	S. No.	Nature of Transaction	FY 25-26 (INR Cr.)	1	Borrowing (Loan) including interest thereon	2.60	2	Rent Payment	0.07		Total	2.67
S. No.	Nature of Transaction	FY 25-26 (INR Cr.)												
1	Borrowing (Loan) including interest thereon	2.60												
2	Rent Payment	0.07												
	Total	2.67												
2.	<p>Total amount of all transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</p>	<p>No such transactions undertaken by the Company with the related party which comes under the purview of disclosure here.</p>												
3.	<p>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</p>	<p>No default has been made or is anticipated. The Management confirms that as of the date of this disclosure, Mr. Rajesh Jain is compliant with all obligations owed to the Company.</p>												

A(4): Amount of Proposed Transaction(s)

S. No.	Particulars of the Information	Disclosure															
1.	<p>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / Shareholders.</p>	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transaction</th> <th>FY 2026-27 (INR Crore)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Borrowing (Loan)</td> <td>10.00</td> </tr> <tr> <td>2</td> <td>Rent Payment</td> <td>0.07</td> </tr> <tr> <td>3</td> <td>Interest on Loan</td> <td>0.92</td> </tr> <tr> <td></td> <td>Total</td> <td>10.99</td> </tr> </tbody> </table> <p>All amounts are exclusive of applicable taxes (GST/TDS) unless stated otherwise.</p>	S. No.	Nature of Transaction	FY 2026-27 (INR Crore)	1	Borrowing (Loan)	10.00	2	Rent Payment	0.07	3	Interest on Loan	0.92		Total	10.99
S. No.	Nature of Transaction	FY 2026-27 (INR Crore)															
1	Borrowing (Loan)	10.00															
2	Rent Payment	0.07															
3	Interest on Loan	0.92															
	Total	10.99															

S. No.	Particulars of the Information	Disclosure
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transaction as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	Annual consolidated turnover of Cian Healthcare Limited for FY 2025-26: INR 29.47 Crore. Aggregate value of proposed transactions: INR 10.99 Crore. Percentage: approximately 37.29% of annual consolidated turnover (FY 2025-26).
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).	Not Applicable
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Not Applicable, as the related party is a natural person.
6.	Financial performance of the related party for the immediately preceding financial year. Explanation: Information to be given on standalone basis. If	Not Applicable, as the related party is a natural person.

S. No.	Particulars of the Information	Disclosure
	standalone is not available, provide on consolidated basis.	

A(5): Basic Details of the Proposed Transaction

S. No.	Particulars of the Information	Disclosure
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	<p>(a) Loan — the Company has/shall borrow funds from Mr. Rajesh Jain; Interest is/shall be payable on the outstanding principal as per the terms agreed.</p> <p>(b) Rental Payment — The Company proposes to occupy business premises on lease from Mr. Rajesh Jain. Rental payments are proposed to be made in terms of the lease arrangement as agreed between the parties.</p>
2.	Details of each type of the proposed transaction	<p>(a) Loan (Borrowing):</p> <p>The Company proposes to avail a loan from Mr. Rajesh Jain to support its operational and working capital requirements post-resolution, amounting to up to INR 10.00 crore during FY 2026–27.</p> <p>Additionally, the Company had borrowed a loan of INR 2.55 crores during FY 2025–26. Interest on the outstanding principal is payable at a mutually agreed simple interest rate of 7.30% per annum, estimated to be up to INR 0.19 crore for FY 2026–27. The interest on the proposed loan for FY 2026–27 is estimated at INR 0.73 crore.</p> <p>(b) Rental Payment: The Company proposes to occupy business premises on lease from Mr. Rajesh Jain. Rental payments aggregating up to INR 0.07 Crore are proposed to be made during FY 2026-27 in terms of the lease arrangement as agreed between the parties.</p>
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	<p>vi. Loan & Interest Payment: As per the terms of the loan agreement(s) executed between the Company and Mr. Rajesh Jain, loan was disbursed for a period of two years — approval being sought for one year from the date of approval.</p> <p>vii. Rental: The lease arrangement is for a term of 5 (five) years from the date of the lease. — Approval being sought for one year from the date of approval.</p>
4.	Whether omnibus approval is being sought?	The specific approval of the shareholders is being sought for the proposed transactions.
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial	<p>Refer to A(4)(1) above for the transaction-wise break-up.</p> <p>The approval is being sought for one year from the date of approval of the shareholders.</p>

S. No.	Particulars of the Information	Disclosure
	year, provide estimated break-up financial year-wise.	
6.	<p>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</p>	<p>The following substantive justification for the proposed transactions:</p> <ol style="list-style-type: none"> i. Post-Insolvency Operational Necessity: Cian Healthcare Limited has recently emerged from insolvency proceedings pursuant to the NCLT Mumbai Bench order dated December 18, 2025. In its post-resolution phase, the Company has limited access to institutional credit and requires financial and operational support to resume full-scale operations. ii. Alignment with Resolution Plan: The loan from Mr. Rajesh Jain is integral to the approved Resolution Plan and form part of the commitments undertaken by the Resolution Applicant and its Affiliates (Mr. Rajesh Jain / Mr. Pradeep Kumar Jain / Ananta Medicare Limited) to revive the Company. iii. Loan — Commercial Reasonableness: Availing promoter-level financing is commercially advantageous in the Company's current phase, as institutional credit may be available only at higher rates or with restrictive covenants, given the Company's recent insolvency history. iv. Operational Continuity: The leased premises shall be occupied for business operations. The rental arrangement enables the Company to operate from a functional facility without the capital outlay required for ownership, which is appropriate for the Company's current financial position. v. Arms-Length Terms: All the transactions are proposed to be conducted at arms-length pricing and on commercially reasonable terms, in the ordinary course of business. <p>The Management is of the view that the proposed transactions are in the best commercial, operational, and financial interest of the Company and its shareholders, particularly in the context of its ongoing post-resolution rehabilitation.</p>
7.	<p>Details of the promoter(s) / director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>a. Name of the director / KMP</p>	<p>The following Promoters/ Directors of the Company are interested in the proposed transactions with Mr. Rajesh Jain:</p> <ol style="list-style-type: none"> a. Names: <ol style="list-style-type: none"> i. Mr. Rajesh Jain — Promoter Shareholder and Managing Director of Cian Healthcare Limited; also a CEO of Ananta Medicare Limited. ii. Mr. Pradeep Kumar Jain — Promoter Shareholder and Non-Executive Director of Cian Healthcare Limited; also a Director and controlling promoter of Ananta Medicare Limited.

S. No.	Particulars of the Information	Disclosure
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party.	<p>iii. Ananta Medicare Limited is the promoter and Holding Company of Cian Healthcare Limited.</p> <p>b. Shareholding of interested directors / KMP in the related party: Not Applicable</p> <p>Conflict of Interest Management: Mr. Rajesh Jain, Mr. Pradeep Kumar Jain and Ananta Medicare Limited being interested in the proposed transactions, shall recuse themselves from deliberations and shall not vote on the businesses mentioned in the item no. 1, 2 and 3 of this notice, in compliance with Regulation 23 of the SEBI (LODR) Regulations, 2015 and Section 184 of the Companies Act, 2013.</p>
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	<p>No external valuation report or third-party expert report has been obtained or relied upon for the proposed transactions.</p> <p>Basis for exemption: All the transactions are proposed to be executed at arms-length pricing and on commercial terms mutually agreed between the parties, consistent with market rates.</p>
9.	Other information relevant for decision making.	<p>(a) Arms-Length Certification: The Management confirms that all the proposed transactions have been entered into / are proposed to be entered into at arms-length, in the ordinary course of business, and are not prejudicial to the interest of the Company or its shareholders.</p> <p>(b) Regulatory Compliance: This disclosure is made in compliance with SEBI Circular dated June 26, 2025, the SEBI (LODR) Regulations, 2015, and the Minimum Industry Standards for RPT.</p> <p>(c) Compliance with Companies Act, 2013: The transactions are also in conformity with Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, to the extent applicable.</p> <p>(d) Completeness: This disclosure sets out all material facts in relation to the proposed transactions. There are no other material terms, conditions, or related arrangements that have not been disclosed herein.</p>

Additional Information Applicable to Proposed RPTs of Specified Nature (Part B)

B(1): Transactions Relating to Sale, Purchase or Supply of Goods or Services (Sale of Goods / Resource Sharing)

S. No.	Particulars of the Information	Disclosure
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable

S. No.	Particulars of the Information	Disclosure
2.	Basis of determination of price.	Not Applicable
3.	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable

B(2): Transactions Relating to Loans and Advances (Other than Trade Advances) or ICDs Given by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Source of funds in connection with the proposed transaction	Not Applicable
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: Nature of indebtedness Total cost of borrowing Tenure Other details	Not Applicable
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers / other lenders.	Not Applicable
4.	Proposed interest rate to be charged by listed entity or its	Not Applicable

S. No.	Particulars of the Information	Disclosure
	subsidiary from the related party.	
5.	Maturity / due date	Not Applicable
6.	Repayment schedule & terms	Not Applicable
7.	Whether secured or unsecured?	Not Applicable
8.	If secured, the nature of security & security coverage ratio	Not Applicable.
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable

B(3): Transactions Relating to Investments Made by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Source of funds in connection with the proposed transaction.	Not Applicable
2.	Where any financial indebtedness is incurred to make investment, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	Not Applicable.
3.	Purpose for which funds shall be utilized by the investee company.	Not Applicable.
4.	Material terms of the proposed transaction	Not Applicable.

