

## GENERAL INFORMATION DOCUMENT



### MANIPAL HOSPITALS PRIVATE LIMITED

(A company within the meaning of and governed by the Companies Act, 2013 incorporated on December 22, 2003. Effective from October 26, 2021, the name of the Company has been changed from Columbia Asia Hospitals Private Limited to Manipal Hospitals Private Limited)

**Corporate Identification Number:** U85110KA2003PTC033055

**Date and Place of Incorporation:** December 22, 2003, and Bengaluru, Karnataka

**Permanent Account Number:** AACCC2943F

**Registered Office & Corporate Office:** The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017

**Phone:** +91 8049360300

**Email:** [legalcs@manipalhospitals.com](mailto:legalcs@manipalhospitals.com) **Website:** [www.manipalhospitals.com](http://www.manipalhospitals.com)

#### GENERAL INFORMATION DOCUMENT DATED SEPTEMBER 1, 2025

Manipal Hospitals Private Limited (the “**Issuer/Company**”) proposes to issue listed, rated, unsecured, redeemable, non-convertible debentures (the “**Debentures**”) in multiple series/one or more tranches as maybe approved by the shareholders of the Issuer from time to time under this General Information Document read with relevant Key Information Document, on a private placement basis, to be listed on the wholesale debt market (“**WDM**”) segment of the BSE Limited (“**Stock Exchange**” or “**BSE**”) (the “**Issue**”). The Issuer has obtained an ‘in-principle’ approval from the Stock Exchange for listing of the Debentures vide letter dated September 1, 2025 which is set out as Annexure I. This general information document dated September 1, 2025 (the “**General Information Document**”) contains disclosures in accordance with Schedule I of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (“**SEBI NCS Regulations**”) and the SEBI master circular bearing reference number SEBI/HO/DDHS/PoD1/P/CIR/2024/54 dated May 22, 2024 (“**SEBI NCS Master Circular**”), each as amended, in relation to the Issue of the Debentures, on a private placement basis by the Issuer.

#### Issuer details:

|   |  |  |  |
|---|--|--|--|
| <b>PAN</b>  | AACCC2943F   | <b>Date and Place of registration</b>        | December 22, 2003, and Bengaluru, Karnataka  |
| <b>Registered Office and Corporate Office of the Issuer</b> | <b>Registered Office:</b> The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017<br><b>Corporate Office:</b> The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017<br><b>Phone:</b> +91 8049360300<br><b>E-mail:</b> <a href="mailto:legalcs@manipalhospitals.com">legalcs@manipalhospitals.com</a><br><b>Website:</b> <a href="http://www.manipalhospitals.com">www.manipalhospitals.com</a> | <b>Compliance Officer of the Issuer</b>      | <b>Name:</b> Sathish K R<br><b>Address:</b> The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017<br><b>Phone:</b> +91 8049360300<br><b>E mail id:</b> <a href="mailto:legalcs@manipalhospitals.com">legalcs@manipalhospitals.com</a> |
| <b>Promoter of the Issuer</b>                               | <b>Name:</b> Manipal Health Enterprises Private Limited<br><b>CIN:</b> U85110KA2010PTC052540   | <b>Chief Financial Officer of the Issuer</b> | <b>Name:</b> Not applicable<br><b>Address:</b> Not applicable<br><b>Phone:</b> Not applicable<br><b>Email ID:</b> Not applicable   |

|   |  |  |  |
|---|--|--|--|
|   | <p><b>Address:</b> The Annexe, #98/2, Rustom Bagh, HAL Airport Road, Bangalore, Karnataka – 560 017</p> <p><b>E-mail:</b><br/><a href="mailto:legalcs@manipalhospitals.com">legalcs@manipalhospitals.com</a></p> <p><b>Phone:</b> +91 8049360300</p>   |  |  |
| <p><b>Registrar of the Issue</b></p>   | <p><b>Name:</b> KFin Technologies Limited</p> <p><b>SEBI Registration No.:</b> INR000000221</p> <p><b>Contact Person:</b> M.Murali Krishna</p> <p><b>Address:</b> Selenium, Tower B, Plot No- 31 &amp; 32, Financial District, Nanakramguda, Serilingampally, Rangareddy, Hyderabad, Telangana – 500 032</p> <p><b>Phone:</b> +91 40 6716 2222 /1800 309 4001</p> <p><b>Fax:</b> +91 40 6716 1563</p> <p><b>E-mail:</b><br/><a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a></p> <p><b>Website:</b> <a href="http://www.kfintech.com">www.kfintech.com</a></p>   | <p><b>Debenture Trustee of the Issue</b></p>  <p>Vistra ITCL (India) Limited</p> | <p><b>Registered Address:</b> The Capital Building, B Wing, 5th Floor, Unit No 505 A2, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra – 400 051</p> <p><b>Phone:</b> +91 22 6930 0045</p> <p><b>Contact Person:</b> Mr. Jatin Chonani/ Compliance Officer</p> <p><b>SEBI Registration No.:</b> IND000000578</p> <p><b>Website:</b> <a href="http://www.vistraitcl.com">www.vistraitcl.com</a></p> <p><b>E-mail:</b><br/><a href="mailto:itclcomplianceofficer@vistra.com">itclcomplianceofficer@vistra.com</a></p> |
| <p><b>Credit Rating Agency of the Issue</b></p>    | <p><b>Name:</b> India Ratings &amp; Research, A Fitch Group Company</p> <p><b>Address:</b> Unit No- 1110, 11th Floor, East Wing, Raheja Tower, M G Road, Bangalore – 560 001</p> <p><b>Phone:</b> + 91 22 4000 1700</p> <p><b>Contact Person:</b> Narendran A M</p> <p><b>Website:</b><br/><a href="http://www.indiaratings.co.in">www.indiaratings.co.in</a></p> <p><b>E-mail:</b><br/><a href="mailto:narendran.am@indiaratings.co.in">narendran.am@indiaratings.co.in</a></p>   | <p><b>Statutory Auditors of the Issuer</b></p> <p>Logo: Not applicable</p>   | <p><b>Name:</b> B S R &amp; Co. LLP, Chartered Accountants</p> <p><b>Address:</b> Embassy Golf Links Business Park, Pebble Beach, B Block 3rd Floor, No. 13/2, Off Intermediate Ring Road Bangalore – 560 071</p> <p><b>Contact Person:</b> Siddartha Sharma</p> <p><b>Phone:</b> +91 8046823000</p> <p><b>E-mail:</b><br/><a href="mailto:spsharma@bsraffiliates.com">spsharma@bsraffiliates.com</a></p> <p>Peer Review Certificate No. : 019712</p>  |
| <p><b>The issue schedule -</b></p> <p><b>(i) date of opening of the issue;</b></p> <p><b>(ii) date of closing of the issue;</b></p> <p><b>(iii) date of earliest closing of the issue, if any</b></p> | <p><b>The issue schedule -</b></p> <p><b>(i) date of opening of the issue</b> – The Issue Opening Date will be identified in the Key Information Document</p> <p><b>(ii) date of closing of the issue</b> – The Issue Closing Date will be identified in the Key Information Document</p> <p><b>(iii) date of earliest closing of the issue, if any</b> - As provided under the Key Information Document</p> <p><b>Note:</b> The Issuer reserves the right to change the Issue Schedule and in such an event, the relevant Deemed Date of Allotment for the Debentures may also be revised by the Issuer at its sole and absolute discretion</p> | <p><b>Company Secretary of the Issuer</b></p>  | <p><b>Name:</b> Khadija Vahora</p> <p><b>Address:</b> The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017</p> <p><b>Phone:</b> +91 8049360300</p> <p><b>E mail id:</b><br/><a href="mailto:legalcs@manipalhospitals.com">legalcs@manipalhospitals.com</a></p>   |

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

|   |  |   |   |  |
|---|--|---|---|--|
|   | <p>without giving any prior notice. The said issue does not form part of non-equity regulatory capital as specified under Chapter V (<i>Issuance and Listing of Perpetual debt instruments, Perpetual non-cumulative preference shares and similar instruments</i>) of SEBI NCS Regulations.</p> <p>The Issue shall be open for subscription during the banking hours on each day during the period covered by the Issue Schedule.</p> |   |   |  |
| <b>The name(s) of the stock exchanges where the securities are proposed to be listed</b>  | BSE Limited (formerly known as Bombay Stock Exchange)  | <b>Latest registration / identification number issued by any regulatory authority which regulates such Issuer (viz. Reserve Bank of India, IRDAI etc.), if applicable</b> | Not applicable                                  |  |
| <b>The nature, number, price and amount of securities offered and issue size (base issue or green shoe), as may be applicable</b> | As provided under the relevant Key Information Document.   | <b>Coupon/dividend rate, coupon /dividend payment frequency, redemption date, redemption amount, mode of allotment</b>  | <b>Principal amount</b>                         | As provided under the relevant Key Information Document. |
|   |  |   | <b>Tenor</b>                                    | As provided under the relevant Key Information Document  |
|   |  |   | <b>Redemption date</b>                          | As provided under the relevant Key Information Document  |
|   |  |   | <b>Coupon and Coupon Payment Frequency</b>      | As provided under the relevant Key Information Document  |
|   |  |   | <b>Allotment</b>                                | As provided under the relevant Key Information Document  |
|   |  |   | <b>Face value (Nominal Value per Debenture)</b> | As provided under the relevant Key Information Document. |

|  |  |   |   |   |
|--|--|---|---|---|
|  |  |   | <b>Redemption Price at Maturity per Debenture</b> | The principal amount of all the Debentures, the Coupon, the default interest, and all other amounts payable in accordance with the provisions of the relevant Debenture Trust Deed and the relevant Key Information Document. |
| <b>Details about underwriting of the issue including the amount undertaken to be underwritten by the underwriters</b>              | As provided under the relevant Key Information Document.   |   |   |   |
| <b>Details pertaining to the uploading of General Information Document on the electronic book provider platform, if applicable</b> | The Issuer shall comply with the provisions of the SEBI NCS Master Circular with respect to electronic book mechanism and requirements pertaining to the uploading of this General Information Document and the relevant Key Information Document in accordance with the Master Circular. This issuance of the Debentures, to the extent applicable, would be under the electronic book mechanism (“EBP”) on private placement basis as per Chapter VI of SEBI NCS Master Circular read with the “Operational Guidelines for participation on BSEBOND platform (EBP platform of BSE) issued by BSE on December 28, 2017, and updated on April 17, 2023, (“BSE EBP Guidelines”), as applicable, and relevant details will be provided in the relevant Key Information Document. This General Information Document is in accordance with all applicable laws, rules, regulations and guidelines. |   |   |   |
|  | <b>Interest rate parameter – Zero coupon, fixed coupon or floating coupon</b>  | As provided under the relevant Key Information Document |   |   |
|  | <b>Bid opening date and bid closing date</b>   | As provided under the relevant Key Information Document |   |   |
|  | <b>Minimum bid lot</b>   | As provided under the relevant Key Information Document |   |   |
|  | <b>Manner of bidding in the Issue i.e. open bidding or closed bidding</b>  | As provided under the relevant Key Information Document |   |   |
|  | <b>Manner of allotment in the Issue i.e. uniform yield allotment or multiple yield allotment</b>   | As provided under the relevant Key Information Document |   |   |
|  | <b>Manner of settlement in the Issue i.e. through clearing corporation or through escrow bank account of the Issuer</b>  | As provided under the relevant Key Information Document |   |   |
|  | <b>Settlement cycle i.e. T+1 or T+2 day</b>  | As provided under the relevant Key Information Document |   |   |
| <b>The details about eligible investors</b>  | This General Information Document and the contents hereof are restricted to only those recipients who are permitted to receive it as per extant regulation and laws and only such recipients are eligible to apply for the Debentures. The categories of investors eligible to   |   |   |   |

|  |   |
|--|---|
|  | <p>subscribe to the Debentures will be identified in the relevant Key Information Document to be issued with respect to relevant Series of Debentures.</p>  |
| <b>Disclosure under Section 26(4) of the Companies Act, 2013</b> | <p>The issuance of Debentures is being made on private placement basis. Section 26 of the Companies Act, 2013 is not applicable to the issuance of Debentures, and therefore, no additional disclosures have been made in relation to Section 26 of the Companies Act, 2013 under this General Information Document and accordingly, a copy of this General Information Document has not been filed with the relevant Registrar of Companies.</p>   |
| <b>Background</b>  | <p>This General Information Document is related to the Debentures to be issued on a private placement basis by the Issuer and contains relevant information and disclosures required for the purpose of issuing of the Debentures. The issue of the Debentures comprised in the Issue and described under this General Information Document has been authorised by the board of directors of the Issuer. Please note that this General Information Document is valid for a period of 1 (One) year from the Issue Opening Date of the first series of Debentures issued pursuant to this General Information Document.</p> <p>The Issue shall be subject to the provisions of the Companies Act, the memorandum and articles of association of the Issuer, SEBI NCS Regulations, the terms and conditions of this General Information Document filed with the Exchange(s).</p> <p>The issuance of Debentures in terms of this General Information Document does not qualify as issue of non-equity regulatory capital as mentioned in chapter V and XIII of the SEBI NCS Regulations. The face value of each debenture to be issued on private placement basis shall be as set out in the relevant Key Information Document.</p> <p>Pursuant to the resolutions passed by the board of directors of the Issuer dated July 09, 2025, and resolutions passed by the shareholders of the Issuer dated (under Section 42 of the Companies Act, 2013) dated July 23, 2025, the Issuer has been authorised to raise debt through such modes, as may be permitted under applicable Law and as may be agreed by the board of directors or any duly constituted committee of the board of directors of the Issuer, including non-convertible debentures, in one or more tranches for an aggregate amount of up to the amount set out in the relevant Key Information Document. The issuance of the Debentures shall be subject to the provisions of the Companies Act, the rules notified thereunder, SEBI NCS Regulations, the memorandum and articles of association of the Issuer, the terms and conditions of the General Information Document filed with the Stock Exchange and other documents in relation to the issuance of Debentures.</p> |
| <b>General risks</b>   | <p>INVESTMENT IN NON-CONVERTIBLE SECURITIES IS RISKY, AND INVESTORS SHOULD NOT INVEST ANY FUNDS IN SUCH SECURITIES UNLESS THEY CAN AFFORD TO TAKE THE RISK ATTACHED TO SUCH INVESTMENTS. INVESTORS ARE ADVISED TO MAKE AN INFORMED DECISION AND TO READ <b>SECTION 3 (RISK FACTORS)</b> OF THIS GENERAL INFORMATION DOCUMENT CAREFULLY BEFORE INVESTING IN THIS OFFERING. FOR TAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUE INCLUDING THE RISKS INVOLVED IN IT. SPECIFIC ATTENTION OF THE INVESTORS IS INVITED TO THE STATEMENT OF RISK FACTORS CONTAINED UNDER <b>SECTION 3 (RISK FACTORS)</b> OF THIS GENERAL INFORMATION DOCUMENT. THESE RISKS ARE NOT, AND ARE NOT INTENDED TO BE, A COMPLETE LIST OF ALL RISKS AND CONSIDERATIONS RELEVANT TO THE NON-CONVERTIBLE SECURITIES OR INVESTORS' DECISION TO PURCHASE SUCH NON-CONVERTIBLE SECURITIES.</p> <p>INVESTORS ARE ADVISED TO READ THE RISK FACTORS CAREFULLY BEFORE TAKING AN INVESTMENT DECISION IN THIS ISSUE. FOR TAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR EXAMINATION OF THE ISSUER AND OFFER INCLUDING THE RISKS INVOLVED IN IT. THE SECURITIES HAVE NOT BEEN RECOMMENDED OR APPROVED BY ANY REGULATORY AUTHORITY IN INDIA, INCLUDING THE SEBI NOR DOES SEBI GUARANTEE THE ACCURACY OR ADEQUACY OF THIS GENERAL INFORMATION DOCUMENT. SPECIFIC ATTENTION OF THE INVESTORS IS INVITED TO THE STATEMENT OF RISK FACTORS CONTAINED UNDER <b>SECTION 3 (RISK FACTORS)</b> OF THIS GENERAL INFORMATION DOCUMENT</p>  |

For private circulation only

Serial Number 1

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

|                      |  |
|----------------------|--|
|                      | <p>PROSPECTIVE INVESTORS SHOULD CONSULT THEIR OWN LEGAL, REGULATORY, TAX, FINANCIAL AND/OR ACCOUNTING ADVISORS ABOUT RISKS ASSOCIATED WITH AN INVESTMENT IN SUCH NON-CONVERTIBLE SECURITIES AND THE SUITABILITY OF INVESTING IN SUCH NON-CONVERTIBLE SECURITIES IN LIGHT OF THEIR PARTICULAR CIRCUMSTANCES.</p> <p>THE ISSUE OF NON-CONVERTIBLE SECURITIES HAS NOT BEEN RECOMMENDED OR APPROVED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”) NOR DOES SEBI GUARANTEE THE ACCURACY AND ADEQUACY OF THE INFORMATION CONTAINED HEREIN</p> |
| <b>Credit rating</b> | Please refer to the relevant Key Information Document  |

**TABLE OF CONTENTS**

|   |           |
|---|-----------|
| <b>1. DISCLAIMERS</b>   | <b>8</b>  |
| <b>2. GLOSSARY</b>  | <b>14</b> |
| <b>3. RISK FACTORS</b>  | <b>18</b> |
| <b>4. DISCLOSURES (IN ACCORDANCE WITH SEBI NCS REGULATIONS)</b> | <b>31</b> |
| <b>5. SUMMARY OF TERMS</b>                                      | <b>72</b> |
| <b>6. DECLARATION</b>   | <b>78</b> |
| <b>SCHEDULE I</b>   | <b>79</b> |
| <b>SCHEDULE II</b>  | <b>80</b> |
| <b>SCHEDULE III</b>   | <b>81</b> |
| <b>ANNEXURE I</b>   | <b>82</b> |

## **1. DISCLAIMERS**

### **DISCLAIMERS OF THE ISSUER:**

THIS GENERAL INFORMATION DOCUMENT IS NEITHER A PROSPECTUS NOR A STATEMENT IN LIEU OF PROSPECTUS AND SHOULD NOT BE CONSTRUED TO BE A PROSPECTUS OR A STATEMENT IN LIEU OF PROSPECTUS UNDER THE COMPANIES ACT. THE ISSUE OF DEBENTURES TO BE LISTED ON THE DEBT SEGMENT OF STOCK EXCHANGE IS BEING MADE STRICTLY ON A PRIVATE PLACEMENT BASIS. THIS GENERAL INFORMATION DOCUMENT IS NOT INTENDED TO BE CIRCULATED TO ANY PERSON OTHER THAN THE ELIGIBLE INVESTORS. MULTIPLE COPIES HEREOF GIVEN TO THE SAME ENTITY SHALL BE DEEMED TO BE GIVEN TO THE SAME PERSON AND SHALL BE TREATED AS SUCH. THIS GENERAL INFORMATION DOCUMENT DOES NOT CONSTITUTE AND SHALL NOT BE DEEMED TO CONSTITUTE AN OFFER OR A PRIVATE PLACEMENT OF THE DEBENTURES UNDER THE COMPANIES ACT OR TO THE PUBLIC IN GENERAL.

AS PER THE APPLICABLE PROVISIONS, IT IS NOT NECESSARY FOR A COPY OF THIS GENERAL INFORMATION DOCUMENT OR ANY KEY INFORMATION DOCUMENT TO BE FILED OR SUBMITTED TO THE SEBI FOR ITS REVIEW AND/OR APPROVAL. HOWEVER PURSUANT TO THE PROVISIONS OF THE SEBI NCS REGULATIONS, A COPY OF THIS GENERAL INFORMATION DOCUMENT AND EACH KEY INFORMATION DOCUMENT SHALL BE FILED WITH THE STOCK EXCHANGE. THIS GENERAL INFORMATION DOCUMENT HAS BEEN PREPARED TO PROVIDE GENERAL INFORMATION ABOUT THE ISSUER TO POTENTIAL INVESTORS TO WHOM IT IS ADDRESSED AND WHO ARE WILLING AND ELIGIBLE TO SUBSCRIBE TO THE DEBENTURES. THIS GENERAL INFORMATION DOCUMENT, READ WITH THE RELEVANT KEY INFORMATION DOCUMENT, DOES NOT PURPORT TO CONTAIN ALL THE INFORMATION THAT ANY POTENTIAL INVESTOR MAY REQUIRE. FURTHER, THIS GENERAL INFORMATION DOCUMENT HAS BEEN, AND EACH KEY INFORMATION DOCUMENT WILL BE, PREPARED FOR INFORMATIONAL PURPOSES RELATING TO THIS TRANSACTION ONLY AND UPON THE EXPRESS UNDERSTANDING THAT IT WILL BE USED ONLY FOR THE PURPOSES SET FORTH HEREIN. NEITHER THIS GENERAL INFORMATION DOCUMENT, READ WITH THE RELEVANT KEY INFORMATION DOCUMENT, NOR ANY OTHER INFORMATION SUPPLIED IN CONNECTION WITH THE DEBENTURES IS INTENDED TO PROVIDE THE BASIS OF ANY CREDIT OR OTHER EVALUATION NOR SHOULD ANY RECIPIENT OF THIS GENERAL INFORMATION DOCUMENT CONSIDER SUCH RECEIPT A RECOMMENDATION TO PURCHASE ANY DEBENTURES. EACH INVESTOR CONTEMPLATING THE PURCHASE OF ANY DEBENTURES SHOULD MAKE ITS OWN INDEPENDENT INVESTIGATION OF THE FINANCIAL CONDITION AND AFFAIRS OF THE ISSUER, AND ITS OWN APPRAISAL OF THE CREDITWORTHINESS OF THE ISSUER. POTENTIAL INVESTORS SHOULD CONSULT THEIR OWN FINANCIAL, LEGAL, TAX AND OTHER PROFESSIONAL ADVISORS AS TO THE RISKS AND INVESTMENT CONSIDERATIONS ARISING FROM AN INVESTMENT IN THE DEBENTURES AND SHOULD POSSESS THE APPROPRIATE RESOURCES TO ANALYSE SUCH INVESTMENT AND THE SUITABILITY OF SUCH INVESTMENT TO SUCH INVESTOR'S PARTICULAR CIRCUMSTANCES. IT IS THE RESPONSIBILITY OF INVESTORS TO ALSO ENSURE THAT THEY WILL SELL THESE DEBENTURES IN STRICT ACCORDANCE WITH THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT AND OTHER APPLICABLE LAWS, SO THAT ANY SUCH OFFER, INVITATION, DISTRIBUTION OR SALE DOES NOT CONSTITUTE AN OFFER TO THE PUBLIC WITHIN THE MEANING OF THE SEBI NCS REGULATIONS. THIS GENERAL INFORMATION DOCUMENT IS INTENDED TO BE CIRCULATED TO SUCH NUMBER OF PERSONS AS MAY BE PERMISSIBLE UNDER APPLICABLE LAWS IN A FINANCIAL YEAR. NONE OF THE INTERMEDIARIES OR THEIR AGENTS OR ADVISORS ASSOCIATED WITH THIS ISSUE UNDERTAKE TO REVIEW THE FINANCIAL CONDITION OR AFFAIRS OF THE ISSUER DURING THE LIFE OF THE ARRANGEMENTS CONTEMPLATED BY THIS GENERAL INFORMATION DOCUMENT OR HAVE ANY RESPONSIBILITY TO ADVISE ANY INVESTOR OR POTENTIAL INVESTOR IN THE DEBENTURES OF ANY INFORMATION AVAILABLE WITH OR SUBSEQUENTLY COMING TO THE ATTENTION OF THE INTERMEDIARIES, AGENTS, OR ADVISORS. IT IS THE RESPONSIBILITY OF SUCCESSFUL BIDDERS TO ALSO ENSURE THAT THEY WILL SELL THESE DEBENTURES STRICTLY IN ACCORDANCE WITH THIS GENERAL INFORMATION DOCUMENT AND APPLICABLE LAWS, SO THAT THE SALE DOES NOT CONSTITUTE AN OFFER TO THE PUBLIC, WITHIN THE MEANING OF THE COMPANIES ACT.

|  |
|--|
| THE ISSUER, HAVING MADE ALL REASONABLE INQUIRIES, ACCEPTS RESPONSIBILITY FOR, AND CONFIRMS THAT THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT CONTAIN ALL INFORMATION WITH REGARD TO THE ISSUER AND THE ISSUE, WHICH IS MATERIAL IN THE CONTEXT OF THE ISSUE, THAT THE INFORMATION CONTAINED |
|--|

IN THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT IS TRUE AND CORRECT IN ALL MATERIAL ASPECTS AND IS NOT MISLEADING, THAT THE OPINIONS AND INTENTIONS EXPRESSED HEREIN ARE HONESTLY HELD AND THAT THERE ARE NO OTHER FACTS, THE OMISSION OF WHICH MAKES THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT AS A WHOLE OR ANY OF SUCH INFORMATION OR THE EXPRESSION OF ANY SUCH OPINIONS OR INTENTIONS MISLEADING.

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATION NOT CONTAINED OR INCORPORATED BY REFERENCE IN THIS GENERAL INFORMATION DOCUMENT OR IN ANY MATERIAL MADE AVAILABLE BY THE ISSUER TO ANY POTENTIAL INVESTOR PURSUANT HERETO AND, IF GIVEN OR MADE, SUCH INFORMATION OR REPRESENTATION MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE ISSUER. THE INTERMEDIARIES AND THEIR AGENTS OR ADVISORS ASSOCIATED WITH THIS ISSUE HAVE NOT SEPARATELY VERIFIED THE INFORMATION CONTAINED HEREIN. ACCORDINGLY, NO REPRESENTATION, WARRANTY OR UNDERTAKING, EXPRESS OR IMPLIED, IS MADE AND NO RESPONSIBILITY IS ACCEPTED BY ANY SUCH INTERMEDIARY. SUCH PERSON HAS NOT RELIED ON ANY INTERMEDIARY AS TO THE ACCURACY OR COMPLETENESS OF THE INFORMATION CONTAINED IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT OR ANY OTHER INFORMATION PROVIDED BY THE ISSUER. ACCORDINGLY, ALL SUCH INTERMEDIARIES ASSOCIATED WITH THIS ISSUE SHALL HAVE NO LIABILITY IN RELATION TO THE INFORMATION CONTAINED IN THIS GENERAL INFORMATION DOCUMENT OR ANY OTHER INFORMATION PROVIDED BY THE ISSUER IN CONNECTION WITH THE ISSUE. FAILURE TO COMPLY WITH THIS INSTRUCTION MAY RESULT IN A VIOLATION OF THE COMPANIES ACT, THE SEBI NCS REGULATIONS OR OTHER APPLICABLE LAW(S) OF INDIA AND OTHER JURISDICTIONS. FURTHER, THE ISSUER ACCEPTS NO RESPONSIBILITY FOR STATEMENTS MADE OTHERWISE THAN IN THE GENERAL INFORMATION DOCUMENT OR ANY OTHER MATERIAL ISSUED BY OR AT THE INSTANCE OF THE ISSUER AND ANYONE PLACING RELIANCE ON ANY SOURCE OF INFORMATION OTHER THAN THIS GENERAL INFORMATION DOCUMENT WOULD BE DOING SO AT ITS OWN RISK.

