

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 19th Annual General Meeting (“AGM”) of the Members of **ARTEMIS MEDICARE SERVICES LIMITED** (“the Company”) will be held on Tuesday, August 1, 2023, at 3:00 P.M. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) for which purpose the Registered Office of the Company situated at Plot No. 14, Sector 20, Dwarka, Delhi – 110 075 shall be deemed as the venue for the Meeting and the proceedings of AGM shall be deemed to be made thereat, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the audited financial statements of the Company for the financial year ended March 31, 2023, the reports of the Board of Directors and Auditors thereon; and
 - b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and report of Auditors thereon.
2. To declare dividend of ₹ 0.45 per equity share, for the financial year ended March 31, 2023.
3. To appoint a Director in place of Mr. Neeraj Kanwar (DIN: 00058951), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Ratification of payment of remuneration to Cost Auditor for the financial year 2023-24**

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

“**RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Cost Auditor, M/s. Chandra Wadhwa & Co., Cost Accountants, New Delhi (FRN:000239), appointed by the Board of Directors of the Company for carrying out Cost Audit for the financial year 2023-24 be paid a remuneration of ₹ 1.50 lakh (Rupees One Lakh Fifty Thousand only) exclusive of applicable taxes and reimbursement of out of pocket expenses, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things and matters, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

5. **Re-appointment of Mr. Sanjib Sen (DIN: 07088442) as an Independent Director of the Company**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of

the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Sanjib Sen (DIN: 07088442), who was appointed as an Independent Director and holds office of Independent Director upto August 2, 2023, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 3 (three) consecutive years with effect from August 3, 2023 to August 2, 2026, on the Board of the Company.

RESOLVED FURTHER THAT the Board or any Committee thereof, be and is hereby authorized to do all such acts, deeds, things and matters, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

6. **Approval for payment of consultancy fees to Dr. Nirmal Kumar Ganguly (DIN: 02316154), Non-Executive Director of the Company**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder and pursuant to Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendation of the Nomination and Remuneration Committee, Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for payment of consultancy fees to Dr. Nirmal Kumar Ganguly (DIN: 02316154), Non-Executive Director of the Company, holding office or place of profit, for an amount not exceeding ₹ 25 lakh (Rupees Twenty Five Lakh only) for the financial year 2023-24, being in excess of fifty percent of the total annual remuneration payable to all Non-Executive Directors of the Company.

RESOLVED FURTHER THAT the Board or any Committee thereof, be and is hereby authorized to do all such acts, deeds, things and matters, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

By Order of the Board
For Artemis Medicare Services Limited

Poonam Makkar
Company Secretary
FCS No.: 7919

Place : Gurugram
Date : May 5, 2023

NOTES:

