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 Website: www.deephealthaiindia.com

(BM.06/2026-2027)

Notice of the meeting of the Board of Directors

To,
The Board of Directors
Deep Health AI India Limited

Notice is hereby given that the 06th meeting of the Board of Directors of **Deep Health AI India Limited** for the Financial Year 2026-2027 will be held at a shorter notice on Thursday, September 03, 2026, at 03.00 P.M. (IST) at the Registered Office situated at 506-509 Fifth Floor, Apeksha, Plot No. 256, Main Road, Hiran Magri, Sector 11, Udaipur, Rajasthan (313001) to discuss various matters as set out in the agenda annexed with this notice.

The option to attend the meeting through video conferencing mode is available for the directors. Further, the Directors are requested to confirm the same.

Every Director participating through Electronic Mode will be requested to state the following namely:

1. Name.
2. The location from where he is participating.
3. That he / she has received the agenda and all the relevant material for the Meeting.
4. That no one other than the Director concerned is attending or having access to the proceedings of the Meeting at the location mentioned in (2) above, and
5. He / She is able to hear and see the other participants clearly at the Meeting.

The Chairman of the Board shall conduct the Meetings of the Board. If the Chairman is unable to attend the Meeting, the Directors present at the Meeting shall elect one of themselves to chair and conduct the Meeting, unless otherwise provided in the Articles.

A copy of the agenda of the business to be transacted at the said meeting is enclosed herewith.

We request you to kindly make it convenient to attend the meeting.

For & on behalf of
Deep Health AI India Limited
(Formerly known as Deep Diamond India Limited)

Narayan Singh Rathore
Managing Director
DIN: 10900646
Date: 16 September 2026
Place: Udaipur

AGENDA ITEMS:

Sr. No.	Agenda Item
1.	To take note of the Circulation of the notice
2.	To grant leave of absence, if any.
3.	To take note of minutes of the previous meeting of the Board of Directors held on Thursday, August 13, 2026.
4.	To take note of the minutes of the previous meeting of the Audit Committee held on Thursday, August 13, 2026.
5.	To take note of the minutes of the previous meeting of the Nomination Remuneration Committee held on Thursday, March 12, 2026
6.	To consider and approve the revision in remuneration of Mr. Narayan Singh Rathore, Managing Director of the Company.
7.	To consider and approve appointment Mr. Virendra Choubisa: (DIN: 11923125) as an Additional Non-executive Independent Director on the Board of Directors of Company.
8.	To take note on End of Tenure of M/s VRSK & Co. LLP (Chartered Accountants) as the Statutory Auditor of the Company.
9.	To Deliberate, Consider and Recommend the appointment of M/s Vimal C Surana and Company (FRN:015888C), Chartered Accountants as the Statutory Auditor of the Company under Section 139 of the Companies Act, 2013 and rules made thereunder for a consecutive term of five (5) years.
10.	To consider the recommendation of the Audit Committee and approve the final Board's Report along with all the annexures and Management Discussion and Analysis for the Financial Year ended March 31, 2026.
11.	To fix the day, date, time, and place of the 32nd Annual General Meeting of the Company pursuant to provisions of Section 96 of the Companies Act, 2013.
12.	To approve the appointment of National Securities Depository Limited ("NSDL") for availing services of E-voting platform and video conferencing facility for the 32nd AGM of the Company.
13.	To Appoint M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, as the Scrutinizer to scrutinize the electronic voting process for the 32nd Annual General Meeting of the Company.
14.	To finalize and approve the draft Annual General Meeting (AGM) Notice for convening the 32nd Annual General Meeting of the Company.
15.	To consider and review the retirement of rotation of directors in accordance with section 152 of the Companies Act, 2013.
16.	To take note of Secretarial Audit Report of the Company.
17.	To discuss any other business with the permission of the chair.

NOTES TO AGENDA

Agenda No. 1:

To take note of the Circulation of the Notice:

The Chairperson is requested to take note of the proper circulation of the notice along with all the supporting documents, if any convening the board meeting with the approval and confirmation of the Directors present at the meeting.

