

NOTICE

NOTICE is hereby given that the **Tenth Annual General Meeting** of the Members of Jaypee Healthcare Limited will be held on **Saturday, 16th September, 2023 at 11:30 a.m. at the Registered office of the Company at Sector - 128, Noida-201304, U.P.**, to transact the following businesses:-

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of **Smt. Rekha Dixit (DIN: 00913685)**, who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint a Director in place of **Shri Sunil Kumar Sharma (DIN: 00008125)**, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. RATIFICATION OF THE REMUNERATION OF COST AUDITORS FOR FINANCIAL YEAR 2023-24

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to **M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. : 000239)** appointed by the Board of Directors to conduct the audit of the cost records of the Company, for the Financial Year ending on March 31, 2024, amounting to Rs. 1,75,000/- (Rupees One Lakh Seventy Five Thousand only) plus applicable taxes and out of pocket expenses, incurred in connection with the cost audit of the Company and excluding the fees payable for rendering other services, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution.”

5. APPOINTMENT OF DR. MANOJ LUTHRA (DIN: 09750662) AS DIRECTOR

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



“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company, Dr. Manoj Luthra (DIN: 09750662) who was appointed as an Additional Director of the Company with effect from October 1, 2022 by the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.

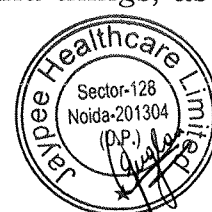
RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion consider necessary to give effect to this Resolution.”

6. APPOINTMENT OF SHRI NARINDER KUMAR GROVER (DIN: 08543115) AS AN INDEPENDENT DIRECTOR FOR A TERM OF THREE CONSECUTIVE YEARS

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company, Shri Narinder Kumar Grover (DIN: 08543115), who was appointed as an Additional Director (Independent) of the Company with effect from September 26, 2022 by the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and eligible for being appointed as an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 3 (three) consecutive years i.e. from September 26, 2022 to September 25, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as



it may, in its absolute discretion consider necessary to give effect to this Resolution.”

7. APPOINTMENT OF DR. YAJULU MEDURY (DIN: 01752495) AS AN INDEPENDENT DIRECTOR FOR A TERM OF THREE CONSECUTIVE YEARS

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

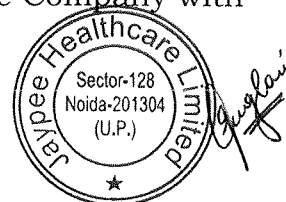
“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company, Dr. Yajulu Medury (DIN: 01752495), who was appointed as an Additional Director (Independent) of the Company with effect from September 26, 2022 by the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and eligible for being appointed as an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 3 (three) consecutive years i.e. from September 26, 2022 to September 25, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion consider necessary to give effect to this Resolution.”

8. APPOINTMENT OF SHRI SATISH CHARAN KUMAR PATNE (DIN: 00616104) AS AN INDEPENDENT DIRECTOR FOR A TERM OF THREE CONSECUTIVE YEARS

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company, Shri Satish Charan Kumar Patne (DIN: 00616104), who was appointed as an Additional Director (Independent) of the Company with



effect from November 7, 2022 by the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and eligible for being appointed as an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 3 (three) consecutive years i.e. from November 7, 2022 to November 6, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion consider necessary to give effect to this Resolution.”

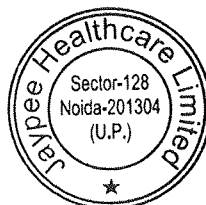
Regd. Office:

Sector-128,
Gautam Budh Nagar
Noida- 201304 (U.P.)
www.jaypeehealthcare.com

Place: Noida

Date: May 20, 2023

**By Order of the Board
For Jaypee Healthcare Limited**

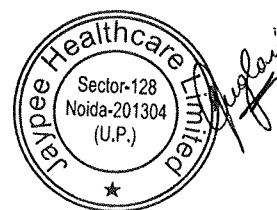


A handwritten signature in black ink, appearing to read "Guglani".