1. In view of the Ministry of Corporate Affairs (MCA) Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 2/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022 and 10/2022 dated December 28, 2022 ("MCA Circulars") and other relevant circulars issued from time to time, physical attendance of the Members to the Annual General Meeting ("AGM") venue is not required and general meeting may be held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the MCA, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-Voting.
3. AGM shall be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 ("the Act") read with MCA Circulars.
4. In compliance with MCA Circular No. 10/2022 dated December 28, 2022 and other relevant Circulars previously issued by the MCA and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and other relevant Circulars previously issued by SEBI, the Financial Statements including Board's Report, Auditor's Reports and other documents required to be attached therewith (together referred to as Annual Report FY23) and Notice of AGM are being sent in electronic mode to those Members whose e-mail address is registered with the Company, Company's Registrar and Transfer Agent or the Depository Participant(s) and to all other persons so entitled.
5. The Notice calling the AGM and Annual Report for financial year 2022-23 have been uploaded on the website of the Company at www.artemishospitals.com. The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and the AGM Notice is also available on the website of NSDL (agency for providing the e-Voting facility) i.e. www.evoting.nsdl.com.
6. Corporate Members are requested to send a scan copy of duly certified copy of the Board resolution/authority letter authorizing their representative(s) to attend and vote on their behalf at the AGM.
7. The Members can join the AGM through VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 Members on first come first served basis. However, this number does not include the large Shareholders (i.e. Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. The dividend of ₹ 0.45 per equity shares (@45%), as recommended by the Board of Directors, if declared at the AGM, will be paid/despatched within 30 days from the date of declaration to the Members holding equity shares as on the record date i.e. July 14, 2023 on 13,58,60,500 equity shares of the Company. In respect of shares held in dematerialised form, dividend will be paid/despatched on the basis of beneficial ownership data furnished by the respective depositories for this purpose.
10. Payment of Dividend through electronic means:
 - (a) To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company provides the facility to the Members for remittance of dividend directly in electronic mode through National Automated Clearing House (NACH). Members holding shares in physical form and desirous of availing this facility of electronic remittance are requested to register Electronic Clearing Services (ECS) mandate by submitting form ISR-1, ISR-2 and ISR-3 along with the (i) Physical copy of the signed request letter which shall contain shareholder's name, folio number, bank details (viz. Bank account number, Bank and Branch Name, address, IFSC, MICR details) (ii) a self attested copy of PAN card and (iii) cancelled cheque leaf to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form are requested to provide the said details to their respective Depository Participants.
 - (b) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.
11. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations") and the Circulars issued by the MCA, the Company is providing facility of e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an arrangement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting during the AGM will be provided by NSDL.
12. The relevant explanatory statement pursuant to Section 102 of the Act, in respect of the special business set out

above in the Notice is annexed hereto.

13. All documents referred to in the Notice are available for inspection through secured mode by writing to the Company at its e-mail ID investor@artemishospitals.com till the date of the AGM.
14. During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act and other documents as mentioned in the Notice along with explanatory statement shall be available for inspection upon login at NSDL e-Voting system at <https://www.evoting.nsdl.com/>.
15. The shares of the Company are under compulsory demat list of Securities and Exchange Board of India ("SEBI"). The trading in equity shares can now only be done in demat form. In case you do not hold shares in demat form, you may do so by opening an account with a Depository Participant and complete dematerialisation formalities.
16. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed dividend account; exchange of securities certificate; subdivision of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4 to the Company's Registrar and Transfer Agent, Alankit Assignments Limited. It may be noted that any service request can be processed only after the folio is KYC Compliant.
17. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or Registrar & Transfer Agent, for assistance in this regard.
18. Members are requested to update/register their KYC details including changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank account details (name of the bank, branch details, bank account number, MICR code and IFSC code, etc.) as follows:
 - a. For shares held in electronic form: with their Depository Participants (DPs)
 - b. For shares held in physical form: with the Company/ Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. The Company had sent communication to shareholders in this regard.
19. Dispute Resolution Mechanism at Stock Exchanges SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Transfer Agent on delay or default in processing any investor services related request. In compliance with SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the Members holding shares in physical form.
20. As per the provisions of Regulation 39(4) read with Schedule VI of SEBI Listing Regulations, the unclaimed/ undelivered shares lying in possession of the Company had been dematerialised and transferred into an "Unclaimed Suspense Account". Members who have not yet claimed their shares are requested to immediately approach the Company by forwarding a request letter duly signed by the Member furnishing the necessary details to enable the Company to take necessary action.
21. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Company/RTA.
22. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or staying abroad or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for a long period. The statement of holdings should be obtained from the concerned Depository Participants and holdings should be verified periodically.
23. Nomination Facility: As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.
24. Information under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings, in respect of the Directors seeking appointment/re-appointment at the AGM, forms integral part of the Notice and is provided at the end of the Notice. The concerned Directors have furnished the requisite declarations for their appointment/re-appointment and their brief profile forms part of the explanatory statement.
25. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020, and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. In order to enable the Company to determine the appropriate TDS rate, as applicable, shareholders are requested to submit their documents

in accordance with the applicable provisions through an e-mail to Alankit Assignments Limited, the Registrar and Transfer Agent of the Company, at rta@alankit.com by July 14, 2023. The Company has sent an e-mail in this regard to the shareholders on their registered e-mail id. The shareholders are also requested to update their PAN with the Company/ Registrar and Transfer Agent (in case of shares held in physical mode) and with the Depository Participants (in case of shares held in demat mode).

