



**ONE GLOBAL SERVICE PROVIDER
LIMITED**

**34TH NOTICE OF
ANNUAL GENERAL MEETING
2025 – 2026**

NOTICE OF 34TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **34th (Thirty Fourth) Annual General Meeting (“AGM”)** of the members of One Global Service Provider Limited (**“the Company”**) for the Financial Year (**“FY”**) **2025-26** will be held on **Tuesday, 29th September, 2026 at 2:00 P.M (IST)** Through Video Conferencing (**“VC”**)/ Other Audio Visual Means (**“OVAM”**) for which purpose the Registered Office of the Company situated at 6th Floor, 601 E Wing, Trade Link Building, B & C Block Senapati Bapat Marg, Kamala Mill Compound, Lower Parel (W), Delisle Road, Mumbai, Maharashtra, India, 400013, shall be deemed as the Venue for the meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following Business(es):

ORDINARY BUSINESS:

1. TO RECEIVE, CONSIDER, AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITOR’S THEREON:

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution:**

“RESOLVED THAT the Audited Financial Statements (Standalone) of the Company for the financial year ended 31st March, 2026, together with the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026:

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution:**

“RESOLVED THAT dividend at the rate of Re. 1/- (Rupee One Only) per equity share of face value of Rs. 10/- each fully paid-up, be and is hereby declared for the Financial Year ended 31st March, 2026 and the same be paid as recommended by the Board of Directors of the Company, subject to deduction of tax at source and in accordance with the provisions of Section 123 and rules made thereunder and the other applicable provisions, if any of the Companies Act, 2013.”

3. RE-APPOINTMENT OF MR. SANJAY LALBHADUR UPADHAYA (DIN: 07497306) WHO RETIRES BY ROTATION AND BEING ELIGIBLE AND OFFERS HIMSELF FOR RE-APPOINTMENT AS A MANAGING DIRECTOR:

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, Mr. Sanjay Lalbhadur Upadhaya (DIN: 07497306), who retires by rotation at this meeting and being eligible has offered himself for re- appointment, be and is hereby re- appointed as a Managing Director of the Company, liable to retire by rotation

4. APPOINTMENT OF M/S. S D P M & CO., CHARTERED ACCOUNTANTS, AS THE STATUTORY AUDITOR OF THE COMPANY FOR A SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS:

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules framed thereunder as amended from time to time (including any statutory modification(s), amendment(s), clarification(s),

substitution(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Audit Committee and the Board of Directors, M/s. S D P M & Co., Chartered Accountants (Firm Registration No. 126741W), be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a second term of 5 (five) consecutive years from the conclusion of 34th AGM until the conclusion of the 39th AGM of the Company, on such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.”

RESOLVED FURTHER THAT any of the Director and/or Key Managerial Personnel of the Company be and are hereby authorised to do all such acts, deeds, matters and things to give effect to this resolution including revise/alter/modify/amend the terms and conditions and/or remuneration, from time to time, as may be mutually agreed with the Statutory Auditors, during the tenure of their appointment.”

SPECIAL BUSINESS:

5. RATIFICATION OF REMUNERATION PAYABLE TO M/S. J.H. SURVASE & CO, COST AUDITORS OF THE COMPANY:

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 read with all other applicable provisions of the Companies Act, 2013 (**“the Act”**) and the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), and as per the recommendation of the Audit Committee, the Board of Directors of the Company appointed M/s. J.H. Survase & Co., Cost Accountant to conduct cost audit relating to cost records of the Company under the Companies (Cost Records and Audit) Rules, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) for the Financial Year ending 31st March, 2027 on a remuneration of Rs. 1,60,000/- (Rupees One Lakh Sixty Thousand Only) plus taxes and reimbursement of out-of-pocket expenses at actuals, incurred by M/s. J.H. Survase & Co. in connection with aforesaid audit be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT any of the Director and/or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, including filing requisite forms and submitting documents with the Ministry of Corporate Affairs and/or any other statutory or regulatory authority, and to settle any questions, difficulties, or doubts that may arise in this regard, for the purpose of giving effect to this resolution and matters incidental thereto.”

6. APPROVAL FOR OVERALL BORROWINGS LIMITS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions of the Companies Act, 2013 (**“the Act”**) and the Companies (Meeting of Board and its Powers) Rules, 2014, (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **“the Board”** which term shall be deemed to include, unless the context otherwise required, any committee, which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), for borrowing, from time to time, by way of loans, credit facilities, debt instruments or in any other forms, any such sum or sums of money

(either Indian or Foreign currency) from banks, financial institutions, bodies corporate, companies, firms, or any one or more persons on such terms and conditions and with or without security as the Board may think fit, for the purpose of business of the Company, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), which may exceed the aggregate of the paid up capital of the Company, its free reserves and securities premium, provided that the total amount so borrowed by the Board shall not at any time exceed the aggregate of the paid up capital, free reserves and securities premium of the Company or Rs. 1000 Crore (Rupees One Thousand Crore Only), whichever is higher.

RESOLVED FURTHER THAT any of the Director and/or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, including filing requisite forms and submitting documents with the Ministry of Corporate Affairs and/or any other statutory or regulatory authority, and to settle any questions, difficulties, or doubts that may arise in this regard, for the purpose of giving effect to this resolution and matters incidental thereto."

7. APPROVAL UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 INTER ALIA FOR CREATION OF MORTGAGE OR CHARGE ON ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 (**"the Act"**) and the Companies (Meeting of Board and its Powers) Rules, 2014, (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **"the Board"** which term shall be deemed to include, unless the context otherwise required, any committee, which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), to sell, lease, or dispose of in any manner including but not limited to mortgage, hypothecate, create floating charge, or in any manner create charge on all or any part of the present and future moveable or immoveable assets or properties of the Company or the whole or any part of the Undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as **"Assets"**), on such terms and conditions at such time(s) and in such form and manner, and with such ranking in terms of priority, as the Board in its absolute discretion thinks fit, to or in favour of any banks, financial institutions, bodies corporate, companies, security trustees, firms or any one or more persons, whether securities holders of the Company or not, to secure the borrowing facility together with interest, cost, charges and expenses thereon provided that the aggregate indebtedness, so secured by the assets do not any time exceed the aggregate value of limits approved under Section 180(1)(c) of the Act.

RESOLVED FURTHER THAT any of the Director and/or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, including filing requisite forms and submitting documents with the Ministry of Corporate Affairs and/or any other statutory or regulatory authority, and to settle any questions, difficulties, or doubts that may arise in this regard, for the purpose of giving effect to this resolution and matters incidental thereto."

8. APPROVAL UNDER SECTION 186 OF THE COMPANIES ACT, 2013 INTERALIA TO GIVE LOANS, INTER CORPORATE DEPOSITS, GIVE GUARANTEES IN CONNECTION WITH THE LOANS MADE BY ANY PERSON OR BODY CORPORATE AND ACQUIRE BY WAY OF SUBSCRIPTION, PURCHASE OR OTHERWISE THE SECURITIES OF ANY OTHER BODY CORPORATE IN EXCESS OF THE LIMITS PRESCRIBED:

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

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act, 2013 (**“the Act”**) and the Companies (Meeting of Board and its Powers) Rules, 2014, (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and in terms of the provisions of the Company’s Memorandum of Association and Articles of Association and subject to such other approvals, consents, sanctions, permissions, as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **“the Board”** which term shall be deemed to include, unless the context otherwise required, any committee, which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), to give loan to any person or any other body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate as it may in its absolute discretion deem beneficial and in the interest of the Company, subject to however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees, or securities proposed to be made or given or provided by the Company, from time to time, in one or more tranches in future, which may exceed aggregate permissible limit i.e. sixty percent (60%) of the paid-up capital of the Company and its free reserves and securities premium account or Hundred percent (100%) of its free reserves and securities premium account, whichever is more, or Rs. 1000 Crore (Rupees One Thousand Crore Only) whichever is higher.

RESOLVED FURTHER THAT any of the Director and/or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, including filing requisite forms and submitting documents with the Ministry of Corporate Affairs and/or any other statutory or regulatory authority, and to settle any questions, difficulties, or doubts that may arise in this regard, for the purpose of giving effect to this resolution and matters incidental thereto.”

9. APPROVAL FOR INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND THE CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION:

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64, and all other applicable provisions, if any, of the Companies Act, 2013, and Rules framed thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Articles of Association of the Company and provisions of any other applicable laws, approval of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 25,05,00,000/- (Rupees Twenty-Five Crore Five Lakh Only) divided into 2,50,50,000 (Two Crore Fifty Lakh Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each, to Rs.50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT, the Capital Clause (Clause V) of the Memorandum of Association of the Company be and is hereby altered and substituted with the following Clause V:

V. The Authorised Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs.10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT any of the Director and/or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, including filing requisite forms and submitting documents with the Ministry of Corporate Affairs and/or any other statutory or regulatory authority, and to settle any questions, difficulties, or doubts that may arise in this regard, for the purpose of giving effect to this resolution and matters incidental thereto.”