B(4): Guarantee, Surety, Indemnity or Comfort Letter

S. No.	Particulars of the Information	Disclosure
1.	a. Rationale for giving guarantee, surety, indemnity or comfort letter. b. Whether it will create a legally binding obligation on listed entity?	Not Applicable
2.	Material covenants of the proposed transaction.	Not Applicable.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided.	Not Applicable.

B(5): Transactions Relating to Borrowings by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Material covenants of the proposed transaction.	The loan from Mr. Rajesh Jain is proposed to be provided to meet working capital requirements, operational expenditure, procurement commitments and business requirements of the Company along with the NCLT-approved Resolution Plan to support the Company's post-resolution operational requirements. Material covenants include: (i) Interest to be paid periodically as per the agreed schedule; (ii) Prepayment of principal permitted without penalty; (iii) No cross-default provisions affecting the Company's other obligations; (iv) Loan to be utilised for working capital and operational purposes of the Company.
2.	Interest rate (in terms of numerical value or base rate and applicable spread).	Simple Interest Rate of 7.30% per annum
3.	Cost of borrowing (includes all costs associated with the borrowing).	The cost of borrowing is limited to the interest rate specified above. No processing fees, upfront charges, or other costs are presently envisaged on this borrowing. The effective cost of borrowing is therefore equivalent to the interest rate applicable under the loan agreement.
4.	Maturity / due date	Bullet repayment upon completion of tenure of the loan from the respective date of disbursement or such other periodicity as may be mutually agreed in writing

S. No.	Particulars of the Information	Disclosure
5.	Repayment schedule & terms	As detailed in the loan agreement executed between the parties.
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	Not Applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	The funds borrowed from Mr. Rajesh Jain shall be utilised for working capital requirements and general operational expenditure of the Company, including raw material procurement, manufacturing expenses, and day-to-day business operations, during the post-resolution rehabilitation phase including the repayment of liabilities in accordance with the approved Resolution Plan read with NCLT Order dated December 18, 2025.

B(6): Sale, Lease or Disposal of Assets / Undertaking / Subsidiary Shares

S. No.	Particulars of the Information	Disclosure
1.	Bidding or other process, if any, applied for choosing a party.	Not Applicable
2.	Basis of determination of price.	Not Applicable.
3.	Reasons for sale, lease or disposal.	Not Applicable.
4.	Financial track record of the subsidiary / undertaking.	Not Applicable.
5.	Expected financial impact on the consolidated turnover, net worth and net profits.	Not Applicable.

B(7): Transactions Relating to Payment of Royalty

S. No.	Particulars of the Information	Disclosure
1.	Purpose for which royalty is proposed to be paid to the related party.	Not Applicable

S. No.	Particulars of the Information	Disclosure
	a. For use of brand name / trademark b. For transfer of technology know-how c. For professional fee, corporate management fee or any other fee d. Any other use (specify)	
2.	Whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction. If No, furnish information below.	Not Applicable.
3.	Sunset Clause for Royalty payment, if any.	Not Applicable.

PART C: Information to be Provided Only if the Specific RPT is a Material RPT (in Addition to Parts A and B)

C(1): Transactions Relating to Loans, Advances or ICDs Given by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Latest credit rating of the related party. Note: Standalone rating to be provided; SO rating and CE rating, if any.	Not Applicable
2.	Default on borrowings, if any, over the last three financial years by the related party. FY 2023-24 FY 2024-25 FY 2025-26	Not Applicable

C(2): Transactions Relating to Investments Made by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Latest credit rating of the related party.	Not Applicable

S. No.	Particulars of the Information	Disclosure
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	Not Applicable.

C(3): Guarantee, Surety, Indemnity or Comfort Letter

S. No.	Particulars of the Information	Disclosure
1.	Credit rating of the related party.	Not Applicable.
2.	Solvency and going concern status of the related party.	Not Applicable.
3.	Value of obligations undertaken by the listed entity or subsidiary.	Not Applicable.
4.	Default on borrowings, if any, over the last three financial years.	Not Applicable.

C(4): Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the Information	Disclosure
1.	Debt to Equity Ratio of the listed entity based on last audited financial statements. a. Before transaction b. After transaction	Based on the last audited financial statements of Cian Healthcare Limited (FY 2025-26): Before Transaction: 0.66 times After Transaction: 1.15 times
2.	Debt Service Coverage Ratio of the listed entity based on last audited financial statements. a. Before transaction b. After transaction	Based on the last audited financial statements of Cian Healthcare Limited (FY 2025-26): Before Transaction: (1.35) times After Transaction: (0.32) times

C(5): Sale, Lease or Disposal of Assets / Undertaking / Subsidiary Shares

S. No.	Particulars of the Information	Disclosure
1.	Details of earlier sale, lease or disposal.	Not Applicable
2.	Whether the transaction would result in issue of securities or consideration in kind.	Not Applicable
3.	Would the transaction result in eliminating a segment reporting?	Not Applicable
4.	Does it involve transfer of key intangible assets or key customers?	Not Applicable
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	Not Applicable

C(6): Transactions Relating to Payment of Royalty

S. No.	Particulars of the Information	Disclosure
1.	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years. FY 2023-24 FY 2024-25 FY 2025-26	Not Applicable
2.	Purpose for which royalty was paid.	Not Applicable
3.	Royalty paid in last 3 FYs as % of Net Profits.	Not Applicable
4.	Percentage or Rate at which royalty has increased in the past 3 years.	Not Applicable
5.	Peer Comparison: Royalty payment vis-à-vis Industry Peers.	Not Applicable

Minimum Information to be provided to the shareholders for approval of Material RPTs (entered/to be entered) between Ananta Medicare Limited and the Company:

A(1): Basic Details of the Related Party

S. No.	Particulars of the Information	Disclosure
1.	Name of the related party	Ananta Medicare Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Ananta Medicare Limited is engaged in pharmaceutical products including manufacture/marketing of drugs across multiple therapeutic segments. The company operates under the brands 'Ananta Medicare'. Ananta Medicare Limited is the promoter and Holding Company of Cian Healthcare Limited.

A(2): Relationship and Ownership of the Related Party

S. No.	Particulars of the Information	Disclosure
1.	<p>Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:</p> <p>Shareholding of the listed entity in the related party (direct or indirect).</p> <p>Capital contribution, if any, made by the listed entity.</p> <p>Shareholding of the related party in the listed entity (direct or indirect).</p> <p>Explanation: Indirect shareholding includes shareholding through any person over which the listed entity/related party has control, including relatives.</p>	<p>Relationship: Ananta Medicare Limited holds 1,37,50,000 equity shares representing 55% of the total paid-up equity share capital of Cian Healthcare Limited, acquired pursuant to the NCLT-approved Resolution Plan. Accordingly, Ananta Medicare Limited is the promoter and Holding Company of the Company. Mr. Pradeep Kumar Jain and Mr. Rajesh Jain, the promoters who control Ananta Medicare Limited, are also Directors on the Board of the Company. The promoter group (Ananta Medicare Limited, Mr. Rajesh Jain and Mr. Pradeep Kumar Jain person acting in concert) holds 95% of the total paid-up equity share capital of Cian Healthcare Limited.</p> <p>Nature of Concern: Financial (as majority shareholder), managerial (through common directors), and operational (as the principal group entity supporting the Company's revival and business operations).</p> <p>Shareholding of Cian Healthcare Limited in the related party (Ananta Medicare Limited): NIL — the Company holds no shares, directly or indirectly, in Ananta Medicare Limited.</p> <p>Capital contribution by the listed entity in the related party: Not Applicable — Ananta Medicare Limited is a company limited by shares; the Company has made no capital contribution in it.</p>