26. Since the AGM will be held through VC/OAVM, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

27. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:

- I. The remote e-Voting period begins on Saturday, July 29, 2023 at 9:00 A.M. (IST) and ends on Monday, July 31, 2023 at 5:00 P.M. (IST). The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Tuesday, July 25, 2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, July 25, 2023.

How do I vote electronically using NSDL e-Voting system?






The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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 e-mail Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;">  <p>NSDL Mobile App is available on  App Store  Google Play  </p> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & E-mail 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
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.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
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

Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 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, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your e-mail ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at

evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. to the Scrutinizer by e-mail to deepak.kukreja@dmkassociates.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL, Trade World, A Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013 at the designated e-mail id evoting@nsdl.co.in.

Process for those shareholders whose e-mail ids are not registered with the depositories/RTA/Company for procuring User ID and Password and registration of e mail ids for e-Voting for the resolutions set out in this Notice:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) by e-mail to investor@artemishospitals.com.
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) to investor@artemishospitals.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
- Alternatively, shareholder/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing above mentioned documents.
- In terms of SEBI circular 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 required to update their mobile number and e-mail ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

- In case of joint holders attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join meeting"** menu against company name. You are requested to click on VC/ OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, e-mail id, mobile number at investor@artemishospitals.com. The same will be replied by the Company suitably.

FOR HELP IN CONNECTION WITH VOTING BY ELECTRONIC MEANS OR FOR PARTICIPATING IN THE AGM THROUGH VC/OAVM:

In case of any grievance connected with the facility for voting by electronic means, Members can directly contact Ms. Pallavi Mhatre, Senior Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013. e-mail id: evoting@nsdl.co.in, call on.: 022 - 4886 7000 and 022 - 2499 7000. Members may also write to the Company Secretary at the e-mail id: investor@artemishospitals.com.

PROCEDURE FOR REGISTRATION OF E-MAIL ADDRESS OF MEMBERS AND GETTING COPY OF NOTICE OF AGM AND ANNUAL REPORT FY23

- Members, who are holding shares in physical/electronic form and their e-mail addresses are not registered with the Company/ their respective Depository Participants, are requested to register their e-mail addresses at the earliest by sending scanned copy of a duly signed letter by the Member(s) mentioning their name, complete address, folio number, number of shares held with the

Company along with self-attested scanned copy of the PAN Card and self-attested scanned copy of any one of the following documents viz., Aadhaar Card, Driving Licence, Election Card, Passport, Utility Bill or any other Govt. document in support of the address proof of the Member as registered with the Company for receiving the Annual Report FY23 along with AGM Notice by e-mail to investor@artemishospitals.com. Members holding shares in demat form can update their e-mail address with their Depository Participants.

2. Please note that the updation/registration of e-mail addresses on the basis of the above scanned documents will be only for the purpose of sending the Notice of 19th AGM and Annual Report for FY23 and thereafter shall be disabled from the records of the Registrar and Share Transfer Agent (RTA) immediately after the AGM. The Member(s) will therefore be required to send the e-mail ID updation request along with hard copies of the aforesaid documents to RTA for actual registration in the records to receive all the future communications including Annual Reports, Notices, Circulars, etc. from the Company electronically.
3. A Member can also register his e-mail address and contact details with us, by writing to us addressed to the Secretarial Department at our Corporate Office, or at our e-mail ID: investor@artemishospitals.com. This will help us in prompt sending of notices, annual reports and other shareholder communications in electronic form.

PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT

1. As the AGM is being conducted through VC/OAVM, Members are encouraged to express their views/ send their queries in advance mentioning their Name, DP ID and Client ID/Folio Number, e-mail id, mobile number at investor@artemishospitals.com to enable smooth conduct of proceedings at the AGM. Questions/Queries received by the Company on or before July 25, 2023 on the aforementioned e-mail id shall only be considered and responded to during the AGM.
 2. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their Name, DP ID and Client ID/ Folio Number, PAN, mobile number at investor@artemishospitals.com on or before Tuesday, July 25, 2023. Those Members who have registered themselves as a Speaker will only be allowed to express their views/ask questions during the AGM.
 3. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time for the AGM.
- II. The remote e-Voting period commences on Saturday, July 29, 2023 at 9:00 A.M. (IST) and ends on Monday, July 31, 2023 at 5:00 P.M. (IST). During this period Members of the Company, holding shares either in physical form

or in dematerialized form, as on the cut-off date i.e. July 25, 2023, may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

- III. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, July 25, 2023, which will only be considered to avail the facility of e-Voting.
- IV. The Board of Directors of the Company has appointed Mr. Deepak Kukreja (holding Certificate of Practice No. 8265), Partner, DMK Associates, Practicing Company Secretaries ("DMK"), as the Scrutinizer and in case of failing him, Ms. Monika Kohli (holding Certificate of Practice No. 4936), Partner, DMK, as an alternate Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- V. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting and e-Voting system at the AGM, in the presence of at least two witnesses not in the employment of the Company and make, not later than 2 working days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any and submit to the Chairman or a person authorised by him in writing who shall counter sign the same.
- VI. The Results shall be declared by the Chairman or the person authorised by him in writing not later than 2 working days of conclusion of the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website (www.artemishospitals.com) and on the website of NSDL (www.evoting.nSDL.com) and forward the same to the stock exchanges immediately after the result is declared by the Chairman.
- VII. Any person, who acquires shares of the Company and becomes Member of the Company after sending of the notice and holding shares as on the cut-off date i.e. Tuesday, July 25, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the Company. However, if he/she is already registered with NSDL for e-Voting then he/ she can use his/her existing User ID and Password for casting the vote. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
- VIII. In case of any grievance connected with the facility for voting by electronic means, Members can directly contact Ms. Pallavi Mhatre, Senior Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. E-mail ID: evoting@nsdl.co.in, Tel: 022 - 4886 7000 and 022 - 2499 7000. Members may also write to the Company Secretary at the e-mail ID: investor@artemishospitals.com.

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

ITEM NO. 4

The Board at its meeting held on May 5, 2023, on the recommendation of the Audit Committee, has re-appointed M/s. Chandra Wadhwa & Co., Cost Auditors, as the Cost Auditor for carrying out Cost Audit of the Company for financial year 2023-24 at a remuneration of ₹ 1.50 lakh (Rupees One Lakh Fifty Thousand only) exclusive of applicable taxes and reimbursement of out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of the Cost Auditor as recommended by the Audit Committee has been considered and approved by the Board of Directors and is required to be ratified by the Members.

Accordingly, consent of the Members is being sought by way of an Ordinary Resolution as set out at item no. 4 of the Notice for ratification of the remuneration payable to the Cost Auditor for financial year 2023-24.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested (financial or otherwise) in the resolution.

The Board of Directors recommends the resolution set out at item no. 4 for your consideration and ratification by way of an Ordinary Resolution.

ITEM NO. 5

Mr. Sanjib Sen (DIN: 07088442) was appointed as an Independent Director on the Board of the Company for the first term of 3 (three) consecutive years w.e.f. August 3, 2020 to August 2, 2023 pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014. He holds office as an Independent Director of the Company up to August 2, 2023 ("first term" in accordance with the explanation to Sections 149(10) and 149(11) of the Act).

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Director and considering his skills, enriched experience, functional expertise and knowledge, being key requirement for this role, has recommended re-appointment of Mr. Sanjib Sen for a second term of 3 (three) consecutive years w.e.f. August 3, 2023 to August 2, 2026 on the Board of the Company.