THE CONTENTS OF THIS GENERAL INFORMATION DOCUMENT, READ WITH THE RELEVANT KEY INFORMATION DOCUMENT, ARE INTENDED TO BE USED ONLY BY THOSE INVESTORS TO WHOM IT IS ISSUED. IT IS NOT INTENDED FOR DISTRIBUTION TO ANY OTHER PERSON AND SHOULD NOT BE REPRODUCED BY THE RECIPIENT. NO INVITATION IS BEING MADE TO ANY PERSONS OTHER THAN THOSE TO WHOM THE GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT BEING ISSUED HAVE BEEN SENT. ANY APPLICATION BY A PERSON TO WHOM THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT HAS NOT BEEN SENT BY THE ISSUER SHALL BE REJECTED WITHOUT ASSIGNING ANY REASON.

THE PERSON WHO IS IN RECEIPT OF THIS GENERAL INFORMATION DOCUMENT SHALL MAINTAIN UTMOST CONFIDENTIALITY REGARDING THE CONTENTS OF THIS GENERAL INFORMATION DOCUMENT AND SHALL NOT REPRODUCE OR DISTRIBUTE IN WHOLE OR PART OR MAKE ANY ANNOUNCEMENT IN PUBLIC OR TO A THIRD PARTY REGARDING ITS CONTENTS, WITHOUT THE PRIOR WRITTEN CONSENT OF THE ISSUER. UPON REQUEST, THE RECIPIENTS WILL PROMPTLY RETURN ALL MATERIAL RECEIVED FROM THE ISSUER AND/OR THE ISSUER (INCLUDING THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT) WITHOUT RETAINING ANY COPIES HEREOF. IF ANY RECIPIENT OF THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT DECIDES NOT TO PARTICIPATE IN THE ISSUE, THAT RECIPIENT MUST PROMPTLY RETURN THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT AND ALL REPRODUCTIONS WHETHER IN WHOLE OR IN PART AND ANY OTHER INFORMATION STATEMENT, NOTICE, OPINION, MEMORANDUM, EXPRESSION OR FORECAST MADE OR SUPPLIED AT ANY TIME IN RELATION THERETO OR RECEIVED IN CONNECTION WITH THE ISSUE TO THE ISSUER.

EACH PERSON RECEIVING THIS GENERAL INFORMATION DOCUMENT ACKNOWLEDGES THAT:

- SUCH PERSON HAS BEEN AFFORDED AN OPPORTUNITY TO REQUEST AND TO REVIEW AND HAS RECEIVED ALL ADDITIONAL INFORMATION CONSIDERED BY SUCH PERSON TO BE NECESSARY TO VERIFY THE ACCURACY OF OR TO SUPPLEMENT THE INFORMATION HEREIN; AND

- SUCH PERSON HAS NOT RELIED ON ANY INTERMEDIARY THAT MAY BE ASSOCIATED WITH ISSUANCE OF THE DEBENTURES IN CONNECTION WITH ITS INVESTIGATION OF THE ACCURACY OF SUCH INFORMATION OR ITS INVESTMENT DECISION.

THE ISSUER DOES NOT UNDERTAKE TO UPDATE THE GENERAL INFORMATION DOCUMENT TO REFLECT SUBSEQUENT EVENTS AFTER THE DATE OF THE GENERAL INFORMATION DOCUMENT EXCEPT IN ACCORDANCE WITH APPLICABLE LAWS AND THUS IT SHOULD NOT BE RELIED UPON WITH RESPECT TO SUCH SUBSEQUENT EVENTS WITHOUT FIRST CONFIRMING ITS ACCURACY WITH THE ISSUER. NEITHER THE DELIVERY OF THIS GENERAL INFORMATION DOCUMENT NOR ANY SALE OF DEBENTURES MADE HEREUNDER SHALL, UNDER ANY CIRCUMSTANCES, CONSTITUTE A REPRESENTATION OR CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE ISSUER SINCE THE DATE HEREOF.

THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT DO NOT CONSTITUTE, NOR MAY IT BE USED FOR OR IN CONNECTION WITH, AN OFFER OR SOLICITATION BY ANYONE IN ANY JURISDICTION IN WHICH SUCH OFFER OR SOLICITATION IS NOT AUTHORIZED OR TO ANY PERSON TO WHOM IT IS UNLAWFUL TO EXTEND SUCH AN OFFER OR SOLICITATION. NO ACTION IS BEING TAKEN TO PERMIT AN OFFERING OF THE DEBENTURES OR THE DISTRIBUTION OF THIS GENERAL INFORMATION DOCUMENT IN ANY JURISDICTION WHERE SUCH ACTION IS REQUIRED. THE DISTRIBUTION OF THIS GENERAL INFORMATION DOCUMENT AND THE OFFERING AND SALE OF THE DEBENTURES MAY BE RESTRICTED BY LAW IN CERTAIN JURISDICTIONS. PERSONS INTO WHOSE POSSESSION THIS GENERAL INFORMATION DOCUMENT COMES ARE REQUIRED TO INFORM THEMSELVES ABOUT AND TO OBSERVE ANY SUCH RESTRICTIONS.

THE ISSUER ACCEPTS NO RESPONSIBILITY FOR STATEMENTS MADE OTHERWISE THAN IN THE GENERAL INFORMATION DOCUMENT OR IN THE ADVERTISEMENT OR ANY OTHER MATERIAL ISSUED BY OR AT THE INSTANCE OF THE ISSUER AND THAT ANYONE PLACING RELIANCE ON ANY OTHER SOURCE OF INFORMATION WOULD BE DOING SO AT THEIR OWN RISK.

ALL CONSENTS REQUIRED FROM EXISTING LENDERS OF THE ISSUER FOR THE ISSUANCE OF DEBENTURES OR CREATION OF SECURITY TO SECURE THE DEBENTURES, AS ON THE DATE OF THIS GENERAL INFORMATION DOCUMENT, HAVE BEEN DULY OBTAINED AND/ OR WILL BE OBTAINED PRIOR TO ISSUANCES PROPOSED TO BE UNDERTAKEN PURSUANT TO SUBSEQUENT KEY INFORMATION DOCUMENTS.

THE GENERAL INFORMATION DOCUMENT IS MADE AVAILABLE TO POTENTIAL INVESTORS IN THE ISSUE ON THE STRICT UNDERSTANDING THAT IT IS CONFIDENTIAL.

BY PURCHASING THE DEBENTURES, EACH INVESTOR WILL BE DEEMED TO HAVE MADE THE FOLLOWING ACKNOWLEDGEMENTS, REPRESENTATIONS AND AGREEMENTS:

- EACH RECIPIENT OF THE GENERAL INFORMATION DOCUMENT AND PROSPECTIVE INVESTOR OR HOLDER OF THE DEBENTURES UNDERSTANDS AND AGREES THAT IT WILL PERFORM ITS OWN INDEPENDENT REVIEW, DUE DILIGENCE, INVESTIGATION, ANALYSIS OR ASSESSMENT AS THE CASE MAY BE REGARDING THE ISSUE, THIS GENERAL INFORMATION DOCUMENT, THE RELEVANT KEY INFORMATION DOCUMENT, THE TRANSACTION DOCUMENTS, THE LEGAL, REGULATORY, TAX, ACCOUNTING, INVESTMENT OR OTHER RISKS OR IMPLICATIONS OF ANY SUCH INVESTMENT, THE GENERAL MARKET CONDITIONS AND RISKS, THE BUSINESS, OPERATIONS, FINANCIAL CONDITION, CREDITWORTHINESS, STATUS AND AFFAIRS OF THE ISSUER, AND ANY OTHER FACTORS AS IT DEEMS RELEVANT OR APPROPRIATE, OR WILL RELY ON ITS OWN PROFESSIONAL ADVISORS, IF ANY, AND HAS RECEIVED ALL INFORMATION AND COMPLETED ALL ASSESSMENTS THAT IT BELIEVES NECESSARY, MATERIAL OR APPROPRIATE IN CONNECTION WITH SUCH AN INVESTMENT PRIOR TO MAKING SUCH INVESTMENT;
- ALL INFORMATION (INCLUDING, WITHOUT LIMITATION, THE INFORMATION CONTAINED WITHIN THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT) PROVIDED TO THE INVESTOR WITH REGARD TO THE ISSUER AND ANY MEMBER OF THE GROUP OR THEIR RESPECTIVE AFFILIATES HAVE BEEN SUPPLIED AND PREPARED BY THE ISSUER AND/OR ITS ADVISORS; AND
- IT IS A SOPHISTICATED INVESTOR AND HAS SUCH KNOWLEDGE AND EXPERIENCE IN

FINANCIAL, BUSINESS AND INVESTMENT MATTERS AS TO BE CAPABLE OF EVALUATING THE MERITS AND RISKS OF PURCHASING THE DEBENTURES AND THE RELATED TRANSACTIONS CONTEMPLATED UNDER THE TRANSACTION DOCUMENTS AND IS EXPERIENCED IN INVESTING IN PRIVATE PLACEMENT TRANSACTIONS OF SIMILAR SECURITIES OF ISSUERS ENGAGED IN SIMILAR BUSINESSES, STAGES OF DEVELOPMENT, MARKETS AND JURISDICTIONS. IT ACKNOWLEDGES THAT INVESTMENTS IN SECURITIES SUCH AS THE DEBENTURES (INCLUDING THE PERFORMANCE OF AND COMPLIANCE WITH OTHER TERMS OF THE TRANSACTION DOCUMENTS AND IN PARTICULAR THE ENFORCEMENT OF SECURITY IN CONNECTION THEREWITH) INVOLVES A HIGH DEGREE OF RISK AND THAT, IN THAT REGARD, IT AND ANY ACCOUNTS FOR WHICH IT IS SUBSCRIBING TO THE DEBENTURES ARE EACH CAPABLE OF BEARING THE ECONOMIC RISK OF ANY SUCH INVESTMENT, AND THAT IT AND ITS AFFILIATES OR THEIR RESPECTIVE DIRECTORS, EMPLOYEES, OFFICERS, AGENTS, REPRESENTATIVES OR PROFESSIONAL ADVISORS HAVE NO REASON TO ANTICIPATE ANY CHANGE IN ITS OR THEIR RESPECTIVE LIQUIDITY POSITIONS OR OTHER CIRCUMSTANCES, FINANCIAL OR OTHERWISE, WHICH MAY CAUSE THEIR RISK ASSESSMENT IN CONNECTION WITH THE ISSUE TO RISE, OR RESULT IN ANY OF THE ACKNOWLEDGEMENTS, REPRESENTATIONS AND AGREEMENTS SET OUT HEREIN BEING UNTRUE.

NOTHING IN THIS GENERAL INFORMATION DOCUMENT CONSTITUTES AN OFFER OF SECURITIES FOR SALE IN THE UNITED STATES OR ANY OTHER JURISDICTION WHERE SUCH OFFER OR PLACEMENT WOULD BE IN VIOLATION OF ANY LAW, RULE OR REGULATION.

**DISCLAIMER OF THE STOCK EXCHANGE:**

AS REQUIRED, A COPY OF THIS GENERAL INFORMATION DOCUMENT HAS BEEN, AND EACH KEY INFORMATION DOCUMENT WILL BE, FILED WITH THE STOCK EXCHANGE IN TERMS OF THE SEBI NCS REGULATIONS.

IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THIS GENERAL INFORMATION DOCUMENT OR ANY KEY INFORMATION DOCUMENT WITH THE STOCK EXCHANGE SHOULD NOT, IN ANY WAY, BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY THE STOCK EXCHANGE NOR DOES THE STOCK EXCHANGE IN ANY MANNER WARRANT, CERTIFY OR ENDORSE THE CORRECTNESS OR COMPLETENESS OF ANY OF THE CONTENTS OF THIS GENERAL INFORMATION DOCUMENT OR ANY KEY INFORMATION DOCUMENT, NOR DOES THE STOCK EXCHANGE WARRANT THAT THE ISSUER'S DEBENTURES WILL BE LISTED OR WILL CONTINUE TO BE LISTED ON THE STOCK EXCHANGE; NOR DOES THE STOCK EXCHANGE TAKE ANY RESPONSIBILITY FOR THE SOUNDNESS OF THE FINANCIAL AND OTHER CONDITIONS OF THE ISSUER, ITS MANAGEMENT OR ANY SCHEME OR PROJECT OF THE ISSUER.

**DISCLAIMER OF THE SECURITIES AND EXCHANGE BOARD OF INDIA:**

AS PER THE PROVISIONS OF THE SEBI DEBT LISTING REGULATIONS, IT IS NOT STIPULATED THAT A COPY OF THIS KEY INFORMATION DOCUMENT HAS TO BE FILED WITH OR SUBMITTED TO THE SEBI FOR ITS REVIEW / APPROVAL. IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE GENERAL INFORMATION DOCUMENT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE GENERAL INFORMATION DOCUMENT. THE LEAD MANAGER(S) (IF ANY), HAS CERTIFIED THAT THE DISCLOSURES MADE IN THE GENERAL INFORMATION DOCUMENT ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.

**DISCLAIMER OF THE CREDIT RATING AGENCY:**

AS AT THE DATE OF THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT, THE RATING AGENCIES HAVE ASSIGNED SUCH RATING TO THE SECURITIES AS MENTIONED IN THE RELEVANT KEY INFORMATION DOCUMENT. THE RATING ASSIGNED BY THE RATING AGENCIES IS AN OPINION ON CREDIT QUALITY AND IS NOT A RECOMMENDATION TO BUY, SELL OR HOLD THE RATED SECURITIES. INVESTORS SHOULD TAKE

THEIR OWN DECISIONS. THE RATING AGENCIES HAVE BASED ITS RATING ON INFORMATION OBTAINED FROM SOURCES BELIEVED BY THEM TO BE ACCURATE AND RELIABLE. THE RATING AGENCIES DO NOT, HOWEVER, GUARANTEE THE ACCURACY, ADEQUACY OR COMPLETENESS OF ANY INFORMATION AND IS NOT RESPONSIBLE FOR ANY ERRORS OR OMISSIONS OR FOR THE RESULTS OBTAINED FROM THE USE OF SUCH INFORMATION.

RATINGS DO NOT COMMENT ON THE ADEQUACY OF MARKET PRICE, THE SUITABILITY OF ANY INVESTMENT, LOAN OR SECURITY FOR A PARTICULAR INVESTOR (INCLUDING WITHOUT LIMITATION, ANY ACCOUNTING AND/OR REGULATORY TREATMENT), OR THE TAX-EXEMPT NATURE OR TAXABILITY OF PAYMENTS MADE IN RESPECT OF ANY INVESTMENT, LOAN OR SECURITY. THE RATING AGENCIES ARE NOT YOUR ADVISOR, NOR IS IT PROVIDING TO YOU OR ANY OTHER PARTY ANY FINANCIAL ADVICE, OR ANY LEGAL, AUDITING, ACCOUNTING, APPRAISAL, VALUATION OR ACTUARIAL SERVICES. THE RATING MAY BE RAISED, LOWERED, WITHDRAWN OR PLACED ON RATING WATCH DUE TO CHANGES IN, ADDITIONS TO, ACCURACY OF, OR THE INADEQUACY OF, INFORMATION OR FOR ANY OTHER REASON THE RATING AGENCIES DEEM SUFFICIENT.

THE RATING MAY BE SUBJECT TO REVISION OR WITHDRAWAL AT ANY TIME BY THE RATING AGENCIES AND SHOULD BE EVALUATED INDEPENDENTLY OF ANY OTHER RATING. THE RATING AGENCIES HAVE THE RIGHT TO SUSPEND OR WITHDRAW THE RATING AT ANY TIME BASIS OF FACTORS SUCH AS NEW INFORMATION OR UNAVAILABILITY OF INFORMATION OR ANY OTHER CIRCUMSTANCES.

THE RATING AGENCIES SHALL NEITHER CONSTRUED TO BE NOR ACTING UNDER THE CAPACITY OR NATURE OF AN 'EXPERT' AS DEFINED UNDER SECTION 2(38) OF THE COMPANIES ACT, 2013.

**DISCLAIMER OF THE DEBENTURE TRUSTEE**

THE DEBENTURE TRUSTEE DOES NOT GUARANTEE THE TERMS OF PAYMENT REGARDING THE ISSUE AS STATED IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT AND SHALL NOT BE HELD LIABLE FOR ANY DEFAULT IN THE SAME. NEITHER THE DEBENTURE TRUSTEE NOR ANY OF ITS AFFILIATES / REPRESENTATIVES MAKE ANY REPRESENTATIONS OR ASSUME ANY RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION GIVEN IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT.

THE DEBENTURE TRUSTEE IPSO FACTO DOES NOT HAVE THE OBLIGATIONS OF A BORROWER OR A PRINCIPAL DEBTOR OR A GUARANTOR AS TO THE MONIES PAID/INVESTED BY THE SUBSCRIBERS TO THE DEBENTURES.

**DISCLAIMER FOR ROUNDING OFF NUMBERS**

SOME NUMBERS ARE ROUNDED OFF IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT.

**DISCLAIMER CLAUSE OF THE RESERVE BANK OF INDIA, OR OF ANY OTHER RELEVANT REGULATORY AUTHORITY**

THE DEBENTURES HAVE NOT BEEN RECOMMENDED OR APPROVED BY RBI/ SEBI NOR DOES RBI/ SEBI GUARANTEE THE ACCURACY OR ADEQUACY OF THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT. IT IS TO BE DISTINCTLY UNDERSTOOD THAT THIS GENERAL INFORMATION DOCUMENT AND THE RELEVANT KEY INFORMATION DOCUMENT SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO HAVE BEEN APPROVED OR VETTED BY RBI/ SEBI. RBI/ SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY PROPOSAL FOR WHICH THE DEBENTURES ISSUED HEREOF IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT THE KEY INFORMATION DOCUMENT. RBI/ SEBI RESERVES THE RIGHT TO TAKE UP AT ANY POINT OF TIME, WITH THE ISSUER OR THE MANAGER, ANY IRREGULARITIES OR LAPSES IN THIS GENERAL INFORMATION DOCUMENT AND/OR THE KEY INFORMATION DOCUMENT.

**DISCLAIMER FOR JURISDICTION**

THIS ISSUE WITH RESPECT TO DEBENTURES IS MADE IN INDIA TO INVESTORS AS SPECIFIED UNDER THE RELEVANT KEY INFORMATION DOCUMENT, WHO SHALL BE/ HAVE BEEN IDENTIFIED UPFRONT BY THE ISSUER. THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT DOES NOT CONSTITUTE AN OFFER TO SELL OR AN INVITATION TO SUBSCRIBE TO DEBENTURES OFFERED HEREBY TO ANY PERSON TO WHOM IT IS NOT SPECIFICALLY ADDRESSED. ANY DISPUTES ARISING OUT OF THE ISSUE WILL BE SUBJECT TO THE EXCLUSIVE JURISDICTION OF THE COURTS AND TRIBUNALS AS SET OUT IN THE RELEVANT KEY INFORMATION DOCUMENT. THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT DOES NOT CONSTITUTE AN OFFER TO SELL OR AN INVITATION TO SUBSCRIBE TO THE DEBENTURES HEREIN, IN ANY OTHER JURISDICTION TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE AN OFFER OR INVITATION IN SUCH JURISDICTION.

#### **FORWARD LOOKING STATEMENTS**

ALL STATEMENTS IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT THAT ARE NOT STATEMENTS OF HISTORICAL FACT CONSTITUTE "FORWARD LOOKING STATEMENTS". ALL STATEMENTS REGARDING THE ISSUER'S EXPECTED FINANCIAL CONDITION AND RESULTS OF OPERATIONS, BUSINESS, PLANS AND PROSPECTS ARE FORWARD LOOKING STATEMENTS. THESE FORWARD LOOKING STATEMENTS AND ANY OTHER PROJECTIONS CONTAINED IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT (WHETHER MADE BY THE ISSUER OR ANY THIRD PARTY) ARE PREDICTIONS BASED ON THE PROJECTIONS ARISING PURSUANT TO THE LATEST AVAILABLE FINANCIAL INFORMATION WHICH HAVE BEEN DISCLOSED IN THE AUDITED FINANCIAL STATEMENTS. HOWEVER, NOTE THAT THESE PROJECTIONS MAY INVOLVE KNOWN AND UNKNOWN RISKS, UNCERTAINTIES AND OTHER FACTORS THAT MAY CAUSE THE ISSUER'S ACTUAL RESULTS, PERFORMANCE AND ACHIEVEMENTS TO BE MATERIALLY DIFFERENT FROM ANY FUTURE RESULTS, PERFORMANCE OR ACHIEVEMENTS EXPRESSED OR IMPLIED BY SUCH FORWARD LOOKING STATEMENTS OR OTHER PROJECTIONS. THE FORWARD LOOKING STATEMENTS, IF ANY, CONTAINED IN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT ARE BASED ON THE BELIEFS OF THE MANAGEMENT OF THE ISSUER, AS WELL AS THE ASSUMPTIONS MADE BY AND INFORMATION AVAILABLE TO MANAGEMENT AS AT THE DATE OF THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT. THERE CAN BE NO ASSURANCE THAT THE EXPECTATIONS WILL PROVE TO BE CORRECT. THE ISSUER EXPRESSLY DISCLAIMS ANY OBLIGATION OR UNDERTAKING TO RELEASE ANY UPDATED INFORMATION OR REVISIONS TO ANY FORWARD LOOKING STATEMENTS CONTAINED HEREIN TO REFLECT ANY CHANGES IN THE EXPECTATIONS OR ASSUMPTIONS WITH REGARD THERETO OR ANY CHANGE IN THE EVENTS, CONDITIONS OR CIRCUMSTANCES ON WHICH SUCH STATEMENTS ARE BASED. GIVEN THESE UNCERTAINTIES, RECIPIENTS ARE CAUTIONED NOT TO PLACE UNDUE RELIANCE ON SUCH FORWARD LOOKING STATEMENTS. ALL SUBSEQUENT WRITTEN AND ORAL FORWARD LOOKING STATEMENTS ATTRIBUTABLE TO THE ISSUER ARE EXPRESSLY QUALIFIED IN THEIR ENTIRETY BY REFERENCE TO THESE CAUTIONARY STATEMENT.

THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT IS NOT INTENDED TO BE (AND SHOULD NOT BE USED AS) THE BASIS OF ANY CREDIT ANALYSIS OR OTHER EVALUATION AND SHOULD NOT BE CONSIDERED AS A RECOMMENDATION BY THE ISSUER OR BY ANY OTHER PERSON WHO PARTICIPATES IN THE ISSUE OR ADVICE OF ANY SORT. IT IS UNDERSTOOD THAT EACH RECIPIENT OF THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT WILL PERFORM ITS OWN INDEPENDENT INVESTIGATION AND CREDIT ANALYSIS OF THE PROPOSED FINANCING AND THE BUSINESS, OPERATIONS, FINANCIAL CONDITION, PROSPECTS, CREDITWORTHINESS, STATUS AND AFFAIRS OF THE ISSUER, BASED ON SUCH INFORMATION AND INDEPENDENT INVESTIGATION AS IT DEEMS RELEVANT OR APPROPRIATE AND WITHOUT RELIANCE ON THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT.

YOU SHOULD CAREFULLY READ AND RETAIN THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT. HOWEVER, YOU ARE NOT TO CONSTRUE THE CONTENTS OF THIS GENERAL INFORMATION DOCUMENT OR THE RELEVANT KEY INFORMATION DOCUMENT AS INVESTMENT, LEGAL, ACCOUNTING, REGULATORY OR TAX ADVICE, AND YOU SHOULD CONSULT WITH YOUR OWN ADVISORS AS TO ALL LEGAL, ACCOUNTING, REGULATORY, TAX, FINANCIAL AND RELATED MATTERS CONCERNING AN INVESTMENT IN THE DEBENTURES.

## 2. GLOSSARY

References to any legislation, act, regulations, rules, guidelines, or policies shall be to such legislation, act, regulations, rules, guidelines, or policies as amended, supplemented, or re-enacted from time to time and any reference to a statutory provision shall include any subordinate legislation made under that provision.

