

GPTHEALTH/CS/SE/2025-26

May 24, 2025

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| The Department of Corporate Services BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street Mumbai - 400001 Scrip Code: 544131 | National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip Symbol: GPTHEALTH |
| ISIN: INE486R01017 | |

Dear Sir/Madam

Subject: Filing of Secretarial Compliance Report for the year ended March 31, 2025:

Please find enclosed herewith the Annual Secretarial Compliance Report pursuant to Regulation 24A of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024 as amended, issued by Mr. Ashok Kumar Daga, Company Secretary in Practice for the year ended March 31, 2025.

Thanking You,

Yours sincerely,

For GPT Healthcare Limited

Ankur Sharma
Company Secretary and Compliance Officer
M. No A31833

Encl. As Above.



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

AVANI OXFORD, PHASE II
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Phone : +91 33 32916865
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Secretarial Compliance Report

GPT HEALTHCARE LIMITED for the year ended March 31, 2025
[Pursuant to Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024
issued by Securities and Exchange Board of India]

To,
The Board of Directors
GPT HEALTHCARE LIMITED
CIN NO. L70101WB1989PLC047402
GPT Centre, JC-25, Sector-III, Salt Lake
Kolkata - WB 700106

I have examined:

- (a) All the documents and records made available to me and explanation provided to me by GPT HEALTHCARE LIMITED ("the listed entity"),
- (b) The filings/submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,
- (d) Any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2025 in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The Specific Regulations, whose provisions and the circulars/guidelines issues thereunder, have been examined, include: -

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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- c) *The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) *The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- e) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- f) *The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.
- g) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

* No event took place under these regulations during the audit period and circulars/guidelines issued thereunder and based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issues thereunder, except in respect of matters specified below:

| Sr. No. | Compliance Requirement (Regulations / Circulars/ guidelines including specific clause) | Regulation / Circulars No. | Deviations | Action Taken by | Type of Action Advisory/ clarification / fine/ Show Cause Notice/Warning etc. | Detail of Violation | Fine Amount | Observations/ Remark of the Practising Company Secretary | Management response | Remarks |
|---------|--|----------------------------|------------|-----------------|---|---------------------|-------------|--|---------------------|---------|
| NIL | | | | | | | | | | |

- (b) The listed entity has taken the following action to comply with the observation made in previous report:



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| Sr. No. | Compliance Requirement (Regulations/ Circulars / guidelines including specific clause) | Regulation / Circulars No. | Deviations | Action Taken by | Type of Action Advisory/ clarification /fine/ Show Cause Notice/ Warning etc. | Detail of Violation | Fine Amount | Observations/ Remark of the Practising Company Secretary | Management response | Remarks |
|---------|--|----------------------------|------------|-----------------|---|---------------------|-------------|--|---------------------|---------|
| NIL | | | | | | | | | | |

(c) I hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

| Sr. No. | Particulars | Compliance status (Yes/No/NA) | Observations / Remarks by PCS* |
|---------|--|-------------------------------|--------------------------------|
| 1. | <u>Secretarial Standard:</u> The Compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) | Yes | - |
| 2. | <u>Adoption and timely updation of the Policies:</u> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations /circulars / guidelines issued by SEBI. | Yes Yes | - - |



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| 3. | <u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none">• The Listed entity is maintaining a functional website.• Timely dissemination of the documents/ information under a separate section on the website.• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website. | Yes Yes Yes | - - - |
| 4. | <u>Disqualification of Director:</u> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity. | Yes | As verified the records from available records of Company and Data available at MCA. None of the Directors, are disqualified U/s 164 of the Companies Act, 2013. |
| 5. | <u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> (a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries | NA NA | The Company has no material subsidiary Company Further the Company has no Subsidiary Company. |
| 6. | <u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015. | Yes | - |
| 7 | <u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations. | Yes | - |



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| 8 | <p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.</p> | Yes | Prior omnibus approval of Audit Committee was obtained for Related Party Transactions. |
| | | NA | - |
| 9 | <p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p> | Yes | - |
| 10 | <p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p> | Yes | The Company has maintained SDD (database) as per requirements of the PIT Regulations, 2015. |
| 11 | <p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified the last column.</p> | NA | During the year under review no action has been taken by SEBI or Stock Exchange(s). |



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| 12 | <p><u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p> | No | <p>There was no resignation by the statutory auditors during the year under review. Further the Company has no Material Subsidiary Company.</p> <p>However, on expiry of the term of erstwhile auditor i.e. M/S Singhi & Co., Chartered Accountants (FRN: 302049E), on 31st March, 2024, M/S S R Batliboi & Co. LLP, Chartered Accountants (FRN: 301003E/ E300005) were appointed as Statutory Auditor by the Members of the Company in the Annual General Meeting held on 25th July, 2024 for a period of 5 years commencing from April 1, 2024 till March 31, 2029.</p> |
| 13 | <p><u>No Additional Non-compliances observed:</u></p> <p>No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.</p> | NA | <p>During the year under review, no additional non-compliances has been observed.</p> |

Place: Kolkata

Date: 19.05.2025

UDIN NO. F002699G000375051

ASHOK

KUMAR DAGA

Digitally signed by
ASHOK KUMAR DAGA
Date: 2025.05.19
13:35:39 +05'30'

Ashok Kumar Daga
(Practising Company Secretary)
FCS No. 2699, CP No. 2948