A(3): Details of Previous Transactions with the Related Party

S. No.	Particulars of the Information	Disclosure															
1.	<p>Total amount of all transactions undertaken by the listed entity with the related party during the last financial year.</p> <p>Explanation: Details to be disclosed separately for listed entity and its subsidiary.</p>	<p>The following related party transactions were undertaken by the Company with Ananta Medicare Limited:</p> <table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transaction</th> <th>FY 25-26 (INR Cr.)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Loan (including interest)</td> <td>6.79</td> </tr> <tr> <td>2</td> <td>Resource Sharing Cost</td> <td>0.50</td> </tr> <tr> <td>3</td> <td>Sale of Goods</td> <td>1.50</td> </tr> <tr> <td></td> <td>Total</td> <td>8.79</td> </tr> </tbody> </table> <p>Note: There were no transactions of the related with the subsidiary of the Company.</p>	S. No.	Nature of Transaction	FY 25-26 (INR Cr.)	1	Loan (including interest)	6.79	2	Resource Sharing Cost	0.50	3	Sale of Goods	1.50		Total	8.79
S. No.	Nature of Transaction	FY 25-26 (INR Cr.)															
1	Loan (including interest)	6.79															
2	Resource Sharing Cost	0.50															
3	Sale of Goods	1.50															
	Total	8.79															
2.	<p>Total amount of all transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</p>	<p>No such transactions undertaken by the Company with the related party which comes under the purview of disclosure here.</p>															
3.	<p>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</p>	<p>No default has been made or is anticipated. The Management confirms that as of the date of this disclosure, Ananta Medicare Limited is compliant with all obligations owed to the Company.</p>															

A(4): Amount of Proposed Transaction(s)

S. No.	Particulars of the Information	Disclosure																		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / Shareholders.	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transaction</th> <th>FY 2026-27 (INR Crore)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Loan</td> <td>20.00</td> </tr> <tr> <td>2</td> <td>Resource Sharing Cost</td> <td>0.50</td> </tr> <tr> <td>3</td> <td>Interest on Loan (Borrowing from Ananta Medicare Ltd)</td> <td>1.95</td> </tr> <tr> <td>4</td> <td>Sale of Goods (to Ananta Medicare Ltd)</td> <td>20.00</td> </tr> <tr> <td colspan="2">Total</td> <td>42.45</td> </tr> </tbody> </table>	S. No.	Nature of Transaction	FY 2026-27 (INR Crore)	1	Loan	20.00	2	Resource Sharing Cost	0.50	3	Interest on Loan (Borrowing from Ananta Medicare Ltd)	1.95	4	Sale of Goods (to Ananta Medicare Ltd)	20.00	Total		42.45
		S. No.	Nature of Transaction	FY 2026-27 (INR Crore)																
		1	Loan	20.00																
		2	Resource Sharing Cost	0.50																
		3	Interest on Loan (Borrowing from Ananta Medicare Ltd)	1.95																
		4	Sale of Goods (to Ananta Medicare Ltd)	20.00																
Total		42.45																		
All amounts are exclusive of applicable taxes (GST/TDS) unless stated otherwise.																				
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes																		
3.	Value of the proposed transaction as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	Annual consolidated turnover of Cian Healthcare Limited for FY 2025-26: INR 29.47 Crore. Aggregate value of proposed transactions: INR 42.45 Crore. Percentage: approximately 144.04% of annual consolidated turnover (FY 2025-26).																		
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).	Not Applicable																		
5.	Value of the proposed transactions as a percentage of the related party's annual	Annual revenue of Ananta Medicare Limited for FY 2024-25 (as per publicly available records): approximately INR 120 Crore.																		

S. No.	Particulars of the Information	Disclosure										
	consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Percentage: approximately 35.38% of Ananta Medicare Limited's annual turnover.										
6.	<p>Financial performance of the related party for the immediately preceding financial year.</p> <p>Explanation: Information to be given on standalone basis. If standalone is not available, provide on consolidated basis.</p>	<p>Based on publicly available records for Ananta Medicare Limited for FY 2024-25 (standalone, to the extent available):</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>Revenue from Operations</td> <td>INR 120 Crore</td> </tr> <tr> <td>Profit after tax</td> <td>INR 39.77 Crore</td> </tr> <tr> <td>Net Worth</td> <td>INR 140.55 Crore</td> </tr> <tr> <td>Promoter holding in Ananta Medicare Ltd</td> <td>98.79%</td> </tr> </tbody> </table>	Particulars	Details	Revenue from Operations	INR 120 Crore	Profit after tax	INR 39.77 Crore	Net Worth	INR 140.55 Crore	Promoter holding in Ananta Medicare Ltd	98.79%
Particulars	Details											
Revenue from Operations	INR 120 Crore											
Profit after tax	INR 39.77 Crore											
Net Worth	INR 140.55 Crore											
Promoter holding in Ananta Medicare Ltd	98.79%											

A(5): Basic Details of the Proposed Transaction

S. No.	Particulars of the Information	Disclosure
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	<p>(a) Loan & Interest Payment — the Company has/shall borrow funds from Ananta Medicare Limited; Interest is/shall be payable on the outstanding principal.</p> <p>(b) Resource Sharing Cost — payment by the Company to Ananta Medicare Limited for shared resources, facilities, and services availed in the ordinary course of operations.</p> <p>(c) Sale of Goods — the Company proposes to sell pharmaceutical products/goods to Ananta Medicare Limited in the ordinary course of its manufacturing business.</p>
2.	Details of each type of the proposed transaction	<p>(a) Loan (Borrowing) & Interest Payment:</p> <p>The Company proposes to avail a loan from Ananta Medicare Limited to support its operational and working capital requirements post-resolution, amounting to up to INR 20.00 crore during FY 2026–27.</p> <p>Additionally, the Company had borrowed a loan of INR 6.70 crore during FY 2025–26. Interest on the outstanding principal is payable at a mutually agreed simple interest rate of 7.30% per annum, estimated to be up to INR 0.49 crore for</p>

S. No.	Particulars of the Information	Disclosure
		<p>FY 2026–27. The interest on the proposed loan for FY 2026–27 is estimated at INR 1.46 crore.</p> <p>(b) Resource Sharing Cost: The Company proposes to reimburse / pay Ananta Medicare Limited for shared resources including personnel, administrative infrastructure, and other common facilities provided by Ananta Medicare Limited to support the Company's revival. The estimated payment is up to INR 0.50 Crore during FY 2026-27.</p> <p>(c) Sale of Goods: The Company, being a pharmaceutical manufacturer, proposes to sell its products to Ananta Medicare Limited — a group entity engaged in the healthcare and pharmaceutical business — at arms-length pricing on commercial terms. Estimated value of sales: up to INR 20.00 Crore during FY 2026-27.</p>
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	<p>(a) Loan & Interest Payment: As per the terms of the loan agreement(s) between the Company and Ananta Medicare Limited, loan was disbursed for a period of two years - approval being sought for one year from the date of approval.</p> <p>(b) Resource Sharing: As per the resource sharing agreement / arrangement - ongoing; approval being sought for one year from the date of approval.</p> <p>(c) Sale of Goods: Ongoing in the ordinary course of business; approval being sought for one year from the date of approval.</p>
4.	Whether omnibus approval is being sought?	The specific approval of the shareholders is being sought for the proposed transactions.
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	<p>Refer to A(4)(1) above for the transaction-wise break-up.</p> <p>The approval is being sought for one year from the date of approval of the shareholders.</p>
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	<p>The following substantive justification for the proposed transactions:</p> <ol style="list-style-type: none"> i. Post-Insolvency Operational Necessity: Cian Healthcare Limited has recently emerged from insolvency proceedings pursuant to the NCLT Mumbai Bench order dated December 18, 2025. In its post-resolution phase, the Company has limited access to institutional credit and requires financial and operational support to resume full-scale operations. ii. Alignment with Resolution Plan: The loan from Ananta Medicare Limited and the appointment of Directors (resource-sharing arrangement) are integral to the approved Resolution Plan and form part of the commitments undertaken by the Resolution Applicant (Mr. Pradeep Kumar Jain / Ananta Medicare) to revive the Company.