Unless the context otherwise indicates or requires, the following terms used in this General Information Document shall have the meanings given below.

| TERM                                      | DESCRIPTION  |
|---|--|
| <b>Application Form</b>                   | The form used by the recipient of the relevant Key Information Document, to apply for subscription to the Debentures, which is annexed to such Key Information Document.   |
| <b>Bank Account (ICCL)</b>                | The clearing corporation bank account selected, and as disclosed in the relevant Key Information Document, by the Issuer, for the pay-in of funds towards the issue of Debentures on EBP Platform.   |
| <b>CDSL</b>                               | means the Central Depository Services (India) Limited  |
| <b>CIBIL</b>                              | shall mean the TransUnion CIBIL Limited.   |
| <b>Companies Act or Act</b>               | Companies Act, 2013 and any rules prescribed thereunder, including any statutory modification or re-enactment or replacement thereof, for the time being in force and as may be amended from time to time.   |
| <b>Coupon</b>                             | As defined in the relevant Key Information Document.   |
| <b>Coupon Payment Date</b>                | As defined in the relevant Key Information Document.   |
| <b>Coupon Rate</b>                        | As defined in the relevant Key Information Document.   |
| <b>Debenture Holder(s) or NCD Holders</b> | means the persons who are, for the time being and from time to time, the holders of the Debentures and whose names appear in the register of beneficial owners of the Debentures maintained in the records of the Depository, and “ <b>Debenture Holder</b> ” means each such person.  |
| <b>Debenture Redemption Reserve</b>       | shall have the meaning prescribed to it under XXX of Section 4 of this General Information Document  |
| <b>Debenture Trust Deed</b>               | As defined in the relevant Key Information Document.   |
| <b>Debenture Trustee</b>                  | The trustee for the Debenture Holders of the Debentures, in this case being Vistra ITCL (India) Limited, a company incorporated under Companies Act, 1956 and validly existing under the Companies Act, 2013 with corporate identification number U66020MH1995PLC095507 and having its registered office at The Capital Building, B Wing, 5th Floor, Unit No 505 A2, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra – 400 051. |
| <b>Debenture Trustee Agreement</b>        | As defined in the relevant Key Information Document.   |
| <b>Deemed Date of Allotment</b>           | As per the relevant Key Information Document.  |
| <b>Depositories</b>                       | means NSDL and/or CDSL, as the context requires.   |
| <b>Depository Participant/ DP</b>         | A participant as defined under the Depositories Act, 1996.   |

| TERM                                       | DESCRIPTION   |
|--|---|
| <b>EBP Platform</b>                        | means the electronic book building platform of the Stock Exchange.  |
| <b>ECGC</b>                                | Export Credit Guarantee Corporation of India Ltd.   |
| <b>Eligible Investor(s)</b>                | Foreign portfolio investors.  |
| <b>Financial Statements (Consolidated)</b> | <p>The consolidated financial statements of the Issuer which comprises the balance sheet, profit and loss, cash flow for the Financial Year ended March 31, 2025, March 31, 2024, and March 31, 2023.</p> <p>Such financial statements have been prepared in accordance with the Indian Accounting Standards (“<b>Ind AS</b>”) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, notified under section 133 of the Companies Act, 2013 (“<b>Act</b>”) and other relevant provisions of the Act.</p> |
| <b>Financial Statements (Standalone)</b>   | <p>The standalone financial statements of the Issuer which comprises the balance sheet including profit and loss account, cash flow for the period from March 31, 2025, March 31, 2024, and March 31, 2023.</p> <p>Such financial statements have been prepared in accordance with Ind AS as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, notified under section 133 of the Act and other relevant provisions of the Act.</p>   |
| <b>FY/Financial Year</b>                   | Each period of 12 (twelve) months commencing on April 1 of any calendar year and ending on March 31 of the subsequent calendar year.  |
| <b>General Information Document</b>        | means the general information document dated September 1, 2025, in the form specified in Schedule I of the SEBI NCS Regulations and to be filed by the Issuer with the Exchange, in relation to private placement of non-convertible securities by the Issuer pursuant to the SEBI NCS Regulations.   |
| <b>Governmental Authority</b>              | <p>means any:</p> <p>(a) government (central, state or otherwise) or sovereign state;</p> <p>(b) any governmental agency, semi-governmental or judicial or quasi-judicial or regulatory or supervisory or administrative entity, department or authority, court or tribunal or any political subdivision thereof; or</p> <p>(c) international organization, agency, or authority,</p> <p>including, without limitation, any stock exchange, or any self-regulatory organisation, established under any Applicable Law.</p>                      |
| <b>Indian Rupees/ INR/ Rs.</b>             | The lawful currency of India.   |
| <b>Investor</b>                            | An Eligible Investor investing in the Debentures.   |
| <b>Issuer</b>                              | Manipal Hospitals Private Limited with corporate identification number as U85110KA2003PTC033055, and having its registered office at The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017 which expressions shall unless repugnant to the context or the meaning thereof include its successors and assigns.  |

| TERM  | DESCRIPTION   |
|---|---|
| <b>Issue Closing Date</b>                     | As per the relevant Key Information Document.   |
| <b>Issue Opening Date</b>                     | As per the relevant Key Information Document.   |
| <b>Key Information Document</b>               | means the key information document in respect of the Debentures, in accordance with Regulation 50A of the Debt Listing Regulations and to be filed by the Issuer with the Exchange, for offering the Debentures, by way of private placement to the Debenture Holders.  |
| <b>Law or Applicable Law</b>                  | Any relevant constitution, statute, law, regulation, ordinance, rule, judgment, rule of law, order, decree, authorisation, approval, directive, policy, guideline, requirement or other governmental restriction having the force of law, or determination by, or any interpretation or administration of any of the foregoing by, any statutory or regulatory authority whether in effect as of the date of this General Information Document or thereafter and in each case as amended. |
| <b>NSDL</b>                                   | National Securities Depository Limited  |
| <b>Pay In Date</b>                            | As per the relevant Key Information Document.   |
| <b>Promoter</b>                               | Manipal Health Enterprises Private Limited, with corporate identification number as U85110KA2010PTC052540, and having its registered office at The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017 which expressions shall unless repugnant to the context or the meaning thereof include its successors and assigns.  |
| <b>Rating Agency</b>                          | means any of Credit Analysis and Research Limited, India Ratings & Research Private Limited (Fitch Group Company), CRISIL Limited, ICRA Limited, Brickworks Ratings and India Ratings and Research Private Limited.   |
| <b>RBI</b>                                    | Reserve Bank of India.  |
| <b>Record Date</b>                            | As defined in the relevant Key Information Document.  |
| <b>Recovery Expense Fund</b>                  | A fund which is/ would be deposited by the Issuer with the Stock Exchange for an amount equal to 0.01% (zero point zero one percent) of the Issue Size, subject to a maximum of deposit of INR 25,00,000 (Indian Rupees Twenty Five Lakhs Only) at the time of making the application for listing of NCDs in accordance with the provisions of SEBI NCS Regulations and the SEBI NCS Master Circular.   |
| <b>Registrar</b>                              | KFin Technologies Limited, a Company incorporated under the Companies Act, 2013 with corporate identification number L72400TG2017PLC117649 and having its registered office at Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddy, Hyderabad, Telangana – 500 032, and unless repugnant to or inconsistent with the context or meaning thereof, the term shall be deemed to mean and include its successors and permitted assigns.        |
| <b>SEBI</b>                                   | Securities and Exchange Board of India  |
| <b>SEBI Debenture Trustee Master Circular</b> | means the “ <i>Master Circular for Debenture Trustee</i> ” dated August 13, 2025, as amended, modified, supplemented, or substituted from time to time, issued by SEBI.   |
| <b>SEBI NCS Master Circular</b>               | means the “ <i>Master Circular for issue and listing of Non-convertible Securities, Securities Debt Instruments, Security Receipts, Municipal Debt</i> ”  |

| TERM                        | DESCRIPTION  |
|-----------------------------|--|
|                             | <i>Securities and Commercial Papers</i> ” dated May 22, 2024, as amended, modified, supplemented, or substituted from time to time, issued by SEBI.  |
| <b>SEBI NCS Regulations</b> | Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, modified, supplemented or replaced from time to time.  |
| <b>Security Documents</b>   | As defined in the relevant Key Information Document.   |
| <b>Security Interest</b>    | A mortgage, assignment by way of security, charge, pledge, lien, arrangement for preferential rights or priority or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect.   |
| <b>Share(s)</b>             | A share in the share capital of the Issuer and includes stock.   |
| <b>Shareholders</b>         | Any person who owns any shares of the Issuer.  |
| <b>Taxes</b>                | Any tax, levy, impost, duty (including stamp duty) or other charge or withholding of a similar nature (including any penalty or interest payable in connection with any failure to pay or any delay in paying any of the same) including all interest tax, service tax, cess or sales tax, as may be required under Applicable Law.  |
| <b>Trading Day</b>          | means a day (other than a Saturday or a Sunday) on which the relevant Exchange wherein the Debentures are listed is open for trading.  |
| <b>Working Day</b>          | <p>All days on which commercial banks in Mumbai and Bengaluru, are open for business.</p> <p><i>Explanation:</i> For the purpose of this definition, in respect of:</p> <p>(i) announcement of bid /issue period: working day shall mean all days, excluding Saturdays, Sundays, and public holidays, on which commercial banks in Mumbai and Bengaluru are open for business;</p> <p>(ii) the time period between the bid/ issue closing date and the listing of the non-convertible securities on the stock exchanges: working day shall mean all trading days of the stock exchanges for non-convertible securities, excluding Saturdays, Sundays, and bank holidays, as specified by SEBI.</p> |

This General Information Document shall be read in conjunction with the relevant Key Information Document, the relevant Debenture Trust Deed and the other Transaction Documents entered into in relation to the Debentures and it is agreed between the Debenture Trustee and the Issuer that in case of any inconsistency or conflict between this General Information Document and the relevant Debenture Trust Deed, the provisions of the relevant Debenture Trust Deed shall prevail and override the provisions of this General Information Document.

### **3. RISK FACTORS**

Investment in non-convertible securities is risky and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under this Section 'Risk Factors'. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

The Issuer believes that the following factors may affect its ability to fulfil its obligations under the Debentures. All of these factors are contingencies which may or may not occur and the Issuer is not in a position to express a view on the likelihood of any such contingency occurring. These risks may include, among others, business aspects, equity market, bond market, interest rate, market volatility and economic, political and regulatory risks and any combination of these and other risks. Prospective Investors should carefully consider all the information in this General Information Document, including the risks and uncertainties described below, before making an investment in the Debentures. To obtain a complete understanding, prospective Investors should read this section in conjunction with the remaining sections of this General Information Document, as well as the other financial and statistical information contained in this General Information Document read in conjunction with the relevant Key Information Document. If any of the following risks, or other risks that are not currently known or are now deemed immaterial, actually occur, the Issuer's business, results of operations and financial condition could suffer and the Eligible Investor may lose all or part of their investment. More than one risk factor may have simultaneous effect with regard to the Debentures such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect which may not be predictable. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Debentures. The inability of the Issuer to pay interest, principal or other amounts on or in connection with the Debentures may occur for other reasons which may not be considered significant risks by the Issuer based on information currently available to them or which they may not currently be able to anticipate. You must rely on your own examination of the Issuer and this Issue, including the risks and uncertainties involved.

#### **RISKS IN RELATION TO THE DEBENTURES**

- **RECEIPT OF COUPON OR PRINCIPAL IS SUBJECT TO THE CREDIT RISK OF THE COMPANY**

Eligible Investors should be aware that the receipt of any coupon payment and principal amount at maturity is subject to the credit risk of the Company. Any stated credit rating of the Company reflects the independent opinion of the referenced rating agency as to the creditworthiness of the rated entity but is not a guarantee of credit quality of the Company. Any downgrading of the credit ratings of the Company by the rating agency may lower the value of the Debentures.

- **RISKS RELATING TO OUTSTANDING DEBT INSTRUMENTS OR DEPOSITS OR BORROWINGS, ANY DEFAULT IN COMPLIANCE WITH THE MATERIAL COVENANTS SUCH AS CREATION OF SECURITY AS PER TERMS AGREED, DEFAULT IN PAYMENT OF INTEREST, DEFAULT IN REDEMPTION OR REPAYMENT, NON-CREATION OF DEBENTURE REDEMPTION RESERVE, DEFAULT IN PAYMENT OF PENAL INTEREST, WHEREVER APPLICABLE**

In the event of a default by the Company under any loan facility, the respective lender may enforce its rights against the Company, including by way of appropriation and sale of such property. The Company cannot assure you that it will not default on any of its repayment obligations or other terms of the borrowing arrangements in the future or that its respective lenders will not enforce their rights upon such default. The Company's business, financial condition, cash flows and results of operations could be adversely affected in the event of any such default.

- **RISKS IN RELATION TO THE SECURITY CREATED IN RELATION TO THE DEBENTURES AND ANY RISKS IN RELATION TO MAINTENANCE OF SECURITY COVER OR FULL RECOVERY OF THE SECURITY IN CASE OF ENFORCEMENT**

In the event that the Issuer is unable to meet its payment and other obligations towards Debenture Holders under the terms of the Debentures, the SEBI Debenture Trustee may enforce the Security as per the terms of Transaction Documents and other related documents. The Debenture Holders recovery in relation to the Debentures will be subject to (i) the market value of such secured property, and (ii) finding willing buyers for the Security at a price sufficient to repay the Debenture Holders' amounts outstanding under the Debentures. Although the Issuer will

create appropriate security for the Debentures, the realisable value of the assets charged as security, when liquidated, may be lower than the outstanding principal and/or interest accrued thereon in connection with the Debentures. A failure or delay to recover the expected value from a sale or disposition of the assets charged as security in connection with the Debentures could expose investors to a potential loss. Further, the Debentures are unsecured debt securities for the purposes of the SEBI NCS Regulations. There is a risk that the value realised from the enforcement of the security may be insufficient to redeem the Debentures.

- **THE DEBENTURES MAY NOT BE A SUITABLE INVESTMENT FOR ALL PURCHASERS**

Investment in Debentures involves a significant degree of risk and is intended for sale only to those investors capable of understanding the risks involved in such instruments. The prospective Eligible Investors should ensure that they understand the nature of the Debentures and the extent of their exposure to risk, that they have sufficient knowledge, experience and access to professional advisers to make their own legal, tax, accounting and financial evaluation of the merits and risks of investment in the Debentures and that they consider the suitability of the Debentures as an investment in the light of their own circumstances and financial condition.

- **MODIFICATION, WAIVERS AND SUBSTITUTION**

The conditions of the Debentures shall contain provisions for calling meetings of Debenture holders to consider matters affecting their interests generally. These provisions permit defined majorities to bind all Debenture holders including Debenture holders who did not attend and vote at the relevant meeting and Debenture holders who voted in a manner contrary to the majority.

- **ANY DOWNGRADING IN CREDIT RATING OF THE DEBENTURES MAY AFFECT THE VALUE OF THE DEBENTURES**

The Issuer cannot guarantee that the ratings on the Debentures will not be downgraded.

- **UNCERTAIN TRADING MARKET**

The Issuer intends to list the Debentures on the WDM segment of the BSE. The Issuer cannot provide any guarantee that the Debentures will be frequently traded on the BSE on which the Debentures are listed and that there would be any market for the Debentures. The less frequently the Debentures are traded, the more difficult it may be for Debenture holders to realize the value for the Debentures prior to redemption.

- **UNCERTAIN TRADING MARKET**

The Issuer intends to list the Debentures on the WDM segment of the BSE. The Issuer cannot provide any guarantee that the Debentures will be frequently traded on the BSE on which the Debentures are listed and that there would be any market for the Debentures. The less frequently the Debentures are traded, the more difficult it may be for Debenture Holders to realize the value for the Debentures prior to redemption. The Debentures may be very illiquid and no secondary market may develop in respect thereof. Even if there is a secondary market for the Debentures, it is not likely to provide significant liquidity. Eligible Investors may have to hold the Debentures until redemption to realize any value.

- **LEGALITY OF PURCHASE**

Eligible Investors will be responsible for the lawfulness of the acquisition of the Debentures, whether under the laws of the jurisdiction of its incorporation or the jurisdiction in which it operates or for compliance by that potential Investor with any law, regulation or regulatory policy applicable to it.

- **TAX CONSIDERATIONS AND LEGAL CONSIDERATIONS**

Special tax considerations and legal considerations may apply to certain types of investors. Eligible Investors are urged to consult with their own financial, legal, tax and other advisors to determine any financial, legal, tax and other implications of this investment.

- **CIVIL UNREST, TERRORIST ATTACKS AND WAR COULD AFFECT THE PRICE AND YIELD ON DEBENTURES**

Terrorist attacks and other acts of violence, war or conflicts, particularly those involving India, as well as the key global markets, may adversely affect Indian and global financial markets. Such acts may negatively impact business sentiment, which could adversely affect the Issuer's business and profitability. This could have a material adverse effect on the market for securities. The consequences of any armed conflicts are unpredictable, and the Issuer may not be able to foresee events that could have an adverse effect on its business and the price and yield of the Debentures.

- **CHANGES IN GOVERNMENT POLICIES AND LAWS IN INDIA MAY ADVERSELY AFFECT THE DEBENTURES**

Future government policies and changes in laws and regulations in India and comments, statements or policy changes by any regulator, including but not limited to the SEBI or the RBI, may adversely affect the Debentures. The timing and content of any new law or regulation is not within the Company's control and such new law, regulation, comment, statement or policy change could have an adverse effect on market for and the price of the Debentures.

## **RISKS IN RELATION TO THE ISSUER'S BUSINESS**

### **Internal Risks**

- **WE ARE HIGHLY DEPENDENT ON DOCTORS, NURSES AND OTHER HEALTHCARE PROFESSIONALS AND OUR BUSINESS WILL BE IMPACTED SIGNIFICANTLY IN CASE WE ARE UNABLE TO ATTRACT / RETAIN SUCH PROFESSIONALS.**

Our performance and growth strategy depends substantially on our ability to attract and retain experienced doctors, nurses and other healthcare professionals in a highly competitive industry. The demand for doctors is highly competitive. The availability of specialist doctors is limited by the training period, which can be up to 15 years and even longer for certain medical specialties. Skilled doctors are in high demand in India, making it difficult to hire and retain senior doctors. We compete with other healthcare providers including public healthcare institutions to attract and retain doctors from a limited pool of candidates. The key factors that doctors consider for their place of employment include the reputation of the hospital, the quality of the facilities, the range of specialties offered by the hospital, the ability of the hospital to attract adequate patient load, research and teaching opportunities, compensation (subject to local rules and regulations) and community relations. We may not compare favourably with other healthcare providers on one or more of these factors.

We also need to identify, attract and retain other healthcare professionals, such as nurses, physiotherapists, radiographers and pharmacists, to support the services provided at our hospitals and clinics. The limited supply of healthcare professionals may cause salaries and wages to rise which would lead to an increase in costs to recruit and retain these healthcare professionals. If we are unable to attract or retain medical personnel as required, we may not be able to maintain the quality of our services and could be forced to admit fewer patients, which may adversely impact our revenue.

Although we have entered into binding agreements with doctors, we cannot assure you that these doctors will not prematurely terminate such agreements. Some of these doctors do not work exclusively with us and are permitted to engage in private practice outside of our business and to work at hospitals that compete with us. There is no assurance that our consultant doctors will continue to provide services to us or devote the whole of their time to our hospitals. We may, as a result, be unable to effectively utilize their time and expertise in providing services to our patients. These arrangements may also give rise to conflicts of interest, including with regard to how these doctors allocate their time and other resources between our hospitals and other clinics or hospitals at which they work and where doctors refer patients. Such conflicts may prevent us from providing a high quality of service at our hospitals. We believe our attrition rate of medical professional employees has historically been comparable to that of our competitors' but there is no assurance that it will not become higher in the future. Our inability to retain and hire qualified doctors, nurses and other medical professionals may have a material adverse impact on our business, financial condition, results of operations and prospects.

- **THE PROVISION OF HEALTHCARE SERVICES HAS HIGH COSTS SUCH AS MANPOWER COST, INFRASTRUCTURE MAINTENANCE AND REPAIR COST, HIGH MEDICAL EQUIPMENT COST AND ANY FAILURE TO PASS ON SUCH COSTS TO THE PATIENTS MAY HAVE A MATERIAL ADVERSE IMPACT ON OUR BUSINESS, FINANCIAL CONDITION, RESULTS OF OPERATIONS AND PROSPECTS.**

We operate in an industry with high expenses such as manpower, infrastructure and medical equipment maintenance and repair costs, ancillary items and pharmaceuticals. Maintenance of highly specialized hospital equipment involves recurring substantial costs. If we are unable to achieve favourable pricing from vendors which is based on negotiations in a very competitive environment or pass on cost increases to the patients, our profitability could be materially and adversely affected. These costs do not significantly vary depending on our revenue generated, and we cannot assure you that the levels of our costs will decrease in the future. Furthermore, if we experience an increase in costs, or if we are not able to grow our revenue in line with our costs, our profitability would be severely impacted, particularly during a period of economic decline or in the event of a reduction in our revenues, which could have a material adverse effect on our business, financial condition, cash flows and results of operations.

- **OUR BUSINESS OPERATIONS DEPEND ON THE MAINTENANCE OF A HIGH VOLUME OF PATIENTS, OCCUPANCY RATES, MANAGING PROJECT COST AND EFFECTIVE CAPITAL MANAGEMENT.**

Our business operations depend on our ability to maintain a high volume of patients, occupancy rates, and manage project costs, operating costs and capital expenditure and effectively manage capital. Patient volumes are affected by, among other factors out of our control, the employment status of individuals. Worsening of economic conditions may result in higher unemployment rate which may reduce the number of private healthcare plan beneficiaries, because most private plans are offered by companies to their employees. As a result, our hospitals may experience a decrease in patient volumes in times of an economic downturn or stagnation.

Project cost involves costs incurred in connection with the incorporation of new medical technologies, procedures, facility construction or renovation, and others. To manage project cost requires significant personnel resources to create the project plan, overseeing its execution and working through the plan day-to-day until its completion. There are also risks associated with any project such as cost overruns and unbudgeted contingency events, which may increase our costs. Our ability to effectively manage our capital is crucial to our ability to maintain our cost structure and any adverse development relating to the patient volumes and our project cost may adversely affect our financial position and performance and require us to increase the fees charged to our patients and have a material adverse impact on our business, financial condition, results of operations and prospects.

Any failure by us to maintain or improve our admissions or occupancy rates may result in an ineffective deployment of capital expenditure and reduced profit margins which may have a material adverse impact on our business, financial condition, results of operations and prospects.

- **Our operations are largely concentrated in Bangalore & Kolkata and any loss of business in Bangalore & Kolkata could have an adverse effect on our business, results of operations and financial condition.**

The hospitals owned and managed by the Company along with its Promoter and other affiliates are significantly concentrated in Bangalore and Kolkata. A regional slowdown in the economic activity in Bangalore or Kolkata, or any other developments including political or civil unrest, disruption or sustained economic downturn that reduce the demand for our services in these regions, could have a material adverse impact on our business, financial condition, results of operations and prospects.

- **WE ARE SUBJECT TO MEDICAL AND LEGAL RISKS ASSOCIATED WITH THE OPERATION OF MEDICAL FACILITIES, INCLUDING NEGATIVE PUBLICITY.**

Owning and operating medical facilities entails a number of operational, financial and reputational risks. Healthcare quality is measured by certain factors, including the quality of medical care, doctor expertise, friendliness of staff, waiting times and ease of access to our doctors. If we are unable to provide high quality services to our patients or fail to maintain a high level of patient satisfaction or experience a high rate of mortality or medical malpractice suits, our brand or reputation could be damaged.

For example, our business involves the treatment of patients with a variety of infectious diseases, and individuals may contract serious communicable diseases at our facilities, which could result in significant claims for damages against us and subsequent loss of reputation. In addition, our hospitals could be subjected to quarantines and sterilizations, which could significantly limit their operations, as well as regulatory restrictions on, or the withdrawal of, permits and authorizations, any of which could result in reduced utilization or reputational damage.

Furthermore, we are exposed to the risk of legal claims and regulatory actions arising out of the healthcare services we provide and any alleged non-compliance with the provisions of various laws and regulations. The healthcare

industry is subject to stringent laws, rules and regulations, compliance with which requires substantial cost and management attention. In addition, there are ongoing and proposed reforms in the healthcare industry in India, and we are subject to the uncertainty associated with such development including pharmaceutical pricing.

From time to time, we may be subject to complaints from our patients, or be involved in litigation alleging, among other things, medical negligence by our doctors and other healthcare professionals. Complaints (including First Information Reports (FIRs)) may be filed against our doctors and show cause notices may be issued or inquiries may be initiated by regulatory or adjudicating authorities with respect to the treatment and other services provided to our patients. An adverse outcome in such proceedings could lead to the suspension or removal of our doctors from the register of medical practitioners, or have financial consequences for our doctors and/or expose them to criminal or other liability. Even if our Company is not a party to such proceedings, our reputation and business may be adversely impacted by their negative outcomes and publicity.

Further, we may also be subject to complaints related to product negligence and product liability for medical devices or pharmaceuticals we dispense. Medical products that we sell, or use could become subject to contamination, tampering, mislabelling or other damage. In addition, errors in any form, including in the dispensing and packaging of pharmaceuticals could lead to serious injury, illness or even death. Product liability claims may be asserted against us with respect to any of the products or pharmaceuticals we sell. A product liability judgment against us could have a material adverse effect on our business, cash flows, financial condition or results of operations.

Furthermore, we could also be the subject of complaints from patients who are dissatisfied with the quality and cost of healthcare services or inquiries or investigations may be initiated by regulatory or adjudicating authorities with respect to such matters. The results of these inquiries, investigations, claims and lawsuits cannot be predicted, and it is possible that the ultimate resolution of these legal claims and regulatory actions, individually or in the aggregate, may have a material adverse effect on our business both in the near and long term, financial position, results of operations or cash flows. Although we defend ourselves vigorously against claims and lawsuits, these matters could require us to pay substantial damages or amounts in judgments or settlements, which individually or in the aggregate could exceed amounts, if any, that may be recovered under our insurance policies where coverage applies and is available.

- **CERTAIN LAND PARCELS ON WHICH OUR HOSPITAL BUILDINGS AND CLINICS OPERATE ARE NEITHER OWNED BY US NOR LEASED TO US ON A PERPETUAL BASIS. ANY BREACH OF THE TERMS OR NONRENEWAL OF THE LEASE AGREEMENT MAY LEAD TO DISRUPTIONS AND AFFECT OUR BUSINESS OPERATIONS.**

Certain of our hospitals are situated on land that are leased on a long-term basis from other private parties with terms ranging from 15 years to perpetuity, and renewable as per the terms of the agreement entered into with such parties.

Any use of the leased land pursuant to the lease deeds will have to be in compliance with the terms and conditions contained in such lease deeds. The lessors may terminate the leases in the event of a breach of the terms of the lease deeds, including delay in payment or non-payment of rent. There is no assurance that we will be able to renew these leases on commercially acceptable terms, or at all. We may not be able to effectively relocate our operations and, even if we are able to relocate, there is no assurance that we can resume the same level of operation or revenue contribution after such new location. Any non-renewal of such arrangements or the renewal of any such arrangements on unfavourable terms could lead to disruptions to our business and have a material adverse impact on our results of operations.