10. APPROVAL FOR THE ISSUANCE OF 7,15,040 (Seven Lakh Fifteen Thousand Forty Only) EQUITY SHARES OF THE COMPANY ON A PREFERENTIAL BASIS FOR CONSIDERATION OTHER THAN CASH, TOWARDS THE ACQUISITION OF STAKE IN MATRIX LABS DIAGNOCARE PRIVATE LIMITED (“MLDPL”) AND MATRIX LABS PRIVATE LIMITED (“MLPL”):

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c), and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debenture) Rules, 2014, and other applicable rules and regulations (including any statutory modification(s), amendment(s), clarification(s), substitution(s), or re-enactment(s) thereof for the time being in force) (collectively referred to as the “Act”), the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**“SEBI ICDR Regulations”**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), the equity listing agreement entered into by the Company with BSE Limited (**“BSE”**) and the rules, regulations, notifications, and circulars issued thereunder and any other rules/regulations/guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, and other applicable rules, regulations, circulars, notifications, and guidelines issued by Ministry of Corporate Affairs (**“MCA”**), the Securities Exchange Board of India (**“SEBI”**), the Reserve Bank of India (**“RBI”**) or any other competent authority from time to time, and subject to the provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions, and sanctions as may be necessary from the appropriate regulatory authorities, and subject to such terms, conditions, and modifications as may be prescribed while granting such approvals and which may be agreed by the Board of Directors of the Company (hereinafter constituted by the Board or any person(s) authorised by the Board to exercise its powers), and the Board of Directors of the Company and the consent of the Members of the Company be and is hereby accorded to the Board to authorise, create, issue, offer and allot, on a preferential basis in accordance with Chapter V of the SEBI ICDR Regulations, up to 7,15,040 (Seven Lakh Fifteen Thousand Forty Only) fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten Only) each at an issue price of Rs.553/- (Rupees Five Hundred Fifty -Three Only) per equity share (including a premium of Rs.543/- (Rupees Five Hundred Forty -Three Only) per share) (**“Subscription Shares”**), to Mr. Suresh and Ms. Nithya S in the case of Matrix Labs Diagnocare Private Limited (**“MLDPL”**) and to Mr. Suresh in the case of Matrix Labs Private Limited (**“MLPL”**), for a non - cash consideration of Rs. 35,97,81,800/- (Rupees Thirty-Five Crore Ninety-Seven Lakh Eighty-One Thousand Eight Hundred Only) and Rs. 3,56,35,320/- (Rupees Three Crore Fifty-Six Lakh Thirty-Five Thousand Three Hundred Twenty Only), respectively., in lieu of acquisition of the 51% of the total issued, subscribed, and paid-up equity share capital MLDPL and MLPL, held by Mr. Suresh, Ms. Nithya S in case of MLDPL and Mr. Suresh in case of MLPL respectively, as part of the proposed transaction (**“Proposed Transaction”**), on such terms and conditions as set forth in the Share Purchase Agreement (**“SPA”**) dated 3rd September, 2026, entered into by and among

the Company, Mr. Suresh, Ms. Nithya S. and MLPDL, in relation to MLPDL, and by and among the Company, Mr. Suresh and MLPL, in relation to MLPL, together with the ancillary transaction documents executed in connection therewith.

RESOLVED FURTHER THAT the details of the proposed allottee and the number of equity shares to be allotted shall be as under:

Sr.No	Name of the Proposed Allottee(s)	No. of Equity Shares of the Target Company proposed to be acquired	% of Equity Share Capital of the Target Company proposed to be acquired	No. of Equity Shares of One Global Service Provider Limited proposed to be allotted	Consideration for acquisition	Name of the Ultimate Beneficial Owner(s) of the MLDPL and MLPL
Category: Non -Promoter - Public						
Matrix Labs Diagnocare Private Limited						
1.	Mr. Suresh	12,321	47.27%	6,01,760	Other than Cash	Not Applicable
2.	Ms. Nithya S.	1,000	3.84%	48,840	Other than Cash	Not Applicable
Matrix Labs Private Limited						
3.	Mr. Suresh	2,550	51%	64,440	Other than Cash	Not Applicable

RESOLVED FURTHER THAT in terms of Regulation 161 of SEBI ICDR Regulations (as amended) provisions of Chapter V of the ICDR Regulations, the relevant date for determining the issue price for the proposed preferential issue of equity shares to be issued and allotted as above is Friday, 28th August, 2026 ("**Relevant Date**"), being the date 30 (Thirty) days prior to the date of this AGM on Tuesday, 29th September, 2026 on which this special resolution is proposed to be passed.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the Equity shares proposed to be issued and allotted to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, on a preferential basis shall *inter alia* be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- The Equity Shares to be issued and allotted to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL shall be listed and traded on the BSE Limited ("BSE") where the existing equity shares on the Company are listed, subject to receipt of necessary regulatory permissions and approvals.
- The Equity Shares to be issued and allotted to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in case of MLPL shall be fully paid up and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) thereof and subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- The Equity shares to be issued and allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- The Equity shares shall be allotted by the Company to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL in dematerialized form within a period of 15 (fifteen) days from the later of (i) date of receipt of requisite shareholders' approval; or (ii) date of receipt of last of the approvals/ permission, if required, for such allotment from

any regulatory authority and in-principal approval of the BSE Limited for issuance of Equity Shares or such extended period as may be permitted in accordance with SEBI ICDR Regulations, as amended from time to time.

- e) The price determined and the number of Equity Shares to be issued and allotted and issue price per share shall be subject to further appropriate adjustments, if any, in accordance with the provisions of the Act and SEBI ICDR Regulations and any other applicable laws for the proposed issue.
- f) The Equity Shares to be issued and allotted, are being issued for consideration other than cash, against the Swap Shares and the transfer of such Swap Shares to the Company will constitute the consideration for the Equity Shares to be issued by the Company to the Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL.
- g) The Equity shares to be issued and allotted shall not exceed the number of equity shares as approved herein above.
- h) The pre-preferential allotment shareholding of Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Valuation Report dated 3rd September, 2026 issued by M/s. Samvritti Valuation (OPC) Private Limited, IBBI Registered Valuer (Registration No. IBBI/RV-E/06/2026/235), for determining the value of the Equity Shares of the Company, in compliance with the applicable provisions of the SEBI ICDR Regulations and the Companies Act, 2013.

RESOLVED FURTHER THAT subject to the SEBI ICDR Regulations and other applicable laws the Board be and is hereby authorised to decide and approve the other terms and conditions of the issue of the above-mentioned Equity Shares and to vary, modify or alter the terms and conditions and size of the issue, as it may deem expedient, without being required to seek further consent or approval of the Company in a general meeting.

RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to lock-in for such periods as prescribed in Regulation 167 of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT, the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including without limitation:

- a) to effect any modification(s), change(s), variation(s), alteration(s), addition(s), and/or deletion(s) of the relevant terms and conditions related to the issue of Equity Shares, as may be required by any regulatory authorities or otherwise;
- b) to issue a letter of offer/private placement offer cum application letter to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL (in Form PAS -4 as prescribed under the Act);
- c) to record the name of Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL and details of the offer letter in Form PAS – 5 in accordance with the Act;
- d) to issue and allot the Equity Shares to the Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL;
- e) to authorise the credit of the Equity Shares allotted to the demat account of Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL.

- f) issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue);
- g) entering into contracts, arrangements, agreements, documents (including for appointment of agencies; intermediaries and advisors for the proposed transaction) and to authorise all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit and to settle all questions, difficulties or doubts that may arise in regard to the offer;
- h) issue and allotment of the Equity Shares and listing thereof with the BSE Limited, apply to BSE Limited for obtaining the in-principle approval in accordance with Regulation 160(f) of the SEBI ICDR Regulations and Regulation 28 of the SEBI Listing Regulations, listing approval of the Equity Shares, trading approval of the Equity Shares, and other activities as may be necessary for obtaining listing and trading approvals from the BSE Limited;
- i) file necessary forms with the appropriate authorities or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law, including the SEBI ICDR Regulations and the SEBI Listing Regulations;
- j) obtain any and all regulatory approvals and in-principle approval from the BSE Limited for issuance of the Equity Shares, take all necessary actions and file all necessary applications, make representations with any regulatory authority, whether in person or through any representative in order to seek and obtain the requisite approvals for the proposed transaction; and
- k) take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing without being required to seek any fresh approval of the Members and the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) or Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) of the Board in connection with any matter referred to above or contemplated in the foregoing resolution are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT any of the Director and/or Key Managerial Personnel of the Company be and are severally authorised to do all such act(s), deed(s) and things including all forms, documents, filing with Ministry of Corporate Affairs / Registrar of Companies, Stock Exchanges, Depositories or any other agency as may be necessary and incidental to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Committee of Directors or to any Officer or Officers of the Company to give effect to this resolution including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, consultants, advocates, and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this connection.”

11. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION WITH LIFENITY HEALTH LIMITED:

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Regulation 2(1)(zc), 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **(SEBI Listing Regulations)”** as amended from time to time and as per Section 188 and other applicable provisions of the Companies Act, 2013 **(“the Act”)** and Rules framed thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s), or re-enactment(s) thereof for the time being in force), and the Company’s Policy on Related Party Transactions, and as per the recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **(“the Board”)** which term shall be deemed to include, unless the context otherwise required, any committee which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), to enter into, contract(s) / arrangement(s) / transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with Lifinity Health Limited **(“LHL”)**, on such terms and conditions as may be agreed between the Company and LHL, for an aggregate value of Rs. 500 Crore (Rupees Five Hundred Crore) for a period commencing from the 34th AGM upto the date of 35th AGM of the Company to be held in the year 2027, subject to such contract(s) / arrangement(s) / transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters, and things as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, file applications, and make representations in respect thereof and seek approval from relevant authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to the Committee of the Board or to any Director(s) or Officer(s) / Authorised Representative(s) of the Company, to do all such acts, and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).”

By **Order of the Board of Directors**
For **One Global Service Provider Limited**

Sanjay Upadhaya
Managing Director

Date: **3rd September, 2026**
Place: **Mumbai**

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular 14/2020 dated 8th April, 08, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 03/2022 dated 5th May, 2022, Circular No.10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023, Circular No. 09/2024 dated 19th September, 2024, Circular No. 03/2025 dated 22nd September, 2025 and any amendment / modification thereof issued by MCA read with Securities Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024 (hereinafter referred to as "Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI Listing Regulations") permitted the holding of the Annual General Meeting ("AGM") through video conferencing ("VC") or other audio visual means (OAVM), without the physical presence of the members at a common venue.
2. Accordingly, in compliance with the provisions of the Act read with the Circulars, the AGM of the Company is being held through VC / OAVM only. Further, in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated 15th April, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
3. Explanatory Statement pursuant to the provisions of Section 102 of the Act in respect of Special Business stating material facts and reasons for the proposed resolutions is annexed hereto and forms part of this notice.
4. Since this AGM is being held pursuant to the Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. In line with the Circulars, Notice of this AGM, inter alia, indicating the process and manner of e-voting is being sent by Email, to all the Members whose Email ID's are registered with the Company / Registrar and Share Transfer Agent or with the respective Depository Participant(s) for communication purposes to the Members and to all other persons so entitled and the same will also be available on the website of the Company at www.lgsp.in and can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com. Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose Email IDs are not registered with Company/RTA/DP providing the weblink of Company's website from where the Annual Report and AGM Notice for financial year 2025-26 can be accessed.
6. Institutional / Corporate Members (i.e. other than individuals/HUF, NRI etc.) are required to send a duly certified scanned copy (PDF/JPG Format) of its Board or governing body resolution /authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, pursuant to Section 113 of the Act. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to samdanikalani@gmail.com with a copy marked to evoting@nsdl.co.in and lconnect@lgsp.in. Institutional shareholders 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.
7. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

8. The SEBI has mandated the submission of the Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are requested to submit their PAN details to the Company's share transfer agent, MCS Share Transfer Agent Limited ("**RTA**").
- 9. Those Shareholders whose Email IDs are not registered can get their Email ID's registered as follows:**
- Members holding shares in demat form can get their Email ID registered by contacting their respective Depository Participant.
 - Members holding shares in the physical form can get their E-Mail ID registered by contacting our RTA on their email id: mcsstaahmd@gmail.com / helpdeskmm@mcsregistrars.com
10. Those Members who have already registered their Email ID are requested to keep their Email ID validated with their DP to enable servicing of notices/ documents/ reports and other communications electronically to their Email ID in future.
11. Members who wish to obtain any information on the Company or view the Financial Statements for the Financial Year ended 31st March, 2026 can send their queries at lconnect@lgsp.in at least 7 (Seven) days before the date of 34th AGM. The same will be replied by/on behalf of the Company suitably.
12. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
13. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
14. In compliance with the provisions of Sections 108 and other applicable provisions of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is offering only e-voting facility to all the Members of the Company and the business will be transacted only through the electronic voting system. The Company has engaged the services of NSDL for facilitating e-voting to enable the Members to cast their votes electronically as well as for e-voting during the AGM. Resolution(s) passed by Members through e-voting are deemed to have been passed as if they have been passed at the AGM.
15. In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 01st April, 2019, except in case of transmission or transposition of securities. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant
16. The Register maintained under Section 170 and Section 189 of the Act will be available electronically for inspection by the Members during the AGM. Further, all the documents referred to in the Notice will also be available for electronic inspection by the members from the date of circulation of this Notice up to the date of AGM, i.e. 29th September, 2026. Members seeking to inspect such documents can send an email to lconnect@lgsp.in
17. Members are provided with the facility for voting through voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already casted their vote by remote e-voting, are eligible to exercise their right to vote at the AGM.

18. Members who have already casted their vote by remote e-voting prior to the AGM will be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already casted the vote through remote e-voting.

19. Instructions for voting through electronic means:

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	25 th September, 2026 (9:00 A.M. IST)
End of remote e-voting	28 th September, 2026 (5:00 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., day, date, 2026 may cast their vote electronically. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 22nd September, 2026.

20. Members of the Company holding shares either in physical form or in Dematerialised forms as on Benpos date i.e. Friday, 28th August, 2026 will receive Annual Report for the financial year 2025-26 through electronic mode only.
21. Members who need assistance before or during the general meeting, can contact NSDL on evoting@nsdl.co.in / 1800-222-990 or contact Ms. Pallavi Mhatre, Senior Manager - NSDL at pallavid@nsdl.com / 022-24994553.
22. The Company has appointed MCS Share Transfer Agent Limited, B3, 3rd Floor, Gundecha Onclave Premises Coop. Society, Kherani Road, Sainaka, Andheri (E), Mumbai – 400072 as Registrars and Share Transfer Agents for Physical Shares. The said (RTA) is also the Depository interface of the Company with both NSDL & CDSL. Following information of RTA is as follows:

Telephone No. 022 – 28516021

E-mail address: mcsstaahmd@gmail.com /
helpdeskmum@mcsregistrars.com

Fax No: 022 – 28516022

23. However, keeping in view the convenience of Shareholders, documents relating to shares will continue to be received by the Company at its Registered Office.

Telephone No. 08657527322

Email: lconnect@lgsp.in

24. Members desiring any information are requested to write to the Company 10 days in advance.
25. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the general meeting has been uploaded on the website of the Company at www.lgsp.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the general meeting notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
26. The general meeting has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
27. Pursuant to the provisions of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India, a brief note on the

background and the functional expertise of the Directors of the Company seeking re-appointment along with the details of other Directorships, memberships, chairmanships of Board Committees, shareholding and relationships amongst director's inter-se is set out in the Brief Resume appended to this Notice.

28. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the general meeting as may be facilitated by NSDL.
29. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the general meeting may participate in the general meeting but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice. The Board has appointed Ms. Megha Samdani, Proprietor at M/s. M K Samdani & Co., Company Secretaries, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
30. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by September 30, 2023 vide its circular dated March 16, 2023. Members are requested to submit their PAN, KYC and nomination details in the prescribed forms i.e. ISR-1, ISR-2, ISR-3 or SH-13 to the Company's registrars MCS Share Transfer Agent Limited at B3, 3rd Floor, Gundecha Onclave Premises Coop. Society, Kherani Road, Sainaka, Andheri (E), Mumbai - 400072. The forms for updating the same are available at <https://www.mcsregistrars.com/>. Members holding shares in electronic form are requested to submit their PAN to their depository participant(s). Members holding shares in electronic form are requested to submit their PAN to their depository participant(s).
31. In case a holder of physical securities fails to furnish these details before the due date, the Company is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2026, the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

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

The remote e-voting period begins on Friday, 25th September, 2026 at 9:00 A.M. and ends on Monday, 28th September, 2026 at 5:00 P.M. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22nd September, 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.

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 meeting 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:

Type of members	Login Method
Individual Members holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 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 & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL 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 & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. 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. 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 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 & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

 App Store
  Google Play



Individual Members holding securities in demat mode with CDSL	Login Method
	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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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 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 & 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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
Individual Members (holding securities in demat mode) login through their depository participants	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 & voting during the meeting.

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 Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login Type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

Login Method for e-Voting and joining virtual meeting for members other than Individual members holding securities in demat mode and members 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:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID 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 For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for members other than Individual members 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 members 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.
 - b. “Physical User Reset Password?” (If you are holding shares in physical mode) option available on 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.com 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.
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 Meeting 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 members:

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 samdanikalani@gmail.com with a copy marked to 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.
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 to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President – NSDL at evoting@nsdl.com.

A. Process for those members whose email ids are not registered with the depositories for procuring user id and password and registration of email 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 member, 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 helpdesknum@mcsregistrars.com or lconnect@lgsp.in.
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 helpdesknum@mcsregistrars.com or lconnect@lgsp.in. If you are an Individual member 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 members holding securities in demat mode.
3. Alternatively, Shareholders/members may send a request to evoting@nsdl.com 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 members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

B. Instructions for members for e-voting on the day of the AGM are as under:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members who will be present in the AGM 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 AGM.
3. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
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 AGM shall be the same person mentioned for remote e-voting.

C. Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM 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. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.com or 022 - 4886 7000 and 022 - 2499 7000.
6. Members are welcome to share their queries, questions or seek clarifications in relation to the Company, its business, affairs and matters proposed to be considered at the Meeting. Members may send their queries/questions from their registered e-mail address, mentioning their name, DP ID and Client ID/Folio Number, PAN and mobile number, to lconnect@lgsp.in on or before 25th September, 2026 up to 5:00 p.m. (IST). The Company will endeavour to address the queries/questions received from the Members during the AGM, subject to the time available during the Meeting. Any queries/questions which could not be addressed during the AGM will be duly responded to by the Company through e-mail subsequently.

D. Other Information:

1. M/s. M K Samdani & Co., Company Secretaries has been appointed by the Board of Directors as the Scrutinizer to scrutinize the voting process in a fair and transparent manner. The scrutinizer shall, immediately after the conclusion of voting at the annual general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting and count the votes and submit not later than two working days of conclusion of the meeting a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any person authorized in writing, who shall countersign the same. The Chairman/Authorised person shall declare the results of the voting on or before Thursday, October 01, 2026.
2. The voting results shall be declared along with the Scrutinizer's Report and would be available on the Company's website at www.lgsp.in, on the website of NSDL <https://www.evoting.nsdl.com> on the same day and shall also be simultaneously forwarded to the Stock Exchanges where the Company's shares are listed i.e., BSE Limited (BSE) along with the same being displayed on the notice board of the Registered Office of the Company.
3. The resolutions, if passed by a requisite majority, shall be deemed to be passed on the date of the Annual General Meeting.

EXPLANATORY STATEMENT ANNEXED TO THE NOTICE SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF ORDINARY AND SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES, 2013 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS

In respect of Item No.4:

The Members of the Company at the 29th AGM held on September 30, 2021, had approved the appointment of M/s. S D P M & Co., Chartered Accountants (Firm Registration No. 126741W), as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of said AGM till the conclusion of the 34th AGM. Accordingly, their tenure as the Statutory Auditors of the Company is set to expire at the conclusion of the ensuing AGM. In view of completion of their prescribed term, they are being recommended for re-appointment for a further term.

The Audit Committee, at its meeting held on September 03, 2026 considered for appointment of Statutory Auditor of the Company after taking into consideration various factors including professional qualifications, experience, expertise, resources, reputation, independence, track record, suitability of the firm, and recommended the re-appointment of M/s. S D P M & Co., Chartered Accountants (Firm Registration No. 126741W), as the Statutory Auditor of the Company.

The Board of Directors, at its meeting held on September 03, 2026, after considering the recommendation of the Audit Committee, approved and recommended to the Members the re-appointment of M/s. S D P M & Co., Chartered Accountants (Firm Registration No. 126741W), as the Statutory Auditor of the Company for a second term of 5 (five) consecutive years, commencing from the conclusion of the 34th AGM until the conclusion of 39th AGM, to conduct the Statutory Audit of the Company, subject to the approval of the Members.

M/s. S D P M & Co., Chartered Accountants (Firm Registration No. 126741W), have furnished their consent to act as Statutory Auditor of the Company and have confirmed that their re-appointment, if made, shall be in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder. The proposed auditor have further confirmed that they satisfy the applicable criteria relating to eligibility, qualification and independence prescribed under the Companies Act, 2013.

Brief Profile:

S D P M & Co., a partnership firm is providing services to Corporates, Non- Corporates, Individuals, trusts and other bodies.

The firm has developed immense strength in auditing Corporate, advisory, planning and finance arrangements, bank audit, capital market audit etc.

Proposed Audit Fees and Terms of Appointment:

The proposed Statutory Auditors shall be paid an annual audit fee of Rs. 3,00,000/-, plus applicable taxes and reimbursement of reasonable out-of-pocket expenses.'

The remuneration for the subsequent financial years during the tenure of the Statutory Auditors shall be determined by the Board of Directors and/or the Audit Committee, in consultation with the Statutory Auditors, in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws.

The proposed appointment is for a period of 5 (five) consecutive years, commencing from the conclusion of the 34th AGM and continuing until the conclusion of the 39th AGM, subject to the applicable provisions of the Companies Act, 2013, SEBI LODR Regulations, and other applicable laws.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors, based on the recommendation of the Audit Committee, recommends the resolution set out at **Item No. 4** of the accompanying Notice for approval of the Members by way of an **Ordinary Resolution**.

In respect of Item No.5:

Based on the recommendation of the Audit Committee, the Board of Directors of the Company at their meeting held on 14th August, 2026 has approved the appointment and remuneration of M/s. J.H. Survase & Co, Cost Accountants (FRN: 001300), as the Cost Auditors for audit of the cost accounting records of the Company for the Financial Year ending 31st March, 2027, at a remuneration of Rs.1,60,000/- (Rupees One Lakh Sixty Thousand Only) plus taxes and reimbursement of out-of-pocket expenses at actuals, if any, in connection with the audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014, and the Companies (Cost Records and Audit) Rules, 2014, (including any statutory modification(s), amendment(s), clarification(s), substitution(s), or re-enactment(s) thereof for the time being in force), maintenance of cost records and audit thereof is applicable in respect of Healthcare services.

M./s. J.H. Survase & Co, have confirmed that they hold a valid certificate of practice under sub-section (1) of Section 6 of the Cost and Works Accountants Act, 1959. In accordance with the provisions of Section 148(3) of the Act read with Companies (Audit and Auditors) Rules, 2014, and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s), or re-enactment(s) thereof for the time being in force), the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company, if required, for the Financial Year ending 31st March, 2027.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors, based on the recommendation of the Audit Committee, recommends the resolution set out at **Item No. 5** of the accompanying Notice for approval of the Members by way of an **Ordinary Resolution**.

In respect of Item No.6 & 7:

In line with the expanding business activities of the Company, its future plans and to support its long-term strategic and operational objectives, the Company may, from time to time, require additional funds by way of borrowings from Banks, Financial Institutions, other lending institutions, bodies corporate, individuals and other eligible lenders, whether from domestic or international sources. Such borrowings may be in the nature of term loans, working capital facilities, bridge finance, loans convertible into equity, loans repayable on demand, in instalments or by way of bullet repayment, or such other financial arrangements as may be considered appropriate by the Board of Directors, depending upon the financial requirements of the Company.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a Company may borrow monies, where the money to be borrowed together with the monies already borrowed by the Company exceeds the aggregate of its paid-up share capital, free reserves and securities premium,

apart from temporary loans obtained from the Company's bankers in the ordinary course of business, only with the consent of the Members of the Company by way of a Special Resolution.

Further, pursuant to Section 180(1)(a) of the Companies Act, 2013, the Board of Directors is required to obtain the consent of the Members by way of a Special Resolution for selling, leasing or otherwise disposing of the whole or substantially the whole of the undertaking of the Company, or where the Company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings.

In order to secure the borrowings proposed to be availed by the Company, the Company may be required to create security by way of mortgage, charge, hypothecation, pledge or otherwise on its movable and/or immovable properties and assets, both present and future, and/or on the whole or substantially the whole of any of its undertakings, on such terms and conditions as may be agreed with the lenders. The terms of such financing arrangements may also contain provisions enabling the lenders, in the event of default or otherwise in accordance with the financing documents, to enforce their security and take possession or control of the secured assets or undertaking. Accordingly, the proposed creation of security may, in certain circumstances, be construed as involving sale, lease or disposal of the Company's undertaking within the meaning of Section 180(1)(a) of the Act.

Accordingly, the Board of Directors of the Company, at its meeting held on 3rd September, 2026, considered and recommended for approval of the Members a proposal for the enhancement of the borrowing and security creation limits of the Company pursuant to the provisions of Sections 180(1)(c) and 180(1)(a) of the Act, up to an aggregate amount of the paid-up share capital, free reserves and securities premium of the Company or Rs.1,000 Crore (Rupees One Thousand Crore Only), whichever is higher.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors, recommends the resolutions set out at **Item No. 6 and 7** of the accompanying Notice for approval of the Members by way of a **Special Resolution**.

In respect of Item No.8:

Pursuant to the provisions of Section 186(3) of the Companies Act, 2013 ("the Act") every company need to obtain prior approval of its Members' through special resolution if it is proposing to:

- a) give any loan to any person or other body corporate;
- b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and
- c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

In light of the Company's expanding business activities, its future plans, and to support its long-term strategic and operational objectives, there is a need to enhance financial flexibility and optimize the financing structure. To achieve this, the Company may pursue investments in other corporate entities, grant loans, provide guarantees, or offer security to other persons or bodies corporate, including its subsidiary and group companies (collectively referred to as the "Entities"). This support will address the short-term funding requirements of these Entities, including episodic needs that may arise over time. Such measures are essential for fostering growth and ensuring the financial stability of the Company and its affiliates.

Accordingly, the Board of Directors of the Company at their meeting held on 03rd September, 2026, recommended a proposal for approval of the Members of the Company for the limits under Section 186 upto the sixty percent (60%) of its paid-up share capital, free reserves and securities premium account or one hundred percent (100%) of its free reserves and securities premium account, whichever is more or Rs.1,000 Crore (Rupees One Thousand Crore Only), whichever is higher.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors, recommends the resolution set out at **Item No. 8** of the accompanying Notice for approval of the Members by way of a **Special Resolution**.

