



## DEEP HEALTH AI INDIA LIMITED

(Formerly known as "Deep Diamond India Limited") CIN: L24100RJ1994PLC112895

**Regd. Office:** 506-509 fifth floor, Apeksha, Plot No. 256, Main Road, Hiran Magri, Sector 11, Udaipur, Rajasthan (313001) **Tel:** 0294-3569097.

**E-mail:** [deephealthaiindia@gmail.com](mailto:deephealthaiindia@gmail.com) **Website:** [www.deephealthaiindia.com](http://www.deephealthaiindia.com)

**NOTICE IS HEREBY GIVEN THAT THE 01<sup>st</sup> EXTRA-ORDINARY GENERAL MEETING OF DEEP HEALTH AI INDIA LIMITED FOR THE FINANCIAL YEAR 2026-27 WILL BE HELD ON THURSDAY, JULY 30, 2026, AT 03:00 P.M. (IST) THROUGH VIDEO CONFERENCE MODE ORGANIZED BY THE COMPANY, TO TRANSACT THE FOLLOWING BUSINESSES AND THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY.**

### **SPECIAL BUSINESS:**

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

- 1. To consider and approve the appointment Mr. Bhupesh Swami (DIN:07999261) as a Non-Executive Independent Director on the Board of Directors of Company.**

To consider and, if thought fit, to pass the following Resolution with or without modifications if any, as **Special Resolution:**

**"RESOLVED THAT** pursuant to provisions of Section 149, 150, 152, 161(1), Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or reenactment thereof for the time being in force), the Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr.Bhupesh Swami (DIN:07999261) who has been appointed by the Board of Directors as an Additional Director in the capacity of Non-executive, Independent Director on the Board of the Company w.e.f. July 02, 2026, pursuant to Section 161(1) of the Act and as Independent Director, who is eligible for appointment under relevant provisions of the Act, and in respect of whom the Company has received a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as Non-executive Director in terms of Act and as an Independent Director not liable to retire by rotation and who shall hold office for a period of 2 (Two) consecutive years from July 02, 2026 to July 01, 2028.

**RESOLVED FURTHER THAT** the Board of Directors, be and are, hereby authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution, including seeking all necessary approvals to give effect to this resolution and to settle any questions,



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difficulties or doubts that may arise in this regard and to file necessary E-Forms with Registrar of Companies."

**2. To consider and approve the appointment Mrs Shashi Kala Dhabriya (DIN:11611776) as an Independent Director on the Board of Directors of Company.**

**To consider and, if thought fit, to pass the following Resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to provisions of Section 149, 150, 152, 161(1), Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mrs. Shashi Kala Dhabriya (DIN:11611776) who has been appointed by the Board of Directors as an Additional Director in the capacity of Non-executive, Independent Director on the Board of the Company w.e.f. March 20, 2026 pursuant to Section 161(1) of the Act and as Independent Director, who is eligible for appointment under relevant provisions of the Act, and in respect of whom the Company has received a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as Non-executive Director in terms of Act and as an Independent Director not being liable to retire by rotation and who shall hold office for a period of 5 (Five) consecutive years from March 20, 2026 to March 19, 2031.

**RESOLVED FURTHER THAT** the Board of Directors, be and are, hereby authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution, including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and to file necessary E-Forms with Registrar of Companies."

**DEEP HEALTH AI INDIA LIMITED**

**(Formerly known as "Deep Diamond India Limited")**

**Sd/-**

**Narayan Singh Rathore**



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**Managing Director**

**DIN:** 10900646

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**Date:** July 03, 2026

**Place:** Udaipur



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### Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Clause 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, setting out the material facts and reasons in respect of the proposed Resolutions is annexed to this notice of EGM.
2. The Ministry of Corporate Affairs (MCA) by General Circular Nos. 14/2020, 17/2020 and 09/2024 dated 8th April 2020, 13th April 2020 and 19th September 2024 and Securities and Exchange Board of India (SEBI) by Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 ('the said Circulars') had permitted sending of the Notice of EGM through electronic mode to those Members whose email addresses were registered with the Company / Depositories as well as conducting the EGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM). MCA by General Circular No. 03/2025 dated 22nd September 2025 have extended the above exemptions and accordingly in compliance with applicable provisions of the Companies Act, 2013 and the said Circulars the:
  - a) Notice of the EGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories.
  - b) EGM of the Members will be held through VC / OAVM.