**(Payal Guglani
Company Secretary
Membership No. A53521**

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING IN FORM MGT-11 AS ENCLOSED HEREWITH.**
2. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy for his entire shareholding and such person shall not act as a proxy for any other person or shareholder.
3. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act"), setting out material facts for the proposed Resolutions at Item Nos. 4 to 8 of the accompanying Notice is annexed hereto. Special business under Item Nos. 4 to 8, being considered unavoidable by the Board of Directors, will be transacted at the 10th AGM of the Company.
4. Details of Director seeking appointment/ re-appointment at this Meeting are provided in the "Annexure" to the Notice.
5. Corporate Members intending to send their respective authorized representatives are requested to send a duly certified copy of the Board resolution authorizing such representatives to attend and vote at the Annual General Meeting.
6. Members are requested to notify change in address/contact details, if any, to the Company at its Registered Office / concerned Depository Participant.
7. 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 the Directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available, for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for inspection without any fee by the Members at the Registered Office of the Company on all working days, during business hours, up to the date of the meeting from the date of circulation of this Notice up to the date of AGM.



EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

The following Statement sets out all material facts relating to the Special Businesses mentioned under Item Nos. 4 to 8 of the accompanying Notice:

ITEM NO. 4

RATIFICATION OF THE REMUNERATION OF COST AUDITORS FOR FINANCIAL YEAR 2023-24

The Board of Directors, on the recommendation of the Audit Committee, in its Meeting held on May 20, 2023, approved the re-appointment and remuneration of M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. : 000239), as Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the Financial Year ending on March 31, 2024. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the Members of the Company.

Accordingly, consent of the Members is being sought for payment of Remuneration amounting to Rs. 1,75,000/- (Rupees One Lakh Seventy Five Thousand only) plus applicable taxes and out of pocket expenses, incurred in connection with the cost audit of the Company and excluding the fees payable for rendering other services, to M/s Chandra Wadhwa & Co. for conducting audit of the Cost Records of the Company for the Financial Year ending on March 31, 2023.

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

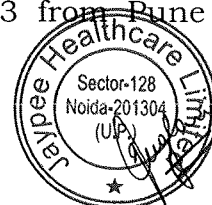
The Board of Directors accordingly commends the Ordinary Resolution set forth at Item No. 4 of the Notice for approval of the members.

ITEM NO. 5

APPOINTMENT OF DR. MANOJ LUTHRA (DIN: 09750662) AS DIRECTOR

Dr. Manoj Luthra (DIN: 09750662) was appointed as an Additional Director by the Board of Directors, on the recommendation of Nomination and Remuneration Committee, w.e.f October 1, 2022. By virtue of Section 161 of the Companies Act, 2013 read with Article 88 of the Articles of Association of the Company, he holds office upto the date of this Annual General Meeting of the Company.

Dr. Manoj Luthra, aged 69 years, is a renowned cardiologist who is already working as CEO of Jaypee Hospital since 2016. Dr Manoj Luthra joined the Indian Armed Forces in 1977 after graduating from the Armed Forces Medical College. He completed his Masters in General Surgery in 1983 from Pune



University and was thereafter posted at the Armed Forces Medical College as a lecturer in General Surgery. He opted for training in Cardiac Surgery and after passing his M.Ch. in Cardiac Surgery from Pune University, he underwent further training in Coronary Artery Surgery in Australia and Paediatric Cardiac Surgery in United Kingdom. After training, he returned to the Armed Forces Medical College and worked as an Associate Professor, then Professor and later Head of Department of Cardio-Thoracic Surgery. He has also served as Head of Department of Cardiac Surgery at the Prestigious Army Hospital (Research and Referral), New Delhi from 2007 – 2010 and as Dean of the Armed Forces Medical college from 2010 – 2014. He joined Jaypee Hospital, Noida in August, 2014 and is doing all types of Cardiac Surgery.

