

NOTICE

Notice (shorter) is hereby given for the Extra-Ordinary General Meeting ('EGM') of the Members of PI Health Sciences Limited, ('the Company') will be held on Tuesday, August 12, 2025 at 01:30 PM at Unit no. 4C 1st Floor, The ORB, CTS no. 1483 D, IA Project Road, Next to JW Marriott Hotel, Sahar, Village Marol, Taluka Andheri (East), Mumbai - 400099, India to transact the following Special Business:

Item No.1: Increase in Authorised Share Capital of the Company from Rs. 6,25,55,00,000 to Rs. 20,00,00,00,000 by way of creation of 1,37,44,50,000 Equity shares of Rs.10 each, ranking pari passu in all respects with the existing shares of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or re-enactments thereof, for the time being in force), and in accordance with Articles of Association of the Company, the Authorized Share Capital of the Company be increased from existing Rs. 625,55,00,000/- (Rupees Six Hundred Twenty-Five Crores Fifty-Five Lakhs only) comprising of 62,55,50,000 (Sixty-Two Crores Fifty-Five Lakhs Fifty Thousand) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 2000,00,00,000/- (Rupees Two Thousand Crores only) divided into 200,00,00,000 (Two Hundred Crores) Equity shares of Rs.10/- (Rupees Ten only) each by creation of 1,37,44,50,000 (One Hundred Thirty-Seven Crores Forty Four Lakhs Fifty Thousand) Equity shares of Rs.10/- (Rupees Ten only) each, ranking pari passu in all respects with the existing shares of the Company"

"RESOLVED FURTHER THAT the Capital Clause, being Clause V of the Memorandum of Association of the Company, be altered by deleting the existing Clause V and substituting it with the following new clause:

V 'The Authorized Share Capital of the Company is Rs. 20,00,00,00,000/- (Rupees Two Thousand Crores only) divided into 200,00,00,000 (Two Hundred Crores) Equity shares of Rs.10/- (Rupees Ten only) each.'

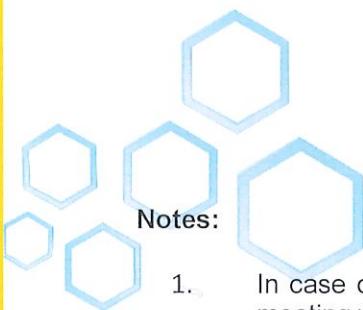
By Order of the Board of Directors
For PI Health Sciences Limited



Ruchi Sheth
Company Secretary
Membership No. A27501



Dated: August 12, 2025
Place: Mumbai



Notes:

1. In case of the companies, authorised representative would be entitled to attend the meeting who is duly authorised by Board of Directors as provided under Section 113 of the Companies Act, 2013.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** An instrument appointing a proxy to be effective must be lodged at the registered office of the Company at least 48 hours before the commencement of the meeting. A blank form MGT-11 is attached herewith along with route map for EGM venue.
3. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business is appended to the Notice.
4. The Meeting is convened at a shorter notice after obtaining the necessary consent of the Members as required under the Companies Act, 2013.

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Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 1: Increase in Authorised Share Capital of the Company from Rs. 6,25,55,00,000 to Rs. 20,00,00,00,000 by way of creation of 1,37,44,50,000 Equity shares of Rs.10 each, ranking pari passu in all respects with the existing shares of the Company

The Board of Directors of the Company, at its meeting held on August 04, 2025, had approved the proposal to increase the Authorised Share Capital of the Company from existing Rs. 6,25,55,00,000/- (Rupees Six Hundred Twenty-Five Crores and Fifty-Five Lakhs only) comprising of 62,55,50,000 (Sixty-Two Crores Fifty-Five Lakhs and Fifty Thousand) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 20,00,00,00,000/- (Rupees Two Thousand Crores only) divided into 200,00,00,000 (Two Hundred Crores) Equity shares of Rs.10/- (Rupees Ten only) each by creation of 1,37,44,50,000 (One Hundred Thirty-Seven Crores Forty Four Lakhs Fifty Thousand) Equity shares of Rs.10/- (Rupees Ten only) each, ranking pari passu in all respects with the existing shares of the Company. Consequent to the increase in authorized share capital, the existing Clause V of the Memorandum of Association of the Company is also required to be substituted with the increase authorized share capital

The increase in the Authorised Share Capital is necessary to accommodate the issue of further equity shares/securities in future to meet the funding requirements of the Company for its expansion plans, working capital needs, or for any other corporate purpose as the Board may deem fit.

Pursuant to the provision of Section 61(1)(a) and Section 13 of the Companies Act, 2013, the Company is required to obtain approval of the shareholders by way of an ordinary resolution for increasing the Authorised Share Capital and for altering the Memorandum of Association accordingly.

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection at the registered office of the Company during business hours on all working days up to the date of the Extraordinary General Meeting.

None of the Directors or Key Managerial Personnel of the Company nor their relatives is, are any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company, if any.

The Board recommends the passing of the resolution as set out in the accompanying Notice as an Ordinary Resolution.

**By Order of the Board of Directors
For PI Health Sciences Limited**

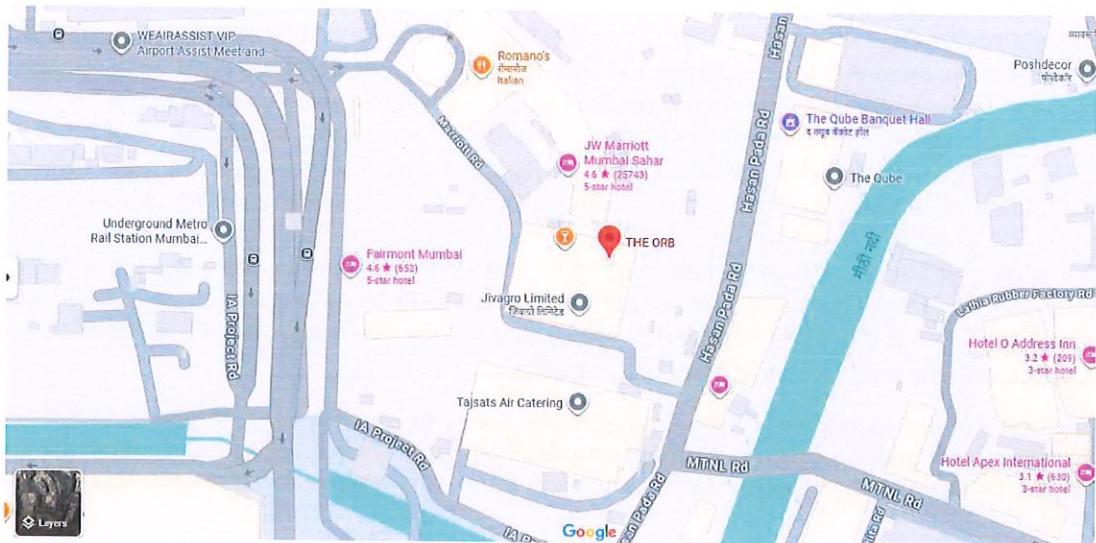



Ruchi Sheth
Company Secretary
Membership No. A27501

Dated: August 12, 2025
Place: Mumbai



Route Map to the venue of the Extra-Ordinary General Meeting Of the Members Of PI Health Sciences Limited on Tuesday, August 12, 2025 At 1.30 P.M At Unit No 4C 1st Floor, The ORB, Next To Jw Marriott Hotel Marol, International Airport, Mumbai-400099, Maharashtra, India.



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