S. No.	Particulars of the Information	Disclosure
		<p>iii. Interest on Loan — Commercial Reasonableness: The interest payment obligation arises from a contractual borrowing. Availing group-level financing is commercially advantageous in the Company's current phase, as institutional credit may be available only at higher rates or with restrictive covenants, given the Company's recent insolvency history.</p> <p>iv. Resource Sharing — Efficiency and Cost Advantage: Access to the Ananta Medicare Group's shared infrastructure (manpower, systems, and administrative support) enables the Company to scale operations quickly without the full fixed-cost burden of building these capabilities independently. This is cost-effective and operationally efficient.</p> <p>v. Sale of Goods — Revenue Generation: The sale of pharmaceutical products to Ananta Medicare Limited — a group company actively engaged in the healthcare business — provides the Company with a reliable and immediate off-take partner during the critical post-resolution ramp-up phase. This supports revenue generation and capacity utilisation.</p> <p>vi. Arms-Length Terms: All transactions are proposed to be conducted at arms-length pricing and on commercially reasonable terms, in the ordinary course of business.</p> <p>The Management is of the view that the proposed transactions are in the best commercial, operational, and financial interest of the Company and its shareholders, particularly in the context of its ongoing post-resolution rehabilitation.</p>
7.	<p>Details of the promoter(s) / director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party.</p>	<p>The following Promoters/ Directors of the Company are interested in the proposed transactions with Mr. Rajesh Jain:</p> <p>a. Names:</p> <ol style="list-style-type: none"> i. Mr. Rajesh Jain — Promoter Shareholder and Managing Director of Cian Healthcare Limited; also a CEO of Ananta Medicare Limited. ii. Mr. Pradeep Kumar Jain — Promoter Shareholder and Non-Executive Director of Cian Healthcare Limited; also a Director and controlling promoter of Ananta Medicare Limited. iii. Ananta Medicare Limited is the Promoter Shareholder and Holding Company of Cian Healthcare Limited. <p>b. Shareholding of interested directors / KMP in the related party (Ananta Medicare Limited): Mr. Pradeep Kumar Jain, Mr. Rajesh Jain along with other members of the Jain family are the controlling promoters of Ananta Medicare Limited (promoter holding: 98.79%).</p>

S. No.	Particulars of the Information	Disclosure
		Conflict of Interest Management: Mr. Rajesh Jain, Mr. Pradeep Kumar Jain and Ananta Medicare Limited being interested in the proposed transactions, shall recuse themselves from deliberations and shall not vote on the businesses mentioned in the item no. 1, 2 and 3 of this notice, in compliance with Regulation 23 of the SEBI (LODR) Regulations, 2015 and Section 184 of the Companies Act, 2013.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	No external valuation report or third-party expert report has been obtained or relied upon for the proposed transactions. Basis for exemption: All the transactions are proposed to be executed at arms-length pricing and on commercial terms mutually agreed between the parties, consistent with market rates.
9.	Other information relevant for decision making.	(a) Arms-Length Certification: The Management confirms that all the proposed transactions have been entered into / are proposed to be entered into at arms-length, in the ordinary course of business, and are not prejudicial to the interest of the Company or its shareholders. (b) Regulatory Compliance: This disclosure is made in compliance with SEBI Master Circular dated January 30, 2026, the SEBI (LODR) Regulations, 2015, and the Minimum Industry Standards for RPT. (c) Compliance with Companies Act, 2013: The transactions are also in conformity with Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, to the extent applicable. (d) Completeness: This disclosure sets out all material facts in relation to the proposed transactions. There are no other material terms, conditions, or related arrangements that have not been disclosed herein.

Additional Information Applicable to Proposed RPTs of Specified Nature (Part B)

B(1): Transactions Relating to Sale, Purchase or Supply of Goods or Services (Sale of Goods / Resource Sharing)

S. No.	Particulars of the Information	Disclosure
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Sale of Goods: No competitive bidding process has been applied. Ananta Medicare Limited is a group entity within the promoter group and a natural off-take partner for the Company's pharmaceutical products in its post-resolution phase. The transaction is in the ordinary course of business on arms-length commercial terms. Resource Sharing: No bidding process is applicable — the arrangement is between group entities for shared infrastructure support integral to the Resolution Plan.

S. No.	Particulars of the Information	Disclosure
2.	Basis of determination of price.	<p>Sale of Goods: Pricing of pharmaceutical products to be sold to Ananta Medicare Limited will be determined on the basis of the Company's standard price list / ex-factory pricing applicable to comparable third-party buyers, ensuring arms-length pricing. Prices shall be reviewed periodically and shall not be less favourable to the Company than prices charged to unrelated customers for comparable products.</p> <p>Resource Sharing Cost: The cost-sharing arrangement will be based on actual prorated costs incurred by Ananta Medicare Limited attributable to services/resources rendered to the Company (cost-plus basis), in line with arms-length principles and the terms of the resource sharing agreement.</p>
3.	<p>In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:</p> <p>a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?</p>	The Company may receive trade advance from Ananta Medicare Limited in connection with the Sale of Goods for a period of up to 365 days or till the delivery of the goods whichever is earlier.

B(2): Transactions Relating to Loans and Advances (Other than Trade Advances) or ICDs Given by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Source of funds in connection with the proposed transaction	Not Applicable — The proposed transaction under this head relates to interest payment on a loan received by the Company from Ananta Medicare Limited. The Company is the borrower, not the lender. Accordingly, this item is not applicable.
2.	<p>Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:</p> <p>Nature of indebtedness Total cost of borrowing Tenure</p>	Not Applicable

S. No.	Particulars of the Information	Disclosure
	Other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers / other lenders.	Not Applicable
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable
5.	Maturity / due date	Not Applicable
6.	Repayment schedule & terms	Not Applicable
7.	Whether secured or unsecured?	Not Applicable
8.	If secured, the nature of security & security coverage ratio	Not Applicable.
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable

B(3): Transactions Relating to Investments Made by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Source of funds in connection with the proposed transaction.	Not Applicable — no investment by the Company in Ananta Medicare Limited is proposed.
2.	Where any financial indebtedness is incurred to make investment, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	Not Applicable.

S. No.	Particulars of the Information	Disclosure
3.	Purpose for which funds shall be utilized by the investee company.	Not Applicable.
4.	Material terms of the proposed transaction	Not Applicable.

B(4): Guarantee, Surety, Indemnity or Comfort Letter

S. No.	Particulars of the Information	Disclosure
1.	a. Rationale for giving guarantee, surety, indemnity or comfort letter. b. Whether it will create a legally binding obligation on listed entity?	Not Applicable — no guarantee, surety, indemnity or comfort letter is proposed to be given by Cian Healthcare Limited or any of its subsidiaries.
2.	Material covenants of the proposed transaction.	Not Applicable.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided.	Not Applicable.

B(5): Transactions Relating to Borrowings by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Material covenants of the proposed transaction.	The loan from Ananta Medicare Limited is proposed to be provided to meet working capital requirements, operational expenditure, procurement commitments and business requirements of the Company along with the NCLT-approved Resolution Plan to support the Company's post-resolution operational requirements. . Material covenants include: (i) Interest to be paid periodically as per the agreed schedule; (ii) Prepayment of principal permitted without penalty; (iii) No cross-default provisions affecting the Company's other obligations; (iv) Loan to be utilized for working capital and operational purposes of the Company.

S. No.	Particulars of the Information	Disclosure
2.	Interest rate (in terms of numerical value or base rate and applicable spread).	Simple Interest Rate of 7.30% per annum
3.	Cost of borrowing (includes all costs associated with the borrowing).	The cost of borrowing is limited to the interest rate specified above. No processing fees, upfront charges, or other costs are presently envisaged on this borrowing. The effective cost of borrowing is therefore equivalent to the interest rate applicable under the loan agreement.
4.	Maturity / due date	Bullet repayment upon completion of tenure of the loan from the respective date of disbursement or such other periodicity as may be mutually agreed in writing
5.	Repayment schedule & terms	As detailed in the loan agreement executed between the parties.
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	Not Applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	The funds borrowed from Ananta Medicare Limited shall be utilised for working capital requirements and general operational expenditure of the Company, including raw material procurement, manufacturing expenses, and day-to-day business operations, during the post-resolution rehabilitation phase including the repayment of liabilities in accordance with the approved Resolution Plan read with NCLT Order dated December 18, 2025.

B(6): Sale, Lease or Disposal of Assets / Undertaking / Subsidiary Shares

S. No.	Particulars of the Information	Disclosure
1.	Bidding or other process, if any, applied for choosing a party.	Not Applicable — no sale, lease or disposal of assets / undertaking / shares of subsidiary is proposed.
2.	Basis of determination of price.	Not Applicable.
3.	Reasons for sale, lease or disposal.	Not Applicable.
4.	Financial track record of the subsidiary / undertaking.	Not Applicable.
5.	Expected financial impact on the consolidated turnover, net worth and net profits.	Not Applicable.