Agenda No. 2:

To Grant Leave of Absence to directors, if any:

If any Director is unable to attend the Meeting, he/she may seek a leave of absence from the Board.

A formal letter or intimation via email by any Director to the Chairperson, prior to the date of the Meeting will be taken into consideration.

Agenda No. 3:

To take note of minutes of the previous meeting of the Board of Directors held on Thursday, August 13, 2026:

The minutes of the previous meeting of the Board of Directors of the Company held on Thursday, August 13, 2026, will be placed before the Board of Directors for their reference.

The Board is requested to take note of the same and thereafter the minutes shall be signed by the Chairman of the meeting.

Agenda No. 4:

To take note of the minutes of the previous meeting of the Audit Committee held on Thursday, August 13, 2026:

The Minutes of the Previous Meeting of the Audit Committee held on Thursday, August 13, 2026, at the registered office is enclosed herewith for the perusal of the Board.

The Board is requested to note the minutes of the meeting and thereafter the minutes shall be signed by the Chairman of the Meeting.

The Board is further requested to note that no comments were received from the Members on the draft minutes circulated earlier.

Agenda No. 5:

To take note of the minutes of the previous meeting of the Nomination Remuneration Committee held on Thursday, March 12, 2026:

The Minutes of the Previous Meeting of the Nomination Remuneration Committee held on Thursday, March 12, 2026, at the registered office is enclosed herewith for the perusal of the Board.

The Board is requested to note the minutes of the meeting and thereafter the minutes shall be signed by the Chairman of the Meeting.

The Board is further requested to note that no comments were received from the Members on the draft minutes circulated earlier.

Agenda No. 6:

To consider and approve the revision in remuneration of Mr. Narayan Singh Rathore, Managing Director of the Company:

The Board members were informed that Mr. Narayan Singh Rathore (DIN: 10900646) was re-appointed as the Managing Director of the Company for a period of five years commencing from January 19, 2026, and ending on January 18, 2031, pursuant to the approval of the Members of the Company. It was further noted that his existing remuneration is Rs. 65,000/- per month, aggregating to Rs. 7,80,000/- per annum which was duly approved by the members of the Company.

In view of the continuing term of his appointment as Managing Director, the Board is requested to consider and approve the revision in remuneration payable to Mr. Narayan Singh Rathore from the existing remuneration of Rs. 65,000/- per month to Rs. 1,40,000/- per month, aggregating to Rs. 16,80,000/- per annum, for the remaining period of his tenure ending on January 18, 2031, subject to the approval of the Members of the Company and such other approvals as may be required under the applicable provisions of the Companies Act, 2013 and other applicable laws.

The Board is requested to consider and approve the following resolution with or without modification(s):

"RESOLVED THAT in continuation of the earlier approval granted by the shareholders at the Annual General Meeting held on September 23, 2025, and pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V thereto and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of the shareholders, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, hereby approves for revision in the remuneration payable to Mr. Narayan Singh Rathore (DIN: 10900646), Managing Director of the Company, from the existing remuneration of Rs. 7,80,000/- (Rupees Seven Lakh Eighty Thousand only) per annum, i.e. Rs. 65,000/- (Rupees Sixty-Five Thousand only) per month, to Rs. 16,80,000 /- (Rupees Sixteen Lakhs Eighty Thousand only) per annum, i.e. Rs. 1,40,000/- (Rupees One Lakh Forty Thousand only) per month, for the remaining period of his tenure ending on January 18, 2031.

RESOLVED FURTHER THAT, in the event of absence or inadequacy of profits in any financial year during the above-mentioned period, the aforesaid remuneration shall be treated as minimum remuneration and shall be payable to Mr. Narayan Singh Rathore in accordance with Part II of Schedule V of the Companies Act, 2013, and other applicable provisions, if any.

RESOLVED FURTHER THAT Mr. Narayan Singh Rathore, Managing Director (DIN: 10900646) of the company be and is hereby authorized to do all such acts, deeds and things as may be required in order to effectuate the aforementioned resolution including the filing of necessary e-forms with the Registrar of Companies."