In respect of Item No.9:

The Board of Directors (**"the Board"**) of the Company, at its meeting held on Thursday, 3rd September, 2026, has approved and recommended to the Members the proposal for issue of Equity Shares on a preferential basis. In order to facilitate the proposed preferential issue and to meet the future capital requirements of the Company, the Board, at the said meeting, also approved and recommended to the Members an increase in the Authorised Share Capital of the Company. The proposed increase in the authorised share capital is considered necessary to ensure that the Company has adequate authorised capital to accommodate the preferential issue and for any future issuance of shares or other securities, as may be required by the Company.

Accordingly, the Board has approved and recommended to the Members, increase in the authorised share capital from Rs. 25,05,00,000/- (Rupees Twenty-Five Crore Five Lakh Only) divided into 2,50,50,000 (Two Crore Fifty Lakh Fifty Thousand) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each, to Rs. 50,00,00,000 (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each, by creation of additional 2,49,50,000 (Two Crore Forty-Nine Lakh Fifty Thousand Only) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each, ranking pari passu in all respects with the existing Equity Shares of the Company.

Consequently, Clause V of the Memorandum of Association of the Company relating to the Authorised Share Capital is proposed to be altered accordingly.

Pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, any increase in the Authorised Share Capital of the Company and the consequential amendment alteration to the Memorandum of Association of the Company requires approval of the Members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors, recommends the resolution set out at **Item No. 9** of the accompanying Notice for approval of the Members by way of an **Ordinary Resolution**.

In respect of Item No.10:

At its meeting held on 3rd September, 2026, the Board of Directors (**"the Board"**) of the Company approved the proposed acquisition of 13,321 equity shares of Matrix Labs Diagnocare Private Limited ("MLDPL") and 2,550 equity shares of Matrix Labs Private Limited ("MLPL") constituting 51% of the share capital of MLDPL and MLPL, respectively (**"Purchase Shares"**) from Mr. Suresh and Ms. Nithya S in the case of MLDPL and from Mr. Suresh in the case of MLPL, for an aggregate non-cash consideration of Rs. 39,54,17,120/- (Rupees Thirty-Nine Crore Fifty-Four Lakh Seventeen Thousand One Hundred Twenty Only) by swap of shares by way of issuance and allotment of 7,15,040/- (Seven Lakh Fifteen Thousand Forty Only) equity shares of the Company on a preferential basis

(“Preferential Issue”) at an issue price of Rs. 553/- (Rupees Five Hundred Fifty-Three Only) per Equity Share **(“Subscription Shares”)** having face value of Rs. 10/- (Rupee Ten Only) per equity share to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL.

- Matrix Labs Diagnocare Private Limited **(“MLDPL”)**: MLDPL belongs to the In-Vitro Diagnostics (IVD), Medical Diagnostics and Healthcare industry. The Company is engaged in providing diagnostic solutions and products, including immunology, HPLC, clinical automation, microbiology, Hematology, biochemistry, homeostasis and point-of-care testing (POCT) solutions.
- Matrix Labs Private Limited **(MLPL)**: MLPL belongs to the Medical Equipment and In-Vitro Diagnostics (IVD) industry and is engaged in the development, manufacture and supply of IVD kits, diagnostic reagents, medical diagnostic instruments and analysers. Its product portfolio includes CLIA, clinical chemistry and FIA-based diagnostic solutions.

Pursuant to the above acquisition, the Company will acquire 13,321 (Thirteen Thousand Three Hundred Twenty-One Only) equity shares of MLDPL and 2,550 (Two thousand Five hundred Fifty Only) equity shares of MLPL of the paid-up equity share capital, respectively.

In accordance with the applicable provisions of the Companies Act, 2013 read with rules made thereunder along with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(“SEBI ICDR Regulations”)**, as amended from time to time, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time **(“SEBI Listing Regulations”)**, the approval of members of the Company by way of a special resolution is required to issue equity shares of the Company on a preferential basis for consideration other than cash.

The Board of Directors of the Company had approved the Proposed Transaction in its meeting held on 3rd September, 2026 as detailed below:

Sr.No	Name of the Proposed Allottee(s)	No. of Equity Shares of the Target Company proposed to be acquired	% of Equity Share Capital of the Target Company proposed to be acquired	No. of Equity Shares of One Global Service Provider Limited proposed to be allotted	Consideration for acquisition	Name of the Ultimate Beneficial Owner(s) of the Target Company
Category: Non -Promoter - Public						
Matrix Labs Diagnocare Private Limited (MLDPL)						
1.	Mr. Suresh	12,321	47.27%	6,01,760	Other than Cash	Not Applicable
2.	Ms. Nithya S.	1,000	3.84%	48,840	Other than Cash	Not Applicable
Matrix Labs Private Limited (MLPL)						
3.	Mr. Suresh	2,550	51%	64,440	Other than Cash	Not Applicable

The issuance of Equity Shares by the Company to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL and purchase of Shares from Mr. Suresh and Ms. Nithya S in the case of MLDPL and from Mr. Suresh in the case of MLPL by the Company (as detailed in the resolution and also in this Explanatory Statement) shall be completed in accordance with the provisions of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of

Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules and regulations made thereunder (including any amendments, statutory modification(s) or re-enactment(s) thereof for the time being in force) (hereinafter referred to as the "Act"), SEBI ICDR Regulations, Listing Regulations and the share purchase agreement dated 3rd September, 2026 ("SPA") executed amongst the Company, Mr. Suresh and Ms. Nithya S and MLDPL in the case of MLDPL and the Company, Mr. Suresh and MLPL in the case of MLPL, respectively. The SPA details the terms under which the Purchase Shares will be acquired by the Company and Equity Shares will be issued by the Company to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, contains customary representations, warranties and indemnities from Mr. Suresh and Ms. Nithya S in the case of MLDPL and from Mr. Suresh in the case of MLPL including in relation to losses arising from breach of warranties and covenants.

The Proposed Transaction is conditional upon mutually agreed customary conditions precedent and regulatory authorities, and the in-principle approval of BSE Limited ("Stock Exchange"), for issuance of the Equity Shares).

Approval of the Members of the Company by way of special resolution is being sought in accordance with Sections 23, 42 and 62(1)(c) of the Act as well as provisions of Chapter V of the SEBI ICDR Regulations to create, offer, issue and allot Equity Shares.

The issue of the Equity Shares to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL on preferential basis shall be subject to the following terms and conditions, apart from others, as prescribed under the applicable laws:

1. The Equity Shares to be issued and allotted to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL shall be listed and traded on the Stock Exchanges where the existing Equity Shares of the Company are listed, subject to receipt of necessary regulatory permissions and approvals.
2. The Equity Shares to be issued and allotted to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) thereof and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
3. The Equity Shares to be issued and allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
4. The Equity Shares shall be allotted by the Company to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL shall be in dematerialized form, within a period of 15 (fifteen) days from the later of (i) date of receipt of requisite shareholders' approval; or (ii) date of receipt of last of the approvals/ permission, if required, for such allotment from any regulatory authority, and in-principle approval of the Stock Exchange for issuance of the Equity Shares) or such extended period as may be permitted in accordance with SEBI ICDR Regulations, as amended from time to time.
5. The Equity Shares shall be issued and allotted to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, subject to receipt of the Purchase Shares from Mr. Suresh and Ms. Nithya S in the case of MLDPL and from Mr. Suresh in the case of MLPL i.e., for consideration other than cash.
6. The Equity Shares to be issued and allotted shall not exceed the number of Equity Shares as approved herein above.

7. The pre-preferential allotment shareholding of Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI ICDR Regulations.

THE DETAILS OF THE ISSUE AND OTHER PARTICULARS AS REQUIRED IN TERMS OF REGULATION 163 OF THE CHAPTER V OF THE SEBI ICDR REGULATIONS, RULE 13 OF COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 AND RULE 14 OF COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014 IN RELATION TO THE ABOVE SAID SPECIAL RESOLUTION ARE GIVEN AS UNDER:

A. List of Allottees for Preferential Allotment of Equity Shares

Sr.No	Name of the Proposed Allottee(s)	No. of Equity Shares of the Target Company proposed to be acquired	% of Equity Share Capital of the Target Company proposed to be acquired	No. of Equity Shares of One Global Service Provider Limited proposed to be allotted	Consideration for acquisition	Name of the Ultimate Beneficial Owner(s) of the MLDPL & MLPL
Category: Non -Promoter - Public						
Matrix Labs Diagnostics Private Limited						
1.	Mr. Suresh	12,321	47.27%	6,01,760	Other than Cash	Not Applicable
2.	Ms. Nithya S.	1,000	3.84%	48,840	Other than Cash	Not Applicable
Matrix Labs Private Limited						
3.	Mr. Suresh	2,550	51%	64,440	Other than Cash	Not Applicable

B. Objects of the Preferential Issue:

The Company proposes to issue 7,15,040 (Seven Lakh Fifteen Thousand Forty Only) Equity Shares to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, for consideration other than cash, as discharge of the total non-cash consideration payable for the acquisition of 13,321 equity shares in case of MLDPL and 2,550 equity shares in case of MLPL, representing 51% of the total issued, subscribed and paid-up equity share capital of MLDPL and MLPL, respectively.

