



Tests you can trust

Thyrocare Technologies Limited

CIN: L85110MH2000PLC123882

Registered Office: D-37/1, TTC Industrial Area, MIDC, Turbhe, Navi Mumbai- 400 703

Phone: +91-8422945537

Website: www.thyrocare.com; **Email:** compliance@thyrocare.com

POSTAL BALLOT NOTICE

(Notice pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time)

Dear Member(s),

NOTICE is hereby given to the Members of Thyrocare Technologies Limited ("**Company**"), pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**"), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (MCA) for conducting postal ballot processes through e-voting as per General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/ 2022 dated December 28, 2022, 09/2023 dated September 25, 2023, and 09/2024, dated September 19, 2024, as well as other relevant circulars and notifications (collectively referred to as "**MCA Circulars**"), and other applicable laws, rules, regulations, circulars, and notifications issued thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time), that the resolution set out in this Postal Ballot Notice ("**Notice**") is proposed for approval by the Shareholders of the Company by way of an Ordinary Resolution through Postal Ballot via remote e-voting only.

Pursuant to Section 102(1) read with Section 110 and other applicable provisions of the Act, an explanatory statement containing the material facts and reasons/rationale for the proposed resolution is annexed to this Notice for your consideration and forms an integral part of this Notice.

In compliance with the MCA Circulars, the Company is sending this Notice only in electronic form to those Members whose email addresses are registered with National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") (hereinafter referred to as "**Depositories**"), or the Company's Registrar and Share Transfer Agent i.e. MUFG Intime India Private Limited (Formerly known as Link Intime India Private

Limited) ("**RTA**") as of the cut-off date, i.e. **Friday, August 22, 2025**. Members whose email addresses are not registered should follow the process provided in this Notice, to receive the login ID, and password for remote e-voting. Physical copies of the Notice, Postal Ballot Form, and prepaid business reply envelope will not be sent to Members for this Postal Ballot.

The detailed procedure for remote e-voting is provided in the 'Notes' section of this Notice. In compliance with Regulation 44 of the Listing Regulations and pursuant to Sections 108 and 110 of the Act, the Rules, the MCA Circulars, and SS-2, the Company is facilitating remote e-voting for its Members to cast their votes electronically in lieu of physical submission of the Postal Ballot Form.

The Company has engaged the services of CDSL to provide remote e-voting facilities to its Members. Instructions for remote e-voting are appended to this Notice. The Notice is also available on the Company's website at <https://investor.thyrocare.com/postal-ballot/>. Members are requested to carefully follow the instructions in the 'Notes' section and cast their votes by remote e-voting not later than 5:00 p.m. (IST) on **Friday, September 26, 2025**. Votes cast after 5:00 p.m. on **Friday, September 26, 2025**, shall not be considered valid. The remote e-voting facility will be disabled by CDSL immediately thereafter.

Pursuant to Rule 22(5) of the Rules, the Board of Directors has appointed Mr. Devesh Kumar Vasisht (Mem. No. F8488 & CoP No. 13700), Managing Partner, failing him Mr. Parveen Kumar, (Mem. No. F10315 & CoP No. 13411), Partner of M/s DPV & Associates LLP, Company Secretaries (Firm Registration No.: L2021HR009500, Peer Review Certificate No. 6189/2024), as the Scrutinizer to conduct the Postal Ballot through remote e-voting in a fair and transparent manner. The Scrutinizer has consented to act as such and will oversee the process. The Scrutinizer's decision regarding the validity of the Postal Ballot will be final. The remote e-voting period will commence on **Thursday, August 28, 2025**, at 9:00 a.m. (IST) and conclude on **Friday, September 26, 2025**, at 5:00 p.m. (IST).