Mr. Sanjib Sen is a designated Senior Advocate at Supreme Court of India and has expertise in Constitutional, Corporate, Insolvency, Taxation, Criminal and Civil Laws and has hundreds of reported judgements in all leading law journals. He has taken part in a wide range of arbitrations and has been Arbitrator in several high profile matters. Presently, he is in the panel of Arbitrators of Indian Council of Arbitration at FICCI. He has represented top commercial entities, Public Sectors, Corporations and State Governments in the Supreme Court of India.

Basis the report of performance evaluation and considering his skills, enriched experience, functional expertise and knowledge, the Board of Directors of the Company believe that the Company would be benefitted by re-appointing Mr. Sanjib Sen as an Independent Director on the Board of the Company for second term. The Company has also received a notice in writing, from a Member under Section 160 of the Act, proposing his candidature for appointment as Director of the Company.

Mr. Sanjib Sen fulfills the requirements of an Independent Director as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Further, in terms of Section 149 and other applicable provisions of the Act, Mr. Sanjib Sen, being eligible and offers himself for re-appointment, is proposed to be re-appointed as an Independent Director for a second term of 3 consecutive years w.e.f. August 3, 2023 up to August 2, 2026.

The Company has, inter-alia, received the following from Mr. Sanjib Sen:

- (i) Intimation in Form DIR 8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified to be appointed as Director under Section 164 of the Act;
- (ii) A declaration to the effect that he meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence;
- (iii) An undertaking stating that he is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority as per the circular of the BSE Limited and the National Stock Exchange of India Limited relating to the "Enforcement of SEBI Orders regarding appointment of Directors" by the listed companies dated June 20, 2018.

Mr. Sanjib Sen will be entitled to receive sitting fees for attending the Committee and Board Meetings of the Company as may be decided by the Board of Directors of the Company from time to time.

In the opinion of the Board, Mr. Sanjib Sen fulfills the conditions specified in the Act, rules made thereunder and the SEBI Listing Regulations for his re-appointment as an Independent Director of the Company and he is independent of the management.

Section 149(10) of the Act, provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and shall be eligible for re-appointment, for another term of up to five years, on passing of a special resolution by the Members of the Company.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months

from the date of appointment, whichever is earlier. Further in terms of Regulation 25(2A) of the SEBI Listing Regulations, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Accordingly, the re-appointment of Mr. Sanjib Sen requires the approval of the Members by way of a special resolution.

Copy of the draft letter for re-appointment of Mr. Sanjib Sen as an Independent Director would be made available for inspection during normal business hours on all working days of the Company (except Saturdays and Sundays), upto the date of the AGM.

The Board considers that the continued association of Mr. Sanjib Sen would be beneficial to the Company and is desirable to continue to avail his services as an independent director.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, except Mr. Sanjib Sen, concerned or interested (financial or otherwise) in the resolution.

The Board of Directors recommends the resolution set out at item no. 5 for your consideration and approval by way of a Special Resolution.

ITEM NO. 6

As per Section 188(1)(f) of the Companies Act, 2013, the Related Party's appointment to any office or place of profit shall require prior approval of the Audit Committee and Board of Directors and in case of remuneration exceeding threshold limit as prescribed in Rule 15 of the Companies (Meetings of the Board and its Powers) Rules, 2014, the approval of the shareholders of the Company is also required.

Pursuant to Regulation 17(6)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("SEBI Listing Regulations") approval of shareholders is required for payment of any fees or compensation to Non- Executive Directors and in terms of Regulation 17(6)(ca) and other applicable provisions, if any, of the SEBI Listing Regulations, approval of the shareholders by way of a Special Resolution is required every year, if the annual remuneration payable to a single non-executive director in that year exceeds fifty percent of the total annual remuneration payable to all the non-executive directors taken together.