C. Particulars of the offer including date of passing of the board resolution, kind of securities offered, maximum number of securities to be issued and the issue price:

The Board of Directors of the Company in its meeting on 3rd September, 2026, has approved the Preferential Issue of 7,15,040 (Seven Lakh Fifteen Thousand Forty Only) equity shares of the Company having face value of Rs. 10/- (Rupees Ten Only) each, at a price of Rs. 553/- (Rupees Five Hundred Fifty Three only) per equity share ("**Equity Shares**") to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, for consideration other than cash i.e. swap of Equity shares of both the Companies, as discharge of the total non-cash consideration payable for the acquisition of 51% (Fifty One Percent) of the ordinary share capital of **MLDPL** and **MLPL** ("**Purchase Shares**") from Mr. Suresh and Ms. Nithya S in the case of MLDPL and from Mr. Suresh in the case of MLPL.

D. Relevant date with reference to which price has been arrived at:

In terms of the provisions of Regulation 161 of Chapter V of the SEBI ICDR Regulations, the Relevant Date for determining the issue price for the Preferential Issue is Friday, 28th August, 2026, being the date 30 (thirty) days prior to the date of passing of this resolution, which is Tuesday, 29th September, 2026.

E. Basis or justification on which the price (including premium, if any) has been arrived at along with report of the registered valuer:

- i. As required under Regulation 163 (3) of the SEBI ICDR Regulations, the Valuation of Equity Shares of One Global Service Provider Limited, Matrix Labs Diagnostics Private Limited and Matrix Labs Private Limited has been done by M/s. Samvritti Valuation (OPC) Private Limited, IBBI Registered Valuer, (Registration No. IBBI/RV-E/06/2026/235) being an Independent Registered Valuer to enable the Companies to determine the swap of Equity Shares of the Companies vide Valuation Report dated 3rd September, 2026. Accordingly, the Fair Value of Equity Shares of One Global Service Provider Limited is determined at Rs. 553/- each and the Fair Value of Equity Shares of Matrix Labs Diagnostics Private Limited and Matrix Labs Private Limited is determined at Rs. 27,007.88 and Rs.13,973.77 each respectively. This Valuation Report is also available on the website of the Company at www.lgsp.in in under "Documents" tab and can be accessed through the following link: <https://www.lgsp.in/reports>
- ii. The Equity Shares of the Company are listed on BSE Limited ("**BSE or Stock Exchange**"). The Equity Shares of the Company are frequently traded as per Regulation 164(5) of Chapter V of the SEBI ICDR Regulations on BSE. Further, BSE being the Stock Exchange with higher trading volumes during the preceding 10 Trading days prior to the Relevant Date has been considered for pricing in compliance with Regulation 164 of Chapter V of SEBI ICDR Regulations. In terms of Regulation 164 of Chapter V of SEBI ICDR Regulations, the minimum price shall not be less than higher of the following:
 - a) Rs. 521.05 each - the 90 Trading days volume weighted average price of the equity shares of the Company quoted on the BSE preceding the Relevant Date; or
 - b) Rs. 553.00 each - the 10 Trading days volume weighted average price of the equity shares of the Company quoted on the BSE preceding the Relevant Date.

Pursuant to above, the minimum issue price determined in accordance with Regulations 164(1) read with Regulation 161 of Chapter V of the SEBI ICDR Regulations is Rs. 553/- each.

- iii. Method of determination of price as per the Articles of Association of the Company - Not applicable as the Articles of Association of the Company does not provide for a method on the determination of a floor price/ minimum price of the shares issued on preferential basis.
- iv. Accordingly, based on the Valuation provided by the Independent Registered Valuer as per Regulation 163 (3) of the SEBI ICDR Regulations in sub point A above and Valuation calculated as per Regulation 164 (1) of Chapter V of the SEBI ICDR Regulations in sub point B above, the minimum issue price of the Equity Shares of the Company on Preferential basis is Rs. 553/- each (Face Value of Rs. 10/- each + Premium of Rs. 543/- each).

Hence, based on the above, the Board of the Directors of the Company has decided the issue price of Equity Shares of the Company on Preferential basis shall be at a price of Rs. 553/-each

(Face Value of Rs. 10/- each + Premium of Rs. 543/-each). Further, the Board of the Directors of the Company have considered the Fair Value of Equity Shares of Matrix Labs Diagnostics Private Limited and Matrix Labs Private Limited as Rs.27,007.88 and Rs.13,973.77 each respectively for the purpose of swapping of shares.

F. Amount which the Company intends to raise by way of such securities/size of the issue:

The shares are being allotted for consideration other than cash by way of swap of shares.

G. Principal terms of assets charged as securities:

Not Applicable

H. Class or classes of persons to whom allotment is proposed to be made:

The proposed preferential allotment of equity shares is made to Individual, being Non-Promoter and Public.

I. Intention of the promoters, directors or key managerial personnel or senior management of the Company to subscribe to the preferential issue:

None of the existing directors, promoters or key managerial personnel or senior management of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares.

J. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:

No contribution is being made by the existing promoters or directors either as part of the offer or separately in furtherance of objects.

K. Time frame within which the preferential issue shall be completed:

As required under the SEBI ICDR Regulations, as amended from time to time, the Equity Shares shall be allotted by the Company to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL in dematerialized form within a period of 15 (fifteen) days from the later of (i) date of receipt of requisite shareholders' approval; or (ii) date of receipt of last of the approvals/ permission, if required, for such allotment from any regulatory authority, and the in-principle approval of the BSE for issuance of the Equity Shares).

L. Name of the Proposed Allottee and identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the Proposed Allottee, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the Company consequent to the preferential issue:

Name of Proposed Allottee(s)	Category	Ultimate Beneficial Owner (if applicable)	Pre-Preferential Issue Equity Holding	No. of Equity Share to be Allotted	Post-Preferential Issue Equity Holding
Mr. Suresh	Non-Promoter	Not Applicable	NIL	6,66,200	6,66,200
Ms. Nithya S.	Non-Promoter	Not Applicable	NIL	48,840	48,840

M. Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer and name and address of valuer who performed valuation:

The Company proposes to discharge the non-cash consideration payable for the acquisition of 51% Purchase Shares of Matrix Labs Diagnostics Private Limited and Matrix Labs Private Limited each from Mr. Suresh and Ms. Nithya S in the case of MLDPL and from Mr. Suresh in the case of MLPL by issuing 6,50,600 (Six Lakh Fifty Thousand Six Hundred Only) equity shares of the Company to Mr. Suresh and Ms. Nithya S against the acquisition of 51% equity stake in MLDPL and 64,440 (Sixty-Four Thousand Four Hundred Forty Only) equity shares of the Company to Mr. Suresh against the acquisition of 51% equity stake in MLPL. i.e., for consideration other than cash. As per Regulation 163(3) of the SEBI ICDR Regulations, a valuation is required to be undertaken by an independent registered valuer where securities are issued on a preferential basis for consideration other than cash.

The Valuation of Equity Shares has been done by:

Name: **Samvritti Valuation (OPC) Private Limited**

IBBI Registered No.: IBBI/RV-E/06/2026/235)

Address: 1104, D&C Phoenix, Opp. Aanal Flat, Vijay Cross Rd, Navrangpura, Ahmedabad- 380009

Based on the valuation report dated 3rd September, 2026 obtained from the Independent Registered Valuer, the Board of Directors of the Company has approved and passed a resolution for the issuance of 7,15,040 Equity Shares at a price of Rs. 553/- per share to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL, in exchange for 13,321 equity shares of MLDPL and 2,550 equity shares of MLPL, held by the Proposed Allottees in **Matrix Labs Diagnostics Private Limited and Matrix Labs Private Limited** as a part consideration.

N. Change in control, if any in the Company that would occur consequent to the preferential offer:

The proposed Preferential Allotment of Equity Shares will not result in any change in the management and control of the Company.

O. Lock-in Period:

The aforesaid allotment of Equity Shares to Mr. Suresh and Ms. Nithya S in the case of MLDPL and to Mr. Suresh in the case of MLPL shall be locked-in as per Regulation 167 of Chapter V of the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in as per Regulation 167 (6) of Chapter V of the SEBI ICDR Regulations.

P. Shareholding pattern of the Company before and after the preferential issue:

Sr.No.	Category	Pre-Preferential Issue		Post-Preferential Issue	
		As on August 28, 2026			
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
A	Promoters holding				
1	Indian				
	Individual	1,33,67,306	68.40%	1,33,67,306	65.99%
	Bodies Corporate	0	0%	0	0%
2	Foreign Promoters	0	0%	0	0%
	Sub-total (A)	1,33,67,306	68.40%	1,33,67,306	65.99%
B	Non-Promoters holding				
	Institutional investors	15,10,347	7.73%	15,10,347	7.46%
	Non-Institution				
	Private corporate bodies & LLP	16,10,829	8.24%	16,10,829	7.95%
	Directors and Relatives	0	0%	0	0%
	Indian Public & HUF	30,06,509	15.38%	37,21,549	18.37%
	(Others including NRIs, Central Government, Escrow Account, Government Companies, Nationalized Banks, NBFCs, Non-Nationalised Banks, etc.)	48,012	0.25%	48,012	0.23%
	Sub-total (B)	61,75,697	31.60%	68,90,737	34.01%
C	Non-Promoter & Non-Public				
	GRAND TOTAL	1,95,43,003	100%	2,02,58,043	100%

Q. Consequential Changes in the Voting Rights:

Voting rights will change according to the change in the shareholding pattern mentioned above.

