



**Global Health Limited - Equity Shareholders NCLT convened meeting held
on Saturday, August 3, 2024 at 2.00 P.M.**

Rahul Ranjan: Namaskar and very good afternoon ladies and gentlemen. My name is Rahul Ranjan and I am the Company Secretary & Compliance Officer of your company. I welcome you all to this meeting of Equity Shareholders of Global Health Limited, convened pursuant to the directions of Hon'ble National Company Law Tribunal, New Delhi *via* its Order *dated* June 12, 2024.

Please note that this meeting is conducted through Video Conferencing, in accordance with the provisions of Companies Act, 2013 and various Circulars issued by Ministry of Corporate Affairs and SEBI in this regard. For better experience, Members are encouraged to join the session with high speed wired Internet connectivity to prevent dropouts and speed related issues. Participants connecting from Mobile Devices or tablets or through laptop connected *via* mobile hotspot may experience audio or video loss due to fluctuation in their respective networks. It is therefore, recommended to use stable Wi Fi or LAN connection to mitigate their technical glitches.

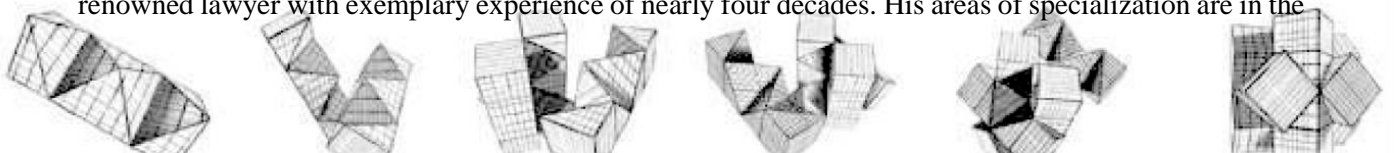
All members who have joined this meeting are by default being placed on mute mode to avoid any background disturbances and to ensure smooth conduct of the business. During the Meeting, if any shareholder faces technical issues, they may contact the helpline number mentioned in the notice of the meeting.

Before the commencement of the meeting, I would like to introduce you the panelists.

First we have **Dr. Binod Kumar Sinha, Chairman** of the meeting as appointed by NCLT. Dr. Binod Kumar Sinha is a post graduate, doctorate in Philosophy and alumnus of Patna University. Dr. Sinha is a seasoned IRS officer, specialized in tax audit, fraud investigation and international tax matters. Post superannuation, Dr. Sinha was appointed as member Technical of National Capital Tribunal in May 2019 and after successfully serving at NCLT Hyderabad and NCLT Delhi, he completed his tenure on the 31st October 2023. Currently, he is active as professional expert and Mediator in company law matters.

Next we have **Dr. R.K. Srivastava, Vice Chairperson** of the meeting as appointed by NCLT. Mr. Srivastava joined Ministry of Law and Justice in 1990 and superannuated in 2022. After retirement, he started practice as an Advocate in High Court of Delhi. He is also senior Counsel for Union of India at High Court of Delhi.

Next is **Shri Vijendra Singh, Scrutinizer** of the meeting as appointed by the NCLT. Mr. Singh is a renowned lawyer with exemplary experience of nearly four decades. His areas of specialization are in the





field of corporate law, mergers, acquisition, litigation and negotiation. He is a nominated Senior Panel Council for Union of India, offering expertise in governance and legal guidance.

We also have Mr. Pankaj Sahni, Group Chief Executive Officer & Director, Mr. Yogesh Gupta, Chief Financial Officer and Mr. Ravi Gothwal, Head of Investor Relations of the Company.

With this may I now request Chairperson, Dr. Binod Sinha to chair the meeting and proceed with the Agenda of the meeting.

Dr. Binod Kumar Sinha: Thank you Mr. Rahul. Dear Shareholders, good afternoon to you all. I welcome you all to this meeting of the Equity Shareholders of the Global Health Limited, convened pursuant to the order of Hon'ble NCLT, Delhi dated the June 12, 2024. I am attending the meeting from Medanta-The Medicity, Gurugram.

This meeting is convened as per the directions of NCLT order, for seeking approval for the Scheme of Amalgamation of M/s Medanta Holdings Private Limited (Transferor Company) with and into M/s Global Health Limited (Transferee Company) and their respective Shareholders and Creditors pursuant to Sections 230 to 232 of the Companies Act, 2013 read with rules made thereunder.

I would now request the moderator to confirm the quorum.