Agenda No. 7:

To consider and approve appointment Mr. Virendra Choubisa: (DIN:11923125) as an Additional Non-executive Independent Director on the Board of Directors of Company:

The members of the board are hereby informed that pursuant to the provisions of section 149 of the Companies Act, 2013, Mr. Virendra Choubisa (DIN:11923125) is proposed to be appointed as an Additional Non-Executive Independent Director on the Board of the Company till the ensuing Annual General Meeting (AGM) of the Company.

Further, the Board Members are informed that on the basis of the interactions and background verification and evaluation of skills, expertise and experience by the NRC, it is proposed to appoint Mr. Virendra Choubisa as an Additional Independent Director of the Company for a period of five years from September 03, 2026 to September 02, 2031, subject to the approval of shareholders of the Company, who will not be liable to retire by rotation and shall hold office up to the date of receipt of shareholders' approval which shall not be later than 3 months from the date of appointment.

A brief profile of the proposed appointee is attached herewith. Further the Board Members are also informed that the Company has received from the proposed appointee the following documents:
1. Consent to act as a Director pursuant to Section 152(5) of the Act and Rule 8 of the Rules;
2. Notice of Disclosure of Interest pursuant to Section 184(1) of the Act and Rule 9(1) of the Rules;
3. Declaration of non-disqualification pursuant to section 164(1) and164(2) of the Act;
4. Declaration of Independence.

Based on the recommendations of the Nomination and Remuneration Committee, the Board is requested to review the same and pass the following resolutions with or without modification(s):

"RESOLVED THAT pursuant to the Section 149, 150 and 152, Schedule IV and Section 161 (1) other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies

(Appointment and Qualification of Directors) Rules, 2014 and pursuant to Regulation 17, 16(1)(b) and 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) on basis of recommendation of Nomination and Remuneration Committee and Audit Committee and subject to the shareholder's approval, Mr. Virendra Choubisa (DIN: 11923125), be and is hereby appointed as an Additional Non-Executive Independent Director on the Board of the Company, whose office shall not be liable to retire by rotation and who shall hold office for <5> consecutive years from September 03, 2026 to September 02 , 2031, on such terms and conditions including sitting fees as stated in the appointment letter as placed before the Board.

RESOLVED FURTHER THAT Mr Narayan Singh Rathore, Managing Director of the Company, be and is hereby authorized to do all such acts, deeds, things, matters as may be considered necessary, desirable or expedient, incidental or ancillary to give effect to the foregoing resolution."

Agenda No. 8:

To take note of the Completion of Tenure of M/s VRSK & Co. LLP Chartered Accountants) as the Statutory Auditor of the Company:

The Board Members were informed that M/s VRSK & Co. LLP, Chartered Accountants, were appointed as the Statutory Auditors of the Company for a term of 5 (five) consecutive years till the Conclusion of Annual General Meeting to be held for the financial year 2025-2026 i.e. on Wednesday, September 30, 2026.

It was further informed that the tenure of M/s VRSK & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company is due to be completed at the conclusion of the ensuing Annual General Meeting of the Company to be held for the financial year 2025-2026.

The Board was accordingly requested to take note of the completion of the tenure of M/s VRSK & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company and the consequent cessation of their office upon the conclusion of the ensuing Annual General Meeting.

The Board is requested to take note of the same.

Agenda No. 9:

To Deliberate, Consider and Recommend the appointment of M/s Vimal C Surana and Company (FRN:015888C), Chartered Accountants as the Statutory Auditor of the Company under Section 139 of the Companies Act, 2013 and rules made thereunder for a term of 5 years:

The Board are hereby informed that it is proposed to consider, approve and recommend the appointment of M/s Vimal C Surana and Company (FRN:015888C), Chartered Accountants as a Statutory Auditor of the Company subject to approval of Member at upcoming AGM, who shall be entitled to hold the office of the Company for a consecutive term of five (5) years with effect from the date of the Annual General meeting held for the financial year 2026-2027 till the conclusion of the Annual General Meeting to be held for the financial year 2031-2032 on remuneration decided between the audit committee and the auditor.