R. Certificate of a Practicing Company Secretary:

The certificate issued by M.K. Samdani & Co., Company Secretaries certifying that the preferential issue is being made in accordance with the requirements of the SEBI ICDR Regulations shall be placed before the shareholders at their proposed 34th Annual General Meeting and shall be available for inspection by the members during the voting period. This certificate is also available on the website of the Company <https://www.lgsp.in/> under “Documents” tab and can be accessed through the following link: <https://www.lgsp.in/reports>

S. Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the period from 1st April, 2026 till the date of this notice, the Company has not made any preferential allotment.

T. Listing:

The Company will make an application to BSE on which the existing equity shares are presently listed, for listing of the Equity Shares that will be issued in the timeline prescribed under the applicable law.

U. Current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:

Sr.No.	Name of the Proposed Allottees	Current Status of the allottees namely promoter or non-promoter	Proposed status of the allottees post the preferential issue namely promoter or non-promoter
1.	Mr. Suresh	Not Applicable	Non-Promoter
2.	Ms. Nithya	Not Applicable	Non-Promoter

V. Undertakings as to re-computation of price and lock-in of specified securities:

The Issuer Company undertakes that they shall recompute the price of the specified securities in terms of the provision of SEBI ICDR Regulations, as amended where it is required to do so. The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI ICDR Regulations, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.

W. Material terms of raising such securities:

The Equity Shares shall be fully paid up and listed on the BSE and rank pari- passu with the existing equity shares of the Company in all aspects, in accordance with the applicable laws, and shall be subject to the requirements of all applicable laws and to the provisions of the memorandum of association and articles of association of the Company.

X. Other disclosures:

- It is hereby declared that neither the Proposed Allottees, the beneficial owners of Proposed Allottees, nor the Company, its promoters and directors are wilful defaulters or fraudulent borrowers as defined under SEBI ICDR Regulations and neither the Proposed

Allottees, the beneficial owners of Proposed Allottees, nor the Company, its directors and promoters are fugitive economic offender as defined under SEBI ICDR Regulations and hence providing disclosures specified in Schedule VI of SEBI ICDR Regulations does not arise.

- b) The Company is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations.
- c) The proposed Preferential Issue is not being made to any corporate incorporated in, or a national of a country which shares a land border with India.
- d) The Company has obtained the Permanent Account Number (PAN) of Mr. Suresh and Ms. Nithya S in the case of MLDPL and Mr. Suresh in the case of MLPL before an application seeking in-principle approval is made by the Company to the Stock Exchange where its equity shares are listed.
- e) The Company is in compliance with the conditions for continuous listing and is eligible to make the Preferential Issue under Chapter V of ICDR Regulations.
- f) Mr. Suresh and Ms. Nithya S in the case of MLDPL and Mr. Suresh in the case of MLPL has neither sold nor transferred any equity shares of the Company during the period of 90 (ninety) trading days preceding the Relevant Date.
- g) This Preferential Issue is not ultra-vires to the provisions of the articles of association of the Company.

None of the other Promoters, Directors, Key Managerial Personnel and their relatives is, in any way, directly or indirectly concerned or interested, financially or otherwise, in the above referred resolutions except to the extent of their shareholding, if any.

In accordance with the provisions of Sections 23, 42 and 62 of the Act, read with applicable rules thereto and relevant provisions of the ICDR Regulations, approval of the Members of the Company by way of Special Resolution is required to issue the Equity Shares through a preferential issue, on private placement basis. The issue of the Equity Shares pursuant to the Preferential Issue would be within the authorised share capital of the Company.

Accordingly, the Board believes that the proposed Preferential Issue is in the best interest of the Company and its members and, therefore, recommends the **Special Resolution** as set out in **Item No. 10** of this Notice, for approval by the Members of the Company.

None of the other Directors / Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at **Item No. 10** of the notice except to the extent of their shareholding in the Company.

In respect of Item No.11:

Pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (**"the Act"**) and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), as amended, material related party transactions require prior approval of the shareholders through ordinary resolutions, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

As per the Listing Regulations, where the annual consolidated turnover is upto Rs. 20,000 Crore, a related party transaction is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity. Accordingly, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is Rs. 49.81Crore.

The said limits are applicable even if the transactions are in the ordinary course of business and at an arm's length basis. Further, as per Regulation 2(1)(zc) of the Listing Regulations, the definition of Related Party Transaction ("**RPT**") includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

The Company proposes to enter into a related party transaction(s) as mentioned in the respective explanatory statements below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. The said transactions shall be in the ordinary course of business of the Company and on an arm's length basis. Based on the recommendation of the Audit Committee and the Board of Directors of the Company ("**the Board**"), at their meeting held on 3rd September, 2026, respectively, the Board has recommended for the approval of the Members of the Company the Related Party Transactions ("**RPTs**") to be entered into by One Global Service Provider Limited ("**the Company**") with its related parties, within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations.

The management has provided the Audit Committee with the relevant details of various proposed RPTs including material terms and basis of pricing and Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards. All Independent Directors on the Audit Committee, after reviewing all necessary information, have granted approval for entering into the RPTs during FY2026-27. The Audit Committee has noted that the said transactions will be in the ordinary course of business of the Company and at an arm's length basis.

The Audit Committee has reviewed the certificate provided by Managing Director and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

The background and brief details of the related party transactions, including the information required to be disclosed in the Explanatory Statement pursuant to Rule 15 of the Companies (Meeting of Board and its powers) Rules, 2014 as amended till date and SEBI Master Circular dated 30th January 2026, read with the SEBI Circular dated 26th June 2025, are set out separately below for each related party transaction.

In respect of Item No.11:

Background, details and benefits of the transaction:

The Managing Director of the Company also holds a position as a Director of Lifenity Health Limited ("**LHL**"), thereby establishing a common directorship between the Company and LHL and consequently making LHL a related party of the Company. LHL is engaged in the business of providing pathology and other allied healthcare services. It is also engaged in establishing, operating, managing and administering diagnostic centres, hospitals and healthcare centres, including providing related maintenance and administrative services. The diagnostic and healthcare services offered by LHL include, inter alia, mass screening, diagnostic services, healthcare analytics and other allied healthcare solutions. In the ordinary course of business, the Company avails of and/or renders such services to/from LHL for its business operations. Considering the operational interdependence and

integrated nature of the activities of the Company and LHL, the Company enters into various Related Party Transactions (“RPTs”) from time to time.

The Company is proposing to enter into related party transactions with LHL during the Financial Year 2026-27, in the ordinary course of business, comprising the following operational engagements:

- a) Purchase of Goods, including raw materials, finished goods, and consumables
- b) Sale of Goods, including manufactured and traded products
- c) Availing and/or rendering of Services, including technical, professional, administrative, and support services
- d) Purchase of Assets, including tangible and intangible assets
- e) Sale / Transfer of Assets, including tangible and intangible assets

The aggregate value of the aforesaid transactions proposed to be entered into by the Company with LHL, during the Financial Year 2026-27 are estimated to be Rs. 500 Crore (Rupees Five Hundred Crore Only). The aggregate value of the proposed transactions exceeds the applicable threshold prescribed for determining material related party transactions. Accordingly, the proposed transactions constitute Material RPT's requires approval of the Members of the Company by way of passing of an Ordinary Resolution.

The proposed arrangements will enable the Company to leverage LHL's expertise in pathology, diagnostics, hospitals, and other allied healthcare services, thereby facilitating efficient, safe and cost-effective execution of the Company's business operations. These arrangements are expected to improved operational efficiency, optimise resource utilization and facilitate better coordination across business functions. The integrated nature of the activities is also expected to facilitate economies of scale, streamlined processes and reduced reliance on external parties. Further, the sharing of financial and operational resources, wherever applicable, is expected to support effective fund management and ensure continuity of business operations. Overall, the proposed transactions are expected to strengthen business synergies and contribute to long-term growth and value creation of the Company and its stakeholders.

Further, LHL, being a related party of the Company, may require operational support and business arrangements to facilitate smooth integration of activities and sustained growth. The proposed transactions are intended to be undertaken in the ordinary course of business and on an arm's length basis, and are considered to be in the best interest of both the Company and LHL.