Taking into consideration his qualifications and vast experience, the Board of Directors considers that his presence on the Board would be beneficial to the Company. The Company has received his consent in writing to act as Director, intimation in Form DIR-8 to the effect that he is not disqualified in accordance with Section 164 of the Act. His appointment requires approval of the Members by way of Ordinary Resolution.

Save and except Dr. Manoj Luthra, being the appointee to whom the Resolution relates, none of the other Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this Resolution.

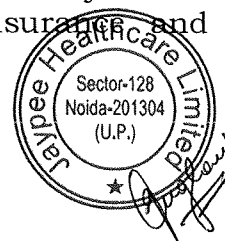
The Board of Directors, accordingly, commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

ITEM NO. 6

APPOINTMENT OF SHRI NARINDER KUMAR GROVER (DIN: 08543115) AS AN INDEPENDENT DIRECTOR FOR A TERM OF THREE CONSECUTIVE YEARS

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Shri Narinder Kumar Grover as an Additional Director w.e.f. September 26, 2022 to hold office upto the date of this AGM and as an Independent Director of the Company w.e.f. September 26, 2022 to September 25, 2025 for a term of 3 consecutive years.

Shri Narinder Kumar Grover, aged 62 years, holds the degree of M.Com. and LL.B. from University of Delhi, MBA (Finance) from Faculty of Management Studies, University of Delhi, MS in Consultancy Management from Birla Institute of Technology, Pillani, PG Diploma in Labour Laws, Tax Laws, Corporate Laws, Multimodal Transport (Logistics Management) & International Trade Laws. He is a fellow Member of Insurance Institute of India and Institute of Cost and Works Accountants of India, Kolkata and a Member of Institute of Internal Auditors, Delhi. He has vast experience spanning around 40 years in corporate sector in the areas of Financial Management, Insurance and



Commercial/ Marketing functions. He has worked as Managing Director in Central Railside Warehouse Company Limited, New Delhi. He has also worked in other renowned Companies including Siemens India Limited, Central Warehousing Corporation and United India Insurance Company Limited and also held the position of Nominee Director in various Government Organizations. He is currently acting as Independent Director on the Board of Jaiprakash Associates Limited and Kanpur Fertilizers & Chemicals Limited.

Taking into consideration his qualifications and vast experience, the Board of Directors considers that his presence on the Board would be beneficial to the Company. In the opinion of the Board, he is independent from the Management and fulfills all the conditions specified in the Companies Act, 2013 for his appointment. The Company has received his consent in writing to act as Independent Director, intimation in Form DIR-8 to the effect that he is not disqualified in accordance with Section 164 of the Act and a Certificate of Independence. A copy of draft letter of appointment setting out the terms and conditions of his appointment is available for inspection by the Members. His appointment as an Independent Director, not liable to retire by rotation, requires approval of the Members by way of Ordinary Resolution.

Save and except Shri N.K. Grover, being the appointee to whom the Resolution relates, none of the other Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this Resolution.

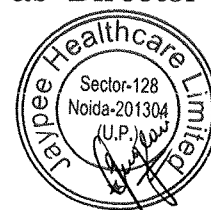
The Board of Directors, accordingly, commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the Members.

ITEM NO. 7

APPOINTMENT OF DR. YAJULU MEDURY (DIN: 01752495) AS AN INDEPENDENT DIRECTOR FOR A TERM OF THREE CONSECUTIVE YEARS

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Dr. Yajulu Medury as an Additional Director w.e.f. September 26, 2022 to hold office upto the date of this AGM and as an Independent Director of the Company w.e.f. September 26, 2022 to September 25, 2025 for a term of 3 consecutive years.