The Members may also note that considering the valuable contribution made by Dr. Nirmal Kumar Ganguly (DIN: 02316154), Non-Executive Director of the Company holding office or place of profit, the Company has extended the engagement with Dr. Ganguly for Research (Clinical and Non-Clinical) and Education activities at Company's Hospital in Gurugram for a further period of one year for FY24 at a Consultancy fees upto ₹ 25 lakh, which exceeds fifty percent of the total annual remuneration payable to all Non-Executive Directors.

The above transaction with the related party has been approved by the Nomination & Remuneration Committee, Audit Committee and the Board of Directors of the Company.

The details about the said related party transaction as required under Rule 15(3) of the Companies (Meetings of the Board and its Powers) Rules, 2014, are furnished below:

1.	Name of the Related Party	Dr. Nirmal Kumar Ganguly, Non-Executive Director
2.	Name of Director/Key Managerial Personnel who is related, if any	None of the Directors or Key Managerial Personnel of the Company and their relatives, except Dr. Nirmal Kumar Ganguly, are directly or indirectly, concerned or interested, financially or otherwise in the resolution.
3.	Nature of Relationship	Not Applicable
4.	Type, nature, material terms, monetary value, tenure, % to consolidated turnover of last financial year and particulars of the contract or arrangement	An amount not exceeding ₹ 25 Lakh (0.03% of the consolidated turnover of the Company for FY23) for FY24 be paid to Dr. Nirmal Kumar Ganguly for Research (Clinical and Non-Clinical) and Education activities at Company's Hospital in Gurugram in the form of Consultancy Fees.
5.	Any other information relevant or important for the Members to take a decision on the proposed resolution	The proposed fee is in line with the services rendered/ to be rendered by Dr. Nirmal Kumar Ganguly. This transaction would be in the ordinary course of business and on arm's length basis.
6.	Justification	As provided in explanatory statement above.
7.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not Applicable
8.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered e-mail address of the shareholder	Not Applicable

Approval of Members by way of a Special Resolution is being sought to the resolution as set out at item no. 6 of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, except Dr. Nirmal Kumar Ganguly, concerned or interested (financial or otherwise) in the resolution.

The Board of Directors recommends the resolution set out at item no. 6 for your consideration and approval by way of a Special Resolution.

DETAILS IN TERMS OF REGULATION 36 OF THE SEBI LISTING REGULATIONS & SECRETARIAL STANDARD-2 ON GENERAL MEETINGS

Name of the Directors	Mr. Neeraj Kanwar (DIN: 00058951)	Mr. Sanjib Sen (DIN: 07088442)	Dr. Nirmal Kumar Ganguly (DIN: 02316154)
Age	51 years	55 years	81 years
Date of first Appointment on the Board	January 17, 2008	August 3, 2020	February 10, 2014
Qualifications	An engineering graduate from Lehigh University, Pennsylvania, USA	LLB	MBBS, MD (Microbiology), DSc (HC)
Experience (Expertise in specific functional area)/Brief Resume	<p>He is a Director of Artemis Medicare Services Limited and the Vice Chairman & Managing Director of Apollo Tyres Ltd.</p> <p>Mr. Neeraj Kanwar is a people-centric leader and believes in empowering employees to enable them to undertake effective and efficient decisions at all times.</p> <p>An engineering graduate from Lehigh University, Pennsylvania, USA, Mr. Neeraj Kanwar is an avid sports person.</p> <p>As a business leader, Mr. Neeraj Kanwar is associated with leading industry associations and was the Chairman of the Automotive Tyre Manufacturer's Association of India.</p>	<p>Mr. Sanjib Sen is a designated Senior Advocate at Supreme Court of India and has expertise in Constitutional, Insolvency, Corporate, Taxation, Criminal and Civil Laws and has hundreds of reported judgements in all leading law journals. He has taken part in a wide range of arbitrations and has been Arbitrator in several high profile matters. Presently he is in the panel of Arbitrators of Indian Council of Arbitration at FICCI. He has represented top commercial entities, Public Sectors, Corporations and State Governments in the Supreme Court of India.</p>	<p>A Doctor and distinguished Biotechnology Research Professor at the National Institute of Immunology, New Delhi and also the President of Jawaharlal Institute of Post Graduate Medical Education and Research, Pondicherry with more than 35 years of experience in the field.</p> <p>He was Director General of Indian Council of Medical Research (ICMR), Director of Post Graduate Institute of Medical Education & Research (PGIMER), Chandigarh, Director of National Institute of Biologicals (NIB), President of National Academy of Medical Sciences and Indian Science Congress.</p> <p>Dr. Ganguly has also been associated as distinguished professor at Translational Health Science and Technology Institute (thsti). He is a Fellow of Imperial College Faculty of Medicine, London; Royal College of Pathologists, London; Third World Academy of Sciences, Italy; Academy of Cardiovascular Sciences, Canada and Fellow of all science and medical academies in India.</p> <p>Dr. Ganguly has been awarded with Padmabhushan (third-highest civilian award in India) and has around 117 national and international accolades to his name. He has published around 800 research papers and has supervised 130 Ph.D thesis.</p>
Directorships held in other companies (excluding foreign companies)	<p>I. Apollo Tyres Limited</p> <p>II. PTL Enterprises Limited</p> <p>III. Sunlife Trade Links Private Limited</p>	Nil	<p>I. Sapien Biosciences Private Limited</p> <p>II. Pushpawati Singhania Hospital & Research Institute</p> <p>III. International Biotech Park Limited</p>
Directorships held in listed entities from which the person has resigned in the past three years	Nil	Nil	Nil