The details of the proposed RPTs between the Company and LHL, including the information required to be disclosed in the Explanatory Statement pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, and the minimum information required to be provided to the Audit Committee and the Members of the Company for approval of RPTs in terms of the Industry Standards formulated pursuant to the SEBI Master Circular dated 11th November, 2024, read with SEBI Circular dated 26th June, 2025 and SEBI Master Circular dated 30th June, 2026 are set out below:

Sr.No.	Particulars of Information	Information provided by the Management
Part A: Minimum Information of the proposed RPT		
A(1) Basic details of the related party		
1.	Name of the related party	Lifenity Health Limited (“LHL”)
2.	Country of Incorporation of the related party	India
3.	Nature of Business of the related party	LHL is engaged in the business of providing pathology and other allied healthcare services. It is also engaged in establishing, operating, managing and administering diagnostic centres, hospitals and healthcare centres, including providing related maintenance and

		administrative services. The diagnostic and healthcare services offered by LHL include, inter alia, mass screening, diagnostic services, healthcare analytics and other allied healthcare solutions.
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A(2) Relationship and ownership of the related party

	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	As the Managing Director of the listed entity is also serving as a Non-Executive Director of LHL, there exists a common directorship between the two entities, and accordingly, the concerned person constitutes a related party.
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A(3) Details of previous transactions with the related party

1.	Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year.	Details of the transactions by the Company with LHL <table border="1"> <thead> <tr> <th>Sr.No.</th><th>Nature of Transactions for FY 2025-26</th><th>Amount (Rs. In Crore)</th></tr> </thead> <tbody> <tr> <td>1.</td><td>Sales of Services</td><td>150.38</td></tr> <tr> <td colspan="2">Total</td><td>150.38</td></tr> </tbody> </table>	Sr.No.	Nature of Transactions for FY 2025-26	Amount (Rs. In Crore)	1.	Sales of Services	150.38	Total		150.38
Sr.No.	Nature of Transactions for FY 2025-26	Amount (Rs. In Crore)									
1.	Sales of Services	150.38									
Total		150.38									
2.	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	<table border="1"> <thead> <tr> <th>Sr.No.</th><th>Nature of Transactions for FY 26</th><th>Amount (Rs. In Crore)</th></tr> </thead> <tbody> <tr> <td>1.</td><td>Sales of Services</td><td>40.66</td></tr> <tr> <td colspan="2">Total</td><td>40.66</td></tr> </tbody> </table>	Sr.No.	Nature of Transactions for FY 26	Amount (Rs. In Crore)	1.	Sales of Services	40.66	Total		40.66
Sr.No.	Nature of Transactions for FY 26	Amount (Rs. In Crore)									
1.	Sales of Services	40.66									
Total		40.66									
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year.	No									

A(4) Amount of the proposed transactions (All types of transactions taken together)

1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders	Following are list of proposed transactions being placed for approval in the meeting of the Audit Committee / Shareholders
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		Sr.No	Nature of Transaction	Amount (Rs. In Crore)
		1.	Purchase of Goods, including raw materials, finished goods, and consumables	15.00
		2.	Sale of goods, including manufactured and traded products	20.00
		3.	Availing and/or Rendering of Services, including technical, professional, administrative, and support Services	435.00
		4.	Purchase of Assets, including tangible and intangible assets	15.00
		5.	Sale / Transfer of assets, including tangible and intangible assets	15.00
		Total		500.00
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes, the proposed transaction is a material Related Party Transaction ("RPT") under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")		
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	The value of the proposed transaction is 100% of Company's annual consolidated turnover of Rs. 498.18 Crore for FY 2025-26.		
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable		
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	100%		

6.	Financial performance of the related party for the immediately preceding financial year.	Particulars	For FY 2025-26 Amount (Rs. In crore)*
		Turnover	Rs.1553.85
		Profit After Tax	Rs. 414.75
		Net Worth	Rs. 1059.35
		<i>*Note: The above figures are unaudited, provisional and on a consolidated basis.</i>	

A(5) Basic details of the proposed Transactions

1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sr.No.	Nature of Transaction	Amount (Rs. In Crore)
		1.	Purchase of Goods, including raw materials, finished goods, and consumables	15.00
		2.	Sale of goods, including manufactured and traded products	20.00
		3.	Availing and/or Rendering of Services, including technical, professional, administrative, and support Services	435.00
		4.	Purchase of Assets, including tangible and intangible assets	15.00
		5.	Sale / Transfer of assets, including tangible and intangible assets	15.00
		Total		500.00
2.	Details of the proposed transaction	The proposed Related Party Transactions to be entered into between the Company and LHL shall comprise transactions undertaken in the ordinary course of business and on an arm's length basis. These include: i. purchase and sale of goods, including raw materials, finished goods and consumables, as well as manufactured and traded products; ii. availing and/or rendering of various services such as technical, professional, administrative and support services; iii. purchase, sale or transfer of tangible and intangible assets;		

		All such transactions shall be executed in compliance with applicable laws and the Company's policy on related party transactions.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till the Annual General Meeting of the Company to be held in the year 2027
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	Rs. 500 Crore As omnibus approval is sought for the aforesaid related party transactions, the estimated break-up financial year-wise is not applicable.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	The RPT's are in the interest of the Company as they enable it to leverage the operational expertise and capabilities of LHL in the areas of pathology, diagnostics, hospitals, and other allied healthcare services, thereby facilitating the efficient and seamless execution of its business operations. The proposed transactions are proposed to be undertaken in the ordinary course of business and on an arm's length basis, ensuring that the terms thereof are commercially competitive and at par with prevailing market terms. Further, the integrated business model between the Company and LHL is expected to facilitate operational synergies, optimise resource utilization and achieve cost efficiencies, while reducing dependency on external third parties. The proposed arrangements are also expected to improve coordination and streamline business processes, thereby supporting the continuity and scalability of the Company's operations. Accordingly, the proposed RPTs are expected to contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a) Name of the director / KMP	Mr. Sanjay Upadhaya, Non-Executive Director, in LHL
	b) Shareholding of the director / KMP, whether direct or indirect, in the related party	Mrs. Sona Dhawangale, being Promoter of the Company, holds 27% equity shareholding of the LHL.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable

9.	Other information relevant for decision making.	Nil
Part B : Additional Information		
B(1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient
2.	Basis of determination of price	The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
	a) Amount of Trade advance	NIL
	b) Tenure	NIL
	c) Whether same is self-liquidating?	NIL

The said transactions, being a material RPT, requires prior approval of the Members of the Company in accordance with Regulation 23 of the SEBI Listing Regulations.

Based on the review and approval of the Independent Directors on the Audit Committee, the Board of Directors recommends the **Ordinary Resolution** contained in **Item No.11** of the accompanying Notice to the Members for approval.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder, (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under **Item No.11**.

Except Mr. Sanjay Upadhaya and Mrs. Sona Dhawangale, together with his relative(s) none of the Directors / Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at **Item No.11** of the Notice expect of their shareholding in the Company.

By **Order of the Board of Directors**
For **One Global Service Provider Limited**

Sanjay Upadhaya
Managing Director

Date: **3rd September, 2026**
Place: **Mumbai**

ANNEXURE TO THE NOTICE DATED 3RD SEPTEMBER, 2026

Particulars of the Directors seeking Appointment/ re-appointment at 34th Annual General Meeting (“AGM”) pursuant to Regulation 36(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Secretarial Standard on General Meetings (SS-2):

Mr. Sanjay Upadhaya

Chairman & Managing Director



Particulars	Details
Name of the Director	Mr. Sanjay Lalbhadur Upadhaya
DIN	07497306
Designation	Chairman & Managing Director
Date of Birth	10 th September, 1977
Age	48
Date of first Appointment on the Board	12 th November, 2019
Qualifications	B.E.(Biomedical) specialization in Nuclear Medicine, MGM CET
Experience	26 years
Brief Profile/experience/expertise in functional areas	Mr. Sanjay Upadhaya is a healthcare entrepreneur, biomedical professional and diagnostics strategist with over 23 years of experience across medical diagnostics, healthcare technology, clinical research, public healthcare projects, laboratory operations and medical devices. He has extensive experience in healthcare operations, business development, diagnostic laboratory management and implementation of large-scale healthcare initiatives. He has held senior leadership positions across the healthcare and diagnostics sector and has been instrumental in building diagnostic networks, implementing PPP healthcare projects and driving technology-led healthcare solutions. He holds a Bachelor of Engineering in Biomedical Engineering with specialisation in Nuclear Medicine and has contributed to research and innovation in laboratory medicine and diagnostic technologies.
No. of Equity Shares held in the Company as on 31st March, 2026	4,22,095

Directorship on other Board as on 31st March, 2026	• Lifenity Health Limited • CSC Healthcare & Wellness Private Limited • Lifenity Advance Pharmacy Limited • Koshika Diagnosis International Private Limited • Ehsaas Healthcare Research Private Limited • Lifenity Lifescience International Private Limited • Lifenity Health Services International Limited • Lifenity Food And Beverages Private Limited • Lifenity Pharmaceutical Private Limited • Lifenity Logistics Services Limited
Listed entities from which the director has resigned in past three (3) years	Nil
Committee Membership of other Board as on 31st March, 2026	Nil
No. of Board Meetings attended during the FY 2025-2026	8
Remuneration last drawn (FY 2025-26)	Nil
Relationship with other Directors, Manager and KMP	Not related to any of the directors of the Company, Key Managerial Personnel and Managers.