Dr. Y. Medury, aged 65 years, graduated with a B.Tech (Hons.) from the Indian Institute of Technology, Kharagpur and subsequently did his MS & Ph.D. from the University of Wisconsin at Madison, USA. Dr Medury started his career with the British Council, New Delhi. He has served as Chairman & MD with EdCIL (a Government of India Enterprise) and as the founding Vice Chancellor of VIT – Vellore. He has also worked with the Jaypee Group from 2001 to 2014, as COO (Education) working with Jaiprakash Sewa Sansthan in setting up 4 Universities across India. Dr Medury joined the Times of India Group in April 2014 as Director



(Higher Education) and subsequently was the founding Vice-Chancellor of the Bennett University, Greater Noida. Presently, Dr. Yajulu Medury is the Vice Chancellor of Mahindra University, Hyderabad. Prior to this, he was Director of Mahindra Ecole Centrale at Hyderabad since March 2018. Dr. Medury plays an active role in key industry Associations vis-à-vis the education sector e.g. CII, FICCI, ASSOCHAM etc. He is currently acting as Independent Director on the Board of Jaiprakash Associates Limited.

Taking into consideration his qualifications and vast experience, the Board of Directors considers that his presence on the Board would be beneficial to the Company. In the opinion of the Board, he is independent from the Management and fulfills all the conditions specified in the Companies Act, 2013 for his appointment. The Company has received his consent in writing to act as Independent Director, intimation in Form DIR-8 to the effect that he is not disqualified in accordance with Section 164 of the Act and a Certificate of Independence. A copy of draft letter of appointment setting out the terms and conditions of his appointment is available for inspection by the Members. His appointment as an Independent Director, not liable to retire by rotation, requires approval of the Members by way of Ordinary Resolution.

Save and except Dr. Yajulu Medury, being the appointee to whom the Resolution relates, none of the other Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this Resolution.

The Board of Directors, accordingly, commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval of the Members.

ITEM NO. 8

APPOINTMENT OF SHRI SATISH CHARAN KUMAR PATNE (DIN: 00616104) AS AN INDEPENDENT DIRECTOR FOR A TERM OF THREE CONSECUTIVE YEARS

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Shri S.C.K. Patne as an Additional Director w.e.f. November 7, 2022 to hold office upto the date of this AGM and as an Independent Director of the Company w.e.f. November 7, 2022 to November 6, 2025 for a term of 3 consecutive years.

Shri Satish Charan Kumar Patne, aged 79 years, holds the degree of B.Sc. Engineering (Chemical) Graduate from BIT, Sindri. He has more than four decades of rich and varied experience in management as a whole and the steel industry in particular. He has an illustrative career spanning over three decades with Steel Authority of India Limited. Shri Patne was the Managing Director/Chairman of the Indian Iron & Steel Company Limited and was also on the Boards of several companies in the past including Jaiprakash



Associates Limited. He also served as an Advisor & Director and Chief Operating Officer in Jaypee Group. He is currently on the Board of JMG Corporation Limited.

Taking into consideration his qualifications and vast experience, the Board of Directors considers that his presence on the Board would be beneficial to the Company. In the opinion of the Board, he is independent from the Management and fulfills all the conditions specified in the Companies Act, 2013 for his appointment. The Company has received his consent in writing to act as Independent Director, intimation in Form DIR-8 to the effect that he is not disqualified in accordance with Section 164 of the Act and a Certificate of Independence. A copy of draft letter of appointment setting out the terms and conditions of his appointment is available for inspection by the Members. His appointment as an Independent Director, not liable to retire by rotation, requires approval of the Members by way of Ordinary Resolution.

Save and except Shri S.C.K Patne, being the appointee to whom the Resolution relates, none of the other Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this Resolution.

The Board of Directors, accordingly, commends the Ordinary Resolution set out at Item No. 8 of the Notice for approval of the Members.