- **IF WE DO NOT CONTINUALLY ENHANCE OUR HOSPITALS WITH THE MOST RECENT TECHNOLOGY AND MEDICAL EQUIPMENT AVAILABLE IN THE MEDICAL AREAS IN WHICH WE OPERATE, OUR ABILITY TO MAINTAIN AND EXPAND OUR MARKETS MAY BE ADVERSELY AFFECTED**

Advancements in modern medicine are driven in large part by technological advancements and developments. The technology, devices and equipment used in hospitals and care units are fast and constantly evolving and, as a result, manufacturers and distributors continue to offer new and upgraded products to healthcare providers such as us on an ongoing basis. To provide our patients with the best care and compete effectively, we must continually assess our technology and equipment needs. In particular, our specialty facilities require continuous upgrades and new technological advancements may render our existing equipment obsolete. If our facilities do not stay current with technological advances in the health care industry, patients may seek treatment from other providers and/or

physicians may refer their patients to alternate sources, and our reputation as a quality healthcare provider could suffer, all of which could adversely affect our results of operations and harm our business.

Our success depends significantly on the association of our brands with the highest quality and state-of-the-art treatments and diagnostics. We may have to make considerable expenditures in the acquisition of the latest generation equipment to maintain our level of competitiveness. We may have to identify sources of funding on favourable terms for the acquisition of our equipment generally. Such cost increases may adversely affect our business and results of operations, since we may not be able to pass these cost increases to our customers.

Furthermore, as industry standards evolve, we may be required to enhance and develop our internal processes, procedures and training, as well as equipment, to comply with such standards and maintain the accreditations that our healthcare facilities have received. There is no assurance that we will have sufficient funds to continually invest in such equipment and facilities or access to the latest technology on a timely basis, or at all, or that our prevailing systems may not be sufficiently robust to capture or adapt to the latest changes and updates. In the event that we cannot keep up to date with the current trends and needs of the healthcare industry, our facilities may lose their competitiveness and market share, which may adversely affect our revenue, and have a material adverse impact on our business, financial condition, results of operations and prospects.

- **REGULATORY REFORMS IN THE HEALTHCARE INDUSTRY AND ASSOCIATED UNCERTAINTY MAY ADVERSELY AFFECT OUR BUSINESS, RESULTS OF OPERATIONS AND FINANCIAL CONDITION.**

The healthcare industry is heavily regulated by the Government and state governments. Governmental revenue sources are subject to legislative and policy changes by the governmental, state and private agencies. These agencies have broad discretion to alter or eliminate programs that contribute to our revenues. There is no assurance that legislative and regulatory changes in the methods and standards used by the government agencies to reimburse and regulate the operation of hospitals will not result in limitations and reductions in levels of payments to us for certain services and have a material adverse impact on our business, financial condition, results of operations and prospects. In India, pharmaceutical and other medical devices and consumable prices are subject to regulation and the Government has been actively reviewing prices for pharmaceuticals and their trade margins. India formulated the National Pharmaceuticals Pricing Policy in 2012, which lays down the principles for pricing essential drugs. On May 15, 2013, the Department of Pharmaceuticals, Ministry of Chemicals and Fertilizers released the Drugs (Prices Control) Order, 2013 (“DPCO”) (superseding the earlier Drugs (Prices Control) Order, 1995). The DPCO 2013 governs the price control mechanism for formulations listed in the National List of Essential Medicines. Our ability to achieve favourable pricing may be affected by such government policies which regulate the pricing of medical items. For example, the National Pharmaceutical Pricing Authority (“NPPA”) has in the past set ceilings on prices of cancer drugs, cardiac stents, drug eluting stents, condoms and intra-uterine devices. The DPCO 2013 is amended from time to time, to fix or revise the ceiling prices of certain drug formulations sold in India. The NPPA also from time to time notifies ceiling price for additional formulations either under the DPCO or in the National List of Essential Medicines. Under the terms of the DPCO 2013, non-compliance with the notified ceiling price or breaching the ceiling price would be tantamount to overcharging the consumer under the order, and the amount charged over and above the ceiling price shall be recovered along with interest thereon from the date of overcharging.

Any action for violation of pricing regulations may divert management attention and could adversely affect our business, financial condition, results of operations and prospects. While we cannot predict the nature of the measures that may be adopted by governmental organizations in the future or their effect on our business and revenues, the announcement or adoption of such proposals may affect our business, financial condition, results of operations and prospects.

- **WE RELY ON THIRD-PARTY SUPPLIERS AND SUB-CONTRACTORS AND WE ALSO ENTER INTO CONTRACTS WITH THIRD-PARTY PAYERS AND INSURERS THAT COULD BE TERMINATED. TERMINATION OR NON-RENEWAL OF SUCH CONTRACTS COULD HAVE A MATERIAL ADVERSE IMPACT ON OUR BUSINESS, FINANCIAL CONDITION, RESULTS OF OPERATIONS AND PROSPECTS.**

We source a majority of our medical supplies, pharmaceuticals and equipment for our operations from third-party suppliers and sub-contractors. We also outsource various activities, such as cleaning and maintenance services, as well as security services, to sub-contractors. The use of third-party suppliers and sub-contractors exposes us to supply chain bottlenecks, quality problems, reputational damage from their actions, and other potential liabilities

or disruptions that may arise in cases where such third-party suppliers and sub-contractors fail to meet their commitments.

Any adverse change in relationship with third-party suppliers and sub-contractors, increases in the cost of their goods and services that we are unable to pass through to our patients or their insurers, or a supplier's or sub-contractor's inability to provide us with the requisite quantity and quality of supplies or services in a timely manner, our business, financial condition and results of operations could be materially adversely affected.

Furthermore, we also enter into various contracts with third-party administrators on an ongoing basis for our services. We also have agreements with various government ministries and government departments to provide healthcare services. As a result, we have significant exposure and derive a significant part of our revenue and operating profits from these contracts. While we have entered into binding contracts with these providers, the contracts are subject to renewal. At the time of contract renewal, if negotiations fail, including due to a failure to agree on the pricing for our services, our revenues and profitability would be affected due to significant loss incurred by us. Any commercial disputes with such parties or any inability to renew these contracts on favourable terms or at all, could have a material adverse impact on our business, financial condition, results of operations and prospects.

- **WE DEPEND ON FINANCING FROM THE BANKS OR FINANCIAL INSTITUTIONS TO CARRY ON OUR BUSINESS OPERATIONS. AN INABILITY TO COMPLY WITH REPAYMENT AND OTHER COVENANTS IN THE FINANCING AGREEMENTS COULD ADVERSELY AFFECT OUR BUSINESS, FINANCIAL CONDITION, CASH FLOWS AND CREDIT RATING.**

Historically, our cash flows have not been sufficient for funding our operations, and we have relied, and continue to rely, significantly on our borrowings for sustaining our levels of operations. If we decide to raise additional funds through the incurrence of further debt, our interest and debt repayment obligations will increase, which could have a significant effect on our profitability and cash flows and we may be subject to additional covenants, which could limit our ability to access cash flows from operations.

We will continue to incur significant expenditure in maintaining and growing our existing infrastructure. We cannot assure you that we will have sufficient capital for our current operations or any future expansion plans that we may have. While we expect our cash on hand and cash flow from operations to be adequate to fund our existing commitments, our ability to incur any future borrowings depends on the success of our operations. Additionally, the inability to obtain sufficient financing could adversely affect our ability to complete expansion plans. Our ability to arrange financing and the costs of capital of such financing are dependent on numerous factors, including general economic and capital market conditions, credit availability from banks, investor confidence, the continued success of our operations and other laws that are conducive to our raising capital in this manner. Any unfavourable change to terms of borrowings may adversely affect our cash flows, results of operations and financial conditions. If we decide to meet our capital requirements through debt financing, we may be subject to certain restrictive covenants. If we are unable to raise adequate capital in a timely manner and on acceptable terms, or at all, our business, results of operations, financial condition and cash flows could be adversely affected.

Our borrowing costs can also be affected by short and long-term credit ratings assigned by rating organizations. Our credit rating in FY 2025 for our long-term facility was IND AA/ Rating Watch with Developing Implications/ IND A1+/ Rating Watch with Developing Implications by India Ratings and Research, A Fitch Group Company. Credit ratings reflect the opinions of ratings agencies on our financial strength, operating performance, strategic position and ability to meet our obligations. Certain factors that influence our credit ratings may be outside of our control. A decrease in these credit ratings could limit our access to capital markets and increase our borrowing costs, which could materially and adversely affect our financial condition and operating results.

Furthermore, our financing agreements include, among others, various conditions and restrictive covenants, including the requirement that we obtain consent from or intimate the lenders prior to carrying out certain activities and entering into certain transactions including (a) the amendment of our memorandum and articles of association; (b) incurrence of financial indebtedness, to give any guarantees or undertake any other financial obligation; (c) issuance of new securities or change of capital structure; (d) transaction of merger, de-merger, consolidation, reorganization, scheme of arrangement or compromise with its creditors or shareholders or effect any scheme of amalgamation or reconstruction; (e) prepayment of loans; and (f) change in control. These restrictions may limit our flexibility in responding to business opportunities, competitive developments and adverse economic or industry conditions. Further, certain financing agreements also require us to maintain specified financial ratios. A breach of any of these covenants by us could result in a variety of adverse consequences, including the termination of the credit facilities in part or full, enforcement of any security provided and acceleration of all amounts

outstanding. Furthermore, certain of our financing arrangements also contain cross default provisions, which would be automatically triggered by defaults under other financing arrangements.

Further, under the terms of our borrowings, we are required to create a charge by way of hypothecation on the immovable assets and current assets of our Company and/or our Subsidiary, together with operating cash flows, project bank accounts and receivables. As these assets are hypothecated in favour of lenders, our rights in respect of transferring or disposing of these assets are restricted. If the lenders choose to enforce security and dispose our assets to recover the amounts due from us, our business, financial condition and results of operations may be adversely affected.

In addition, we also have loans which are payable on demand. There can be no assurance that we will be able to comply with our payment obligations in relation to such loan or persuade our lender to refrain from demanding immediate repayment, which may adversely affect our operations and cash flows. There can be no assurance that we will be able to secure adequate financing in the future on commercially acceptable terms, or at all, including in the event our lenders call in loans repayable on demand. Our inability to obtain or maintain sufficient cash flow, credit facilities and other sources of funding, in a timely manner, or at all, to meet our working capital requirements or to pay our debts, could adversely affect our financial condition and results of operations.

We are susceptible to changes in interest rates and the risks arising therefrom. Our financing agreements entail interest at variable rates with a provision for the periodic reset of interest rates. If the interest rates for our existing or future borrowings increase, our cost of servicing our borrowings may increase which may have a material adverse effect on our business, financial condition, results of operations and cash flows.

As we continue to pursue our expansion strategy, we expect to incur additional debt in the future. We cannot guarantee that our ability to generate revenue from operations will evolve in proportion to the growth of our indebtedness and will be sufficient to meet the financial obligations set forth in our debt instruments to which we are a party, which could have a material adverse impact on our business, financial condition, results of operations and prospects.

There can be no assurance that our Company and/or our Subsidiaries will be able to comply with our current financing agreements or continue to access funds, including by way of short-term borrowings, on acceptable terms or at all. Any failure to obtain the requisite funds to meet our requirements or expansion or modernization of existing capabilities could result in our inability to effectively compete with other players in the healthcare industry, which could have a material adverse effect on our profitability, cash flows and results of operations.

- **WE FACE INCREASED COMPETITION FROM OTHER HOSPITALS AND IF WE ARE UNABLE TO COMPETE STRONGLY, OUR BUSINESS MAY BE AFFECTED**

Our strategy includes the expansion of existing hospitals and construction of new hospitals in the future. These projects entail certain risks, some of which are outside our control. For example, when building a new facility, we enter into agreements with third parties such as real estate developers and contractors, to design and construct our hospital buildings in accordance with our specifications and quality standards and under the time frames that we provide. We also require the services of a number of specialized third parties to undertake work, such as architects, engineers and other suppliers of labour and materials. The timing and quality of construction of the hospital buildings we develop depends on the availability and skill of these third parties, as well as contingencies affecting them, including equipment, labour and raw material shortages and industrial actions such as strikes and lockouts. We may not be able to identify appropriately experienced third parties and cannot assure you that skilled third parties will continue to be available at reasonable rates and in the areas in which we undertake our hospital construction projects, or at all. We also may only have limited control over the timing or quality of services and sophisticated machinery, or supplies provided by such third parties. These factors may lead to time and cost overruns adversely affecting our business, financial condition and results of operations.

In addition, the construction of a hospital typically requires a number of authorizations and approvals from various levels of governmental authorities. These approval processes can be lengthy, and there can be no assurance that we will receive the requisite approvals in a timely manner, or at all. Furthermore, construction projects are capital intensive, and we may require external financing to complete our projects, which may not be available or may be available at costs higher than expected. We also may be subjected to unforeseen natural disasters such as floods, lock downs that may impact the availability of manpower supply chain issues that may lead to delays.

If our third-party counterparties are unable to perform their contracts in a time bound manner or there are any delays in completing construction work, including completing our developments within the specifications, quality

standards and time frames specified by us, at the estimated cost, or at all, we may be required to incur additional cost or time to develop the hospital property to appropriate quality standards in a manner consistent with our development objective, which could result in reduced profits or, in some cases, significant penalties and losses which we may not be able to recover from the relevant contractor. Furthermore, we cannot assure you that the services rendered by any of our contractors will be satisfactory or match our requirements, that we will receive the necessary approvals to construct new hospitals, or that we will have access to the required funding to do so, any of which could have a material adverse impact on our business, financial condition, results of operations and prospects.

- **FAILURE OR MALFUNCTION OF OUR MEDICAL OR OTHER EQUIPMENT COULD ADVERSELY AFFECT OUR ABILITY TO CONDUCT OUR OPERATIONS**

Our operations are subject to risks inherent in the use of advanced medical equipment some of which deal with radioactive substances. We may experience failures or there could be an injury caused to our employees or patients or others either because of the failure, accident, defects, faulty maintenance or repair, or improper use or lack of timely servicing of our equipment. Any significant malfunction or breakdown of our equipment also may entail significant repair and maintenance costs and cause disruptions in our operations. Any injury caused by our medical equipment in our facilities including release of radiation or leakage of substances due to equipment defects, accident, improper maintenance or inadequate operation could subject us to significant liability claims. Furthermore, our hospitals are located in parts of India that are affected by severe hot weather, particularly in the summer, and we rely on cooling systems to keep both our staff and patients comfortable and safe. If these cooling systems failed for extended periods, the health of our patients and employees could be negatively affected.

Any inability to respond to failures or malfunctions of our medical or other equipment in a timely manner or at an acceptable cost could result in harm to our employees and patients, the inability to provide services, or damage to our reputation, any of which could have a material adverse impact on our business, financial condition, results of operations and prospects.

- **WE ARE SUBJECT TO REQUIREMENTS FOR PROVISION OF FREE BEDS, WHICH ARE SUBJECT TO CHANGE AND MAY IMPAIR OUR PROFITABILITY AND FINANCIAL POSITION.**

Some of our hospitals are required to provision certain bed capacities for patients from economically weaker section of the society. Such regulations governing the provision of free services are subject to change from time to time at the discretion of the relevant authority which impair our profitability and financial position.

- **WE HAVE OUTSTANDING LITIGATION AGAINST US, AND ANY ADVERSE OUTCOME MAY ADVERSELY AFFECT OUR BUSINESS, AND REPUTATION.**

There are legal proceedings involving the Company, its subsidiary, and group companies pending before various forums, courts, and tribunals. Such proceedings could divert management time and attention and consume significant financial resources in their defence or prosecution. Further, we cannot assure you that any of these proceedings will be decided in favour of the Company, its subsidiary, and group companies, or that no further liability will arise out of these proceedings. Any adverse outcome in any of these proceedings may affect our reputation, standing and future business.

- **DELAYS IN RECEIVING PAYMENT OF OUTSTANDING DUES FROM THIRD PARTIES, AND ANY EXTENDED DELAYS MAY AFFECT OUR FINANCIAL CONDITION AND RESULTS OF OPERATIONS.**

The primary collection risk of our account receivables relates to the failure by individual patients, corporate customers and their healthcare insurers to pay in a timely manner and in full for the services that we have provided. Our patients pay for their medical expenses typically either by themselves or through third-party payers, which include state and local government bodies, private and public insurers and corporate entities. Of our in-patient revenue in Fiscal 2025, a large part of it were paid in cash, by third party administrators, through Central Government Health Scheme/Ex-servicemen Contributory Health Scheme/Indian Railways, and through others (including public sector undertakings/corporate).

The revenue received through third-party payers constitutes a key component of the total revenue from our operations. According to the CRISIL Report, health insurance coverage in India has almost doubled in Fiscal 2020. Under most indemnity plans under health insurance policies in India, insurance companies negotiate special package rates with a number of hospitals for various common procedures, for which the insured can receive

without incurring any out-of-pocket payment. The insured is responsible for paying out-of-pocket expenses to the healthcare providers first and then filing a claim to be reimbursed for any treatments received outside the network. Most health insurance policies in India cover only inpatient care costs. Consequently, higher out-of-pocket expenses related to healthcare in India may make healthcare unaffordable for lower income households. Due to the lack of viable health insurance policies in India, demand for our medical services may not increase as expected. Additionally, lack of penetration of health insurance in India, may adversely affect our trade receivables if more patients pay out-of-pocket or require us to extend them credit terms. In the ordinary course of our business, we also experience certain delays in receiving payment from third-party payers, public sector undertakings, corporates and state governments and government run schemes, for example, the Central Government Health Scheme and Ex-servicemen Contributory Health Scheme.

Any delays in receiving payment of significant outstanding dues from third parties may have a material adverse impact on our business, financial condition, results of operations and prospects.

- **OUR OPERATIONS COULD BE IMPAIRED BY FAILURE OF OUR INFORMATION TECHNOLOGY SYSTEMS.**

Our IT systems are essential to our day-to-day clinical, administrative and procurement needs and other areas including accounting and financial reporting; billing and collecting accounts; and compliance; clinical systems; medical records and document storage; inventory management; negotiating, pricing and administering managed care contracts and supply contracts; and monitoring quality of care and collecting data on quality measures. These systems are maintained and operated by our IT team and third-party technology service providers. We have invested significantly in these resources, and our ability to continue to use these facilities will depend on ongoing license fees payable and capital expenditure which we may be required to incur from time to time. Our business will be significantly impacted if there are failures in our IT systems or we are unable to negotiate favourable terms with our external technology service providers going forward.

Any technical failure that causes an interruption in service or availability of our systems could adversely affect operations or delay the collection of revenue or cause interruptions in our ability to provide services to our patients. Corruption of certain information/ data could also lead to delayed or inaccurate diagnoses in the treatment of patients and could result in damage to the health of our patients

We may be subject to cyberattacks and other cybersecurity risks and threats, including computer break-ins, phishing, and social engineering. We may be subject to liability as a result of any theft or misuse of personal information stored on our systems including medical data. Although we have implemented network security measures, our servers are vulnerable to computer viruses, hacking, break-ins and similar disruptions from unauthorized tampering, which could result in unauthorized dissemination of sensitive information such as patient data, which could materially and adversely affect our reputation. Any breach of our confidentiality obligations to our patients, including due to data leakages or improper use of such medical information notwithstanding the safeguards that we have implemented, could expose us to fines, potential liabilities and legal proceedings, such as litigation or regulatory proceedings, which would adversely impact our reputation. Any of the aforementioned event may have a material adverse impact on our business, financial condition, results of operations and prospects.

Indian laws, including proposed legislation such as the draft Digital Information Security in Healthcare Act and the Personal Data Protection Bill 2019, which is yet to become effective, rules and regulations generally require medical institutions to protect the privacy of their patients or clients and prohibit unauthorized disclosure of personal information, including medical data. Compliance with new and evolving privacy and security laws, regulations and requirements may result in increased operating costs and may constrain or require us to alter our business model or operations, which may in turn affect our business, financial condition, results of operations and prospects.

- **WE MAY NOT HAVE SUFFICIENT INSURANCE COVERAGE TO COVER ALL POSSIBLE ECONOMIC LOSSES AND THIS MAY HAVE AN ADVERSE EFFECT ON OUR BUSINESS.**

Our operations carry inherent risks of personal injury and loss of life, damage to or destruction of property, plant and machinery and damage to the environment, and are subject to risks such as fire, theft, flood, earthquakes and terrorism. We maintain insurance coverage, in amounts we believe are commercially appropriate, including insurance against damage, loss of business interruption (earthquake, fire and flood), and third-party liability insurance with respect to our assets. Some of the claims, however, could exceed the scope of the coverage in effect or coverage of particular claims could be denied. We believe our liability insurance has been adequate in the past but there can be no assurance that our insurance coverage will be sufficient to cover all future claims. If our

arrangements for insurance or indemnification are not adequate to cover claims, we may be required to make substantial payments and our financial condition and results of operations may be adversely affected. Additionally, such insurance may not adequately cover all losses or liabilities that may arise from our operations, including, but not limited to, when the loss suffered is not easily quantifiable. If we were to make a claim under an existing insurance policy, we may not be able to successfully assert our claim for any liability or loss under such insurance policy. If our losses significantly exceed our insurance coverage or cannot be recovered through insurance, our business, financial condition and results of operations could be materially and adversely affected.

Furthermore, the occurrence of an event for which we are not adequately or sufficiently insured or for which insurance is not available in the market, or the successful assertion of one or more large claims against us that exceed available insurance coverage, or changes in our insurance policies, could have a material adverse effect on our business, prospects, financial condition and results of operations. We cannot assure you that any claim under the insurance policies maintained by us will be honoured fully or on time. Any payments we make to cover any losses, damages or liabilities or any delays we experience in receiving appropriate payments from our insurers could have a material adverse impact on our business, financial condition, results of operations and prospects. All the insurance policies are subject to renewal and our inability to renew the policies on time and on present terms may also have an impact on our financial condition, result of operation and prospects.

- **WE MAY BE SUBJECT TO LABOUR UNREST, SLOWDOWNS AND WORK STOPPAGES, WHICH COULD AFFECT OUR REPUTATION, BUSINESS, FINANCIAL CONDITION AND RESULTS OF OPERATIONS.**

Healthcare is a manpower-intensive sector and we employ a large number of doctors, staff and other people for providing care to our patients. Furthermore, India has stringent labour legislation that protects the interests of workers, including legislation that sets forth detailed procedures for the establishment of unions, dispute resolution and employee removal, and legislation that imposes certain financial obligations on employers upon retrenchment. In the event that employees seek to unionize, it may become difficult for us to maintain flexible labour policies and may increase our costs and adversely affect our business. While we have not experienced any major instance of labour unrest, slowdowns or work stoppages, any disruption in services due to any potential strikes (including those by the contract labour employed through third-party contractors), may affect our reputation, business, financial condition and results of operations.

#### **External Risks**

- **WE OPERATE IN A HIGHLY REGULATED INDUSTRY, WHICH REQUIRES COMPLIANCE WITH APPLICABLE SAFETY, HEALTH, ENVIRONMENTAL AND OTHER GOVERNMENTAL REGULATIONS.**

The healthcare industry is subject to laws, rules and regulations in the regions where we conduct our business or in which we intend to expand our operations. Given our hospitals are situated at multiple locations, we are subject to various and extensive local laws, rules and regulations relating to, among other things, the establishment and operation of private medical care establishments. Health and safety laws and regulations in India have become increasingly stringent over time, and it is possible that they will become more stringent in the future. For instance, the Bio-Medical Waste Rules, 2016 require mandatory authorization and annual reporting requirements for all establishments handling bio-medical waste. Likewise, there are many other health, environmental and other governmental regulations that are required to be complied.

The laws, regulations, policies, guidelines and licensing and accreditation requirements that we are subject to cover many aspects of our business. We may incur substantial costs in order to comply with current or future laws, rules and regulations and we may not be able to maintain, at all times, full compliance with such laws, regulations, policies and guidelines. These current or future laws, rules and regulations may also impede our operations. Any non-compliance with applicable Laws, rules and regulations may subject us to regulatory action, including penalties and other civil or criminal proceedings, which may materially and adversely affect our business, prospects and reputation. The qualification and practicing activities of our healthcare professionals are strictly regulated by applicable Laws, regulations, policies and guidelines, as well as by applicable codes of professional conduct or ethics. If our health professionals fail to comply with applicable Laws, regulations, policies or guidelines, including professional licensing requirements, we may be subject to penalties including fines, loss of licenses or restrictions on our healthcare facilities.

We are also subject to laws and regulations governing relationships with our employees, in areas such as minimum wage and maximum working hours, overtime, working conditions, hiring and terminating of employees. There is a risk that we may fail to comply with such regulations, which could lead to enforced shutdowns and other sanctions imposed by the relevant authorities. If labour laws become more stringent, it may become difficult for us to maintain flexible human resource policies, discharge employees, or downsize, any of which could have a material adverse impact on our business, financial condition, results of operations and prospect.

• **POLITICAL, ECONOMIC OR ANY OTHER FACTORS BEYOND OUR CONTROL**

We are incorporated in India and we conduct our corporate affairs and our business primarily in India. Consequently, our business, operations and financial performance will be affected by interest rates, government policies, taxation, social and ethnic instability and other political and economic developments affecting India. These external risks include

- increase in interest rates may adversely affect our access to capital and increase our borrowing costs, which may constrain our ability to grow our business and operate profitably;
- political instability, resulting from a change in government or economic and fiscal policies, may adversely affect economic conditions in India. In recent years, India has implemented various economic and political reforms. Reforms in relation to land acquisition policies and trade barriers have led to increased incidents of social unrest in India over which we have no control;
- strikes, lock-outs, work stoppages or increased wage demands by employees, suppliers or other service providers;
- civil unrest, acts of violence, terrorist attacks, regional conflicts or war;
- India has experienced natural calamities such as earthquakes, tsunamis, floods and drought in recent years, instability in the financial markets and volatility in, and actual or perceived trends in trading activity on, India's principal stock exchanges;
- epidemics or any other public health emergency in India or in countries in the region or globally, including in India's various neighbouring countries;
- decline in India's foreign exchange reserves which may affect liquidity in the Indian economy;
- macroeconomic factors and central bank regulation, including in relation to interest rates movements which may in turn adversely impact our access to capital and increase our borrowing costs;
- downgrading of India's sovereign debt rating by rating agencies; and
- international business practices that may conflict with other customs or legal requirements to which we are subject to, including anti-bribery and anti-corruption laws; being subject to the jurisdiction of foreign courts, including uncertainty of judicial processes and difficulty enforcing contractual agreements or judgments in foreign legal systems or incurring additional costs to do so.

