Notice is hereby given that the 22nd Annual General Meeting of the Members of GeBBS Healthcare Solutions Private Limited ("Company") will be held on Thursday, 06th day of August, 2026 at 7:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following businesses: -

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Ordinary Business:

1. **To consider and adopt -**
   (a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon;
   (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon.

Special Business:

2. **Approval and regularization of Director - Mr. Chinmoy Banerjee (DIN: 11611682) as Executive, Director on the Board of Directors of the Company.**

3. **Approval and regularization of Director - Mr. Shivaraman Iyer (DIN: 08097688) as Executive, Director on the Board of Directors of the Company.**

Date: 08th July 2026

Place: Airoli, Navi Mumbai

By order of the Board of Directors

SHIVARAMAN RAMAN IYER

Digitally signed by SHIVARAMAN RAMAN IYER
Date: 2026.07.08 21:03:28 +05'30'

Mr. Shivaraman Iyer

CFO & Executive Director

DIN: 08097688

Registered office:

AWFIS 05th Floor Ambience Mall Gate, No 3 and 4 Ambience Island NH 84, DLF QE, Gurgaon- 122002, Haryana, India.
CIN: U72900HR2004PTC138332
Tel: 9136654103
Email: finance.compliance@gebbs.com

Notes: -

1. The Ministry of Corporate Affairs ("MCA") allowed conducting Annual General Meeting through video conferencing (VC) or other audio-visual means (OAVM) without the physical presence of Members at a common venue. Accordingly, MCA issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 ("MCA Circulars") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the Annual General Meeting (AGM) of the Company is being held through VC/OAVM. Hence, Members must attend and participate in the ensuing AGM though VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. The AGM is being held pursuant to the MCA Circulars through VC/ OAVM where physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence proxy form and attendance slip are not annexed to this notice.

3. Corporate members are required to send a scanned copy (PDF/ JPG Format) of its Board resolution under section 113 of the Companies Act, 2013/ letter of authorization, authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote at the meeting by show of hands.

4. Unless poll is demanded, all resolutions will be passed through show of hands. The designated email address for conveying vote on poll if required is vikram.maheshwari@gebbs.com.

5. Since the AGM will be held through VC/ OAVM, the Route Map is not annexed in this Notice.

6. Members whose email addresses are not registered with the Company can register themselves by providing requisite details of their holding and self-attested PAN for Indian national and self-attested Passport for foreign national for registering their email address on vikram.maheshwari@gebbs.com

7. In compliance with the aforesaid MCA circulars, the notice of AGM along with Financial Statements (including Board's report and Auditor's report on standalone and consolidation) for the financial year 2024-2025 is being sent only through electronic mode to all the members whose email IDs are registered with the Company.

8. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.

9. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

10. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, if any, maintained under Section 189 of the Act are available electronically for inspection by the

members. Any member seeking inspection of such documents may write an email to vikram.maheshwari@gebbs.com.

11. Members will be able to attend the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). A Microsoft Teams meeting invitation, along with the joining link and other necessary details, will be shared with the shareholders through their registered email addresses before the AGM.

In case of any assistance required before or during the AGM shall contact on +91 9156232550 or can write on gayatri.kashela@gebbs.com.

12. The facility of joining the AGM through VC/ OAVM shall be kept open for 15 minutes before the time schedule of the meeting and shall not be closed till expiry of 15 minutes after such schedule time.

13. The facility of participation at the AGM through VC/ OAVM will be made available to large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, Chairperson of the Audit Committee, Nomination and Remuneration Committee may be allowed to attend meeting without any restriction on account of first come first served principle.

14. Members who may like to provide their views / ask questions during the AGM may register themselves at vikram.maheshwari@gebbs.com. or submit their questions in advance on or before September 8th, 2025. Those members who register themselves as speaker(s) will be allowed to provide views/ ask questions during the AGM. The Company reserves the rights to restrict the number of questions and number of speakers, depending upon the availability of time for smooth conduct of the AGM.

15. All the documents referred to in this Notice as well as in the Annual Report, will be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days up to the date of the Annual General Meeting.

Date: 08th July 2026

Place: Airoli, Navi Mumbai

By order of the Board of Directors

SHIVARAMAN RAMAN IYER

Digitally signed by SHIVARAMAN RAMAN IYER
Date: 2026.07.08 21:04:02 +05'30'

Mr. Shivaraman Iyer

CFO & Executive Director

DIN: 08097688

GeBBS HEALTHCARE SOLUTIONS
Forward Thinking

EXPLANATORY STATEMENT

(pursuant to Section 102 of the Companies Act, 2013 for the meeting of equity shareholders of the Company)

Item no. 2

SPECIAL BUSINESS:

Approval and regularization of Director - **Mr. Chinmoy Banerjee (DIN: 11611682)** as Executive, Director on the Board of Directors of the Company

It is hereby informed that_**Mr. Chinmoy Banerjee (DIN: 11611682)** was appointed by the Board of directors as an Additional, Executive Director of the Company with effect from **March 23, 2026** in terms of Section 161 of the Companies Act, 2013 ("the Act") read with relevant rules and the Articles of Association of the Company and he holds office as an Additional Executive Director upto the date of next AGM or forthcoming EGM, whichever earlier.

The Board believes that his extensive knowledge and rich experience in the IT, BPO, and healthcare industries will help the Company explore new opportunities and achieve sustainable growth through his guidance and leadership.