Members may note that the Notice of the EGM has been uploaded on the website of the Company at the link: [www.deephealthaiindia.com](http://www.deephealthaiindia.com)

The Notice of the EGM can also be accessed from the websites of the Stock Exchanges, i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of M/s MUFG Intime India Pvt. Ltd. (the Registrar and Share Transfer Agent and the agency engaged for providing e-voting facility) at [evoting@nsdl.com](mailto:evoting@nsdl.com)

3. As the Members can attend and participate in the EGM through VC / OAVM only, the facility to appoint proxies to attend and vote on behalf of the Members is not available for the EGM, and hence the Proxy Form and Attendance Slip are not annexed to the Notice. Similarly, the route map is not annexed to the Notice. The deemed venue for the EGM shall be the Registered Office of the Company.
4. Corporate Members are entitled to appoint authorized representatives to attend the EGM through VC / OAVM and vote on their behalf. Institutional / Corporate Shareholders (i.e.



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other than individuals, HUF, NRI, etc.) are required to send a scanned, certified copy (PDF / JPG Format) of their Board or governing body's Resolution / Authorisation, authorising their representative to attend the EGM through VC / OAVM on their behalf and to vote through remote e-voting, to the Scrutinizer through e-mail at [csronakjhuthawat@gmail.com](mailto:csronakjhuthawat@gmail.com) with a copy marked to Mr. Ronak Jhuthawat of M/s. Ronak Jhuthawat & Co

5. The Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts and Arrangements in which Directors are interested maintained under the provisions of the Act accompanying Notice and Explanatory Statement will be available for inspection in electronic mode during the meeting. The said documents will also be available for inspection by Members at the Registered Office of the Company between 11 a.m. and 1 p.m. on all working days of the Company up to the date of the EGM.

### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Monday, July 27, 2026, 09:00 A.M. (IST) and ends on Wednesday, July 29, 2026, 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Thursday, July 23, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, July 23, 2026.

#### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

#### **A) Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:



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| Type of shareholders                                                | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|---------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2. Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDEAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>3. If you are not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDEAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:</li></ol> |



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|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                    | <p><a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> <b>App Store</b>  <b>Google Play</b></p> <p> </p> |
| Individual Shareholders holding securities in demat mode with CDSL | <p>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 Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>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</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |



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|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                        | <p>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 &amp; 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</p> |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |



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**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. NSDL and CDSL.**

| Login type                                                         | Helpdesk details                                                                                                                                                                                                           |
|--------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000                                            |
| 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |



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### **B) Login Method for e-Voting and joining virtual meetings for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

#### **How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

| <b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>                                                                                                                                     |
|-----------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| a) For Members who hold shares in demat account with NSDL.            | 8 Character DP ID followed by 8 Digit Client ID<br><br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL.            | 16 Digit Beneficiary ID<br><br>For example if your Beneficiary ID is 12***** then your user ID is 12*****                                                   |
| c) For Members holding shares in Physical Form.                       | EVEN Number followed by Folio Number registered with the company                                                                                            |



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For example if folio number is 001\*\*\* and EVEN is 101456 then user ID is 101456001\*\*\*

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.



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7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

### **Step 2: Cast your vote electronically and join General Meetings on NSDL e-Voting system.**

#### **How to cast your vote electronically and join General Meetings on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csronakjhuthawat@gmail.com](mailto:csronakjhuthawat@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.



## DEEP HEALTH AI INDIA LIMITED

(Formerly known as “Deep Diamond India Limited”) CIN: L24100RJ1994PLC112895

**Regd. Office:** 506-509 fifth floor, Apeksha, Plot No. 256, Main Road, Hiran Magri, Sector 11, Udaipur, Rajasthan (313001) **Tel:** 0294-3569097.

E-mail: [deephealthaiindia@gmail.com](mailto:deephealthaiindia@gmail.com) Website: [www.deephealthaiindia.com](http://www.deephealthaiindia.com)

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Abhijeet Gunjal, Deputy Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [deephealthaiindia@gmail.com](mailto:deephealthaiindia@gmail.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [deephealthaiindia@gmail.com](mailto:deephealthaiindia@gmail.com) If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



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### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number,



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email id, mobile number at [deephealthaiindia@gmail.com](mailto:deephealthaiindia@gmail.com) The same will be replied by the company suitably.

6. If any shareholder wishes to register himself / herself as the speaker in the EGM, he or she is requested to send an email to the Company at [deephealthaiindia@gmail.com](mailto:deephealthaiindia@gmail.com) or to NSDL at <https://www.evoting.nsdl.com/>.