The voting results, along with the Scrutinizer's report, will be submitted to BSE Limited and the National Stock Exchange of India Limited, where the Company's equity shares are listed. The results will also be uploaded on the Company's website at <https://investor.thyrocare.com/postal-ballot/> and on website of CDSL at <https://www.evotingindia.com/noticeResults.jsp>

The item of business requiring the approval of Equity Shareholders through Postal Ballot via remote e-voting is as follow:

SPECIAL BUSINESS:

1. **Appointment of Mr. Alok Kumar Jagnani (DIN: 00644360) as a Director (Non-Executive & Non-Independent) of the Company.**

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

“RESOLVED THAT in accordance with the provisions of Section 149, 152 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment or modification or re-enactment thereof, for the time being in force) (**“the Act”**) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (**“the Rules”**), the applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**“Listing Regulations”**) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of the Articles of Association of the Company, Mr. Alok Kumar Jagnani (DIN: 00644360), who was appointed by the Board of Directors on the recommendation of Nomination and Remuneration Committee as an Additional Director in the category of Non-Executive & Non-Independent Director of the Company with effect from July 24, 2025, and who holds office up to the date of ensuing Annual General Meeting of the Company in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director (Non-Executive & Non-Independent Director) of the Company liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and to take necessary actions on behalf of the Company in that regard.”

For **Thyrocare Technologies Limited**

Brijesh Kumar
Company Secretary & Compliance Officer
ICSI Membership No: A36070

Registered Office:

D-37/1, TTC Industrial Area, MIDC,
Turbhe Navi Mumbai-400 703

Date: July 23, 2025

Place: Navi Mumbai

Notes:

- The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 (**“the Act”**) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, setting out material facts relating to the resolution proposed to be passed is annexed hereto.

- In compliance with the MCA Circulars, this Postal Ballot Notice (**“Notice”**) is being sent only by electronic mode to those equity shareholders of the Company (**“Shareholders/Members”**) whose names appear on the Register of Members/ List of Beneficial Owners maintained by Depositories as on **Friday, August 22, 2025**, (**“Cut-Off Date”**) and whose e-mail address are registered with the Depositories or RTA. The physical copies of this Notice along with postal ballot form(s) and pre-paid business reply envelope(s) are not being sent to the Shareholders. Accordingly, the communication of the assent or dissent of the Members would take place through e-voting system only.

Shareholders who have not registered their E-mail IDs should follow the instructions given below. Further, the Shareholders whose names appear in the Register of Members/ List of Beneficial Owners as on the said Cut-off date are entitled to vote on the Resolution set forth in this Notice.

- The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-off date **Friday, August 22, 2025**. In case of joint holders, only such joint holder who is first in the order of names will be entitled to do e-voting on the resolution included in the Postal Ballot Notice.
- A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- Members may please note that the Notice will also be available on the Company’s website at <https://investor.thyrocare.com/postal-ballot/>, website 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 Central Depository Services (India) Limited (**“CDSL”**) at <https://www.evotingindia.com/>.
- The Company has engaged the services of **CDSL** as the agency to provide e-voting facility. The instructions for e-voting are provided in the Notice and Members may cast their vote by following the instructions provided in the Notes to the Notice.
- The Postal Ballot e-voting facility will be available during the following period (both days inclusive):

Commencement of e-voting	From 9:00 a.m. (IST) on Thursday, August 28, 2025.
End of e-voting	Upto 5:00 p.m. (IST) Friday, September 26, 2025

- Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
- The Board of Directors of the Company has appointed Mr. Devesh Kumar Vasisht (Mem. No. F8488 & CoP No. 13700), Managing Partner, failing him Mr. Parveen Kumar, (Mem. No. F10315 & CoP No. 13411), Partner of M/s DPV & Associates LLP, Company Secretaries (Firm Registration No.: L2021HR009500, Peer Review Certificate No. 6189/2024), as the Scrutinizer to conduct the Postal Ballot through remote e-voting in a fair and transparent manner.

The Scrutinizer has consented to act as such and will oversee the process.