B(7): Transactions Relating to Payment of Royalty

S. No.	Particulars of the Information	Disclosure
1.	<p>Purpose for which royalty is proposed to be paid to the related party.</p> <p>a. For use of brand name / trademark b. For transfer of technology know-how c. For professional fee, corporate management fee or any other fee d. Any other use (specify)</p>	Not Applicable — no royalty payment to Ananta Medicare Limited is proposed or contemplated.
2.	<p>Whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction. If No, furnish information below.</p>	Not Applicable.
3.	<p>Sunset Clause for Royalty payment, if any.</p>	Not Applicable.

PART C: Information to be Provided Only if the Specific RPT is a Material RPT (in Addition to Parts A and B)

C(1): Transactions Relating to Loans, Advances or ICDs Given by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	<p>Latest credit rating of the related party. Note: Standalone rating to be provided; SO rating and CE rating, if any.</p>	Not Applicable — The Company has not given any loan / ICD / advance to Ananta Medicare Limited.
2.	<p>Default on borrowings, if any, over the last three financial years by the related party.</p> <p>FY 2023-24 FY 2024-25 FY 2025-26</p>	Not Applicable

C(2): Transactions Relating to Investments Made by the Listed Entity

S. No.	Particulars of the Information	Disclosure
1.	Latest credit rating of the related party.	Not Applicable — no investment by the Company in Ananta Medicare Limited is proposed.
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	Not Applicable.

C(3): Guarantee, Surety, Indemnity or Comfort Letter

S. No.	Particulars of the Information	Disclosure
1.	Credit rating of the related party.	Not Applicable.
2.	Solvency and going concern status of the related party.	Not Applicable.
3.	Value of obligations undertaken by the listed entity or subsidiary.	Not Applicable.
4.	Default on borrowings, if any, over the last three financial years.	Not Applicable.

C(4): Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the Information	Disclosure
1.	Debt to Equity Ratio of the listed entity based on last audited financial statements. a. Before transaction b. After transaction	Based on the last audited financial statements of Cian Healthcare Limited (FY 2025-26): Before Transaction: 0.66 times After Transaction: 1.63 times
2.	Debt Service Coverage Ratio of the listed entity based on last audited financial statements. a. Before transaction b. After transaction	Based on the last audited financial statements of Cian Healthcare Limited (FY 2025-26): Before Transaction: (1.35) times After Transaction: (0.32) times

C(5): Sale, Lease or Disposal of Assets / Undertaking / Subsidiary Shares

S. No.	Particulars of the Information	Disclosure
1.	Details of earlier sale, lease or disposal.	Not Applicable
2.	Whether the transaction would result in issue of securities or consideration in kind.	Not Applicable
3.	Would the transaction result in eliminating a segment reporting?	Not Applicable
4.	Does it involve transfer of key intangible assets or key customers?	Not Applicable
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	Not Applicable

C(6): Transactions Relating to Payment of Royalty

S. No.	Particulars of the Information	Disclosure
1.	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years. FY 2023-24 FY 2024-25 FY 2025-26	Not Applicable
2.	Purpose for which royalty was paid.	Not Applicable
3.	Royalty paid in last 3 FYs as % of Net Profits.	Not Applicable
4.	Percentage or Rate at which royalty has increased in the past 3 years.	Not Applicable

S. No.	Particulars of the Information	Disclosure
5.	Peer Comparison: Royalty payment vis-à-vis Industry Peers.	Not Applicable

Item No. 4

To approve giving powers to the board to sell, lease, or otherwise dispose of the whole or substantially the whole of the undertaking of the Company.

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (“**the Rules**”) along with Regulation 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“**Listing Regulations**”), Foreign Exchange Management Act, 1999 (“**FEMA**”), along with Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 and subject to the provisions of the Memorandum of Association and Articles of Association of the Company (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Board of Directors have the powers to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings, provided that the consent of the Members of the Company is obtained by way of a Special Resolution.

For the purposes of such resolution, the term:

- i. “undertaking” shall mean an undertaking in which the investment of the company exceeds twenty per cent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year;
- ii. the expression “substantially the whole of the undertaking” in any financial year shall mean twenty per cent or more of the value of the undertaking as per the audited balance sheet of the preceding financial year;

To secure the borrowings/ financial assistance, the Company may be required to create security by way of mortgage/pledge/charge and/or hypothecation of its assets and properties, both present and future. The terms of such security may include a right in certain events of default to take over management or control of the whole or substantially the whole of the undertaking(s) of the Company or such other related conditions as the Board of Directors and the lenders may approve mutually from time to time.

Since creation of charge by way of mortgage/pledge/hypothecation/floating charge on the movable and/or immovable properties and assets of the Company with the right of taking over management or control in certain events of default may be considered to be a sale/lease/disposal of the Company’s undertaking within the meaning of Section 180(1)(a) of the Companies Act, 2013, it is proposed to seek approval of the shareholders for approving the limits under the said section.

Considering the future plans of the Company and fulfilling the strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in their meeting held on May 30, 2026, subject to the approval of members of the Company, proposed and approved for seeking the shareholder approval for giving authorisation to the Board of Directors under the provisions as mentioned above, to create charge, pledge, hypothecation, mortgage or to sell, lease or otherwise dispose of any movable and/or immovable properties/ assets of the Company wherever situated, both present and future and on the whole or substantially the whole of the undertaking or undertakings of the Company in favour of any banks, financial institutions, body corporate or any other person on such term and conditions and in such form and in such manner as the Board may think fit, for the benefit of the Company and as agreed between the Board and the lenders towards security for borrowing of funds from time to time, aggregate amount not exceeding INR 100,00,00,000/- (Indian Rupees One Hundred Crores only) for the business of the Company.

None of the directors or key managerial personnel of the Company, or their respective relatives, are in anyway concerned or interested, financially or otherwise, except to the extent of their Directorships/ shareholding, if any, in the resolution set out at Item No. 4 of the Notice.

Accordingly, it is proposed that the Board of Directors (hereinafter referred to as “**Board**”, wherein such term shall be deemed to include any committee which the Board may hereinafter constitute to exercise its powers including the powers

conferred by this resolution) of the Company be authorised to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking in accordance with the provisions of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 along with the provisions of the Listing Regulations.

The Board of Directors of the Company recommends the resolution set forth at Item No. 4 of the notice, for the approval of the members as a Special Resolution.

Item No. 5

To approve enhancement of the borrowing limits of the Company.

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, read with the Companies (Meeting of Board and its Powers) Rules, 2014, along with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), Foreign Exchange Management Act, 1999 ("**FEMA**"), along with Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 subject to the provisions of Memorandum of Association and Articles of Association of the Company and/or any other regulations, guidelines, circulars and notifications issued by any other regulator and/or statutory authority (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Board of Directors have the power to borrow money, where the money to be borrowed, together with the money already borrowed by the Company could exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business, provided that the consent of the Members of the Company is obtained by way of a Special Resolution.

Considering the future plans of the Company and fulfilling the strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in their meeting held on May 30, 2026, has, subject to the approval of members of the Company, proposed and approved for seeking the shareholders' approval for giving authorisation to Board under section 180(1)(c) of the Companies Act, 2013 to borrow, from time to time at their discretion, any sum or sums of money, through (i) by way of availing of credit facilities (fund based and/ or non-fund based) and/or all kinds of financial assistance by all permissible methods, secured and/ or unsecured from banks, financial institutions, bodies corporate or any person(s), (ii) by way of foreign currency or Indian currency denominated securities or any other eligible instrument to the eligible investors/lenders, or availing of loan(s) by way of external commercial borrowing as may be permissible by the RBI, from eligible lenders or persons, (iii) by way of listed and/or unlisted convertible/non-convertible debentures, bonds, commercial papers or any other security or instrument(s) in permissible market(s) to institutional investors, foreign institutional investors/foreign portfolio investors, qualified institutional buyers, statutory corporations, companies, bodies corporate, partnership firms or any other persons, (iv) by way of any other permissible instruments or through any other methods of borrowing, whether unsecured or secured by creation of mortgage, charge, hypothecation, lien, pledge or otherwise on the Company's assets and/or properties, whether movable or immovable, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company, apart from temporary loans obtained and/or to be obtained from the Company's bankers in the ordinary course of business, may exceed, at any time, the aggregate of the paid up share capital, free reserves and securities premium, provided that the total amount borrowed by the Company and outstanding at any point of time, shall not exceed sum of INR 100,00,00,000/- (Indian Rupees One Hundred Crores only) on such terms and conditions as to interest, repayment, security or otherwise as the Board may think fit.