• **A SLOWDOWN IN ECONOMIC GROWTH IN INDIA OR POLITICAL INSTABILITY COULD ADVERSELY AFFECT OUR BUSINESS.**

Our performance and the growth of our business are necessarily dependent on the health of the overall Indian economy. In the recent past, Indian economy has been affected by global economic uncertainties and liquidity crisis, domestic policy and political environment, volatility in interest rates, currency exchange rates, commodity and electricity prices, adverse conditions affecting agriculture, rising inflation rates and various other factors. Risk management initiatives by banks and lenders in such circumstances could affect the availability of funds in the future or the withdrawal of our existing credit facilities. The Indian economy is undergoing many changes and it is difficult to predict the impact of certain fundamental economic changes on our business. Conditions outside India, such as a slowdown or recession in the economic growth of other major countries, have an impact on the growth of the Indian economy. Additionally, an increase in trade deficit, a downgrading in India's sovereign debt rating or a decline in India's foreign exchange reserves could negatively affect interest rates and liquidity, which could adversely affect the Indian economy and our business. Any downturn in the macroeconomic environment in India could adversely affect our business, financial condition, results of operation and the trading price of our Equity Shares. Volatility, negativity, or uncertain economic conditions could undermine the business confidence and could have a significant impact on our results of operations. Changing demand patterns and economic volatility and uncertainty could have a material adverse impact on our business, financial condition, results of operations and prospects.

**REFUSAL OF LISTING OF ANY SECURITY OF THE ISSUER DURING LAST THREE YEARS BY ANY OF THE STOCK EXCHANGES IN INDIA OR ABROAD**

*For private circulation only*  
*Serial Number 1*

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

The Issuer has not attempted listing any of its securities on any of the stock exchanges in India or abroad during the last 3 (three) years.

**LIMITED OR SPORADIC TRADING OF NON-CONVERTIBLE SECURITIES OF THE ISSUER ON THE STOCK EXCHANGES**

The Issuer does not have any of its securities listed on any of the stock exchanges in India or abroad during the last 3 (three) years.

## 4. DISCLOSURES (IN ACCORDANCE WITH SEBI NCS REGULATIONS)

## I. Information in relation to the Issuer

|  |   |
|--|---|
| <b>Name of the Issuer</b>  | Manipal Hospitals Private Limited   |
| <b>Registered office of the Issuer</b>   | The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017  |
| <b>Corporate office of the Issuer</b>  | The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017  |
| <b>Date of incorporation</b>   | December 22, 2003   |
| <b>Compliance Officer of Issuer</b>  | Sathish K R   |
| <b>Chief Executive Officer of the Issuer</b>   | None  |
| <b>Chief Financial Officer of the Issuer</b>   | None  |
| <b>Name and Address of the Contact Person of the Issuer</b>  | <b>Name:</b> Khadija Vahora<br><b>Address:</b> The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017<br><b>Phone:</b> +91 8049360300<br><b>E mail id:</b> <a href="mailto:legalcs@manipalhospitals.com">legalcs@manipalhospitals.com</a>   |
| <b>Website of the Issuer</b>   | <a href="http://www.manipalhospitals.com">www.manipalhospitals.com</a>  |
| <b>Name, Address and Date of Appointment of the Auditors of the Issuer</b>   | <b>Name:</b> B S R & Co. LLP, Chartered Accountants<br><b>Address:</b> Embassy Golf Links Business Park, Pebble Beach, B Block<br>3rd Floor, No. 13/2, Off Intermediate Ring Road Bangalore – 560071<br><b>Contact Person:</b> Siddartha Sharma<br><b>Phone:</b> +91 8046823000<br><b>E-mail:</b> <a href="mailto:spsharma@bsraffiliates.com">spsharma@bsraffiliates.com</a><br><b>Date of appointment:</b> November 29, 2021   |
| <b>Name and Address of the Debenture Trustee to the Issue</b>  | <b>Name:</b> Vistra ITCL (India) Limited<br><b>SEBI Registration No.:</b> IND000000578<br><b>Registered Address:</b> The Capital Building, B Wing, 5th Floor, Unit No 505 A2, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra – 400 051<br><b>Corporate Office:</b> 602. 'A' Wing, The Qube, Hasan Pada Rd, Mittal Industries Estate, Marol, Andheri-E, Mumbai, Maharashtra – 400 059<br><b>Contact Person:</b> Mr. Jatin Chonani/ Compliance Officer<br><b>Phone:</b> +91 22 6930 0045<br><b>Website:</b> <a href="http://www.vistraitcl.com">www.vistraitcl.com</a><br><b>E-mail:</b> <a href="mailto:itclcomplianceofficer@vistra.com">itclcomplianceofficer@vistra.com</a> |
| <br><b>Name and Address of the Registrar and Transfer Agent</b> | <b>Name:</b> KFin Technologies Limited<br><b>SEBI Registration No.:</b> INR000000221  |

|   |   |
|---|---|
|    | <p><b>Contact Person:</b> M. Murali Krishna</p> <p><b>Address:</b> Selenium, Tower B, Plot No- 31 &amp; 32, Financial District, Nanakramguda, Serilingampally Nanakramgudda, Hyderabad, Telangana – 500 032.</p> <p><b>Phone:</b> +91 40 6716 2222/1800 309 4001</p> <p><b>Fax:</b> +91 40 6716 1563</p> <p><b>E-mail:</b> <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a></p> <p><b>Website:</b> <a href="http://www.kfintech.com">www.kfintech.com</a></p> |
| <p><b>Name and Address of the Credit Rating Agency of the Issue</b></p>  | <p><b>Name:</b> India Ratings &amp; Research, A Fitch Group Company</p> <p><b>Address:</b> Unit No- 1110, 11th Floor, East Wing, Raheja Tower, M G Road, Bangalore – 560 001</p> <p><b>Phone:</b> +91 22 4000 1700</p> <p><b>Contact Person:</b> Narendran A M</p> <p><b>Website:</b> <a href="http://www.indiaratings.co.in">www.indiaratings.co.in</a></p> <p><b>E-mail:</b> <a href="mailto:narendran.am@indiaratings.co.in">narendran.am@indiaratings.co.in</a></p>             |
| <p><b>Legal Counsel to the Issuer</b></p>   | <p>As per the relevant Key Information Document</p>   |
| <p><b>Guarantor, if applicable</b></p>  | <p>As per the relevant Key Information Document</p>   |
| <p><b>Arrangers, if applicable</b></p>  | <p>As per the relevant Key Information Document</p>   |

## II. Details of Promoter of the Issuer

|   |   |
|---|---|
| <p><b>Name of the Promoter</b></p>                                | <p>Manipal Health Enterprises Private Limited</p>   |
| <p><b>Date of birth/incorporation</b></p>                         | <p>February 15, 2010</p>  |
| <p><b>Age</b></p>   | <p>Not applicable</p>   |
| <p><b>Personal address</b></p>                                    | <p>Not applicable</p>   |
| <p><b>Educational Qualifications</b></p>                          | <p>Not applicable</p>   |
| <p><b>Experience in the business or employment</b></p>            | <p>Not applicable</p>   |
| <p><b>Positions/posts held in the past</b></p>                    | <p>Not applicable</p>   |
| <p><b>Directorships held</b></p>                                  | <p>Not applicable</p>   |
| <p><b>Photograph</b></p>  | <p>Not applicable</p>   |
| <p><b>Registered office of the Promoter</b></p>                   | <p>The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017</p>   |
| <p><b>Corporate office of the Promoter</b></p>                    | <p>The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road, Bangalore, Karnataka – 560 017</p>   |
| <p><b>Website</b></p>   | <p><a href="http://www.manipalhospitals.com">www.manipalhospitals.com</a></p>   |
| <p><b>Other ventures of the Promoter</b></p>                      | <p>Not applicable</p>   |
| <p><b>Experience/Overview of the business of the Promoter</b></p> | <p>The Promoter is engaged in the business of hospital and healthcare activities. The main objects of the Promoter are:</p> <ol style="list-style-type: none"> <li>1. To carry on the business of healthcare services, establishing, promoting and maintaining hospitals, multi-specialty health hospitals, ICCUs, healthcare centres, nature care centres, polyclinics, surgical centres, laboratories and research centres, diagnostic centres, fitness centres, healthcare townships with pathology, radiology, micro-biology, bio-chemistry, CT scan, ultrasonography and other modern</li> </ol> |

|  |   |
|--|---|
|  | <p>facilities for treatment, prevention, detection and cure of diseases, ailments of all kinds in India and abroad.</p> <p>2. To conduct, research, investigation, studies and surveys in medicine, biology, anatomy, bio – chemistry, bio – engineering, medico-engineering, dentistry, pharmacy, pharmacology and to impart education in the above facilities by operating schools, colleges, clinics, workshops, research centers, etc and to establish and operate schools, colleges, technical institutions, medical colleges, dental colleges, veterinary colleges, institutions to impart training in nursing, physical education, yoga, skin and beauty enhancement, home science, etc and to design, develop, process, provide, manage, maintain, promote, acquire, purchase, undertake, improve, equip, initiate, encourage, subsidize and organize and generally to conduct the business of services for development of special purpose clinics, including centers such as industrial and of health care its management utilization of related services, consulting services, paramedic clinics, community health centers, immunization centers.</p> <p>3. To design, develop process, provide, manage, maintain, promote, acquire, purchase, undertake, improve, equip, initiate, encourage, subsidize and organize and generally to conduct the business of programs and services to educate, monitor and manage health. And to design, develop, process, provide, manage, maintain, promote, acquire, purchase, undertake, improve, equip, initiate, encourage, subsidize and organize and generally to conduct the business of networks of high quality providers to provide healthcare services and specialty networks, and professional demand management programs for medical professionals to receive on demand specific information related to specific diagnoses and to carry on the business of dealers, manufacturers, importer, exporter and trader of medicines, medical equipment, anatomical, orthopedic and surgical instruments and appliances of all kinds and to carry on the business of artificial eye and limb makers, bandage makers, crutch chair and stretcher makers, carriage makers, chemist and druggists and providers, suppliers for hospitals, patient care and invalids and to establish, promote or concur in establishing or promoting any Company or companies in India and / or outside India and / or outside India for the pursuance of any or all of the business as set out above.</p> |
| <b>Special achievements of the Promoter</b>              | Not Applicable  |
| <b>Business and financial activities of the Promoter</b> | Health Care Services  |
| <b>Permanent Account Number</b>                          | AAGCM5933R  |

**III. Details of credit rating along with the latest press release of the Credit Rating Agency in relation to the Issue, and a declaration that the rating is valid as on the date of issuance and listing. Such press release shall not be older than 1 (one) year from the date of opening of the Issue.**

As per the relevant Key Information Document

**IV. Name(s) of the stock exchange(s) where the Debentures are proposed to be listed and the details of their in-principle approval for listing obtained from these stock exchange(s).**

|   |   |
|---|---|
| <b>Name of the stock exchange (Stock Exchange)</b>        | BSE Limited (formerly known as Bombay Stock Exchange)   |
| <b>Details of in-principle approval obtained from BSE</b> | The Issuer has obtained an ‘in-principle’ approval from the Stock Exchange for listing of the Debentures <i>vide</i> letter dated September 1, 2025, a copy of which is enclosed in |

|   |  |
|---|--|
|   | Annexure I.  |
| <b>Details of recovery expense fund</b> | <p>The Issuer shall set up a recovery expense fund, as may be applicable, for an amount equal to 0.01% of the Issue with the Stock Exchange, in accordance with the provisions of the applicable Law, including but not limited to the SEBI Debenture Trustee Master Circular.</p> <p>The recovery expense fund shall be utilised for meeting the expenses incurred by the Debenture Trustee with respect to enforcement of security and recovery of all outstanding amounts with respect to the Debentures.</p> |

**V. Issue Schedule**

|                                 |   |
|---------------------------------|---|
| <b>Issue opening date</b>       | As per the relevant Key Information Document. |
| <b>Issue closing date</b>       | As per the relevant Key Information Document. |
| <b>Pay In date</b>              | As per the relevant Key Information Document. |
| <b>Deemed date of allotment</b> | As per the relevant Key Information Document. |

**VI. Brief summary of the business/ activities of the Issuer and its line of business:**

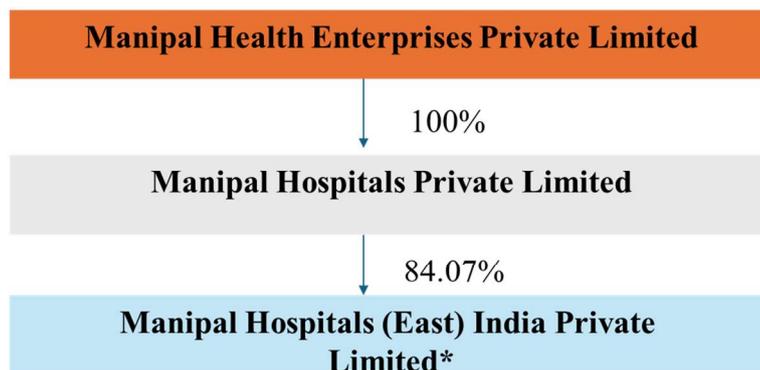
**A. Overview and a brief summary of the business activities of the Issuer**

|   |
|---|
| <p>The Issuer and its subsidiary is engaged in the business of hospital and healthcare activities. The main objects of the Issuer are:</p> <ol style="list-style-type: none"> <li>To establish, construct, erect, maintain, run, manage, develop, own, acquire, purchase, undertake, improve, equip, promote, initiate, encourage, subsidize &amp; organize, provide services to, hospitals, dispensaries, clinics, diagnostic centers, polyclinics, pathology laboratories, research centers, operation theaters, chemist shops, blood banks, eye banks, kidney banks, nursing homes, physiotherapy centers, investigation centers, post operative centers and other similar establishments for providing treatment &amp; medical relief in all its branches by all available means to members of the public at large on suitable fees, concessional fees or on free of charge basis.</li> <li>To carry on the business in India or elsewhere to manufacture, produce, export, import, buy, sell, fabricate, discover, develop, design, process, investigate, store, formulate, install, repair, maintain, recondition, turn to account, exchange, sponsor, distribute or otherwise to deal in all sorts of medicines, pharmaceuticals, chemicals, injections, drugs, formulations, apparatus, instruments, accessories, natural &amp; artificial human body parts, dead bodies and other allied goods &amp; articles and to do all incidental acts and things necessary for the attainment of the objects under these presents.</li> </ol> <p>The Issuer owns and operates the following hospital units:</p> <ol style="list-style-type: none"> <li>Manipal Hospital – Yeshwanthpur, Bangalore, Karnataka</li> <li>Manipal Hospital – Hebbal, Bangalore, Karnataka</li> <li>Manipal Hospital – Doddaballapur, Bangalore, Karnataka</li> <li>Manipal Hospital – Varthur Road, Bangalore, Karnataka</li> <li>Manipal Hospital – Mysore, Karnataka</li> <li>Manipal Hospital – Sarjapur, Bangalore, Karnataka</li> <li>Manipal Hospital – Patiala, Punjab</li> <li>Manipal Hospital – Palam Vihar, Gurugram, Haryana</li> <li>Manipal Hospital – Ghaziabad, Uttar Pradesh</li> <li>Manipal Hospital – Salt Lake, Kolkata, West Bengal</li> <li>Manipal Hospital – Baner Pune, Maharashtra</li> <li>Manipal Hospital – Kharadi Pune, Maharashtra</li> </ol> |
|---|

Manipal Hospitals (East) India Private Limited (“**MHEIPL**”) (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) which is the subsidiary of the issuer currently owns/manages the following hospitals:-

- (a) Manipal Hospital, Dhakuria Kolkata, West Bengal
- (b) Manipal Hospital, Mukundpur, Kolkata, West Bengal
- (c) Manipal Hospital, Broadway, Kolkata, West Bengal
- (d) Manipal Hospital, Bhubaneswar, Orissa

**B. Corporate Structure of the Issuer group**



\* Formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited

**C. Details of branches or units where the Issuer carries on its business activities, if any**

The Issuer owns and operates the following hospital units.

| S.No | Unit                            | Address   |
|------|---------------------------------|---|
| 1    | Manipal Hospital, Yeswanthpur   | Industrial Suburg Rajajinagar, 26/1, Brigade Gate Way, Malleswaram West, Bangalore, Bengaluru Urban, Karnataka – 560 055                  |
| 2    | Manipal Hospital, Hebbal        | Kirloskar Business Park, Bellary Road Hebbal, Bangalore, Bengaluru Urban, Karnataka – 560 024   |
| 3    | Manipal Hospital, Doddaballapur | Syno 22 18 5 And 12, Baa Shety Halli Kasaba Hobli, Doddaballapur Bangalore, Bengaluru Urban, Karnataka – 562 103                          |
| 4    | Manipal Hospital, Varthur       | Survey No 10P And 12P, Ramagondana Halli Village White Filed, Varthhu Hobli Bangalore, Bengaluru Urban, Karnataka – 560 066               |
| 5    | Manipal Hospital, Mysore        | Banni Mantap A Lay Out Mandi Mohalla, Sy No 85 And 86, Bangalore Mysroe Road Junciton, Siddiqui Nagar Mysore, Mysuru, Karnataka – 570 015 |
| 6    | Manipal Hospital, Sarjapur      | 818/849/903/1/46/2, Sno 46/2, Bbmp Khata Ward No 150, Sarjapur Road, Ambalipura Village, Bengaluru Urban, Karnataka – 560 102             |
| 7    | Manipal Hospital, Patiala       | 5B-9, Sham Bhag, Bhupindera Road, Patiala, Punjab – 147 001   |

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

| S.No | Unit                        | Address   |
|------|-----------------------------|---|
| 8    | Manipal Hospital, Palam     | F Block, Palam Vihar, Palam Vihar, Gurugram, Haryana – 122 001  |
| 9    | Manipal Hospital, Ghaziabad | Khasra No-138/1 Mi 138 Mi, Of Shahpaur, Village And Khasra No-410,411 And 509, Mehrauli, Ghaziabad, Uttar Pradesh – 201 010 |
| 10   | Manipal Hospital, Kolkata   | Ib 193 Saltlake, Sector Iii, Kolkata – 700 091  |
| 11   | Manipal Hospital, Baner     | Survey Number 111/11/1, Mhalunge Road, Baner Village, Pune, Maharashtra – 411 045   |
| 12   | Manipal Hospital, Kharadi   | S No. 22,, Hissa No. 2A, Near Nyati Empire, Kharadi, Pune, Maharashtra – 411 014  |

Manipal Hospitals (East) India Private Limited (“**MHEIPL**”) (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) which is the subsidiary of the issuer currently owns/manages the following hospitals:

| S.No | Unit                          | Address   |
|------|-------------------------------|---|
| 1    | Manipal Hospital, Dhakuria    | P 4 And 5, CIT Scheme LXXII Block A, Gariahat Road, Dhakuria, Kolkata, West Bengal- 700 029             |
| 2    | Manipal Hospital, Mukundapur  | 230, Barakhola, Jadavpur, Kolkata, West Bengal – 700 099  |
| 3    | Manipal Hospital, Broadway    | Jc-16 & 17, Sector-Iii, Salt Lake City, Bidhan Nagar, North Twenty Four Parganas, West Bengal – 700 098 |
| 4    | Manipal Hospital, Bhubaneswar | Plot No-1 Pt, Near Satya Sai Enclave, Aiginia Bhubaneswar, Khordha, Odisha-751 019                      |

**D. Use of proceeds (in the order of priority for which the said proceeds will be utilized): (i) purpose of the placement; (ii) break-up of the cost of the project for which the money is being raised; (iii) means of financing for the project; (iv) proposed deployment status of the proceeds at each stage of the project**

As provided under the relevant Key Information Document.

**VII. Expenses of the Issue:**

**Expenses of the issue along with a break up for each item of expense, including details of the fees payable to separately as under (in terms of amount, as a percentage of total issue expenses and as a percentage of total issue size), as applicable:**

As provided under the relevant Key Information Document.

**VIII. Financial Information of the Issuer:**

**A. The audited financial statements (i.e. profit & loss statement, balance sheet and cash flow statement) both on a standalone and consolidated basis for a period of three completed years which shall not be more than six months old from the date of the General Information Document or Issue Opening Date, as applicable. Such financial statements shall be audited and certified by the statutory auditor(s) who holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (“ICAI”):**

The Financial Statements (Standalone) and Financial Statements (Consolidated) is annexed at **Schedule II**. Such financial statements have been audited and certified by the statutory auditor who holds a valid certificate issued by the peer reviewed board of the ICAI.

The columnar representations of the Financial Statements (Standalone) and Financial Statements (Consolidated)

along with auditor qualifications (containing along with the requisite schedules, footnotes, summary) is provided in para VIII(B) of this section.

**B. Key Operational and Financial Parameters on consolidated and standalone basis:**

**Standalone basis**

(Indian Rupees in Crores, unless otherwise stated)

| Parameters   | For financial year ended March 31, 2025 | For financial year ended March 31, 2024 | For financial year ended March 31, 2023 |
|--|---|---|---|
| <b>Balance Sheet</b>   |   |   |   |
| Property, Plant and Equipment (including Capital Work in Progress and Investment Property) | 1,159.43                                | 1,140.04                                | 1,131.24                                |
| Intangible Assets (including Intangible Assets under Development)                          | 27.80                                   | 38.31                                   | 16.20                                   |
| Financial Assets (Current and non-current)   | 1,354.94                                | 1,003.47                                | 639.16                                  |
| Other non-current assets   | 47.93                                   | 75.85                                   | 54.11                                   |
| Current assets   | 41.92                                   | 57.02                                   | 58.78                                   |
| Assets classified as held for sale   | 6.50                                    | 6.50                                    | 6.50                                    |
| <b>Total Assets</b>  | <b>2,638.52</b>                         | <b>2,321.19</b>                         | <b>1,905.99</b>                         |
| <b>Financial Liabilities (Current and Non- Current)</b>                                    |   |   |   |
| -Borrowings (including interest)   | 469.52                                  | 429.19                                  | 376.84                                  |
| -Other Financial Liabilities   | 883.35                                  | 935.64                                  | 804.27                                  |
| Non-Current Liabilities  | -                                       | -                                       | 0.20                                    |
| Current Liabilities  | 21.95                                   | 17.46                                   | 22.76                                   |
| Provisions   | 13.07                                   | 18.47                                   | 14.74                                   |
| <b>Total Liabilities</b>   | <b>1,387.89</b>                         | <b>1,400.76</b>                         | <b>1,218.91</b>                         |
| Equity (Share Capital and Other Equity)  | 1,250.63                                | 920.43                                  | 687.08                                  |
| <b>Total Equity and Liabilities</b>  | <b>2,638.52</b>                         | <b>2,321.19</b>                         | <b>1,905.99</b>                         |
| <b>Profit and Loss</b>   |   |   |   |
| Total revenue from operations  | 2,153.75                                | 1,787.81                                | 1,456.83                                |
| Other income   | 25.36                                   | 30.08                                   | 28.34                                   |
| <b>Total Income</b>  | <b>2,179.11</b>                         | <b>1,817.89</b>                         | <b>1,485.17</b>                         |
| <b>Total Expenses</b>  | <b>1,733.57</b>                         | <b>1,501.66</b>                         | <b>1,272.35</b>                         |
| Profit / (loss) for the period (PBT)   | 445.54                                  | 316.23                                  | 212.82                                  |
| Profit / (loss) for the period (PAT)   | 331.22                                  | 233.97                                  | 171.45                                  |
| Other Comprehensive income   | (1.02)                                  | (0.62)                                  | 0.49                                    |
| <b>Total comprehensive income</b>  | <b>330.20</b>                           | <b>233.35</b>                           | <b>171.94</b>                           |
| <b>Earnings per equity share:</b>  |   |   |   |
| (a) basic; and   | 3.23                                    | 2.28                                    | 1.67                                    |
| (b) diluted (Rs.)  | 3.23                                    | 2.28                                    | 1.67                                    |
| <b>Cash Flow</b>   |   |   |   |
| Net cash generated (used in)/ from operating activities (A)                                | 467.49                                  | 408.97                                  | 379.04                                  |
| Net cash generated (used in)/ from investing activities (B)                                | (395.17)                                | (319.13)                                | (360.51)                                |
| Net cash generated (used in)/ from financing activities(C)                                 | (68.05)                                 | (49.67)                                 | (13.75)                                 |
| <b>Net Increase/ (decrease) in Cash and Cash Equivalents</b>                               | <b>4.27</b>                             | <b>40.17</b>                            | <b>4.78</b>                             |
| <b>Opening Balance of Cash and Cash Equivalents</b>  | <b>60.94</b>                            | <b>20.77</b>                            | <b>15.99</b>                            |
| <b>Cash and cash equivalents at end of the period</b>                                      | <b>65.21</b>                            | <b>60.94</b>                            | <b>20.77</b>                            |