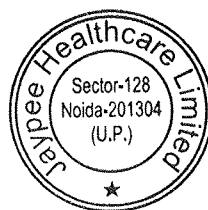
Regd. Office:

Sector-128,
Gautam Budh Nagar
Noida- 201304 (U.P.)
www.jaypeehealthcare.com

Place: Noida

Date: May 20, 2023

**By Order of the Board
For Jaypee Healthcare Limited**



A handwritten signature in black ink, appearing to read "Payal Guglani".

**(Payal Guglani
Company Secretary
Membership No. A53521**

ANNEXURE TO THE NOTICE

Details of Director seeking appointment / re-appointment at the Tenth Annual General Meeting pursuant to the relevant provisions of the Companies Act, 2013 read with SS-2

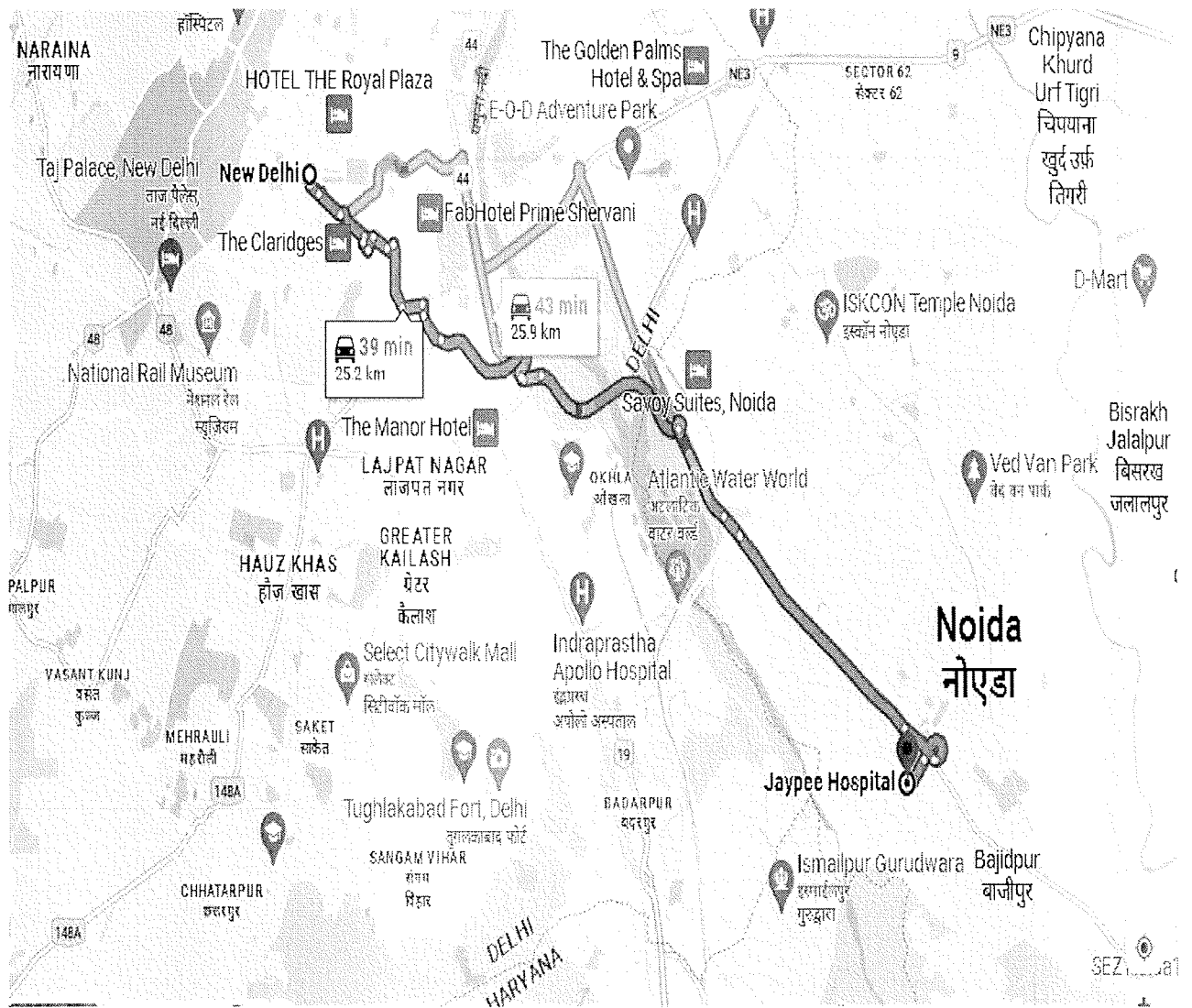
Name of the Director & DIN	Smt. Rekha Dxit (DIN:00913685)	Shri Sunil Kumar Sharma (DIN: 00008125)	Dr. Manoj Luthra (DIN: 09750662)	Shri Narinder Kumar Grover (DIN: 08543115)	Dr. Yajulu Medury (DIN : 01752495)	Shri S.C.K. Patne (DIN : 00616104)
Date of Birth	09.08.1958	01.07.1959	24.06.1954	13.07.1961	01.03.1958	19.04.1944
Qualifications	Masters Degree in English from Delhi University	Bachelors' Degree in Science	MBBS-1976; MS (General Surgery)-1983; DNB (General Surgery)- 1986; and Mch (Cardiac Thoracic Surgery)- 1990	M.Com. and LL.B. from University of Delhi, MBA (Finance) from Faculty of Management Studies, University of Delhi, MS in Consultancy Management from Birla Institute of Technology, PG Pillani, Diploma in Labour Laws, Tax Corporate Laws, Multimodal Transport (Logistics Management) & International Trade Laws. He is a fellow Member of Insurance Institute of India and Institute of	B.Tech (Hons.) from the Indian Institute of Technology, Kharagpur and MS & Ph.D. from the University of Wisconsin at Madison, USA	B.Sc. Engineering (Chemical) from BIT, Sindri