### **EXPLANATORY STATEMENT**

**[Pursuant to Section 102 of the Companies Act, 2013]**

#### **Item No.01:**

**To consider and approve the appointment Mr. Bhupesh Swami (DIN: 07999261) as an Independent Director on the Board of Directors of Company.**

On the recommendation of the Nomination and Remuneration Committee and the approval of Board via Circular resolution passed on July 02, 2026, the consent of the Board is hereby received to appoint Mr. Bhupesh Swami (DIN:07999261) as an Additional Non-Executive Independent Director of the Company for a term of 2 (Two) consecutive years from July 02, 2026 to July 01, 2028 pursuant to the provisions of Section 161(1), Regulation 17 (1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013 and the Articles of Association and is eligible for appointment subject to the approval of the shareholders through a special resolution. The Company has received the following Mr. Bhupesh Swami:

- a. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & qualification of Directors) Rules, 2014 (“the Appointment Rules”)
- b. Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under subsection (2) of Section 164 of the Act;
- c. A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the LODR Regulations;
- d. Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority;
- e. Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;



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- f. A declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

The Company has received a notice in writing under Section 160 of the Act from a Member of the Company proposing Mr. Bhupesh Swami (DIN:07999261), as a candidate for the office of a Director.

The Nomination and Remuneration Committee (“NRC”) had previously finalized the desired attributes for the selection of the independent director(s). Based on those attributes, the NRC recommended the candidature of Mr. Bhupesh Swami to be appointed on the Board of the Company. In the opinion of the Board, Mr. Bhupesh Swami fulfills the conditions for independence specified in the Act, the Rules made thereunder, the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company.

The Board noted that Mr. Mr. Bhupesh Swami skills, background and experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director.

A brief profile of Mr. Bhupesh Swami (DIN:07999261) is as follows:

Holds a Master India Boards (MIB) specialization in Export-Import (2016) from CMS, Udaipur. He has over 20 years of diverse professional experience in logistics, marketing, and import-export operations. Throughout his career, he has developed extensive expertise in supply chain management, international trade, business development, and commercial operations, contributing significantly to organizational growth and operational excellence.

The resolution seeks the approval of members for the appointment of Mr. Bhupesh Swami (DIN:07999261) as an Independent Director of the Company for a term of 2 (Two) years effective July 02, 2026, to July 01, 2028, pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder including any statutory modification(s) or re-enactment(s) thereof) and he shall not be liable to retire by rotation. In compliance with Section 149 read with Schedule IV to the Act and Regulation 25 of the LODR Regulations, the approval of the Members is sought for the appointment of Mr. Bhupesh Swami (DIN:07999261) as an Independent Director of the Company, as a special resolution. No director, KMP or their relatives except Mr. Bhupesh Swami (DIN:07999261), to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution set out in item no. 01. The Board recommends the special resolution as set out in Item no. 01 of this notice for the approval of members.



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**Details of Directors seeking re-appointment at the 1<sup>st</sup> Extra-ordinary General Meeting (In pursuance of Regulation 36(3) of the Listing Regulations and Secretarial Standard – II on General Meetings)**

|                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|-------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of the Director                                                                                  | Mr. Bhupesh Swami                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Date of Birth                                                                                         | November 03, 1979                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| DIN                                                                                                   | 07999261                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Date of first appointment on the Board                                                                | July 02, 2026                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Designation / Category of Directorship                                                                | Non-Executive Independent Director                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Qualifications                                                                                        | Master India Boards (MIB) Specialization in Export -Import)                                                                                                                                                                                                                                                                                                                                                                                              |
| Brief Profile and expertise in specific functional areas                                              | Holds a Master India Boards (MIB) specialization in Export-Import (2016) from CMS, Udaipur. He has over 20 years of diverse professional experience in logistics, marketing, and import-export operations. Throughout his career, he has developed extensive expertise in supply chain management, international trade, business development, and commercial operations, contributing significantly to organizational growth and operational excellence. |
| Terms and conditions of appointment                                                                   | As may be mutually decided between the between board of directors and will get the sitting fees as per the meeting.                                                                                                                                                                                                                                                                                                                                      |
| Inter se relationship with other Directors, Manager and other Key Managerial Personnel of the Company | No Relation with Directors, Manager and other Key Managerial Personnel of the Company                                                                                                                                                                                                                                                                                                                                                                    |
| Name of listed entities from which the person has resigned in the past three years                    | None                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Directorships held in other companies (excluding foreign companies)                                   | None                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Committee position held in other companies (excluding foreign companies)                              | None                                                                                                                                                                                                                                                                                                                                                                                                                                                     |