**Consolidated basis**

(Indian Rupees in Crores, unless otherwise stated)

| Parameters   | For financial year ended March 31, 2025 | For financial year ended March 31, 2024 | For financial year ended March 31, 2023* |
|--|---|---|--|
| <b>Balance Sheet</b>   |   |   |  |
| Property, plant and equipment (including Capital Work in Progress and Investment Property)                               | 2,215.45                                | 2,150.79                                | 1,131.24                                 |
| Intangible assets (including Intangible Assets under Development)  | 1,332.72                                | 1,321.39                                | 16.20                                    |
| Financial assets (Current and Non-Current)   | 805.20                                  | 469.14                                  | 639.16                                   |
| Current assets   | 66.52                                   | 81.33                                   | 58.78                                    |
| Other non-current assets   | 191.93                                  | 100.08                                  | 54.11                                    |
| Assets classified as held for sale   | 6.50                                    | 6.50                                    | 6.50                                     |
| <b>Total assets</b>  | <b>4,618.32</b>                         | <b>4,129.23</b>                         | <b>1,905.99</b>                          |
| Non-current Liabilities (as per the financials) (including maturities of long-term borrowings and short-term borrowings) |   |   |  |
| <b>Financial Liabilities (Current and Non-current)</b>   |   |   |  |
| Borrowings (including interest)  | 2,240.59                                | 2,129.35                                | 375.61                                   |
| Other financial liabilities including Lease liabilities (Current and Non Current)  | 1,083.39                                | 1,144.41                                | 805.60                                   |
| <b>Non-Current Liabilities</b>   | -                                       | -                                       | 0.20                                     |
| <b>Current Liabilities</b>   | 30.66                                   | 25.43                                   | 22.76                                    |
| Provisions   | 40.50                                   | 43.80                                   | 14.74                                    |
| <b>Total Liabilities</b>   | <b>3,395.14</b>                         | <b>3,342.99</b>                         | <b>1,218.91</b>                          |
| Equity (Equity Share Capital and Other Equity)   | 1,223.18                                | 786.24                                  | 687.08                                   |
| <b>Total Equity and Liabilities</b>  | <b>4,618.32</b>                         | <b>4,129.23</b>                         | <b>1,905.99</b>                          |
| <b>Profits and Loss</b>  |   |   |  |
| Total revenue from operations  | 3,289.30                                | 2,355.85                                | 1,456.83                                 |
| Other income   | 27.89                                   | 31.56                                   | 28.34                                    |
| <b>Total Income</b>  | <b>3,317.19</b>                         | <b>2,387.41</b>                         | <b>1,485.17</b>                          |
| Total Expenses   | 2,860.00                                | 2,082.51                                | 1,272.35                                 |
| Profit/ Loss for the period (PBT)  | 457.19                                  | 304.90                                  | 212.82                                   |
| Profit/ Loss for the period (PAT)  | 439.38                                  | 201.96                                  | 171.45                                   |
| Other Comprehensive income   | (2.44)                                  | (2.68)                                  | 0.49                                     |
| <b>Total Comprehensive Income</b>  | <b>436.94</b>                           | <b>199.28</b>                           | <b>171.94</b>                            |
| <b>Earnings per equity share:</b>  |   |   |  |
| (a) basic; and   | 4.11                                    | 1.96                                    | 1.67                                     |
| (b) diluted (Rs.)  | 4.11                                    | 1.96                                    | 1.67                                     |
| <b>Cash Flow</b>   |   |   |  |
| Net cash (used in)/ generated from operating activities (A)  | 657.81                                  | 548.37                                  | 379.04                                   |
| Net cash (used in)/ generated from investing activities (B)  | (544.05)                                | (315.96)                                | (360.51)                                 |
| Net cash (used in)/ generated from financing activities (C)  | (143.80)                                | (168.66)                                | (13.75)                                  |
| <b>Net Increase/ (decrease) in Cash and Cash Equivalents</b>   | <b>(30.04)</b>                          | <b>63.75</b>                            | <b>4.78</b>                              |
| Opening Balance of Cash and Cash Equivalents   | 109.26                                  | 20.77                                   | 15.99                                    |
| Cash and cash equivalents of acquired entities during the year   |   | 24.74                                   |  |
| <b>Cash and cash equivalents at end of the period</b>  | <b>79.22</b>                            | <b>109.26</b>                           | <b>20.77</b>                             |
| <b>Additional Information</b>  |   |   |  |
| Net worth  | 1,223.18                                | 786.24                                  | 687.08                                   |
| Cash and Cash Equivalents  | 79.22                                   | 109.26                                  | 20.77                                    |
| Current Investments  | 399.11                                  | 72.88                                   | 208.10                                   |
| Net Sales (Revenue from operation)   | 3289.30                                 | 2,355.85                                | 1,456.83                                 |
| Earnings before interest, taxes, depreciation, and amortization  | 931.59                                  | 663.40                                  | 399.38                                   |

| Parameters  | For financial year ended March 31, 2025 | For financial year ended March 31, 2024 | For financial year ended March 31, 2023* |
|---|---|---|--|
| Earnings before interest and taxes                                  | 723.15                                  | 514.48                                  | 312.49                                   |
| Dividend amounts  | -                                       | -                                       | -  |
| Debt equity ratio   | 1.83                                    | 2.71                                    | 0.55                                     |
| Debt service coverage ratio   | 2.83                                    | 1.81                                    | 2.55                                     |
| Interest service coverage ratio                                     | 3.61                                    | 3.79                                    | 7.62                                     |
| Current ratio   | 1.28                                    | 0.70                                    | 1.09                                     |
| Long term debt to working capital                                   | 9.15                                    | (14.10)                                 | 4.75                                     |
| Current liability ratio-current liabilities/non-current liabilities | 0.22                                    | 0.25                                    | 0.41                                     |
| Total debts to total assets   | 0.49                                    | 0.52                                    | 0.20                                     |

\*There is no consolidation for the year ended March 31, 2023, as the Company did not have any subsidiaries, joint venture or associates.

**C. Debt: Equity ratio of the Issuer as on March 31, 2025:**

|   | (Amount in INR Crores) – Standalone |
|---|-------------------------------------|
|   | As on March 31, 2025                |
| Before the issue                        |                                     |
| Gross Debt                              | 469.46                              |
| Total Equity                            | 1,250.63                            |
| Gross Debt: Equity ratio (before Issue) | 0.38                                |

|   | (Amount in INR Crores) – Consolidated |
|---|---------------------------------------|
|   | As on March 31, 2025                  |
| Before the issue                        |                                       |
| Gross Debt                              | 2,240.38                              |
| Total Equity                            | 1,223.18                              |
| Gross Debt: Equity ratio (before Issue) | 1.83                                  |

**IX. The amount of guarantee or letter of comfort issued by the Issuer along with details of the counterparty (like name and nature of the counterparty i.e. subsidiary, Joint Venture entity, group company etc) on behalf of whom it has been issued:**

| Name of the entity | Name of the counterparty | Nature of counterparty | of | Outstanding Amount (INR crores) |
|--------------------|--------------------------|------------------------|----|---------------------------------|
| Nil                |                          |                        |    |                                 |

**X. Details of any other contingent liabilities of the Issuer based on the latest audited Financial Statements including amount and nature of liability:**

**Standalone basis**

| Particulars                                      | As at March 31, 2025 (INR Crores) |
|--|-----------------------------------|
| <b>Contingent liabilities</b>                    |                                   |
| A) Claims not acknowledged as debt in respect of |                                   |
| i) Patient Compensation                          | 2.41                              |
| ii) Indirect Tax                                 |                                   |

| Particulars                                      | As at<br>March 31, 2025 (INR Crores) |
|--|--------------------------------------|
| Goods and Service Tax, 2017<br>Finance Act, 1994 | 17.26<br>11.40                       |
| (B) Guarantees                                   |                                      |
| i) Bank guarantees                               | 0.21                                 |

**Notes:** For more details about other contingent liabilities, see Note 32 of the Standalone Financial Statements.

**Consolidated basis**

| Particulars                                      | As at<br>March 31, 2025 (INR Crores) |
|--|--------------------------------------|
| <b>Contingent liabilities</b>                    |                                      |
| A) Claims not acknowledged as debt in respect of |                                      |
| i) Patient Compensation                          | 17.04                                |
| ii) Indirect Tax                                 |                                      |
| Goods and Service Tax, 2017<br>Finance Act, 1994 | 44.39<br>13.39                       |
| (B) Guarantees                                   |                                      |
| i) Bank guarantees                               | 4.70                                 |

**Notes:** For more details about other contingent liabilities, see Note 33 of the Consolidated Financial Statements.

**XI. Brief history of the Issuer since its registration giving details of the following activities:**

**A. Details of share capital as on last quarter end:**

| As on quarter ended June 30, 2025, Share Capital | Amount (in INR Crores) |
|--|------------------------|
| Authorised Share Capital                         | 1,104.95               |
| Issued, Subscribed and Paid-up Share Capital     | 1,025.30               |

**B. Changes in the share capital structure of the Issuer as on last quarter end, and for the preceding three financial years and current financial year:**

| Date of change i.e. the date of the annual general meeting / extra-ordinary general meeting / Board / Committee Meeting | Particulars |
|---|-------------|
|   | Nil         |

**C. Details of the equity share capital history of the Issuer for the preceding three financial years and current financial year:**

| Date of issue | No. of Shares issued | Face Value (Rs.) | Issue Price (Rs.) | Consideration (Cash, other than cash etc.) | Nature of allotment | Cumulative share capital | Remarks |
|---------------|----------------------|------------------|-------------------|--|---------------------|--------------------------|---------|
| None          |                      |                  |                   |  |                     |                          |         |

**D. Details of any acquisition or amalgamation in the preceding one year:**

None

**E. Details of reorganization or reconstruction in the preceding one year:**

| Type of Event | Date of Announcement | Date of Completion | None |
|---------------|----------------------|--------------------|------|
| None          |                      |                    |      |

**F. Details of the shareholding of the Issuer as at the latest quarter end, as per the format specified under the listing regulations:**

The shareholding pattern of the Issuer as on June 30, 2025, is set out below:

| Sr. No.      | Name of Shareholder                                | Total no. of Shares held | No. of Shares in Demat form | Total shareholding as % of total no. of shares held |
|--------------|--|--------------------------|-----------------------------|---|
| 1            | Manipal Health Enterprises Private Limited (MHEPL) | 1,02,52,87,268           | 1,02,52,87,268              | 99.99%  |
| 2            | Dr. H Sudarshan Ballal (Nominee of MHEPL)          | 10,000                   | 10,000                      | 0.01%   |
| <b>Total</b> |  | <b>1,02,52,97,268</b>    | <b>1,02,52,97,268</b>       | <b>100.00%</b>                                      |

**G. List of top 10 holders of shares of the Issuer as on the latest quarter end:**

The shareholding pattern of the top 10 shareholders of the Issuer as of quarter ended June 30, 2025, is set out below:

| Sr. No.      | Name of Shareholder                                | Total no. of Shares held | No. of Shares in Demat form | Total shareholding as % of total no. of shares held |
|--------------|--|--------------------------|-----------------------------|---|
| 1            | Manipal Health Enterprises Private Limited (MHEPL) | 1,02,52,87,268           | 1,02,52,87,268              | 99.99%  |
| 2            | Dr. H Sudarshan Ballal (Nominee of MHEPL)          | 10,000                   | 10,000                      | 0.01%   |
| <b>Total</b> |  | <b>1,02,52,97,268</b>    | <b>1,02,52,97,268</b>       | <b>100.00%</b>                                      |

**XII. Brief particulars of the management of the Issuer:**

**A. Brief particulars of the management team of the Issuer are stated below:**

Profile of Board of Directors of the Issuer are as follows:

**1. Dr. H. Sudarshan Ballal, Director, Manipal Hospitals Private Limited**



Dr. H. Sudarshan Ballal is currently holding the position of the Chairman, Manipal Hospitals, Manipal Health Enterprises Private Limited. He has been with Manipal Hospital, Bangalore ever since its inception as the Director of Manipal Institute of Nephrology and Urology. He is also the Chairman of Stempeutics Research Pvt.

Ltd. (A Group Company of Manipal Education and Medical Group, Bangalore). He was recently nominated as the Member Board of Management in Manipal Academy of Higher Education.

A clinician par excellence, excellent teacher and a compassionate Physician, pioneer in nephrology training centre and cadaver kidney transplant in Karnataka. He has the distinction of being one of the few to be triple Board certified in Internal Medicine, Nephrology and Critical Care. He has the rare distinction of being appointed as Professor of Medicine with St. Louis University School of Medicine (USA) and is also Adjunct Professor of Medicine at Manipal University.

He was conferred the fellowship of the Royal College of Physicians, London for his contribution in Medicine.

**2. Karthik Rajagopal, Director, Manipal Hospitals Private Limited**



Karthik is an accomplished management expert with an impressive 22+ years of experience spanning across diverse sectors, including Media, Advertising, and Healthcare. His expertise in the healthcare domain is particularly noteworthy, with the last 17 years dedicated to holding senior positions across India, Sri Lanka, Mauritius, and the Gulf Cooperation Council (GCC) region. Prior to his current role, Karthik has held the leadership positions in Aster DM Healthcare, based in Dubai, Fortis Healthcare Ltd. Southern India, showcasing his ability to lead and manage healthcare operations across diverse geographic regions. His ability to navigate the complexities of the healthcare industry and drive operational excellence is a testament to his leadership capabilities.

Karthik's academic credentials are equally impressive. He holds a Management Graduate degree from the prestigious Asian Institute of Management in Manila (AIM) and an Executive Management program at the renowned Haas School of Business, University of California, Berkeley.

**3. Sameer Agarwal, Director, Manipal Hospitals Private Limited**



Sameer Agarwal is a Chartered Accountant by qualification and has completed his Bachelors in Commerce from Narsee Monjee College of Commerce & Economics, Mumbai. He comes with over 27 years of diverse Industry experience ranging from Healthcare, Conglomerate, FMCG & Industrial companies working with leading Indian Blue-Chip Companies besides the Company in Wipro, Marico and American MNC's like 3M India Ltd, Ingersoll Rand, Hindustan Coca-Cola Beverages (P) Ltd, having worked in multiple locations in India and Abroad. Has extensive experience in M&A, Treasury, F&A, Controllership, Listed Entity, Investor Relations, Pvt Equity, Digital, Finance & Business Transformation. Prior to this Company, Sameer was associated with 3M India Ltd. where he was the Chief Financial Officer.

Currently he is the Group Chief Financial Officer of Manipal Health Enterprises Private Limited. He has been awarded many times in his role as CFO, most recent being the "League of Excellence" in 2025 by CFO100.

**B. Details of the current directors of the Issuer as on the date of this General Information Document:**

| Name, Designation and DIN                        | Age (in years) | Address  | Date of appointment | Details of other Directorships* (Details of Indian Companies in which a person is Director is provided)  |
|--|----------------|--|---------------------|--|
| H. Sudarshan Ballal<br>Director<br>DIN: 01195055 | 71 years       | No. 72, Lavelle Road, Bangalore North, Bengaluru - 560001  | April 30, 2021      | 1. Stempeutics Research Private Limited<br>2. Manipal Health Enterprises Private Limited<br>3. Manipal Hospitals (Bengaluru) Private Limited<br>4. Manipal Hospital Eastern India Private Limited<br>5. Manipal Hospitals Synergie Private Limited<br>6. Manipal Hospitals Bengal Private Limited<br>7. Manipal Hospitals (East) India Private Limited<br>8. Manipal Hospitals (Dwaraka) Private Limited |
| Karthik Rajagopal<br>Director<br>DIN: 06652382   | 55 years       | No. B-7 902, L and T South City, Arakere Microlayout off Bannerghatta Road, Bangalore-560076   | April 30, 2021      | 1. Manipal Hospitals Eastern India Private Limited<br>2. Manipal Hospitals Synergie Private Limited<br>3. Manipal Hospitals Bengal Private Limited<br>4. Manipal Hospitals (Bengaluru) Private Limited<br>5. Manipal Hospitals (East) India Private Limited<br>6. Manipal Hospitals (Dwaraka) Private Limited  |
| Sameer Agarwal<br>Director<br>DIN: 07554053      | 51 years       | No. T-1, 22B 22 <sup>nd</sup> Floor, SNN Clermont, Jogappa Layout, Dr Puneet Rajkumar Road, Opp Nagawara, Lake Hebbal, Bangalore North, Karnataka - 560045 | April 30, 2021      | 1. Manipal Hospitals Eastern India Private Limited<br>2. Manipal Hospitals Synergie Private Limited<br>3. Manipal Hospitals Bengal Private Limited<br>4. Manipal Hospitals (Bengaluru) Private Limited<br>5. Manipal Hospitals (East) India Private Limited<br>6. Manipal Hospitals (Dwaraka) Private Limited  |

**C. Details of change in directors of the Issuer preceding three financial years and current financial year:**

There has been no change in the directors of the Issuer in the preceding three financial years and current year. The list of directors of the Issuer as on the date of this document is as follows:

| Name, Designation and DIN                        | Date of appointment | Date of cessation, if applicable | Date of resignation, if applicable | Remarks          |
|--|---------------------|----------------------------------|------------------------------------|------------------|
| H. Sudarshan Ballal<br>Director<br>DIN: 01195055 | April 30, 2021      | None                             | None                               | Present Director |

| Name, Designation and DIN                      | Date of appointment | Date of cessation, if applicable | Date of resignation, if applicable | Remarks          |
|--|---------------------|----------------------------------|------------------------------------|------------------|
| Karthik Rajagopal<br>Director<br>DIN: 06652382 | April 30, 2021      | None                             | None                               | Present Director |
| Sameer Agarwal<br>Director<br>DIN: 07554053    | April 30, 2021      | None                             | None                               | Present Director |

**D. Details of directors' remuneration, and such particulars of the nature and extent of their interests in the Issuer (during the current year and preceding three financial years):**

- (a) **Remuneration payable or paid to a director by the Issuer, its subsidiary or associate company, shareholding of the director in the Issuer, its subsidiaries and associate companies on a fully diluted basis:**

No remuneration is payable or paid to any directors by the Issuer, its subsidiary or associate company. The shareholding of the director in the Issuer, its subsidiaries and associate companies on a fully diluted basis is as follows:

| Sr No | Particulars            | Relationship   | Current Year | For the year ended March 31, 2025 | For the year ended March 31, 2024 | For the year ended March 31, 2023 |
|-------|------------------------|--|--------------|-----------------------------------|-----------------------------------|-----------------------------------|
| 1.    | Dr. H Sudarshan Ballal | Director holding shares in the Issuer (as a nominee of MHEPL)                | 10,000       | 10,000                            | 10,000                            | 10,000                            |
| 2.    | Dr. H Sudarshan Ballal | Director holding shares in subsidiary of the Issuer (as a nominee of Issuer) | 1            | 1                                 | 1                                 | -                                 |

- (b) **Appointment of any relatives to an office or place of profit of the Issuer, its subsidiary or associate company:** None

- (c) **Full particulars of the nature and extent of interest, if any, of every director:**

(aa) **in the promotion of the Issuer.** Nil

(bb) **in any immovable property acquired by the Issuer in the two years preceding the date of the General Information Document or any immovable property proposed to be acquired by it.** Nil

(cc) **where the interest of such a director consists in being a member of a firm or company, the nature and extent of his interest in the firm or company, with a statement of all sums paid or agreed to be paid to him or to the firm or company in cash or shares or otherwise by any person either to induce him to become, or to help him qualify as a director, or otherwise for services rendered by him or by the firm or company, in connection with the promotion or formation of the Issuer shall be disclosed.** Nil

- (d) **Contribution being made by the directors as part of the offer or separately in furtherance of such objects:** Nil

**XIII.** Any financial or other material interest of the directors, promoters or key managerial personnel or senior management in the offer and the effect of such interest in so far as it is different from the interests of other persons: Nil

**XIV. Following details regarding the auditors of the Issuer:**

**A. Auditors of the Issuer:**

| Name of the Auditor                    | Address   | Date of Appointment |
|--|---|---------------------|
| B S R & Co. LLP, Chartered Accountants | Embassy Golf Links Business Park, Pebble Beach, B Block<br>3rd Floor, No. 13/2, Off Intermediate Ring Road Bangalore – 560071 | November 29, 2021   |

**B. Details of change in auditor for the preceding three financial years and the current financial year:** None

**XV. Details of the following liabilities of the Issuer, as at the end of the preceding quarter or if available, a later date:**

**A. Details of outstanding secured loan facilities:**

**(i) Consolidated**

| Name of the Lender                         | Type of Facility  | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                                | Security  | Credit Rating                                    | Asset Classification June 30, 2025 |
|--|-------------------|--------------------------------|---|--|---|--|------------------------------------|
| Axis Bank Limited                          | Secured Term Loan | 759.00                         | 489.00                                    | Structured quarterly instalments upto September 30, 2035 | a) A first ranking pari passu security interest over all movable fixed assets and current assets of the Company along with MHEPL, Manipal Hospitals (Dwarka) Private Limited ("MHDPL") and Manipal Hospitals (Bengaluru) Private Limited ("MHBPL") including but not limited to movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, intangible assets (including goodwill, trademarks and patents) and all other movable | IND AA/Rating Watch with Developing Implications | Standard                           |
| Canara Bank Limited                        | Secured Term Loan | 1665.00                        | 600.23                                    | Structured quarterly instalments upto August 31, 2038    |   |  |                                    |
| IndusInd Bank Limited                      | Secured Term Loan | 455.00                         | 350.65                                    | Structured quarterly instalments upto September 30, 2035 |   |  |                                    |
| Kotak Mahindra Bank Limited                | Secured Term Loan | 335.00                         | 335.00                                    | Structured quarterly instalments upto March 31, 2036     |   |  |                                    |
| HDFC Bank Limited                          | Secured Term Loan | 300.00                         | 300.00                                    | Structured quarterly instalments upto September 30, 2035 |   |  |                                    |
| National Bank for Financing Infrastructure | Secured Term Loan | 273.00                         | 147.06                                    | Structured quarterly instalments                         |   |  |                                    |

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

| Name of the Lender       | Type of Facility | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule | Security  | Credit Rating | Asset Classification June 30, 2025 |
|--------------------------|------------------|--------------------------------|---|---------------------------|---|---------------|------------------------------------|
| and Development (NaBFID) |                  |                                |   | upto December 31, 2044    | <p>properties of whatsoever nature (both present and future) (other than any debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to the facilities) as per the facility agreement;</p> <p>b) A first ranking pari passu security interest over specific immovable properties of the Company, MHEPL, MHEIPL and MHDPL</p> <p>c) A first ranking pari passu security interest, by way of hypothecation, over all leasehold improvements of all immovable properties and excluded properties.</p> <p>d) Exclusive security interest over the debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to such facility)</p> |               |                                    |

| Name of the Lender  | Type of Facility                   | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                | Security                     | Credit Rating  | Asset Classification June 30, 2025 |
|---------------------|------------------------------------|--------------------------------|---|--|------------------------------|----------------|------------------------------------|
| Canara Bank Limited | Loan for purchase of capital asset | 2.49                           | 1.83                                      | Monthly instalments upto August 31, 2031 | Secured against such vehicle | Not applicable | Standard                           |

## (ii) Standalone

| Name of the Lender  | Type of Facility  | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                               | Security   | Credit Rating   | Asset Classification June 30, 2025 |
|---|-------------------|--------------------------------|---|---|--|---|------------------------------------|
| Axis Bank Limited   | Secured Term Loan | 109.00                         | 64.00                                     | Structured quarterly instalments upto June 30, 2028     | a) A first ranking pari passu security interest over all movable fixed assets and current assets of the Company along with MHEPL, MHEIPL, Manipal Hospitals (Dwarka) Private Limited ("MHDPL") and Manipal Hospitals (Bengaluru) Private Limited ("MHBPL") including but not limited to movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, intangible assets (including goodwill, trademarks and patents) and all other movable properties of whatsoever nature (both present and future) (other than any debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to the facilities) as per the facility agreement;<br>b) A first ranking pari passu security interest over specific immovable properties of the company, MHEPL, MHEIPL and MHDPL<br>c) A first ranking pari passu security interest, by way of hypothecation, over all leasehold | IND<br>AA/ Rating<br>Watch with<br>Developing<br>Implications<br>/IND<br>A+/ Rating<br>Watch with<br>Developing<br>Implications | Standard                           |
| Canara Bank Limited   | Secured Term Loan | 265.00                         | 200.23                                    | Structured quarterly instalments upto June 30, 2034     |  |   |                                    |
| IndusInd Bank Limited   | Secured Term Loan | 105.00                         | 50.65                                     | Structured quarterly instalments upto June 30, 2028     |  |   |                                    |
| Kotak Mahindra Bank Limited   | Secured Term Loan | 60.00                          | 60.00                                     | Structured quarterly instalments upto March 31, 2036    |  |   |                                    |
| National Bank for Financing Infrastructure and Development (NaBFID) | Secured Term Loan | 205.00                         | 79.22                                     | Structured quarterly instalments upto December 31, 2044 |  |   |                                    |

| Name of the Lender  | Type of Facility                   | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                | Security  | Credit Rating  | Asset Classification June 30, 2025 |
|---------------------|------------------------------------|--------------------------------|---|--|---|----------------|------------------------------------|
|                     |                                    |                                |   |  | improvements of all immovable properties and excluded properties.<br>d) Exclusive security interest over the debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to such facility) |                |                                    |
| Canara Bank Limited | Loan for purchase of capital asset | 2.49                           | 1.83                                      | Monthly instalments upto August 31, 2031 | Secured against such vehicle  | Not applicable | Standard                           |

**B. Details of outstanding unsecured loan facilities:**

| Name of the Lender | Type of Facility | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule | Security | Credit Rating | Asset Classification June 30, 2025 |
|--------------------|------------------|--------------------------------|---|---------------------------|----------|---------------|------------------------------------|
| None               |                  |                                |   |                           |          |               |                                    |

**(i) Details of outstanding non-convertible securities:**

| Series of NCS | ISINs | Tenor or period of maturity | Coupon | Amount outstanding (Amount in INR) | Date of Allotment | Redemption Date/ Schedule | Credit Rating | Secured or Unsecured | Security |
|---------------|-------|-----------------------------|--------|------------------------------------|-------------------|---------------------------|---------------|----------------------|----------|
| None          |       |                             |        |                                    |                   |                           |               |                      |          |

**(ii) Details of commercial paper issuances as at the end of the last quarter:**

| Series of NCS | ISINs | Tenor or period of maturity | Coupon | Amount outstanding (Amount in INR) | Date of Allotment | Redemption Date/ Schedule | Credit Rating | Secured or Unsecured | Security | Other details viz. details of Issuing and Paying Agent |
|---------------|-------|-----------------------------|--------|------------------------------------|-------------------|---------------------------|---------------|----------------------|----------|--|
|---------------|-------|-----------------------------|--------|------------------------------------|-------------------|---------------------------|---------------|----------------------|----------|--|



**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

| Name of the Lender  | Type of Facility  | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                                | Security  | Credit Rating | Asset Classification June 30, 2025 |
|---|-------------------|--------------------------------|---|--|---|---------------|------------------------------------|
| HDFC Bank Limited   | Secured Term Loan | 300.00                         | 300.00                                    | Structured quarterly instalments upto September 30, 2035 | tools and accessories, furniture, fixtures, intangible assets (including goodwill, trademarks and patents) and all other movable properties of whatsoever nature (both present and future) (other than any debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to the facilities) as per the facility agreement; |               |                                    |
| National Bank for Financing Infrastructure and Development (NaBFID) | Secured Term Loan | 273.00                         | 147.06                                    | Structured quarterly instalments upto December 31, 2044  | b) A first ranking pari passu security interest over specific immovable properties of the Company, MHEPL, MHEIPL and MHDPL<br>c) A first ranking pari passu security interest, by way of hypothecation, over all leasehold improvements of all immovable properties and excluded properties.<br>d) Exclusive security interest over the debt service reserve amounts (including in the form of fixed deposits or lien marked mutual                   |               |                                    |

| Name of the Lender  | Type of Facility                   | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                | Security   | Credit Rating  | Asset Classification June 30, 2025 |
|---------------------|------------------------------------|--------------------------------|---|--|--|----------------|------------------------------------|
|                     |                                    |                                |   |  | funds) or debt service reserve accounts required to be maintained or maintained with respect to such facility) |                |                                    |
| Canara Bank Limited | Loan for purchase of capital asset | 2.49                           | 1.83                                      | Monthly instalments upto August 31, 2031 | Secured against such vehicle   | Not applicable | Standard                           |