He is not disqualified from being appointed as a Director in terms of section 164 of the Act and has given his declaration with this regard as well as consent to act as a director. His brief profile as per Secretarial Standard - 2 issued by The Institute of Company Secretaries of India (ICSI) are mentioned below:

Name of the Director	**Mr. Chinmoy Banerjee**
DIN	**11611682**
Age	56 years
Nationality	USA
Qualifications	1. Executive Master of Business Administration 2. Financial Risk Management from GARP 3. BS Mathematics, Mathematics from Scottish Church College 4. Maters in Financial Management from Somaiya Institute of Management Studies
Experience including expertise in specific functional areas/ Brief Resume	Chinmoy Banerjee is an accomplished business leader and strategic executive with over 25 years of experience driving growth, transformation, and client value across the IT, BPO, and healthcare industries. He is known for his ability to build high-performing, customer-focused teams and lead organizations through large-scale digital and operational transformations. Before joining GeBBS, Chinmoy served as President at Hexaware Technologies, where he played a pivotal role in scaling the company's BPO business, leading North American sales, and driving enterprise-wide sales transformation. His career also includes leadership roles at IBM, TCS, and Infosys, where he gained deep expertise across strategy, business development, and

	operations.
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	He is appointed as Executive Director of the Company at a remuneration of NIL.
Remuneration last drawn	Not Applicable
Date of first appointment on the Board	**23.03.2026**
Shareholding in the company as on 31.03.2026	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No
Number of Meetings of the Board attended during the year.	He attended four (4) Board Meetings during the financial year 26-27 in his capacity as an Additional Executive Director.
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Serves as Director in RND Optimizar Private Limited, a Wholly Owned Subsidiary of Gebbs Healthcare Solutions Private Limited.

*Directorships include Directorships of other Indian Companies and Committee memberships include only Audit Committee, Nomination Committee, Corporate Social responsibility and Stakeholders' Relationship Committee (whether listed or not).

Mr. Chinmoy Banerjee, the appointee, is interested in the said resolution and his relatives may be deemed interested in this resolution to the extent of their shareholding, if any, in the company.

Save and except for the above, none of the other Directors of the Company and their relatives is/ are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Accordingly, the Board recommends the resolution as stated in item No. 2 as an Ordinary resolution for the appointment of **Mr. Chinmoy Banerjee** as Director for the approval of the shareholders of the Company.

Item no. 3

SPECIAL BUSINESS:

Approval and regularization of Director - **Mr. Shivaraman Iyer (DIN: 08097688)** as Executive, Director on the Board of Directors of the Company

It is hereby informed that_**Mr. Shivaraman Iyer (DIN: 08097688)** was appointed by the Board of directors as an Additional, Executive Director of the Company with effect from **May 18, 2026** in terms of Section 161 of the Companies Act, 2013 ("the Act") read with relevant rules and the Articles of Association of the Company and he holds office as an Additional Executive Director upto the date of next AGM or forthcoming EGM, whichever earlier.

Mr. Shivaraman Iyer is the Chief Financial Officer of GeBBS Healthcare Solutions Private Limited and has over 22 years of experience in finance.

The Board believes that his rich experience and financial expertise will be beneficial to the Company and will help strengthen its growth and financial management.

He is not disqualified from being appointed as a Director in terms of section 164 of the Act and has given his declaration with this regard as well as consent to act as a director. His brief profile as per Secretarial Standard - 2 issued by The Institute of Company Secretaries of India (ICSI) are mentioned below:

Name of the Director	**Mr. Shivaraman Iyer**
DIN	**08097688**
Age	50 years
Nationality	INDIAN
Qualifications	1. Chartered Accountant, The Institute of Chartered Accountants of India 2. Cost Accountant, The Institute of Cost Accountants of India
Experience including expertise in specific functional areas/ Brief Resume	He has extensive knowledge in financial planning, fundraising, budgeting, business forecasting, and managing finance operations. He has also helped build strong finance teams and improve business processes. Before joining GeBBS, he worked with Edelweiss Wealth Management and was also associated with DE Shaw India Securities, Avendus Capital, and HSBC Securities and Capital Markets.
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	He is appointed as Executive Director of the Company at a remuneration of NIL.
Remuneration last drawn	Not Applicable
Date of first appointment on the Board	**18.05.2026**
Shareholding in the company as on 31.03.2026	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No
Number of Meetings of the Board attended during the year.	He attended one (1) Board Meeting during the financial year 2026–27 in his capacity as an Additional Executive Director and attended the other three (3) Board Meetings as an invitee.
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Serves as Director in RND Optimizar Private Limited, a Wholly Owned Subsidiary of Gebbs Healthcare Solutions Private Limited.

*Directorships include Directorships of other Indian Companies and Committee memberships include only Audit Committee, Nomination Committee, Corporate Social responsibility and Stakeholders' Relationship Committee (whether listed or not).

Mr. Shivaraman Iyer, the appointee, is interested in the said resolution and his relatives may be deemed interested in this resolution to the extent of their shareholding, if any, in the company.

Save and except for the above, none of the other Directors of the Company and their relatives is/ are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Date Accordingly, the Board recommends the resolution as stated in item No. 3 as an Ordinary resolution for the appointment of **Mr. Shivaraman Iyer** as Director for the approval of the shareholders of the Company.

By order of the Board

FOR GeBBS HEALTHCARE SOLUTIONS PRIVATE LIMITED

SHIVARAMAN RAMAN IYER Digitally signed by SHIVARAMAN RAMAN IYER Date: 2026.07.08 21:00:15 +05'30'

Mr. Shivaraman Iyer

CFO & Executive Director

DIN: 08097688

Date: 08th July 2026

Place: Airoli, Navi Mumbai

Registered Office:

Gebbs HEALTHCARE SOLUTIONS PRIVATE LIMITED

AWFIS 05th Floor Ambience Mall Gate, No. 03 And 04 Ambience Island NH-84, DLF QE, Gurgaon- 122002, Haryana