Accordingly, it is proposed that the Board of Directors (hereinafter referred to as "**Board**", wherein such term shall be deemed to include any committee which the Board may hereinafter constitute to exercise its powers including the powers conferred by this resolution) of the Company be authorised to borrow an aggregate amount up to INR 100,00,00,000/- (Indian Rupees One Hundred Crores only), in accordance with the relevant provisions of the Companies Act, 2013, read with the Rules made thereunder, along with the provisions of the Listing Regulations.

None of the directors or key managerial personnel of the Company, or their respective relatives, are in anyway concerned or interested, financially or otherwise, except to the extent of their Directorships/ shareholding, if any, in the resolution set out at Item No. 5 of the Notice.

The Board of Directors of the Company recommends the resolution set forth at Item No. 5 of the notice, for the approval of the members as a Special Resolution.

Item No. 6

To approve giving loan / give guarantee / provide security by the Company to the person(s) specified under section 185 of the Companies Act, 2013.

pursuant to the Section 185 and other applicable provisions of the Companies Act, 2013 (“**the Act**”), read with rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any), and pursuant to applicable regulation(s) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “**Listing Regulations**”), Board of Directors of the Company may provide an advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by “any person in whom any of the director of the Company is interested” as specified in the explanation to Section 185(2) of the Companies Act, 2013, provided that the consent of the shareholders of the Company is obtained by way of a Special Resolution.

Without prejudice to the provisions of the Section 186 of the Companies Act, 2013 read with the Rules made thereunder, it is proposed to advance any loan(s) including loan(s) represented by way of book debt, or give guarantee(s) or provide any security(ies) in connection with any loan taken by any other Body Corporate, strategic alliance or “any person in whom any of the Director of the Company is interested” (collectively referred to as the “**Borrowing Entity**”), which *inter-alia* includes the following, as specified from time to time:

- a) any private company of which any such director is a director or member;
- b) any Body Corporate at a general meeting of which not less than twenty-five per cent. of the total voting power may be exercised or controlled by any such director, or by two or more such directors, together; or
- c) any Body Corporate, the Board of directors, managing director or manager, whereof is accustomed to act in accordance with the directions or instructions of the Board, or of any director or directors, of the lending company.

Provided that the proposed loan(s), including loan(s) represented by way of book debt, or guarantee(s) or any security(ies) along with the current loan(s) or guarantee(s) or any security(ies) shall not exceed an aggregate amount of INR 100,00,00,000/- (Indian Rupees One Hundred Crores only) at any point of time and such proceeds shall only be utilised by the Borrowing Entity for its principal business activities, including but not limited to Capital Expenditure (if permitted) and Working Capital Expenditures and other matters connected and incidental thereto.

The aggregate limit of INR 100,00,00,000/- proposed under this Item No. 6 shall be read together with, and not in addition to, the limit of INR 100,00,00,000/- proposed under Item No. 7 (Section 186) of this Notice, the same transaction shall not be counted twice for the purpose of either limit.

The Members may note that the Board of Directors of the Company shall diligently evaluate the proposals prior to advancing any loan(s) or giving guarantees or providing security(ies) through the Company’s internal resources, accrued funds, or other suitable avenues as deemed necessary on such rate of interest and terms & conditions as may be decided between the Board and the Borrowing Entity, which is in the best interest of the Company.

Accordingly, it is proposed that the Board of Directors of the Company be authorised to advance any loan(s) including loan(s) represented by way of book debt, or give guarantee(s) or provide any security in connection with any loan taken by the Borrowing Entity, up to an aggregated amount of INR 100,00,00,000/- (Indian Rupees One Hundred Crores only), in accordance with the relevant provisions of the Companies Act, 2013, along with the Rules made thereunder.

None of the directors or key managerial personnel of the Company, or their respective relatives, are in anyway concerned or interested, financially or otherwise, except to the extent of their Directorships/ shareholding in the Company and in the borrowing entity, if any, in the resolution set out at Item No. 6 of the Notice.

The Board of Directors of the Company recommends the resolution set forth at Item No. 6 of the notice, for the approval of the members as a Special Resolution.

Item No. 7

To approve the enhancement of limits for investments, extending loans and giving guarantee(s) or providing security(ies) by the Company under Section 186 of the Companies Act, 2013.

Pursuant to the Section 186 and other applicable provisions of the Companies Act, 2013 (“**the Act**”), read with rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any), and pursuant to applicable regulation(s) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “**Listing Regulations**”), Foreign Exchange Management Act, 1999 (“**FEMA**”), subject to the provisions of the Articles of Association of the Company and/or any other applicable laws, rules, regulations, guidelines, circulars and notifications, as may be issued by the applicable regulatory and/or statutory authorities from time to time, the Board of Directors is permitted to make loan(s), investment(s), give guarantee(s) and/or provide security(ies) in excess of the limits prescribed under Section 186 of the Act, provided that the consent of the shareholders of the Company is obtained by way of a Special Resolution.

In terms of Section 186 of the Act, no company shall directly or indirectly (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate; exceeding sixty per cent. of its paid-up share capital, free reserves and securities premium account or one hundred per cent. of its free reserves and securities premium account, whichever is more. Where the aggregate of loans and investments so far made, guarantees given and securities provided by the Company exceeds sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more, prior approval of the Members by way of a Special Resolution is required.

Considering the future plans of the Company and fulfilling the strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal utilisation of surplus funds and support strategic business opportunities, the Company may be required to make investment(s), provide financial assistance by way of loan(s), give guarantee(s), provide security(ies), subscribe to securities or otherwise support its subsidiaries, associate companies, joint ventures, bodies corporate and/or other person(s)/entity(ies), from time to time, in the ordinary course of business and in furtherance of its business activities.

The Board of Directors of the Company, at its meeting held on May 30, 2026, has, subject to approval of the members of the Company, approved and proposed seeking approval of the Members under Section 186 and other applicable provisions of the Companies Act, 2013, for authorising the Board of Directors of the Company to make loan(s), including loan represented by book debts, acquire by way of subscription, purchase or otherwise the securities of any body corporate, give guarantee(s), provide security(ies) and/or make investments from time to time, in one or more tranches and/or by way of one or more transaction(s), notwithstanding that the aggregate amount of all such loans, guarantees, securities and investments together with existing loans, guarantees, securities and investments made by the Company may exceed the limits prescribed under Section 186 of the Companies Act, 2013, provided that the aggregate amount thereof shall not exceed INR 100,00,00,000/- (Indian Rupees One Hundred Crores only) at any point of time and provided that no loan shall be given at a rate of interest lower than the prevailing yield of one, three, five or ten year Government Security closest to the tenor of the loan, as required under Section 186 of the Act

The proposed limits would provide adequate flexibility to the Company for making strategic investments, extending financial support, giving guarantees, providing security and undertaking such transactions as may be required for business purposes and to achieve operational and financial efficiencies.

Accordingly, it is proposed that the Board of Directors of the Company (hereinafter referred to as “**Board**”, wherein such term shall be deemed to include any Committee which the Board may hereinafter constitute to exercise its powers including the powers conferred by this resolution) be authorised to make loan(s), investment(s), provide guarantee(s), provide security(ies) and/or acquire securities within the aforesaid overall limit in accordance with Section 186 and other applicable provisions of the Companies Act, 2013 and Rules framed thereunder.

None of the directors or key managerial personnel of the Company, or their respective relatives, are in anyway concerned or interested, financially or otherwise, except to the extent of their Directorships/ shareholding in the Company, if any, in the resolution set out at Item No. 7 of the Notice.

The Board of Directors of the Company recommends the resolution set forth at Item No. 7 of the notice, for the approval of the members as a Special Resolution.

Item No. 8

To approve the appointment of Mr. Rajesh Jain (DIN: 02066848) as the Managing Director of the Company;

Mr. Rajesh Jain (DIN: 02066848) was appointed as the Non-Executive Director of the Company by the Resolution Plan Implementation Committee vide NCLT Order read with the approved resolution plan in its meeting dated January 09, 2026.

Further, in recognition of the significant contributions and leadership demonstrated by Mr. Rajesh Jain during his tenure as a Non-Executive Director, the Company has witnessed notable progress in areas of strategic guidance, business expansion, and operational performance. His valuable insights have played a key role in driving growth initiatives, enhancing stakeholder confidence, and improving overall organisational effectiveness.

In view of these achievements, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on May 30, 2026, approved the change in designation of Mr. Rajesh Jain (DIN: 02066848) from Non-Executive Director to the Managing Director of the Company for a period of 3 (three) consecutive years with effect from March 16, 2026 to March 15, 2029, who is liable to retire by rotation, on such terms and conditions as may be mutually agreed between the Company and Mr. Jain and recommended to the shareholders for their approval.

