

GPTHEALTH/CS/SE/2025-26

September 24, 2025

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

Sub: Outcome of Board Meeting held on September 24, 2025:

Ref.: Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”):

With reference to the captioned subject and in accordance with Regulation 30 read with Schedule III of SEBI [Listings Obligations and Disclosures Requirements] Regulations, 2015, We would like to inform you that the meeting of Board of Directors of the Company was duly convened and held on Wednesday, September 24, 2025, inter alia considered and approved the following matters amongst others:

1. Took note of unfortunate, untimely and sad demise of Late Shri Dwarika Prasad Tantia, Executive Chairman of the Company;
2. the appointment of Mr. Shree Gopal Tantia, Promoter (DIN:00001346) as an Additional Non-Executive Non-Independent Director of the Company w.e.f. September 24, 2025 based on the recommendation of Nomination and Remuneration Committee and approval of the Audit Committee;
3. Alteration of Articles of Association of the Company subject to approval of the shareholders of the Company;
4. Consequent to the change in directorate of the Company, the Board of Directors have also reconstituted the Corporate Social Responsibility Committee with the following members:

Corporate Social Responsibility Committee:

SNO	Name of the Members	Designation
1	Dr. Om Tantia	Chairman
2	Dr. Aruna Tantia	Member
3	Dr. Tapti Sen	Member

5. Approved Postal Ballot Notice dated September 24, 2025 for seeking approval of Members of the Company for the following matters:
- i. Appointment of Mr. Shree Gopal Tantia, Promoter (DIN:00001346) as Non-Executive Non-Independent Director who was appointed as an additional director at the Board Meeting held on September 24, 2025;
 - ii. Alteration of Articles of Association of the Company;

The detailed disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI master circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-A** and **Annexure-B** to this outcome.

The Board Meeting commenced at 3:30 P.M. and concluded at 4.00 P.M.

We request you to kindly take the same on records. This is for your information and records.

For GPT Healthcare Limited

Ankur Sharma
Company Secretary and Compliance Officer
M. No A31833

Encl: A/a

Annexure-A

Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Appointment of Director

Sl. No	Particulars	Mr. Shree Gopal Tantia, Promoter (DIN:00001346)
		Additional Non-Executive Non-Independent Director of the Company
1	Reason for change viz. appointment, resignation, removal,	Appointment
2	Date of appointment/cessation (as applicable) & term of appointment.	September 24, 2025 Mr. Shree Gopal Tantia Non-Executive and Non-Independent Director, is liable to retire by rotation and entitled for sitting fees for attending meetings of the Board or Committees as may be determined by the Board from time to time and as per terms of the appointment letter including reimbursement of various out of pocket expenses viz traveling expenses etc incurred for the Business of the Company and attending the Board/Committee meetings of the Company as paid to other Non-Executive Directors of the Company.”
3	Brief profile (in case of appointment)	Mr. Shree Gopal Tantia aged 60+ years, is one of the Promoters in GPT Group Companies and he is commerce Graduate having vast experience of over 40 years in Infrastructure and Civil construction sector. He has an excellent track record in execution/implementation of number of projects with logistical and technical complexity.
4	Disclosure of relationships between directors (in case of appointment of a director).	Not related to any Director/ KMP of the Company.
5	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.	Mr. Shree Gopal Tantia is not debarred from accessing the capital markets and /or restrained from holding the position of Director in any company by virtue of any order of the Securities and Exchange Board of India or any other such authority.

Annexure-B

Brief Details with respect to Alteration of Articles of Association (“AOA”) of the Company

Article No.	Earlier Article	Action	Amended Article	Proposed
3	The Articles of Association of the Company comprise two parts, Part A and Part B, which parts shall, unless the context otherwise requires, co-exist with each other until the filing of the updated draft red herring prospectus (“UDRHP”) with Securities and Exchange Board of India (“SEBI”) pursuant to the initial public offering of the equity shares of the Company (the “Offer” of the “Equity Shares” of the Company). In case of inconsistency or contradiction, conflict or overlap between Part A and Part B, the provisions of Part B shall, subject to applicable law, prevail and be applicable. All articles of Part B shall automatically terminate and cease to have any force and effect from the date of filing of the UDRHP with SEBI pursuant to the Offer and the provisions of Part A shall continue to be in effect and be in force, without any further corporate or other action, by the Company or by its shareholders.	This article shall be deleted and consequently all other articles be renumbered accordingly.	-	
4	“Consummation of the Offer” means the date of listing of Equity Shares of the Company on the Exchanges pursuant to the Offer.	This definition shall be deleted.	-	
103A	One of the Directors on the board, as the Promoters may determine, shall be the chairperson at every Board meeting. The Board will also comprise such number of independent directors as may be required under applicable laws.	This article shall be altered and renumbered as Article 102 consequently all other articles be renumbered accordingly.	The Board will also comprise such number of independent directors as may be required under applicable laws.	

121(a)	At any time on and after Consummation of the Offer, and subject to applicable law and appropriate corporate approvals, including but not limited to approval of the shareholders of the Company by way of a Special Resolution after the Consummation of the Offer, one of the non-executive Directors, as the Promoters may determine, shall be the Chairperson of every Board meeting.	This article be substituted	The Board of Directors may from time to time elect any Director, as the Promoters may determine, as Chairman who shall preside at the meeting of the Board of Directors and the Board of Directors may also determine the period for which he is to hold office.
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