Name of the Directors	Mr. Neeraj Kanwar (DIN: 00058951)	Mr. Sanjib Sen (DIN: 07088442)	Dr. Nirmal Kumar Ganguly (DIN: 02316154)
Number of Meetings attended during the year	4 out of 4 during the financial year	4 out of 4 during the financial year	4 out of 4 during the financial year
Memberships/ Chairmanships of committees across all companies	Artemis Medicare Services Limited <ul style="list-style-type: none"> Audit Committee – Member PTL Enterprises Limited <ul style="list-style-type: none"> Audit Committee – Member Stakeholders’ Relationship Committee – Member Apollo Tyres Limited <ul style="list-style-type: none"> Business Responsibility and Sustainability Committee – Member 	Artemis Medicare Services Limited <ul style="list-style-type: none"> Corporate Social Responsibility Committee – Member 	Artemis Medicare Services Limited <ul style="list-style-type: none"> Corporate Social Responsibility Committee – Member Stakeholders’ Relationship Committee - Member Business Responsibility and Sustainability Committee – Member Risk Management Committee – Member
Key terms and conditions of appointment / reappointment	Mr. Neeraj Kanwar is retiring by rotation and proposed to be re-appointed.	As per resolution at item no. 5 of the Notice convening this meeting read with explanatory statement thereto, Mr. Sanjib Sen is proposed to be re-appointed as an Independent Director for second term of 3 (three) consecutive years, with effect from August 3, 2023.	As per the resolution at item no. 6 of the Notice convening this meeting read with explanatory statement thereto, it is proposed to approve payment of consultancy fees to Dr. Nirmal Kumar Ganguly.
Remuneration sought to be paid	Sitting Fees	Sitting Fees	As detailed in item no. 6 of the Notice
Remuneration last drawn	Sitting Fees paid	Sitting Fees paid	₹ 26.65 Lakh (includes both Consultancy and Sitting Fees)
Shareholding in the Company including shareholding as beneficial owner	Nil	Nil	Nil
Relationships between directors, manager & Key Managerial Personnel inter-se	Mr. Onkar Kanwar, Chairman and Ms. Shalini Kanwar Chand, Non-Executive Director are related to him as father and sister, respectively.	Not Applicable	Not Applicable

By Order of the Board
For Artemis Medicare Services Limited

Poonam Makkar
Company Secretary
FCS No.: 7919

Place : Gurugram
Date : May 5, 2023

Registered Office: Plot No. 14, Sector- 20, Dwarka, Delhi-110 075
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