Experience	<p>She joined Jaypee Group in 1999 and has more than 25 years of rich experience in all the commercial aspects of the Business including General Management, Central Group Procurement.</p> <p>Since 2009, she has been a part of the core group for the flagship Jaypee Hospital Noida including holding the position of Whole-time Director from 2015 to 2020. She has been responsible for setting up of the Jaypee Group's Flagship State of the Art 500 Bed Jaypee Hospital at Noida from its inception,</p>	<p>Shri Sunil Kumar Sharma has over 43 years of varied experience in planning, procurement, execution and management in the fields of cement, power, realty, expressways, tourism & hospitality, sports, healthcare etc</p>	<p>In 1983, Dr. Manoj Luthra was posted at the Armed Forces Medical College as a lecturer in General Surgery. He opted for training in Cardiac Surgery and after passing his M.Ch. in Cardiac Surgery from Pune University, he underwent further training in Coronary Artery Surgery in Australia and Paediatric Cardiac Surgery in United Kingdom. After training, he returned to the Armed Forces Medical College and worked as an Associate Professor, then Professor and later Head of Department of Cardio-Thoracic Surgery. He has also served as Head of Department of Cardiac Surgery at the Prestigious Army Hospital (Research and Referral), New</p>	<p>Cost and Works Accountants of India, Kolkata and a Member of Institute of Internal Auditors, Delhi.</p> <p>Vast experience spanning around 40 years in corporate sector in the areas of Financial Management, Insurance and Commercial / Marketing functions. He has worked as Managing Director in Central Railside Warehouse Company Limited, New Delhi. He has also worked in other renowned Companies including Siemens India Limited, Central Warehousing Corporation and United India Insurance Company Limited and also held the position of Nominee</p>	<p>He has served as Chairman & MD with EdCIL (a Government of India Enterprise) and as the founding Vice Chancellor of VIT - Vellore. He has also worked with the Jaypee Group from 2001 to 2014, as COO (Education) working with Jaiprakash Sewa Sansthan in setting up 4 Universities across India. Dr Medury joined the Times of India Group in April 2014 as Director (Higher Education) and subsequently was the founding Vice-Chancellor of the Bennett University, Greater Noida. Presently Dr. Yajulu Medury is</p>	<p>He has more than four decades of rich and varied experience in management as a whole and the steel industry in particular. He has an illustrative career spanning over three decades with Steel Authority of India Limited. He was the Managing Director/Chairman of the Indian Iron & Steel Company Limited and was also on the Boards of several companies in the past including Jaiprakash Associates Limited. He also served as an Advisor & Director and Chief Operating Officer in Jaypee Group.</p>
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	through planning and construction and presently overseas day-to-day operations. Currently, she is associated with the Company as Vice-chairperson.		Delhi from 2007 – 2010 and as Dean of the Armed Forces Medical college from 2010 – 2014. He joined Jaypee Hospital, Noida in August, 2014 and is doing all types of Cardiac Surgery. Since 2016, he has been appointed as CEO of Jaypee Hospital.	Director in various Government Organizations.	the Vice Chancellor of Mahindra University, Hyderabad. Prior to this, he was Director of Mahindra Ecole Centrale at Hyderabad since March 2018. Dr. Medury plays an active role in key industry Associations vis-à-vis the education sector e.g. CII, FICCI, ASSOCHAM etc.	
Date of first appointment on the Board	30.10.2012	30.10.2012	01.10.2022	26.09.2022	26.09.2022	07.11.2022
Terms and conditions of appointment or re-appointment	Being re-appointed as Director, liable to retire by rotation	Being re-appointed as Director, liable to retire by rotation	Terms and conditions of appointment of Director (liable to retire by rotation) are as per appointment letter	Appointment as an Independent Director for a period of 3 consecutive years, not liable to retire by rotation.	Appointment as an Independent Director for a period of 3 consecutive years, not liable to retire by rotation.	Appointment as an Independent Director for a period of 3 consecutive years, not liable to retire by rotation.
Shareholding in the company (either in his name or in the name of any other persons or on beneficial interest basis)	100 (Beneficial ownership with Jaypee Infratech Limited)	100 (Beneficial ownership with Jaypee Infratech Limited)	Nil	Nil	Nil	Nil