The Board considered and approved the same by-passing following resolution with or without modification:

"RESOLVED THAT pursuant to the provisions of the Section 139(1), 138(8) and 142 and all other applicable provisions if any, of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Audit Committee, the consent of the Board be and is hereby accorded to recommend to the Shareholders of the Company to appoint M/s M/s Vimal C Surana and Company (FRN:15888C), as a Statutory auditor of the Company to fill the vacancy caused due to completion of tenure of M/s VRSK & Co. LLP, Chartered Accountants and hold the office for a period of 5 consecutive years with effect from the conclusion of the 32nd Annual General Meeting (held for the F.Y. 2025-2026) till the conclusion of the 35th Annual General Meeting of the Company (to be held for the F.Y. 2030-2031) at such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT, Narayan Singh Rathore, Managing Director of the Company be and is hereby authorized to sign, execute all such documents, and do all such acts, deeds, and things as may be necessary including submission of various information to the Bombay Stock Exchange as required under the provisions of securities law to effectuate the aforementioned resolution."

Agenda No. 10:

To consider the recommendation of the audit committee and approve the Draft Board's Report along with all the annexures and Management Discussion and Analysis for the financial year March 31, 2026:

Pursuant to provisions of Section 134 of the Companies Act, 2013 and rules made thereunder; the draft Board Report along with all the annexures and Management Discussion and Analysis for the financial year ending March 31, 2026, shall be placed before the members at their meeting for their consideration, deliberation, review, and approval.

The Board is hereby requested to approve the Board's report along with all its annexures and Management Discussion and Analysis.

Further, the Board is hereby requested to authorize Mr. Narayan Singh Rathore, Managing Director & Ms. Laveena Pokharna, Whole Time Director & Chief Financial Officer to sign the same on behalf of the Board of Directors.

Board Members are requested to deliberate and pass the following resolution with or without modification(s):

"**RESOLVED THAT** pursuant to Section 134 of the Companies Act, 2013 and the rules made therein, the draft Board's Report of the Company along with all annexures thereto and Management Discussion and Analysis Report for the financial year ended March 31, 2026, as tabled before the Board, and duly initialed by the Chairman for the purpose of identification, be and is hereby approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Narayan Singh Rathore, Managing Director & Ms. Laveena Pokharna, Whole Time Director & Chief Financial Officer of the Company be and are hereby authorized to sign the said Board's Report along with all annexures thereto for the financial year ending March 31, 2026, for and on behalf of the Board of Directors.

RESOLVED FURTHER THAT any of the Director of the Company be and are hereby severally authorized to file necessary documents and forms with the Registrar of Companies and to do all such acts, deeds, matters, and things as deemed necessary, proper, or desirable for the purpose of effectuating the aforesaid resolution."

Agenda No.11:

To fix the day, date, time, and place of the 32nd Annual General Meeting of the Company pursuant to provisions of Section 96 of the Companies Act, 2013:

The Board is hereby requested to deliberate on when to hold the 32nd Annual General Meeting of the Company for F.Y. 2025-2026, at such place and time as may be mutually decided by the Board at their meeting.

Accordingly, the Board is requested to deliberate on the same at their meeting and fix the day, date, time, and place of the 32nd AGM of the Company.

Agenda No. 12:

To approve the appointment of National Securities Depository Limited ("NSDL") for availing services of E-voting platform and video conferencing facility for the 32nd AGM of the Company:

The Board of Directors are hereby informed that pursuant to provisions of Regulations 44 of SEBI (LODR) Regulations, 2015 and Section 108 and Rule 20 (2) of Companies (Management and Administration) Rules, 2014; the Company is required to provide facility to its members for voting through electronic means in respective all the resolutions wherein approval of the shareholders is sought and pursuant to MCA Circular No September 19, 2024 which states that the Companies are allowed to conduct their AGM/EGMs through Video-conferencing or Other-Audio Visual means up-to September 30, 2026; it is proposed before the Board to hold the 32nd Annual General Meeting of the Company through video conferencing mode.