10. The Scrutinizer shall, after the conclusion of the remote e-voting on **Friday, September 26, 2025**, at 5:00 P.M. (IST), unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make Scrutinizer's report within the prescribed time. Such report shall contain details of the total votes cast in favour or against, if any, and shall be submitted to the Chairman or any person authorised by the Chairman, who shall countersign the same and declare the result of Postal Ballot forthwith.
11. The resolution, if approved, shall be deemed to have been passed on the last date of e-voting i.e. **Friday, September 26, 2025**, subject to receipt of the requisite number of votes in favour of the resolution.
12. Results of voting shall be declared on or before **Monday, September 29, 2025**. The results of the Postal Ballot, shall be placed on the website of the Company, <https://investor.thyrocare.com/postal-ballot/> and on the website of CDSL, <https://www.evotingindia.com/noticeResults.jsp> and will also be forwarded simultaneously to National Stock Exchange of India Limited and BSE Limited.
13. A Member cannot, exercise his / her vote through proxy on postal ballot. However, corporate and institutional Members shall be entitled to vote through their authorized representatives. Institutional / Corporate Members are requested to send a scanned copy in pdf/ jpg format of the Board Resolution / Power of Attorney authorising its representatives to vote pursuant to Section 113 of the Act, through e-mail at compliance@thyrocare.com.
14. In case of any queries or grievances relating to remote e-voting, Equity Shareholders may contact Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.
15. All the material documents referred to in the explanatory statement, shall be available for inspection for Members through electronic mode during office hours from **Thursday August 28, 2025, to Friday September 26, 2025**, basis the request being sent on compliance@thyrocare.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
16. **The procedure for e-voting is as under:**

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of Non-Individual shareholders holding Shares in demat mode.

- (i) The remote e-voting period begins on **Thursday August 28, 2025**, at 9.00 am and ends on **Friday September 26, 2025**, at 5.00 pm (both the days inclusive). During this period shareholders' of the Company, holding shares in dematerialized form, as on the Cut-off date i.e. **Friday August 22, 2025**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given

below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of 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. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) 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 & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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

Step 2 : Access through CDSL e-Voting system for non-individual shareholders in demat mode.

- Login method for Remote e-Voting for **shareholders other than individual holding in Demat form.**
 - The shareholders should log on to the e-voting website www.evotingindia.com.
 - Click on "Shareholders" module.
 - Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Next enter the Image Verification as displayed and Click on Login.
 - If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- After entering these details appropriately, click on "**SUBMIT**" tab.
- Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- iv. Click on the EVSN for the relevant Thyrocare Technologies Limited on which you choose to vote.
- v. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- vi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- vii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- viii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- ix. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- x. There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

ii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@thyrocare.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

For **Thyrocare Technologies Limited**

Brijesh Kumar

Company Secretary & Compliance Officer
ICSI Membership No: A36070

Registered Office:

D-37/1, TTC Industrial Area, MIDC,
Turbhe Navi Mumbai-400 703

Date: July 23, 2025

Place: Navi Mumbai

Explanatory statement pursuant to Section 102 of the Companies Act, 2013.

Item No. 1

Appointment of Mr. Alok Kumar Jagnani (DIN: 00644360) as a Director (Non-Executive & Non-Independent Director) of the Company

Pursuant to Sections 149, 152 and 161 of the Companies Act, 2013 ("the Act") and Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on July 23, 2025, approved the appointment of Mr. Alok Kumar Jagnani (DIN: 00644360) as an Additional Director (Non-Executive & Non-Independent) of the Company, with effect from July 24, 2025, up to the date of the next Annual General Meeting. The Board has also appointed him as a member of the Corporate Social Responsibility Committee, Stakeholders' Relationship Committee and Risk Management Committee.

As per the provisions of Section 161 of the Act, Mr. Jagnani holds office up to the date of the next Annual General Meeting. Further, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), approval of Members is required for appointment of a Director, at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the Members is being sought for his appointment through this Postal Ballot.

The Company has received the following statutory disclosures from Mr. Jagnani:

- i. Form DIR-2 – consent to act as Director;
- ii. Form DIR-8 – confirming that he is not disqualified to act as Director in terms of Section 164 of the Act;
- iii. A notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director; and
- iv. An affirmation that he is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.

Brief Profile:

Mr. Alok Kumar Jagnani is a seasoned finance professional with extensive experience across diverse manufacturing and service sectors. His core competencies include Corporate Assurance, Risk Management, Internal Controls & SOX Compliance, and Financial Control for large-scale operations exceeding ₹3,000 crores. He possesses deep expertise in Project Finance, Business Transformation initiatives, and ERP implementations, including SAP and Oracle platforms. His professional journey also encompasses Merger Due Diligence, Post-Merger Integration, and the establishment of Shared Service Centers. He has been associated with the Company since August 2023 and continues to contribute significantly to its financial and strategic initiatives.