Relationship with other Directors and other Key Managerial Personnel of the Company	Sister of Shri Manoj Gaur, Chairman of the Board. As per the Companies Act, 2013, she is not related to any other Director / Key Managerial Personnel.	As per the Companies Act, 2013, he is not related to any Director / Key Managerial Personnel.	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of Meetings of the Board attended during Financial Year 2022-23	5/5	5/5	1/2	3/3	2/2
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Directorship: Jaypee Infratech Limited, Ceekay Estates Private Limited, Himalyaputra Aviation Limited, Dixit Holdings Private Limited, Mahabhadra Constructions Limited, Jaypee Infra Ventures Private Limited and Jaypee Jan Sewa Santhan. Committees: Jaypee Infratech Limited Corporate Social	Directorship: Jaiprakash Associates Limited, Jaiprakash Power Ventures Limited, Jaypee Infratech Limited, Jaypee Fertilizers & Industries Limited, Jaypee Arunachal Power Limited, Jaypee Infrastructure Development Limited, Jaypee Ganga Infrastructure Corporation Limited and Indesign Enterprises Private Limited Chairmanship: Jaiprakash Associates Limited Member of Corporate	Nil	Directorship: Jaiprakash Associates Limited and Kanpur Fertilizers & Chemicals Limited Committees: Kanpur Fertilizers & Chemicals Limited Member of Audit Committee, Nomination & Remuneration Committee and Restructuring Committee	Directorship: Jaiprakash Associates Limited Committees: Jaiprakash Associates Limited Chairman of Nomination & Remuneration Committee and Member of Audit Committee
					Directorship: JMG Corporation Limited.