Accordingly, it is proposed to avail e-voting platform services and video conferencing facility from NSDL for the proposed 32nd Annual General Meeting.

The Board is requested to deliberate on the same and approve the appointment of NSDL by passing the following resolution with or without modification(s):

"RESOLVED THAT the Board hereby approves the appointment of National Depository Service Limited (NSDL) for availing the services of e-voting platform and video conferencing facility for the 32nd AGM of the Company.

RESOLVED FURTHER THAT any or all of the directors or Company Secretary of the Company be and is hereby authorized on behalf of the Company to take such steps as may be necessary in relation to the above and to do all acts, deeds, and things that may be necessary, proper, expedient, or incidental for the purpose of effectuating the aforesaid Resolution."

Agenda No. 13:

To Appoint M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, as the Scrutinizer to scrutinize the electronic voting process for the 32nd Annual General Meeting.

The Board is hereby informed that in accordance with the provisions of Section 108 of the Companies Act, 2013, the Company is required to appoint to scrutinizer independent of the Company for monitoring, facilitating, and scrutinizing the e-voting process provided to the shareholders of the Company at the 32nd AGM.

Accordingly, it is proposed to appoint M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, as the scrutinizer of the 32nd AGM.

The Board is requested to pass the following resolution with or without modification (s):

"RESOLVED THAT M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, be and is hereby appointed as the Scrutinizer for conducting the business along with monitoring, facilitating and scrutinizing in the 32nd AGM on such remuneration as may be mutually decided between the said scrutinizer and the Company.

Agenda No.14:

To finalize and approve the draft AGM notice for convening the 32nd Annual General Meeting of the Company:

The draft of the notice of the Annual General Meeting proposed to be issued to the members of the company for conveying the 32nd AGM of the Company will be presented to the Board for their approval.

Accordingly, the Board is requested to pass the following resolution:

"RESOLVED THAT the draft notice for the 32nd Annual General Meeting of the Company, as tabled before the Board, be and is hereby approved and any of the Director or company secretary is hereby authorized to issue the said notice to the members and such other persons as may be required by law."

Agenda No.15:

To consider and review the retirement of rotation of directors in accordance with section 152 of the Companies Act, 2013:

The Board is informed that in accordance with the provisions of Section 152 of the Companies Act, 2013, at every annual general meeting, not less than 2/3rd of the total number of Directors of a public company shall be persons whose period of office is liable for determination of Directors liable to retire by rotation, out of which 1/3rd of such Directors shall be liable to retire at the Annual General Meeting ('AGM') of the Company. Such a vacancy caused by retirement can be filled by re-appointing the retiring Director or any other person.

Considering the aforesaid, at the ensuing AGM to be held in 2026, the number of Directors who would be liable to retire by rotation is 1.

As the Directors retiring by rotation at the AGM shall be those who have been the longest in the office, it is requested on the part of the Board the nominate appropriate candidate for the same.

Agenda No.16:

To take note of Secretarial Audit Report of the Company:

The Secretarial Auditor's Report of the Company issued by M/s. Ronak Jhuthawat & Co., Practicing Company Secretaries; the Secretarial Auditors of the Company, for the Financial Year 2025-2026 will be placed before the Board for their consideration and noting pursuant to provisions of Section 204 of the Companies Act, 2013.

The Board is requested to deliberate on these secretarial audit reports, consider them and take note of the same.

Agenda No.17:

To Discuss any other business with the permission of the chair:

In terms of Secretarial Standards-1 on Board Meetings, any item not included in the agenda may be taken into consideration with the permission of the Chairperson and with the consent of the majority of Directors present at the meeting.

Accordingly, any other matter apart from the agenda items mentioned aforesaid can be taken up with the permission of the Chair and majority of Board of Directors.