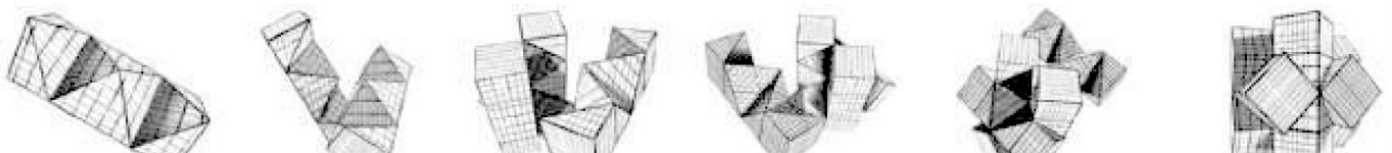
Moderator: We have 114 members present. Thank you.

Dr. Binod Kumar Sinha: As per the order of NCLT dated June 12, 2024, the quorum stipulated under the NCLT order is 62,389 shareholders. Since the requisite quorum is not yet present, therefore, the meeting is adjourned by half an hour as directed in the said order of NCLT. Please note that post adjournment, if the requisite Quorum is not present, then pursuant to NCLT's Order, the persons present and voting shall be deemed to constitute a valid quorum. Shareholders who have already logged in may please continue to be logged in. We shall resume this meeting after 30 minutes.

MEETING IS ADJOURNED FOR 30 MINUTES

Dr. Binod Kumar Sinha: Dear Shareholders, good afternoon and welcome again to this meeting of equity shareholders of M/s Global Health Limited convened, pursuant to the order of Hon'ble NCLT, Delhi. Moderator can you now give us the number of people who are present.

Moderator: 117 sir.





Dr. Binod Kumar Sinha: It has been confirmed by the Moderator that 117 equity shareholders are present at this adjourned meeting and therefore, pursuant to the NCLT orders, the shareholders present here shall be deemed to constitute a valid quorum.

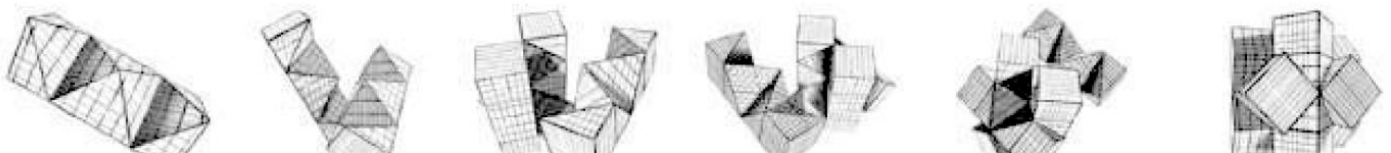
Therefore, I now call this meeting to be in order.

As the Registered Office of the Company is at New Delhi, the same shall be deemed to be the venue for this meeting and the proceedings shall therefore be deemed to be made thereat. The Scheme of Amalgamation, along with other documents as mentioned in the notice, are also kept open for inspection during the meeting and any member intending to review the same can do, so by clicking the link given in the mail sent along with the notice.

As the notice has already been circulated to all members, I take the notice convening this NCLT convened meeting as read. Now, let me take up the item as set forth in the notice of this NCLT convened meeting i.e. to approve and if thought fit, the scheme of amalgamation of M/s Medanta holdings Private Limited (Transferor Company) with and into M/s Global Health Limited (Transferee Company) and their respective Shareholders and Creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013. The rationale for the same and other necessary information including the salient features of the scheme are mentioned in the explanatory statement, appended to the notice of the meeting which has been sent to all the equity shareholders.

Member may please note that the Company through KFIN, has provided facility for remote e-voting which was kept open for from **Tuesday, July 30, 2024 at 09:00 AM (IST)** and ended on **Friday, August 2, 2024 at 05:00 PM (IST)**. The e voting facility is also available during the meeting and will remain open till 15 minutes after the closure of the meeting. Members who have not cast their vote yet are requested to do so during the meeting and time given thereafter. Please note that the shareholders who have already voted under remote e voting facility are not allowed to vote again or change their voting during the e voting. Please note that this meeting is convened with a specific agenda item as stated, any discussion or questions or clarification shall be limited to that agenda item only. Shareholders having other queries may approach the Company management directly as per protocols of the Company for investor grievances. Each shareholder who have requested themselves as the speaker shareholder will be given three minutes to conclude their view.

Now I request moderator to invite the speaker shareholders one by one.





Moderator: Thank you chairman Sir, may I request Mr. Manoj Kumar Gupta ji to kindly unmute himself and switch on his video and put forth his perspective. Mr. Manoj Kumar Gupta ji. Well, we have not received any input from Mr. Manoj Kumar Gupta ji so we'll move on to our next speaker, Miss Celestial, Elizabeth Mascarenhas. Miss Mascarenhas, you are requested to kindly unmute yourself.

Miss Mascarenhas: Hello, Am I audible?

Moderator: Yes ma'am, you are audible.