The Company have received a notice in writing from a Member under section 160(1) of the Act proposing his candidature for the office of Managing Director of the Company and Mr. Rajesh Jain has consented to act as a Director of the Company.

The Company has received the General Declaration stating the following disclosures/declarations:

- i. Consent in form DIR-2 to act as the Managing Director of the Company.
- ii. Notice of Interest or concern in any Company or Companies or Bodies Corporate, Firms, or other Association of Individuals, including the shareholding under Section 184 and 189 of the Companies Act, 2013, read with Rule 9(1) of the Companies (Meetings of Board and its Powers) Rules, 2014 in Form MBP-1;
- iii. List of Related Parties and Relatives under Section 2(76) and Section 2(77) respectively and Section 188 of the Companies Act, 2013;
- iv. Declaration for non-disqualification from being appointed/re-appointed as a Director under to Section 164 (2) of the Companies Act, 2013, read with rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, in Form DIR-8;
- v. Disclosure pursuant to Section 170(1) of the Companies Act, 2013, read with Rule 17(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014 for maintenance of Register of Directors & Key Managerial Personnel;
- vi. Declaration pursuant to BSE Limited's circular dated June 20, 2018, on 'Enforcement of SEBI Orders regarding appointment of Directors by Listed Companies.'; and

Pursuant to the relevant provisions of Sections 197 and 198 of the Companies Act 2013 ("Act"), read with rules made thereunder along with the relevant provisions of Regulation 36 and such other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the terms and conditions of the appointment of Mr. Rajesh Jain as decided by the Board is required to be approved by the Members of the Company.

Mr. Rajesh Jain is presently drawing remuneration from Ananta Medicare Limited, being the Holding Company of the Company and the Ananta Medicare Limited and the Company, has entered into a Resource Sharing Agreement, pursuant to which, the Ananta Medicare Limited shares its resources, including services provided by Mr. Rajesh as the Managing Director of the Company and the Company pays consideration in relation to his services to Ananta Medicare Limited. Accordingly, Mr. Rajesh Jain is not entitled to receive any remuneration from the Company.

In addition, the Company shall reimburse Mr. Jain for reasonable expenses properly incurred in performance of his duties, subject to the production of supporting documents and in accordance with Company policies.

The members are requested to consider the appointment of Mr. Rajesh Jain, as the Managing Director of the Company, even in case of the Company having no profits or inadequate profits in the subsequent Financial Years during his tenure as Managing Director, the Company may pay the above remuneration as minimum remuneration to Ananta Medicare Limited in accordance with the provisions of the Act, read with rules made thereunder and in compliance with mutually agreed terms of the Resource Share Agreement.

Pursuant to regulation 36(3) of the Listing Regulations and Secretarial Standards-2, as issued by the Institute of Company Secretaries of India (ICSI) along with clause (iv) of Section II of Schedule V of the Companies Act, 2013, the following statement is given:

S. No.	Particulars	Details
Particulars as per Secretarial Standards-2 as issued by ICSI		
1.	Name and DIN of Director	Mr. Rajesh Jain (DIN: 02066848)
2.	Age	54 years
3.	Qualification	His educational qualifications include a Bachelor of Pharmacy degree from the University of Rajasthan and a Master of Pharmacy from Punjab Technical University, alongside which he is currently pursuing his Doctor of Philosophy (PhD).
4.	Experience	More than 31 years
5.	Terms of Appointment	Appointment as Managing Director, in accordance with the terms and conditions including remuneration as provided elsewhere in the Notice..
6.	Details of Remuneration sought to be paid along with the erstwhile remuneration	Nil
7.	Date of First appointment by Board	January 09, 2026, in the meeting of the Resolution Plan Implementation Committee, constituted by the Order of the Hon'ble National Company Law Tribunal ("NCLT") vide Order dated December 18, 2025, read with the resolution plan approved therein.
8.	Shareholding in Company	21%
9.	Relationship with other Directors, Manager and Key Managerial Personnel of the Company	He is a relative of Mr. Pradeep Kumar Jain, the Promoter Shareholder and Non-Executive Director of the Company
10.	No. of the board meetings attended during the year (FY 2026-27)	No. of Meetings held:1 No. of meetings attended: 1
11.	Other Directorship	5
12.	Membership and Chairmanship of Committees of other Board	1
Disclosures as per Schedule V of the Companies Act, 2013		
GENERAL INFORMATION		

1.	Nature of Industry	Pharmaceutical Manufacturing Industry
2.	Date or expected date of commencement of commercial production	The Company was incorporated on January 07, 2003
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	Financial Indicator for FY 2025-26 (in Crores): i. Revenue from Operations: INR 29.46 ii. Loss Before Tax: INR 20.91 iii. Loss After Tax: INR 21.02 iv. Net Worth: INR 20.61
5.	Foreign investments or collaborations, if any.	No
INFORMATION ABOUT THE APPOINTEE:		
1.	Background Details	<p>Mr. Rajesh Jain possesses extensive experience and expertise in project management and production optimisation within the pharmaceutical industry. His professional approach, focus on operational excellence, and adoption of innovative practices are evident in his work. He consistently strives to enhance efficiency, optimise processes and deliver sustainable results, and his leadership abilities contribute to fostering a culture of collaboration and performance-driven execution, which is critical in the pharmaceutical sector.</p> <p>His educational qualifications include a Master of Pharmacy from Punjab Technical University (2013), wherein he further developed his expertise in pharmaceutical sciences. He is currently pursuing a Doctor of Philosophy (PhD), thereby continuously enhancing his academic and research credentials. Additionally, he holds a Bachelor of Pharmacy degree from the University of Rajasthan (1995), which provides a strong academic foundation for his career in the pharmaceutical and healthcare industry.</p> <p>He has extensive professional experience spanning over three decades, across diverse sectors including pharmaceuticals, retail, wholesale, manufacturing, laboratory services and marketing, since 1995. This wide-ranging exposure has significantly strengthened his managerial, operational and strategic capabilities, enabling him to successfully operate and deliver results in competitive business environments.</p>
2.	Past Remuneration	Not Applicable
3.	Recognition or awards	Not Applicable
4.	Job profile and his suitability	In view of his strong academic background and extensive professional experience spanning more than three decades since 1995, he possesses significant expertise across diverse sectors including pharmaceuticals, retail, wholesale trading, manufacturing, laboratory services and marketing. Over the

		years, he has acquired comprehensive knowledge in business operations, strategic planning, administration and commercial management through his association with various business verticals. His wide-ranging industry exposure has enabled him to develop strong leadership, managerial and decision-making capabilities, along with a sound understanding of operational efficiencies and market dynamics. His proven ability to manage business functions effectively and deliver sustainable results in competitive environments makes him well-suited for the responsibilities entrusted to him.
5.	Remuneration proposed	NIL
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Not applicable
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	No other pecuniary relationship, except the interest-bearing financial assistance availed by the Company and the payment of interest thereon, along with the rental arrangements.
	OTHER INFORMATION	
1.	Reasons of loss or inadequate profits	The Company was admitted into the Corporate Insolvency Resolution Process (“CIRP”) pursuant to the failure to complete the settlement terms, subsequent to which the Company posted a net loss after tax of INR 21.02 Crores during the year ended March 31, 2025.
2.	Steps taken or proposed to be taken for improvement	Post-CIRP recapitalisation by the Promoters, augmentation of borrowing limits for working capital and capex, and cost optimisation through resource-sharing arrangements with the Holding Company.
3.	Expected increase in productivity and profits in measurable terms	The Company expects gradual improvement in capacity utilisation and operating margins, with a return to profitability over the next two financial years.
<u>Disclosures as per Regulation 36(3) of Listing Regulations</u>		
1.	Brief Resume of Director	<p>Mr. Rajesh Jain is a seasoned professional with over three decades of experience across the pharmaceutical, manufacturing, retail, wholesale, laboratory services, and marketing sectors. He possesses extensive expertise in project management, production optimisation, and operational excellence, with a strong focus on enhancing efficiency, streamlining processes, and driving sustainable business outcomes. His leadership style emphasises collaboration, innovation, and performance-oriented execution, contributing significantly to organisational growth and operational effectiveness.</p> <p>Mr. Jain holds a Bachelor of Pharmacy from the University of Rajasthan and a Master of Pharmacy from Punjab Technical University. He is also pursuing a Doctor of Philosophy (Ph.D.), reflecting his commitment to continuous learning and professional development.</p>

		Throughout his career, Mr. Jain has held various leadership and managerial roles, gaining extensive experience in business operations, production management, quality systems, and strategic planning. His diverse industry exposure and strong technical and managerial capabilities have enabled him to successfully lead teams, optimise operations, and contribute to the achievement of organisational objectives in highly competitive business environments.
2.	Nature of expertise in specific functional areas	Mr Rajesh Jain possesses expertise in pharmaceutical manufacturing, production management, project execution, process optimisation, and operational excellence. He has strong capabilities in business operations, quality systems, laboratory services, and strategic planning, with a focus on enhancing efficiency, productivity, and sustainable business performance. His experience across the pharmaceutical and healthcare value chain enables him to contribute effectively to operational management, process improvement, and organisational growth.
3.	Disclosure of relationships between directors inter-se	He is a relative of Mr. Pradeep Kumar Jain, Promoter Shareholder and Non-Executive Director of the Company
4.	Names of listed entities in which the person also holds the directorship	NIL
5.	Names of listed entities in which the person also holds the membership of Committees of the board	NIL
6.	Listed Entities from which the person has resigned in the past three years	NIL

The respective Explanatory Statement together with other allied documents, as referred to in the resolution, shall be construed to be a memorandum setting out the terms of the appointment as specified under Section 190 of the Companies Act, 2013.