In the opinion of the Board, based on the recommendation of the Nomination and Remuneration Committee, the appointment of Mr. Jagnani would be beneficial to the Company, considering his skills, knowledge, expertise and rich experience. Mr. Alok shall be eligible for Employee stock options pursuant to the "Thyrocare Employee Stock Option Scheme" of the Company as determined by the Board and/or the Nomination and Remuneration Committee from time to time.

Mr. Jagnani is not inter-se related to any Director or Key Managerial Personnel of the Company. Except Mr. Jagnani and his relatives, none of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

Additional details as required under Regulation 36 of the Listing Regulations and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (as amended) ("SS-2"), are included as Annexure to this Notice.

Accordingly, the Board recommends the resolution as set out in **Item No. 1 of this Notice** for approval of the Members as an **Ordinary Resolution**.

For Thyrocare Technologies Limited

Brijesh Kumar

Company Secretary & Compliance Officer
ICSI Membership No: A36070

Registered Office:

D-37/1, TTC Industrial Area, MIDC,
Turbhe Navi Mumbai-400 703

Date: July 23, 2025

Place: Navi Mumbai

Annexure 1

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of the Institute of Company Secretaries of India (ICSI).

Name of the Director	Alok Kumar Jagnani
Director Identification Number	00644360
Date of Birth and Age	August 01, 1980 (45 years)
Qualifications	Chartered Accountant
Experience in years	Over 20 years
Date of first appointment on the Board	July 24, 2025
Terms and Conditions of appointment	He will be a Non-Executive & Non-Independent Director and will be liable to retire by rotation.
Expertise in specific functional areas	Mr. Alok Kumar Jagnani is a seasoned finance professional with extensive experience across diverse manufacturing and service sectors. His core competencies include Corporate Assurance, Risk Management, Internal Controls & SOX compliance, and Financial Control for large-scale operations exceeding Rs. 3,000 crores. He possesses deep expertise in Project Finance, Business Transformation initiatives, and ERP implementations, including SAP and Oracle platforms. His professional journey also encompasses Merger Due Diligence, Post-Merger Integration, and the establishment of Shared Service Centers. He has been associated with the Company since August 2023 and continues to contribute significantly to its financial and strategic initiatives.
Brief resume including experience, expertise in specific functional areas	
Remuneration proposed to be paid	Nil
Remuneration last drawn	* For Financial year 2024-25 - Rs. 1,18,82,260/- * For Financial year 2025-26 - Rs. 51,57,024/-
Directorships held in other companies (excluding foreign companies)	1. Nueclear Healthcare Limited 2. Think Health Diagnostics Private Limited Additionally, he is a Designated Partner at: 1. Pulse Hitech Health Services (Ghatkopar)LLP
Listed entities from which the Director has resigned from Directorship in the past three years	N.A. Mr. Alok Kumar Jagnani, who was appointed as the Chief Financial Officer ("CFO") of the Company on August 9, 2023, has been elevated to the role of Group CFO of API Holdings Limited (the Ultimate Holding Company). Pursuant to this transition, Mr. Jagnani has stepped down from his role as CFO of the Company with effect from the close of business hours on July 23, 2025.
Memberships (M) /Chairmanships (C) of committees of other companies	Member of Nomination and Remuneration Committee - Nueclear Healthcare Limited
Relationship with other Directors and Key Managerial Personnel	NA
Number of Board Meeting attended during the financial year 2024-25	NA
Number of Equity Shares held in the Company including beneficial owner	2,443 (includes shares held by him and his spouse)

** Mr. Alok Kumar Jagnani ceased to be the Chief Financial Officer ("CFO") of the Company with effect from the close of business hours on July 23, 2025. The remuneration paid to him during the financial year 2024-25 and 2025-26 (till July 23, 2025) in his capacity as CFO is provided in the aforesaid table.*