Miss Mascarenhas: Okay. Thank you very much. Respected NCLT meeting Chairman Dr. Binod Kumar Sinha, other members of the Board, my dear fellow shareholders, I am speaking from Mumbai. I thank the Company Secretary for sending me this link and also registering me and KFintech a big thank you. Though it was postponed by 50 minutes, I could connect. Thank you so much. Now I go directly to the questions. How will this merger of Medanta holding Private Limited will affect the EBITDA and dividend of the Company in the upcoming years? How will the merger impact the Company and the Shareholders in the near term? This merger according to me is very good. Because this is our wholly owned subsidiary. And we will definitely economies of scales will worked up. So I am very much happy that we are going for this. It should have been done long back. But I don't understand why it was not done earlier. So whatever it is, I support and I wish my company all the best. And especially you all people and the Global Health. A very good health as health as well.

Thank you and Namaskar.

Moderator: Thank you ma'am. We will move on to our next speaker. Mr. Rajesh Kevalram Chenani. Unfortunately, Rajesh Keval Ram Chennanji is not logged in at this point in time. With that, we conclude the session. As speakers who have registered have been provided an opportunity. I hand it back to the Board. Sorry chairman. Sir,

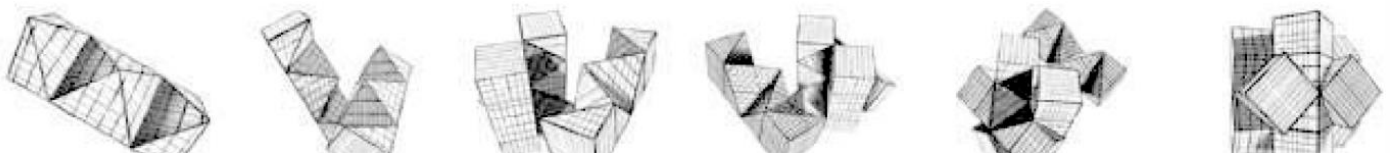
Dr. Binod Kumar Sinha: Can you just check whether Mr. Gupta has come back or not?

Moderator: Mr Gupta has not come back, sir.

Dr. Binod Kumar Sinha: Okay.

Moderator: Thank you sir.

Dr. Binod Kumar Sinha: So after having this session for the speaker shareholders. I now authorize Shri Vijendra Singh, you have to answer. You need to answer this question.





Mr. Pankaj Sahni: Sure. Thank you very much ma'am, for your questions. My name is Pankaj Sahni. I'm the Group CEO of the organization. I just wanted to share a couple of thoughts on the merger and the basis of the merger as well as the rationale. As you very rightly pointed out, the transferor company is 100% subsidiary of the transferee company. And both are engaged in the same business of providing healthcare services to the community. Our belief is that this merger will result in significant savings. With respect to the multicultural regulatory compliances. Prevention of having to do multiple bookkeeping and record keeping. As well as cost savings by way of reduction in overhead, which are administrative, managerial as well as potentially other expenditures. Therefore, it is our belief that this merger will have significant benefits to the Company as a whole and to the shareholders in total. As far as your question with respect to the future EBITDA and the future dividend. As you are aware, we are unable to comment on the future prospects of the organization and also we are currently in our silent period. Our quarterly results will be declared in our Board meeting to be held on the 8 August, following which the results will be made public as per the regulatory compliances. Therefore, I am unable to answer any specific questions with respect to EBITDA or results. However, what I can tell you is that it is our belief that there will be no significant adverse impact of this merger on the organization or its shareholders or other stakeholders.

Dr. Binod Kumar Sinha: Thank you. Thank you very much Mr. Sahni, for clarifying the queries raised by Ms. Mascarenhas, I now authorized Shri Vijendra Singh, Scrutinizer, to conduct the voting procedure and conclude the meeting and also authorize him to declare the results of the voting of the conclusion of this meeting as per the set timelines.

The e voting facility will remain available for another 15 minutes to enable the shareholders to cast their votes. The proceedings of the meeting will close after the shareholders participating in the meeting have passed their vote through e voting which will lapse after 15 minutes as informed earlier. I would like to thank all the stakeholders for attending this meeting. Thank you very much.

Mr. Vijendra Singh: I confirm that e voting has been kept open for 15 minutes. I confirm that requisite quorum was present throughout the meeting. The result will be announced as per the prescribed timeline. The resolution is set forth in the notice will be deemed to be passed today, subject to requisite number of votes. Thank you all for participating in the meeting.

Rahul Ranjan: Thank you, sir. Dear Shareholders, as advised by Mr. Singh, the time for e voting is open for next 15 minutes after the closure of this meeting. The business of the meeting is now complete. Please note that the results of the e voting conducted at the meeting, aggregated with the results of remote e voting, shall be announced by the chairperson within two working days of the conclusion of this meeting for receipt of report and the same shall be displayed on the website of the Company, website of the stock exchanges i.e. BSE and NSE, and the website of KFIN. With this, we conclude this meeting. Thank you once again for making it convenient to attend the meeting. Thank you all.