As required under the provisions of Section 196, 197, Schedule V of the Companies Act, 2013 (Act) and any other applicable provisions of the Act, the special resolution is being placed before the members for approval.

Except Mr. Rajesh Jain and Mr. Pradeep Jain and/or his relatives along with Ananta Medicare Limited, to the extent of their Directorship/ shareholding interest, none of the directors or key managerial personnel of the Company, or their respective relatives, are in anyway concerned or interested, financially or otherwise, except to the extent of their Directorships/ shareholding in the Company, if any, in the resolution set out at Item No. 8 of the Notice.

The Board of Directors of the Company recommends the resolution set forth at Item No. 8 of the notice, for the approval of the members as a Special Resolution.

Item No. 9

Approval for the appointment of Ms. Simmi Soni (DIN: 06705768) as the Woman Non-Executive Director of the Company.

In terms of Section 161 of the Companies Act 2013 ("Act") read with rules made thereunder and the enabling provisions of the Articles of Association of a company may confer on its Board of Directors the power to appoint any person, other than a person who fails to get appointed as a director in a general meeting, as an additional director at any time who shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier.

Pursuant to relevant provisions of sections 149, 152, 160 and 161 of the Companies Act, 2013 ("Act") read with rules made thereunder and provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Articles of Association of the Company, the Board of Directors at their meeting held on March 16, 2026, based on the recommendation of Nomination and Remuneration Committee and subject to approval of members, approved the appointment of Ms. Simmi Soni (DIN: 06705768), as an Additional Woman Non-Executive Director of the Company, with effect from March 16, 2026.

The Company have received a notice in writing from a Member under section 160(1) of the Act proposing her candidature for the office of Director of the Company and Ms. Simmi Soni has consented to act as a Director of the Company.

The Company has received the General Declaration stating the following disclosures/declarations:

- i. Consent in form DIR-2 to act as an Additional Woman Non-Executive Director of the Company.
- ii. Notice of Interest or concern in any Company or Companies or Bodies Corporate, Firms, or other Association of Individuals, including the shareholding under Section 184 of the Companies Act, 2013, read with Rule 9(1) of the Companies (Meetings of Board and its Powers) Rules, 2014 in Form MBP-1;
- iii. List of Related Parties and Relatives under Section 2(76) and Section 2(77) respectively and Section 188 of the Companies Act, 2013;
- iv. Declaration for non-disqualification from being appointed/re-appointed as a Director under to Section 164 (2) of the Companies Act, 2013, read with rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, in Form DIR-8;
- v. Disclosure pursuant to Section 170(1) of the Companies Act, 2013, read with Rule 17(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014 for maintenance of Register of Directors & Key Managerial Personnel; and
- vi. Declaration pursuant to BSE Limited's circular dated June 20, 2018, on 'Enforcement of SEBI Orders regarding appointment of Directors by Listed Companies.'; and

The Board noted that Ms. Simmi Soni is a seasoned professional with over 40 years of experience, including 17 years of extensive experience in administration, logistics management, and export coordination within the food supplement and pharmaceutical manufacturing sector. Since 2009, she has played a pivotal role in strengthening administrative frameworks, optimising logistics operations, and enhancing export management processes within specialised manufacturing environments. Her long-standing association with the organisation reflects her commitment to operational excellence and her ability to contribute consistently to organisational efficiency and growth.

She possesses substantial practical experience in manufacturing support operations, regulatory coordination, and supply chain management. Over the years, she has developed a strong understanding of operational workflows within regulated

manufacturing environments, enabling her to effectively align administrative and logistics processes with production requirements, quality standards, and compliance obligations. Her experience includes managing complex coordination between internal departments as well as external stakeholders to ensure smooth operational continuity.

The relevant details, pursuant to regulation 36(3) of the Listing Regulations and Secretarial Standards (SS-2) on General Meetings issued by The Institute of Company Secretaries of India, in respect of a Director seeking appointment are mentioned hereunder:

S. No.	Details	Particulars
Particulars as per Regulation 36(3) of the Listing Regulations		
1	Name of Director	Ms. Simmi Soni
2	Brief resume of the Director	<p>Ms. Simmi is a seasoned professional with over four decades of experience, including more than 17 years of extensive expertise in administration, logistics management, and export coordination in the food supplement and pharmaceutical manufacturing industry. Since 2009, she has been instrumental in strengthening administrative systems, streamlining logistics operations, and enhancing export management processes within regulated manufacturing environments. Her long-standing association with the organisation reflects her unwavering commitment to operational excellence and her consistent contribution towards organisational efficiency and sustainable growth.</p> <p>Ms. Simmi is recognised for her ability to streamline operational procedures, improve process efficiency, and facilitate effective cross-functional collaboration across various departments. She has demonstrated a strong capability in overseeing the efficient movement of materials and finished products across both domestic and international markets, while maintaining adherence to regulatory and logistical requirements.</p> <p>Known for her strong organisational leadership, strategic operational support, and meticulous attention to detail, she has successfully managed complex administrative and logistics environments. Her expertise in organisational management, export coordination, and operational efficiency continues to contribute significantly to strengthening operational systems and supporting sustainable business growth.</p>
3	Nature of expertise in a specific functional area	She possesses significant practical experience in manufacturing support functions, regulatory coordination, and supply chain management. Over the years, she has developed a comprehensive understanding of operational processes within highly regulated manufacturing setups, enabling her to effectively align administrative and logistics functions with production requirements, quality standards, and statutory compliance obligations. Her professional experience also includes managing complex coordination among internal departments and external stakeholders to ensure seamless operational continuity and effective business operations.
4	Disclosure of the relationship between directors <i>inter-se</i>	Ms. Simmi Soni is not <i>inter-se</i> related to any other Director of the Company.
4.	Names of listed entities in which the person also holds the directorship	NIL
5.	Names of listed entities in which the person also	NIL

	holds the membership of Committees of the board	
6.	Listed Entities from which the person has resigned in the past three years	NIL
6	Shareholding of Non-Executive Director in the listed entity, including shareholding as a beneficial owner	NIL
Particulars of per Secretarial Standards-2 as issued by ICSI		
1	Name of Director and DIN	Ms. Simmi Soni (DIN: 06705768)
2	Age	59 years
3	Qualification	She has a bachelor's degree from Delhi University
4	Experience	40 years
5	Terms and Conditions of Appointment	In accordance with the terms and conditions including remuneration as set out in the resolution and the explanatory statement under Item No. 9.
6	Details of Remuneration sought to be paid along with the erstwhile remuneration	NIL
7	Date of First appointment by Board	March 16, 2026
8	Shareholding in Company	NIL
9	Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Ms. Simmi Soni is not <i>inter-se</i> related to any other Director, Manager and Key Managerial Personnel of the Company.
10	No. of the board meetings attended during the year	No. of meetings held: 01 No. of meetings attended: 01
11	Other Directorship	01
12	Membership and Chairmanship of Committees of other Board	Nil

Except Ms. Simmi Soni being an appointee, none of the directors or key managerial personnel of the Company, or their respective relatives, are in anyway concerned or interested, financially or otherwise, except to the extent of their Directorships/ shareholding in the Company, if any, in the resolution set out at Item No. 9 of the Notice.

The Board of Directors of the Company recommends the resolution set forth at Item No. 9 of the notice, for the approval of the members as an Ordinary Resolution.