## (ii) Standalone

| Name of the Lender  | Type of Facility  | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                               | Security  | Credit Rating  | Asset Classification June 30, 2025 |
|---|-------------------|--------------------------------|---|---|---|--|------------------------------------|
| Axis Bank Limited   | Secured Term Loan | 109.00                         | 64.00                                     | Structured quarterly instalments upto June 30, 2028     | a) A first ranking pari passu security interest over all movable fixed assets and current assets of the Company along with MHEPL, MHEIPL, Manipal Hospitals (Dwarka) Private Limited ("MHDPL") and Manipal Hospitals (Bengaluru) Private Limited ("MHBPL") including but not limited to movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, intangible assets (including goodwill, trademarks and patents) and all other movable properties of whatsoever nature (both present and future) (other than any debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to the facilities) as per the facility agreement;<br>b) A first ranking pari passu security interest over specific immovable | IND AA/Rating Watch with Developing Implications /IND A+/Rating Watch with Developing Implications | Standard                           |
| Canara Bank Limited   | Secured Term Loan | 265.00                         | 200.23                                    | Structured quarterly instalments upto June 30, 2034     |   |  |                                    |
| IndusInd Bank Limited   | Secured Term Loan | 105.00                         | 50.65                                     | Structured quarterly instalments upto June 30, 2028     |   |  |                                    |
| Kotak Mahindra Bank Limited   | Secured Term Loan | 60.00                          | 60.00                                     | Structured quarterly instalments upto March 31, 2036    |   |  |                                    |
| National Bank for Financing Infrastructure and Development (NaBFID) | Secured Term Loan | 205.00                         | 79.22                                     | Structured quarterly instalments upto December 31, 2044 |   |  |                                    |

| Name of the Lender  | Type of Facility                   | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule                | Security   | Credit Rating  | Asset Classification June 30, 2025 |
|---------------------|------------------------------------|--------------------------------|---|--|--|----------------|------------------------------------|
|                     |                                    |                                |   |  | properties of the company, MHEPL, MHEIPL and MHDPL<br>c) A first ranking pari passu security interest, by way of hypothecation, over all leasehold improvements of all immovable properties and excluded properties.<br>d) Exclusive security interest over the debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to such facility) |                |                                    |
| Canara Bank Limited | Loan for purchase of capital asset | 2.49                           | 1.83                                      | Monthly instalments upto August 31, 2031 | Secured against such vehicle   | Not applicable | Standard                           |

**B. Details of outstanding unsecured loan facilities:**

| Name of the Lender | Type of Facility | Amount Sanctioned (INR Crores) | Principal Amount Outstanding (INR Crores) | Repayment Date / Schedule | Security | Credit Rating | Asset Classification June 30, 2025 |
|--------------------|------------------|--------------------------------|---|---------------------------|----------|---------------|------------------------------------|
| None               |                  |                                |   |                           |          |               |                                    |

- XVI.** The amount of corporate guarantee or letter of comfort issued by the Issuer along with name of the counterparty (viz. name and nature of the counterparty, whether a subsidiary, joint venture entity, group company, etc.) on behalf of whom it has been issued, contingent liability including debt service reserve account guarantees/ any put option etc.: None
- XVII.** Details of any outstanding borrowings taken/ debentures issued for consideration other than cash. This information shall be disclosed whether such borrowing/ debenture have been taken/ issued: None
- XVIII.** Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debentures, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the Issuer, in the past 3 years including the current financial year: None
- XIX.** Any material event/ development or change having implications on the financials/credit quality (e.g. any material regulatory proceedings against the Issuer/ Promoter, litigations resulting in material liabilities, corporate restructuring event etc.) at the time of the Issue which may affect the issue or the investor's decision to invest/continue to invest in the Debentures: None

**XX. Any litigation or legal action pending or taken by a Government Department or a statutory body or a regulatory body during the last three years immediately preceding the year of the circulation of this General Information Document against the Promoter of the Issuer:**

| S. No. | Area       | Title   | Case No.           | Last Date of Hearing | Next Date of Hearing | Background  | Steps by Promoter of the Issuer  | Current status | Amount involved |
|--------|------------|---|--------------------|----------------------|----------------------|---|--|----------------|-----------------|
| 1      | Criminal   | State at the Instance of Asst. Drug Controller VS M/s Manipal Northside Hospital Pharma | Crl-Misc No-2/2020 | July 26, 2025        | September 11, 2025   | A case where it is alleged that the Manipal Hospital Pharmacy sold AZEE-500 mg instead of Augmentin injection         | Objections to main petition filed  | Open           | Rs. 0           |
| 2      | Customs    | Show Cause Notice   | -                  | -                    | -                    | Short payment of customs duty due to incorrect classification of goods with interest and penalty                      | -  | Open           | Rs. 8,00,000    |
| 3      | Luxury Tax | Demand Order  | -                  | -                    | -                    | Luxury Tax adjustment has been made on claim for improper exemption for financial years 2010-11, 2011-12 and 2012-13. | -  | Open           | Rs. 2,40,00,000 |
| 4      | Luxury Tax | Proposition Notice  | -                  | -                    | -                    | To furnish the details of accommodation charges collected in ICU as well as in ward for FY 2012-13.                   | The Company has replied to the department stating that the case is time barred and requested to drop the proceedings. Further there is no communication from the | Open           | Rs. 1,09,00,000 |

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

| S. No. | Area                  | Title                              | Case No. | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Promoter of the Issuer  | Current status | Amount involved  |
|--------|-----------------------|------------------------------------|----------|----------------------|----------------------|--|--|----------------|------------------|
|        |                       |                                    |          |                      |                      |  | department.  |                |                  |
| 5      | Goods and Service Tax | Order issued by Joint Commissioner | -        | -                    | -                    | Non- Payment of GST on Supply of COVID-19 vaccines and its related vaccination charges.  | Company has filed a Writ before Hon'ble High Court of Karnataka and obtained the stay.   | Open           | Rs. 11,26,00,000 |
| 6      | Income Tax            | CIT appeals and ITAT appeals       | -        | -                    | -                    | Received order u/s 147 r.w.s 144B on March 30, 2022. Filed rectification letter u/s 154 against 147 order on April 11, 2022. Rectification filed asking the officer to consider Donation paid, Self-assessment tax paid and drop DDT. CIT(A) order received on March 29, 2024, allowing back office charges paid to MEMGIPL against which the department filed an appeal with ITAT. CIT(A) upheld disallowance u/s 14A against which the company has filed an appeal with ITAT. Both the matters | In relation to demand of Dividend Distribution tax and non-consideration of self-assessment tax paid , the Company had filed a rectification request to the AO and the same is still pending disposal. | Open           | Rs. 3,31,00,000  |

| S. No. | Area       | Title                         | Case No. | Last Date of Hearing | Next Date of Hearing | Background  | Steps by Promoter of the Issuer | Current status | Amount involved |
|--------|------------|-------------------------------|----------|----------------------|----------------------|---|---------------------------------|----------------|-----------------|
|        |            |                               |          |                      |                      | held in favour of the Company by ITAT.  |                                 |                |                 |
| 7      | Income Tax | ITAT order, High Court appeal | -        | -                    | -                    | On July 03, 2018, the Company received the ITAT order in which ITAT has given Favourable Judgement for some line items and Adverse on the issue of consultancy fee paid to MHSPL. One matter of 14A disallowance amounting to Rs. 53 lakhs was remanded back to AO for recalculation by ITAT. No further communication in this regard came from AO. On March 08, 2019, the Company received an intimation from the department stating that Department has went for an appeal in High court for all those favourable items and case was placed for hearing. In one order of HC dated March 27, 2023 HC | Pending with Assessing Officer  | Open           | Rs. 1,28,00,000 |

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

| S. No. | Area       | Title       | Case No. | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Promoter of the Issuer  | Current status | Amount involved  |
|--------|------------|-------------|----------|----------------------|----------------------|--|--|----------------|------------------|
|        |            |             |          |                      |                      | remanded back issue of 3.31 crores paid as consultancy fee on capital account transaction to AO for reconsideration of deduction under Section 35D. In other order of HC dated October 12, 2023, HC held the issue of back office charges in favour of MHEPL. The matters of consultancy fee of 3.31 crore and 14A disallowance of 53 lakh are with AO for reconsideration |  |                |                  |
| 8      | Income Tax | CIT appeals | -        | -                    | -                    | AO has passed the order U/s 143(3) in which the officer has not allowed the short-term capital loss of INR 100 Crores on account of write of MHJPL Investment stating that the transaction is done without consideration hence the computation section U/s 48 fails and concluded that   | The Company filed the appeal against this order with CIT. On August 05, 2020, the Company received the notice U/s 250 asking to e-file the ground wise written submission of grounds of appeal on or before August 13, | Open           | Rs. 27,61,00,000 |

| S. No. | Area       | Title       | Case No. | Last Date of Hearing | Next Date of Hearing | Background  | Steps by Promoter of the Issuer  | Current status | Amount involved  |
|--------|------------|-------------|----------|----------------------|----------------------|---|--|----------------|------------------|
|        |            |             |          |                      |                      | the same is not a capital loss. Apart from that officer has also disallowed 50% of back office charges amounting to INR 34413856(688 27712*50%). on Jan 23, 2020. | 2020, and for that the Company has taken the extension till September first week. On September 01, 2020, the Company has submitted reply. Losses have been reduced and there is no cash outflow. Fresh notice issued by CIT(A) on February 28, 2024 and the written submission provided with statement of facts, grounds of appeals and other necessary supporting documents |                |                  |
| 9      | Income Tax | CIT appeals | -        | -                    | -                    | Received an Intimation U/s 143(1) dated February 13, 2020, in that department has disallowed the below mentioned line items-<br>1. Set off of                     | On December 01, 2019, The Company filed a response against the demand. The Company also filed appeal by  | Open           | Rs. 21,20,00,000 |

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

| S. No. | Area | Title | Case No. | Last Date of Hearing | Next Date of Hearing | Background  | Steps by Promoter of the Issuer   | Current status | Amount involved |
|--------|------|-------|----------|----------------------|----------------------|---|---|----------------|-----------------|
|        |      |       |          |                      |                      | <p>brought forward capital loss of Rs. 4.02 Crores</p> <p>2. Disallowance of PF &amp; ESI expenses not deposited within the due date amounting to Rs. 1.10 Crores.</p> <p>On December 01, 2020, we have received the notice U/s 142(1) asking to submit the documents asked in the notice by December 16, 2020, and we have filed the reply within the give timeline. On March 15, 2021, the Company received a show cause notice asking to file the reply by March 20, 2021, on March 20, 2021, the Company requested for personal hearing but on March 22, 2021 department has issued the order 143(3) by disallowing the following items- Back</p> | <p>making a Pre-Deposit of Rs. 4.52 Cr.</p> <p>Payment of Rs. 4.52 Cr (being 20% of the total demand of Rs. 22.58 Cr) raised u/s. 143(3) and is kept in abeyance till the disposal of appeal by CIT(A). Stay letter filed and stay has been granted for the balance demand amount of Rs. 18.06 Cr vide letter ITBA/CO M/F/17/20 21-22/103267 6448(1) dated April 26, 2021. Fresh notice issued by CIT(A) on February 28, 2024 and the written submission provided with statement of facts, grounds of</p> |                |                 |

| S. No. | Area | Title | Case No. | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Promoter of the Issuer                  | Current status | Amount involved |
|--------|------|-------|----------|----------------------|----------------------|--|--|----------------|-----------------|
|        |      |       |          |                      |                      | office charges, PDD, Ind-As Adjustment, 14A and setting of Brought Forward Capital loss. | appeals and other necessary supporting documents |                |                 |

**XXI. Details of default and non-payment of statutory dues for the preceding three financial years and current financial year:**

There has been no default in the deposit of the statutory dues. However, there has been a slight delay in a few cases. Further, there have been cases in respect of provident fund which were outstanding for a period of more than six months from the date they became payable. The details are as follows:

**Undisputed Dues in current year as on June 30, 2025**

| Name of the statute  | Nature of the dues                    | Period to which the amount relates | Amount (Rs. in crore) | Due date          | Date of payment |
|--|---------------------------------------|------------------------------------|-----------------------|-------------------|-----------------|
| The Payment of Bonus Act 1965 and labour welfare fund regulations of respective states | Unpaid Accumulations related to Bonus | 2015 – 16                          | 0.00                  | November 30, 2018 | June 27, 2025   |
|  |                                       | 2015 – 16                          | 0.01                  | November 30, 2018 | Yet to be paid  |
|  |                                       | 2016 – 17                          | 0.07                  | November 30, 2019 | June 27, 2025   |
|  |                                       | 2016 – 17                          | 0.04                  | November 30, 2019 | Yet to be paid  |
|  |                                       | 2017 – 18                          | 0.03                  | November 30, 2020 | June 27, 2025   |
|  |                                       | 2017 – 18                          | 0.02                  | November 30, 2020 | Yet to be paid  |
|  |                                       | 2017 – 18                          | 0.04                  | November 30, 2021 | July 16, 2025   |
|  |                                       | 2018 – 19                          | 0.02                  | November 30, 2021 | June 27, 2025   |
|  |                                       | 2018 – 19                          | 0.02                  | November 30, 2021 | Yet to be paid  |
|  |                                       | 2018 – 19                          | 0.18                  | November 30, 2022 | July 16, 2025   |
|  |                                       | 2019 – 20                          | 0.11                  | November 30, 2022 | June 27, 2025   |
|  |                                       | 2019 – 20                          | 0.02                  | November 30, 2022 | Yet to be paid  |
|  |                                       | 2019 – 20                          | 0.27                  | November 30, 2023 | July 16, 2025   |
|  |                                       | 2019 – 20                          | 0.27                  | November 30, 2023 | July 17, 2025   |

| Name of the statute  | Nature of the dues | Period to which the amount relates | Amount (Rs. in crore) | Due date | Date of payment |
|--|--------------------|------------------------------------|-----------------------|----------|-----------------|
| The Employee Provident Fund and Miscellaneous Provisions Act, 1952 | Provident Fund     | March to October 2019              | 0.17                  | Various  | Yet to be paid  |

**Undisputed Dues as on March 31, 2025**

| Name of the statute  | Nature of the dues                    | Period to which the amount relates | Amount (Rs. in crore) | Due date          | Date of payment |
|--|---------------------------------------|------------------------------------|-----------------------|-------------------|-----------------|
| The Payment of Bonus Act 1965 and labour welfare fund regulations of respective states | Unpaid Accumulations related to Bonus | 2015 – 16                          | 0.02                  | November 30, 2018 | Yet to be paid  |
|  |                                       | 2016 – 17                          | 0.11                  | November 30, 2019 | Yet to be paid  |
|  |                                       | 2017 – 18                          | 0.05                  | November 30, 2020 | Yet to be paid  |
|  |                                       | 2017 – 18                          | 0.04                  | November 30, 2021 | Yet to be paid  |
|  |                                       | 2018 – 19                          | 0.04                  | November 30, 2021 | Yet to be paid  |
|  |                                       | 2018 – 19                          | 0.18                  | November 30, 2022 | Yet to be paid  |
|  |                                       | 2019 – 20                          | 0.13                  | November 30, 2022 | Yet to be paid  |
|  |                                       | 2019 – 20                          | 0.27                  | November 30, 2023 | Yet to be paid  |
| The Employee Provident Fund and Miscellaneous Provisions Act, 1952                     | Provident Fund                        | March to October 2019              | 0.17                  | Various           | Yet to be paid  |

**Undisputed Dues as on March 31, 2024:**

| Name of the statute  | Nature of the dues                    | Period to which the amount relates | Amount (Rs. in crore) | Due date          | Date of payment |
|--|---------------------------------------|------------------------------------|-----------------------|-------------------|-----------------|
| The Payment of Bonus Act 1965 and labour welfare fund regulations of respective states | Unpaid Accumulations related to Bonus | 2015 - 16                          | 0.02                  | November 30, 2018 | Yet to be paid  |
|  |                                       | 2016 - 17                          | 0.11                  | November 30, 2019 | Yet to be paid  |
|  |                                       | 2017 - 18                          | 0.05                  | November 30, 2020 | Yet to be paid  |
|  |                                       | 2017 - 18                          | 0.04                  | November 30, 2021 | Yet to be paid  |

| Name of the statute  | Nature of the dues | Period to which the amount relates | Amount (Rs. in crore) | Due date          | Date of payment |
|--|--------------------|------------------------------------|-----------------------|-------------------|-----------------|
|  |                    | 2018 - 19                          | 0.04                  | November 30, 2021 | Yet to be paid  |
|  |                    | 2018 - 19                          | 0.18                  | November 30, 2022 | Yet to be paid  |
|  |                    | 2019 - 20                          | 0.13                  | November 30, 2022 | Yet to be paid  |
| The Employee Provident Fund and Miscellaneous Provisions Act, 1952 | Provident Fund     | March to October 2019              | 0.17                  | Various           | Yet to be paid  |

**Undisputed Dues as on March 31, 2023:**

| Name of the statute  | Nature of the dues                    | Period to which the amount relates | Amount (Rs. in lakhs) | Due date          | Date of payment |
|--|---------------------------------------|------------------------------------|-----------------------|-------------------|-----------------|
| The Payment of Bonus Act 1965 and labour welfare fund regulations of respective states | Unpaid Accumulations related to Bonus | 2015 – 16                          | 1.60                  | November 30, 2018 | Yet to be paid  |
|  |                                       | 2016 – 17                          | 10.92                 | November 30, 2019 | Yet to be paid  |
|  |                                       | 2017 – 18                          | 5.00                  | November 30, 2020 | Yet to be paid  |
|  |                                       | 2017 – 18                          | 4.37                  | November 30, 2021 | Yet to be paid  |
|  |                                       | 2018 – 19                          | 3.92                  | November 30, 2021 | Yet to be paid  |
|  |                                       | 2018 – 19                          | 17.55                 | November 30, 2022 | Yet to be paid  |
|  |                                       | 2019 – 20                          | 13.32                 | November 30, 2022 | Yet to be paid  |
| The Employee Provident Fund and Miscellaneous Provisions Act, 1952                     | Provident Fund                        | March to October 2019              | 17.36                 | Various           | Yet to be paid  |

**XXII. Details of pending litigation involving the Issuer, promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the Issuer, which may affect the Issuer or the investor's decision to invest /continue to invest in the debentures and/or non-convertible redeemable preference shares: None**

**XXIII. Details of acts of material frauds committed against the Issuer in the preceding three financial years and current financial year, if any, and if so, the action taken by the Issuer: None**

**XXIV. Details of pending proceedings initiated against the Issuer for economic offences, if any:**

| S. No. | Authority  | Case No.               | Last Date of Hearing | Next Date of Hearing | Background  | Steps Issued by  | Current status   |
|--------|--|------------------------|----------------------|----------------------|---|--|--|
| 1      | Enforcement Directorate, Ministry of Finance, Government of India, Cochin Zonal Office, A K Sheshadri Road, Cochin-682 011 | T3/42/K CZO/20 19/1939 | January 29, 2020     | -                    | ED cochin issued summons under section 37(1) and (3) of the Foreign Exchange Management Act, 1999 read with section 131(1) of the Income Tax Act, 1961 and section 30 of the Code of Civil Procedure 1908. The said investigation by ED pertains to the compliance of the Issuer with relevant financial regulations, including the Foreign Exchange Management Act (FEMA). | Various documents and information have been submitted in response to the summons including details of immovable properties, inward and outward remittances, bank accounts, and income tax returns. | While the last date of hearing was on January 29, 2020, as no adverse orders have been passed by the Enforcement Directorate to date and no closure report has been issued, this investigation is considered open. |

**XXV. Related party transactions entered during the preceding three financial years and current financial year with regard to loans made or, guarantees given or securities provided:**

Related party transactions (Consolidated):

(INR in crores)

| Name of related party                         | Nature of transaction                     | Current financial year (until June 30, 2025) | March 31, 2025 | March 31, 2024 | March 31, 2023 |
|---|---|--|----------------|----------------|----------------|
| Manipal Hospitals (Dwarka) Private Limited    | Interest Income on ICD                    | -  | -              | 9.12           | 12.59          |
|   | ICD given during the year                 | -  | -              | -              | 259.80         |
|   | ICD repayment received the year           | -  | -              | 259.80         | -              |
|   | Interest Income received on ICD repayment | -  | -              | 19.54          | -              |
| Manipal Hospitals (Bengaluru) Private Limited | Interest expense on ICD                   | -  | 1.17           | -              | -              |
|   | Inter corporate deposits (ICD) received   | -  | 56.00          | -              | -              |

| Name of related party  | Nature of transaction                   | Current financial year (until June 30, 2025) | March 31, 2025 | March 31, 2024 | March 31, 2023 |
|--|---|--|----------------|----------------|----------------|
|  | Inter corporate deposits (ICD) repaid   | -  | 56.00          | -              | -              |
|  | Repayment of interest on ICD            | -  | 1.05           | -              | -              |
| Manipal Hospitals Synergie Private Limited (formerly known as Medica Synergie Private Limited) | Interest expense on ICD                 | -  | 0.90           | -              | -              |
|  | Inter corporate deposits (ICD) repaid   | 3.00   | 42.00          | -              | -              |
|  | Interest on ICD Repayment               | 0.81   | -              | -              | -              |
|  | Inter corporate deposits (ICD) received | -  | 45.00          | -              | -              |

## Related party transactions (Standalone):

(INR in crores)

| Name of related party  | Nature of transaction                     | Current financial year (until June 30, 2025) | March 31, 2025 | March 31, 2024 | March 31, 2023 |
|--|---|--|----------------|----------------|----------------|
| Manipal Hospitals (Dwarka) Private Limited   | Interest Income on ICD                    | -  | -              | 9.12           | 12.59          |
|  | ICD given during the year                 | -  | -              | -              | 259.80         |
|  | ICD repayment received the year           | -  | -              | 259.80         | -              |
|  | Interest Income received on ICD repayment | -  | -              | 19.54          | -              |
| Manipal Hospitals (East) India Private Limited (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | ICD given during the year                 | 96.00  | 314.90         | -              | -              |
|  | ICD repayment received the year           | 81.50  | 335.95         | -              | -              |
|  | Interest Income received on ICD repayment | -  | 4.54           | -              | -              |
|  | Interest Income on ICD                    | 0.42   | 3.82           | 1.62           | -              |

**XXVI. Consent of directors, auditors, bankers to issue, trustees, solicitors or advocates to the issue, legal advisors to the issue, lead managers to the issue, Registrar to the Issue, and lenders (if required, as per the terms of the agreement) and experts:**

Please see the relevant Key Information Document for consents in relation to issue of Debentures.

**XXVII. The name(s) of the debentures trustee(s) shall be mentioned with statement to the effect that debenture trustee(s) has given its consent for appointment along with copy of the consent letter from the debenture trustee**

As specified in the relevant Key Information Document

**XXVIII. If the security is backed by a guarantee or letter of comfort or any other document / letter with similar intent, a copy of the same shall be disclosed. In case such document does not contain detailed payment structure (procedure of invocation of guarantee and receipt of payment by the investor along with timelines), the same shall be disclosed in the offer document.**

As set out in the relevant Key Information Document.

**XXIX. Disclosure of cash flow with date of interest/dividend/ redemption payment as per day count convention:**

**A The day count convention for dates on which the payments in relation to the non-convertible securities which need to be made:** As per the Key Information Document

**B Procedure and time schedule for allotment and issue of securities:** As per the Key Information Document

**C Cash flows emanating from the non-convertible securities, by way of an illustration:** As per the Key Information Document

**XXX. Other details:**

**(a) Creation of Debenture Redemption Reserve (“DRR”) – relevant legislations and applicability:**

As provided under the relevant Key Information Document

**(b) Issue/instrument specific regulations - relevant details**

The Issue of Debentures shall be in conformity with the applicable provisions of the Companies Act including the relevant notified rules thereunder, the SEBI NCS Regulations, the SEBI NCS Master Circular and other applicable regulations, guidelines and directions issued by SEBI.

**(c) Default in payment**

As set out in the relevant Key Information Document.

**(d) Delay in payment**

As set out in the relevant Key Information Document.

**(e) Delay in allotment of securities**

As set out in the relevant Key Information Document.

**(f) Issue details**

As set out in the relevant Key Information Document.

**(g) Application process:**

Please refer to the section ‘Application Process’ in the relevant Key Information Document.

**(h) Disclosure prescribed under PAS-4 of Companies (Prospectus and Allotment of Securities), Rules, 2014 but not contained in this schedule, if any:**

All disclosures under Form No. PAS-4 of Companies (Prospectus and Allotment of Securities), Rules, 2014 have been set out in the relevant Key Information Document for each Issuance.

- (i) **Project details: Gestation period of the project; extent of progress made in the project; deadlines for completion of the project; the summary of the project appraisal report (if any), schedule of implementation of the project, if any):**

Not applicable.

**XXXI. Disclosures pertaining to wilful defaulter**

If the Issuer or the Promoter's or the Issuer's director is declared wilful defaulter: No

|  |    |
|--|----|
| Name of the bank declaring the entity as a wilful defaulter  | NA |
| The year in which the entity is declared as a wilful defaulter   | NA |
| Outstanding amount when the entity is declared as a wilful defaulter                                   | NA |
| Name of the entity declared as a wilful defaulter  | NA |
| Steps taken, if any, for the removal from the list of wilful defaulters                                | NA |
| Other disclosures, as deemed fit by the issuer in order to enable investors to take informed decisions | NA |
| Any other disclosure as specified by SEBI  | NA |

**XXXII. Additional Disclosures and Reports**

- A. **If the proceeds, or any part of the proceeds, of the Issue are or is to be applied directly or indirectly:**

- (a) **in the purchase of any business; or**
- (b) **in the purchase of an interest in any business and by reason of that purchase, or anything to be done in consequence thereof, or in connection therewith,**
- (c) **the Issuer shall become entitled to an interest in either the capital or profits and losses or both, in such business exceeding fifty per cent. thereof, a report made by a chartered accountant (who shall be named in the General Information Document) upon:**
- (i) **the profits or losses of the business for each of the three financial years immediately preceding the date of the issue of the General Information Document; and**
- (ii) **the assets and liabilities of the business as on the latest date to which the accounts of the business were made up, being a date not more than one hundred and twenty days before the date of the issue of the General Information Document.**

As per the relevant Key Information Document.