	<p>Responsibility Committee – Member Jaypee Infra Ventures Private Limited Corporate Social Responsibility Committee – Member Himalyaputra Aviation Limited Corporate Social Responsibility Committee – Member Mahabhadra Constructions Limited Corporate Social Responsibility Committee – Member</p>	<p>Social Responsibility Committee, Risk Management Committee, Stakeholders' Relationship Committee and Finance Committee Jaypee Infratech Limited Member of Nomination & Remuneration Committee and Corporate Social Responsibility Committee. Chairman of Stakeholders Relationship Committee Jaypee Ganga Infrastructure Corporation Limited Corporate Social Responsibility Committee – Member Jaiprakash Power Ventures Limited Chairman of Stakeholders Relationship Committee. Member of Finance Committee and Nomination and Remuneration Committee.</p>	<p>Jaiprakash Associates Limited Member of Audit Committee and Finance Committee</p>		
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JAYPEE HEALTHCARE LIMITED

CIN: U85191UP2012PLC053358

Registered Office: Sector-128, NOIDA-201 304 (U.P.)

Telephone: +91 (120) 4122222

E-mail: askus@jaypeehealthcare.com; Website : www.jaypeehealthcare.com

ATTENDANCE SLIP

DP ID		FOLIO NO./CLIENT ID		NO.OF SHARES	
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Name(s) and address of the Member/proxy in full: _____

I/We hereby record my/our presence at the **10th Annual General Meeting** of the Company to be held on **Saturday, 16th September, 2023 at 11:30 a.m. at the Registered Office of the Company at Sector 128, Noida 201 304 (U.P.).**

☐

MEMBER

☐

PROXY

Signature of Member/Proxy

JAYPEE HEALTHCARE LIMITED

CIN: U85191UP2012PLC053358

Registered Office: Sector-128, NOIDA-201 304 (U.P.)

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FORM NO.MGT-11

**PROXY
FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and
Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN	U85191UP2012PLC053358
Name of the Company	Jaypee Healthcare Limited
Registered Office	Sector-128, NOIDA-201 304 (U.P.) Telephone: +91 (120) 4122222

Name of the Member (s)	
Registered Address	
E-mail id	
DP ID and Client ID/Folio No.	

I/We, being the member(s) holding _____ shares of the above named Company, hereby appoint

1)	Name			
	Address			
	E-mail id		Signature	

Or failing him

2)	Name			
	Address			
	E-mail id		Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 10th Annual General Meeting of the Company, to be held on **Saturday, 16th September, 2023 at 11:30 a.m. at the Registered Office of the Company at Sector – 128, Noida 201304(U.P.)** and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business	
1	Consideration and adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of Directors and Auditors thereon.
2	Appointment of Director in place of Smt. Rekha Dixit (DIN: 00913685) , who retires by rotation and being eligible, offers herself for re-appointment.
3	Appointment of Director in place of Shri Sunil Kumar Sharma (DIN: 00008125), who retires by rotation and being eligible, offers himself for re-appointment.
Special Business	
4	Ratification of Remuneration of M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239), Cost Auditors for the Financial Year 2023-24.
5	Appointment of Dr. Manoj Luthra (DIN: 09750662) as Director, liable to retire by rotation.
6	Appointment of Shri Narinder Kumar Grover (DIN: 08543115) as an Independent Director for a term of three Consecutive Years.
7	Appointment of Dr. Yajulu Medury (DIN: 01752495) as an Independent Director for a term of three Consecutive Years.
8	Appointment of Shri Satish Charan Kumar Patne (DIN: 00616104) as an Independent Director for a term of three Consecutive Years.

Signed this ____ day of _____, 2023

Signature of Member :

Signature of Proxy holder(s) :

Affix
Revenue
Stamp
of
Re.1/-

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a Member of the Company