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|                                                                           |                                                                                                |
|---------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| No. of meetings of the Board attended during the year                     | NA                                                                                             |
| Membership on the Committee of the Company.                               | Audit Committee, Nomination and remuneration committee and Stakeholders Relationship Committee |
| No. of shares held in the Company either by self or as a beneficial owner | NIL                                                                                            |

### **Item No.02:**

#### **To consider and approve the appointment Mrs. Shashi Kala Dhabriya (DIN:11611776) as an Independent Director on the Board of Directors of Company.**

On the recommendation of the Nomination and Remuneration Committee and the approval of Board via Circular resolution passed on March 20, 2026, the consent of the Board is hereby received Mrs. Shashi Kala Dhabriya (DIN:11611776) was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors for a period of 5 (Five) consecutive years from March 20, 2026, to March 19, 2031. pursuant to the provisions of Section 161(1), Regulation 17 (1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013 and the Articles of Association and is eligible for appointment subject to the approval of the shareholders through a special resolution. The Company has received the following from Mrs Shashi Kala Dhabriya (DIN:11611776):

- a. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & qualification of Directors) Rules, 2014 (“the Appointment Rules”)
- b. Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under subsection (2) of Section 164 of the Act;
- c. A declaration to the effect that he meets the criteria of independence as provided in subsection (6) of Section 149 of the Act and under the LODR Regulations;
- d. Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority;



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- e. Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;
- f. A declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

The Company has received a notice in writing under Section 160 of the Act from a Member of the Company proposing Mrs. Shashi Kala Dhabriya (DIN:11611776) as a candidate for the office of a Director.

The Nomination and Remuneration Committee (“NRC”) had previously finalized the desired attributes for the selection of the independent director(s). Based on those attributes, the NRC recommended the candidature of Mrs. Shashi Kala Dhabriya. In the opinion of the Board, Mrs. Shashi Kala Dhabriya fulfills the conditions for independence specified in the Act, the Rules made thereunder, the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company. The Board noted that Mrs. Shashi Kala Dhabriya skills, background and experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director.

A brief profile of Mrs. Shashi Kala Dhabriya (DIN:11611776) is as follows:

Mrs. Shashi Kala Dhabriya holds a Master of Arts (M.A.) in History from the University of Rajasthan, completed in 1981. She possesses extensive professional experience and has contributed significantly in his respective field through his knowledge, leadership, and administrative capabilities.

**Details of Directors seeking re-appointment at the 1<sup>st</sup> Extra-ordinary General Meeting (In pursuance of Regulation 36(3) of the Listing Regulations and Secretarial Standard – II on General Meetings)**

|                                        |                                     |
|----------------------------------------|-------------------------------------|
| Name of the Director                   | Shashi Kala Dhabriya                |
| Date of Birth                          | October 25, 1958                    |
| DIN                                    | 11611776                            |
| Date of first appointment on the Board | March 20, 2026,                     |
| Designation / Category of Directorship | Non- Executive Independent Director |



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|                                                                                                       |                                                                                                                                                                                                                                                                                                       |
|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Qualifications                                                                                        | Holds a Master of Arts (M.A.) in History from the University of Rajasthan, completed in 1981.                                                                                                                                                                                                         |
| Brief Profile and expertise in specific functional areas                                              | Mrs. Shashi Kala Dhabriya holds a Master of Arts (M.A.) in History from the University of Rajasthan, completed in 1981. She possesses extensive professional experience and has contributed significantly in his respective field through his knowledge, leadership, and administrative capabilities. |
| Terms and conditions of re-appointment                                                                | As may be mutually decided between the between board of directors and will get the sitting fees as per the meeting.                                                                                                                                                                                   |
| Inter se relationship with other Directors, Manager and other Key Managerial Personnel of the Company | No Relation with Directors, Manager and other Key Managerial Personnel of the Company                                                                                                                                                                                                                 |
| Name of listed entities from which the person has resigned in the past three years                    | NA                                                                                                                                                                                                                                                                                                    |
| Directorships held in other companies (excluding foreign companies)                                   | NA                                                                                                                                                                                                                                                                                                    |
| Committee position held in other companies (excluding foreign companies)                              | NA                                                                                                                                                                                                                                                                                                    |
| No. of meetings of the Board attended during the year                                                 | 3                                                                                                                                                                                                                                                                                                     |
| No. of shares held in the Company either by self or as a beneficial owner                             | NIL                                                                                                                                                                                                                                                                                                   |

### DEEP HEALTH AI INDIA LIMITED

(Formerly known as “Deep Diamond India Limited”)

Sd/-

**Narayan Singh Rathore**

**Managing Director**

**DIN:** 10900646.