- B. **In purchase or acquisition of any immovable property including indirect acquisition of immovable property for which advances have been paid to third parties, disclosures regarding:**

- (a) **the names, addresses, descriptions and occupations of the vendors;**
- (b) **the amount paid or payable in cash, to the vendor and where there is more than one vendor, or the company is a sub-purchaser, the amount so paid or payable to each vendor, specifying separately the amount, if any, paid or payable for goodwill;**
- (c) **the nature of the title or interest in such property proposed to be acquired by the company; and**
- (d) **the particulars of every transaction relating to the property completed within the two preceding years, in which any vendor of the property or any person who is or was at the time of the transaction, a promoter or a director or proposed director of the company, had any interest, direct or indirect, specifying the date of the transaction and the name of such promoter, director or proposed director and stating the amount payable by or to such vendor, promoter, director or proposed director in respect of the transaction;**

As per the relevant Key Information Document.

**C. If:**

- (a) **the proceeds, or any part of the proceeds, of the Issue are or are to be applied directly or indirectly and, in any manner resulting in the acquisition by the Issuer of shares in any other body corporate; and**
- (b) **by reason of that acquisition or anything to be done in consequence thereof or in connection therewith, that body corporate shall become a subsidiary of the Issuer, a report shall be made by a chartered accountant (who shall be named in the General Information Document) upon:**
  - (i) **the profits or losses of the other body corporate for each of the three financial years immediately preceding the issue of the issue document; and**
  - (ii) **the assets and liabilities of the other body corporate as on the latest date to which its accounts were made up.**

As per the relevant Key Information Document.

**D. The said report shall:**

- (a) **indicate how the profits or losses of the other body corporate dealt with by the report would, in respect of the shares to be acquired, have concerned members of the Issuer and what allowance would have been required to be made, in relation to assets and liabilities so dealt with for the holders of the balance shares, if the Issuer had at all material times held the shares proposed to be acquired; and**
- (b) **where the other body corporate has subsidiaries, deal with the profits or losses and the assets and liabilities of the body corporate and its subsidiaries in the manner as provided in paragraph (C) (b) above.**

As per the relevant Key Information Document.

**E. The broad lending and borrowing policy including summary of the key terms and conditions of the term loans such as re-scheduling, prepayment, penalty, default; and where such lending or borrowing is between the Issuer and its subsidiaries or associates, matters relating to terms and conditions of the term loans including rescheduling, prepayment, penalty, default.**

The Company does not have any borrowing or lending policy as it is not in the business of lending. However, any loans to or from its group companies are given/taken in compliance with the Companies Act, 2013.

**F. The aggregate number of securities of the issuer company and its subsidiary companies purchased or sold by the promoter group, and by the directors of the company, which is a promoter of the issuer company, and by the directors of the issuer company and their relatives, within six months immediately preceding the date of filing the issue document with the Registrar of Companies, shall be disclosed:**  
None

**G. The matters relating to:**

**a. Material contracts:**

By the very nature and volume of its business, the Company is involved in a large number of transactions involving financial obligations and therefore it may not be possible to furnish details of all material contracts and agreements involving financial obligations of the Company. However, the contracts referred to below which are or may be deemed to be material for the issue have been entered into by the Company:

- (i) Certified true copy of the memorandum of association & articles of association of the Issuer.
- (ii) Certified true copy of the certificate of incorporation of the Company.
- (iii) Board Resolution authorizing the issue of Debentures under the relevant Key Information Documents.
- (iv) Debenture Trustee Agreement entered between the Issuer and Debenture Trustee;

- (v) Debenture Trust Deed entered between the Issuer and Debenture Trustee;
- (vi) Credit rating communication letter dated July 31, 2025 from the Credit Rating Agency;
- (vii) Consent from Vistra ITCL (India) Limited to act as debenture trustee vide their letter dated August 26, 2025;
- (viii) Consent from KFin Technologies Limited to act as the Registrar and Transfer Agent vide their letter dated August 05, 2025;
- (ix) Security Documents in relation to the specific issuance.

**b. Time and place at which the contracts together with documents will be available for inspection from the date of the General Information Document until the date of closing of subscription list:**

These contracts and also the documents for inspection referred to hereunder, may be inspected as follows:

- i. Constitutional documents of the Issuer can be inspected at the registered office of the Issuer, from 10:00 A.M. to 06:00 P.M., on all Working Days.
- ii. Transaction Documents can be inspected at the office of the Debenture Trustee to the specific issuances.

**H. Reference to the relevant note number of the audited financial statement which sets out the details of the related party transactions entered during the three financial years immediately preceding the issue of issue document:**

| Financial Year | Note number of the audit financial statement which sets out the details of the related party transactions                               |
|----------------|---|
| FY 2024-2025   | Refer note 32 of consolidated financial statement and note 31 of standalone financial statement attached herewith as Schedule II.       |
| FY 2023-2024   | Refer note 33 of consolidated financial statement and Refer note 32 of standalone financial statement attached herewith as Schedule II. |
| FY 2022-2023   | Refer note 32 of standalone financial statement attached herewith as Schedule II.   |

**I. The summary of reservations or qualifications or adverse remarks of auditors in the three financial years immediately preceding the year of issue of this General Information Document, and of their impact on the financial statements and financial position of the Issuer, and the corrective steps taken and proposed to be taken by the Issuer for each of the said reservations or qualifications or adverse remarks: None**

**J. The details of:**

- a. any inquiry, inspections or investigations initiated or conducted under the securities laws or Companies Act, 2013 (18 of 2013) or any previous companies' law (as applicable) in the three years immediately preceding the year of issue of issue document in the case of the Issuer being a company and all of its subsidiaries: None
- b. prosecutions filed, if any (whether pending or not) in the three years immediately preceding the year of issue of issue document in the case of the issuer being a company and all of its subsidiaries:

| S. No. | Area     | Title              | Case No.       | Last Date of Hearing | Next Date of Hearing | Background               | Steps by Issuer/ its subsidiaries | Current status | Amount involved |
|--------|----------|--------------------|----------------|----------------------|----------------------|--------------------------|-----------------------------------|----------------|-----------------|
| 1      | Criminal | Government vs Anuj | CC No. 6404 of | February             | August 14,           | Inspection of canteen of | We have moved                     | Open           | Rs. 100,000     |

| S. No. | Area | Title                                  | Case No. | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Issuer/ its subsidiaries  | Current status | Amount involved |
|--------|------|--|----------|----------------------|----------------------|--|--|----------------|-----------------|
|        |      | Dixith and Manipal Hospitals Ghaziabad | 2023     | 04, 2025             | 2025                 | MHPL hospital in Ghaziabad by Food safety office Ghaziabad in which MHPL sample of red chilli powder was collected and tested- The test report suggested traces of synthetic colour Sudan II beyond permissible limits | an application in the court for removal of the name of the director(s) from the case |                |                 |

- c. **finest imposed or offences compounded, in the three years immediately preceding the year of issue of issue document in the case of the issuer being a company and all of its subsidiaries:**

| S. No. | Company | Area       | Title / Authority                   | Case No.  | Last Date of Hearing | Next Date of Hearing | Background  | Steps by Issuer/ its subsidiaries | Current status | Amount involved |
|--------|---------|------------|-------------------------------------|---|----------------------|----------------------|---|-----------------------------------|----------------|-----------------|
| 1      | MHPL    | Regulatory | Columbia Asia Palam Vihar V/s HSPCB | Appeal bearing no 148/21 in the Environmental Appellate Authority | February 20, 2025    | October 20, 2025     | Notice dated January 12, 2022 File No-HSPCB-260001/124/2021- region Gurugram North-HSPCB I/88996/2022 regarding non-compliance of order regarding payment of Environmental Compensation to a tune of Rs. 1.04 Crores (Order dated September 13, 2021 No-1/64528/2021 HSPCB) | We have deposited Rs. 1,20,00,000 | Open           | Rs. 1,04,00,000 |

ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS

| S. No. | Company | Area                  | Title / Authority  | Case No.   | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Issuer/ its subsidiaries              | Current status | Amount involved  |
|--------|---------|-----------------------|--|--|----------------------|----------------------|--|--|----------------|------------------|
| 2      | MHEI PL | Regulatory            | Manipal Hosptials (East) India Pvt Ltd ; 2 Dr Saktima ya Mahapatra Vs1) State of Odisha 2)Jt Secretar y, office of Governo r 3) Adtl Chief Secy, Odisha 4) Jt Director Estate 5) Director of Estates | WP(C) /20670 /2025                                     | July 31, 2025        | September 11, 2025   | For the lease deed name transfer from AMRI to Manipal Hospital, the Govt. demanded that since there is change in company, they asked to deposit consent fee of Rs.65 crore. On July 31, 25 the court heard the matter and asked to Govt not to take any further action till further hearing. | Filed a Writ Petition in High Court of Cuttack | Open           | Rs. 65,47,00,000 |
| 3      | MHPL    | Goods and Service Tax | Deputy Commissioner, Dept. of Excise & Taxation , Government of Punjab   | Order number GST-33/2022-23 (DIN:20230150ZH000000E10B) | -                    | -                    | Penalty imposed on non-payment of GST on unregistered person, Rental income, reversal of ineligible and wrongly availed ITC  | Amount paid by the Company                     | Closed         | Rs. 61,000       |
| 4      | MHPL    | Goods and Service Tax | Deputy Commissioner, Dept. of Excise & Taxation , Government of Punjab   | Order number GST-11 /2023-24(DIN:20231150ZH0000333A08) | -                    | -                    | Penalty imposed on reversal of ineligible and wrongly availed ITC  | Amount paid by the Company                     | Closed         | Rs. 5,000        |
| 5      | MHPL    | Goods and Service Tax | Superintendent, Dept. of Excise & Taxation ,   | Order number 02/DK/R-14/N-                             | -                    | -                    | 10 % on Wrongly availed ITC of Rs 2,26,390/- of FY 18-19   | Amount paid by the Company                     | Closed         | Rs. 23,000       |

**ELIGIBLE INVESTORS: FOREIGN PORTFOLIO INVESTORS**

| S. No. | Company | Area                            | Title / Authority   | Case No.  | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Issuer/ its subsidiaries                                      | Current status | Amount involved |
|--------|---------|---------------------------------|---|---|----------------------|----------------------|--|--|----------------|-----------------|
|        |         |                                 | Government of Punjab  | 2/23-24(DIN:2024 035200 000077 7CAC)                              |                      |                      |  |  |                |                 |
| 6      | MHPL    | Punjab Value Added Tax          | Excise and Taxation Officer, Dept. of Excise & Taxation, Government of Punjab | Order number 394 and 447  | -                    | -                    | Penalty imposed due to incomplete records, non-submission of details required for VAT assessment etc.  | Amount paid by the Company   | Closed         | Rs. 6,000       |
| 7      | MHPL    | Finance Act, 1994 (Service Tax) | Deputy Commissioner of Central Tax, ED-5, GST East Commissionerate, Bengaluru | Order number OIO No.199 /2022 Dated:- 31.03.2022                  | -                    | -                    | Penalty imposed on non-payment of service tax under RCM on services received from Director.  | Appeal filed with Commissioner of Central Tax (Appeals -I) - Bengaluru | Open           | Rs. 43,07,302   |
| 8      | MHPL    | Goods and Service Tax           | Superintendent, Range-14, CGST Division                                       | Order number O-I-O No. 02/DK/R-14/N-2/23-24 Dated 14-03-2024      | -                    | -                    | Penalty imposed in Adjudication order on excess claim of ITC of the suppliers whose registration has been cancelled retrospectively or GSTR-3B not filed | Reponse filed with Superintendent, Range-14, CGST Division             | Open           | Rs. 22,639      |
| 9      | MHPL    | Goods and Service Tax           | Joint Commissioner, Central GST, Pune -II, Commissionerate                    | Order number OIO No. CGST/PUNE-II/JC/GST/64/2024-25 Dated 20.01.2 | -                    | -                    | Penalty imposed on non-payment of GST on covid-19 vaccines and vaccination charges   | Writ Petition filed on High Court of Karnataka                         | Open           | Rs. 2,38,04,457 |

| S. No. | Company | Area                            | Title / Authority  | Case No.   | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Issuer/ its subsidiaries  | Current status | Amount involved  |
|--------|---------|---------------------------------|--|--|----------------------|----------------------|--|--|----------------|------------------|
|        |         |                                 |  | 025  |                      |                      |  |  |                |                  |
| 10     | MHPL    | Goods and Service Tax           | Superintendent of Central Tax, Range CED 5, DIV -5, East Commissionerate | Order number GEXCOM/SOR/5778/2024-CGST-RANGE-C-DIV-5-COMMRTE - BENGALURU(E) Dated - 28.03.2024 | -                    | -                    | Penalty imposed due to difference in GSTR-1 vs GSTR-3B liability & turnover, Reversal of ITC                           | Response submitted to Superintendent of Central Tax, Range CED 5, DIV -5, East Commissionerate | Open           | Rs. 2600         |
| 11     | MHEIPL  | Finance Act, 1994 (Service Tax) | Additional Commissioner – CGST&CX  | Order number 03/ADC/ST-II/2024-25 Dated 25.04.2024   | -                    | -                    | Penalty imposed on non-payment of service tax on consideration received in the form of discounts on medicine purchased | Appeal filed with Commissioner Appeals-1 (Kolkata)   | Open           | Rs. 1,98,62,427  |
| 12     | MHEIPL  | Goods and Service Tax           | Additional Commissioner – CGST&CX  | Order number 48/ADC/CGST&CX/SOUTH/KOHL/24-25 Dated 08-01-2025                                  | -                    | -                    | Penalty imposed on non-payment of GST on consideration received in the form of discounts on medicine purchased         | Appeal filed with High Court, Calcutta   | Open           | Rs. 13,56,53,812 |

| S. No. | Company | Area                  | Title / Authority                               | Case No.   | Last Date of Hearing | Next Date of Hearing | Background   | Steps by Issuer/ its subsidiaries                                   | Current status | Amount involved |
|--------|---------|-----------------------|---|--|----------------------|----------------------|--|---|----------------|-----------------|
| 13     | MHEI PL | Goods and Service Tax | Superintendent of Central Taxes                 | Order number 05/OI O/R-II/TOLLY/CGST&C X/KO L-S/2024-25 Dated 29.04.2024 | -                    | -                    | Penalty imposed on on short payment of RCM liability in GSTR-3B in comparison to GSTR-2A and non-payment of interest on late filing of GSTR-3B | Response submitted to Office of the Superintendent of Central Taxes | Open           | Rs. 44,496      |
| 14     | MHEI PL | Goods and Service Tax | Additional State Tax Officer, CT&GST, Circle-IV | ZD210 923004 8140  | -                    | -                    | Penalty imposed on Short payment of GST Liab. in GSTR-3B vs GSTR-9   | Proceedings Closed on submission of response by the Company         | Closed         | Rs. 20,000      |
| 15     | MHEI PL | Income Tax            | CIT Appeals – NFAC, Delhi                       | NFAC/ 2021-22/104 30606  | -                    | -                    | Inaccurate particulars of income - Prior period Interest on loan   | Filed appeal with CIT(A)  | Open           | Rs. 50,28,000   |
| 16     | MHEI PL | Income Tax            | ITO, NFAC, Delhi                                | ITBA/PNL/F 270A/2021-22/103 464579 6(1)                                  | -                    | -                    | Under reporting of income - Interest income on IT refund   | No appeal preferred   | Closed         | Rs. 7,95,000    |

**Reference:** (i) Manipal Hospitals India Private Limited (“MHPL”) (ii) Manipal Hospitals (East) India Private Limited (“MHEIPL”)

**K. The details of acts of material frauds committed against the issuer in the preceding three financial years and current financial year, if any, and actions taken by the issuer:** None

#### 5. SUMMARY OF TERMS

| S. No. | Terms   | Details   |
|--------|---|---|
| 1.     | Security Name (Name of the non-convertible securities which includes (Coupon/dividend, Issuer Name and maturity year) | As per the relevant Key Information Document.           |
| 2.     | Issuer  | Manipal Hospitals Private Limited, a company registered |

**5. SUMMARY OF TERMS**

| <b>S. No.</b> | <b>Terms</b>  | <b>Details</b>  |
|---------------|---|---|
|               |   | under the Companies Act, 2013.  |
| 3.            | Type of Instrument  | As per the relevant Key Information Document.   |
| 4.            | Nature of Instrument (Secured or Unsecured)   | As per the relevant Key Information Document.   |
| 5.            | Seniority   | As per the relevant Key Information Document.   |
| 6.            | Eligible Investors  | As per the relevant Key Information Document.   |
| 7.            | Listing (name of stock Exchange(s) where it will be listed and timeline for listing)  | BSE   |
| 8.            | Rating of the Instrument  | As per the relevant Key Information Document.   |
| 9.            | Issue Size  | As per the relevant Key Information Document.   |
| 10.           | Minimum subscription  | As per the relevant Key Information Document  |
| 11.           | Option to retain oversubscription (amount)  | As per the relevant Key Information Document.   |
| 12.           | Option to retain oversubscription (amount)  | Not applicable  |
| 13.           | Objects of the Issue / Purpose for which there is requirement of funds  | As per the relevant Key Information Document.   |
| 14.           | In case the issuer is a NBFC and the objects of the issue entail loan to any entity who is a 'group company' then disclosures shall be made in the following format | Not Applicable  |
| 15.           | Details of the utilization of the Proceeds  | Same as the row titled "Objects of the Issue / Purpose for which there is requirement of funds" |
| 16.           | Coupon Rate   | As per the relevant Key Information Document.   |
| 17.           | Step Up/Step Down Coupon Rate   | As per the relevant Key Information Document.   |
| 18.           | Coupon Payment Frequency  | As per the relevant Key Information Document.   |
| 19.           | Coupon Payment Date(s)  | As per the relevant Key Information Document.   |
| 20.           | Coupon Type (Fixed, floating, or other structure)   | As per the relevant Key Information Document.   |
| 21.           | Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc).  | As per the relevant Key Information Document.   |
| 22.           | Day Count Basis (Actual/Actual)   | Actual / Actual   |
| 23.           | Interest on Application Money   | As per the relevant Key Information Document.   |
| 24.           | Default Interest Rate   | As per the relevant Key Information Document.   |
| 25.           | Tenor   | As per the relevant Key Information Document.   |
| 26.           | Redemption Date   | As per the relevant Key Information Document.   |
| 27.           | Redemption Amount   | As per the relevant Key Information Document.   |
| 28.           | Redemption Premium /Discount  | As per the relevant Key Information Document.   |

**5. SUMMARY OF TERMS**

| <b>S. No.</b> | <b>Terms</b>   | <b>Details</b>  |
|---------------|--|---|
| 29.           | Issue Price  | As per the relevant Key Information Document.           |
| 30.           | Discount at which security is issued and the effective yield as a result of such discount.   | Not applicable  |
| 31.           | Premium/ Discount at which security is redeemed and the effective yield as a result of such premium/ discount.   | Not applicable  |
| 32.           | Put Date   | As per the relevant Key Information Document.           |
| 33.           | Put Price  | As per the relevant Key Information Document.           |
| 34.           | Call Date  | As per the relevant Key Information Document.           |
| 35.           | Call Price   | As per the relevant Key Information Document.           |
| 36.           | Put Notification Time (Timelines by which the investor needs to intimate Issuer before exercising the put)   | As per the relevant Key Information Document.           |
| 37.           | Call Notification Time (Timelines by which the Issuer need to intimate investor before exercising the call)  | As per the relevant Key Information Document.           |
| 38.           | Face Value   | As per the relevant Key Information Document.           |
| 39.           | Minimum Application and in multiples of thereafter   | As per the relevant Key Information Document.           |
| 40.           | Issue Timing   | As per the relevant Key Information Document.           |
| 41.           | Issue Opening Date   | As per the relevant Key Information Document.           |
| 42.           | Issue Closing Date   | As per the relevant Key Information Document.           |
| 43.           | Date of earliest closing of the issue, if any.   | As per the relevant Key Information Document.           |
| 44.           | Pay-in Date  | As per the relevant Key Information Document.           |
| 45.           | Deemed Date of Allotment   | As per the relevant Key Information Document.           |
| 46.           | Settlement mode of the Instrument  | RTGS, NEFT, electronic clearing services, direct credit |
| 47.           | Settlement Cycle   | As per the relevant Key Information Document.           |
| 48.           | Depository   | NSDL and CDSL   |
| 49.           | Disclosure of Coupon/ Redemption dates   | As per the relevant Key Information Document.           |
| 50.           | Record Date  | As per the relevant Key Information Document.           |
| 51.           | All covenants of the issue (including side letters, accelerated payment clause, etc.)  | As per the relevant Key Information Document.           |
| 52.           | Description regarding Security (where applicable) including type of security (movable/immovable/tangible etc.), type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover | As per the relevant Key Information Document.           |

**5. SUMMARY OF TERMS**

| <b>S. No.</b> | <b>Terms</b>  | <b>Details</b>   |
|---------------|---|--|
| 53.           | Replacement of security, interest to the debenture holder over and above the coupon rate as specified in the Trust Deed and disclosed in the issue document | As per the relevant Key Information Document.  |
| 54.           | Transaction Documents   | As per the relevant Key Information Document.  |
| 55.           | Conditions Precedent to Disbursement  | As per the relevant Key Information Document.  |
| 56.           | Condition Subsequent to Disbursement  | As per the relevant Key Information Document.  |
| 57.           | Event of Default (including manner of voting /conditions of joining Inter Creditor Agreement)   | As per the relevant Key Information Document.  |
| 58.           | Creation of recovery expense fund   | <p>(a) The Issuer agrees and undertakes to create a Recovery Expense Fund, to the extent applicable, in accordance with Regulation 11 of the SEBI NCS Regulations and the SEBI Debenture Trustee Master Circular and inform the Debenture Trustee about the same.</p> <p>(b) The Debenture Trustee shall follow the procedure set out in the SEBI Debenture Trustee Master Circular for utilisation of the Recovery Expense Fund and be obligated to keep proper account of all expenses, costs including but not limited to legal expenses, hosting of meetings etc., incurred out of the Recovery Expense Fund towards enforcement of Encumbrance or legal proceedings.</p> <p>(c) The balance in the Recovery Expense Fund shall be refunded to the Issuer on repayment of the Debt in accordance with the terms of the Transaction Documents for which a 'no objection certificate' shall be issued by the Debenture Trustee to the Stock Exchange. The Debenture Trustee shall satisfy itself that there is no 'default' on any other listed debentures of the Issuer before issuing such 'No Objection Certificate'.</p> |
| 59.           | Conditions for breach of covenants (as specified in Debenture Trust Deed)   | As per the relevant Key Information Document.  |
| 60.           | Provisions related to Cross Default Clause  | As per the relevant Key Information Document.  |
| 61.           | Roles and Responsibilities of Debenture Trustee   | As per the relevant Key Information Document.  |
| 62.           | Risk factors pertaining to the issue  | Please refer to the section titled "Risk Factors" above.   |
| 63.           | Governing Law and Jurisdiction  | As per the relevant Key Information Document.  |
| 64.           | Manner of bidding in the Issue, i.e., open bidding or closed bidding  | As per the relevant Key Information Document.  |
| 65.           | Manner of allotment in the Issue i.e. uniform yield allotment or multiple yield allotment   | As per the relevant Key Information Document.  |
| 66.           | Manner of settlement in the Issue i.e. through clearing corporation or through  | As per the relevant Key Information Document.  |

**5. SUMMARY OF TERMS**

| <b>S. No.</b> | <b>Terms</b>   | <b>Details</b>  |
|---------------|--|---|
|               | escrow bank account of the Issuer  |   |
| 67.           | Settlement cycle i.e. T+1 or T+2 day   | As per the relevant Key Information Document.   |
| 68.           | Issuance mode of the instrument  | As per the relevant Key Information Document.   |
| 69.           | Trading mode of the instrument   | As per the relevant Key Information Document.   |
| 70.           | Business day convention  | As per the relevant Key Information Document.   |
| 71.           | Terms and conditions of the Debenture Trustee Agreement including fees charged by the Debenture Trustee, details of security to be created and process of due diligence carried out by Debenture Trustee | As per the relevant Key Information Document.   |
| 72.           | Process of due diligence carried out by the debenture trustee  | <p>The Debenture Trustee has carried out due diligence in accordance with the manner prescribed in the SEBI Debenture Trustees Master Circular. The due diligence broadly includes the following:</p> <ol style="list-style-type: none"> <li>1. A chartered accountant appointed by the Debenture Trustee will be conducting an independent due diligence as per scope provided by the Debenture Trustee and the information provided by the Issuer in respect of the security being provided by the Issuer in respect of the Secured Debentures.</li> <li>2. If any security is being created, the chartered accountant will verify and ensure that the assets provided by the Issuer for creation of security are free from any encumbrances or necessary permission or consent has been obtained from existing charge holders.</li> <li>3. Periodical due diligence will be carried out by the Debenture Trustee in accordance with the SEBI Debenture Trustees Master Circular read along with the SEBI (Debenture Trustees) Regulations, 1993 and the relevant circulars issued by SEBI from (as amended from time to time) as per the nature of security provided by the Issuer in respect of the Secured Debentures.</li> <li>4. The Debenture Trustee will issue such necessary certificate(s) in relation to the due diligence carried out by it and such certificate(s) will be available on Stock Exchanges from time to time for information of the Debenture Holders.</li> </ol> <p>Due diligence will be carried out in accordance with Applicable Law and the Debenture Trustee will not be responsible for misinformation provided by Issuer)</p> <p>If the Debentures proposed to be issued are secured then it shall be considered as secured only if the charged asset is registered with Sub-registrar and Registrar of Companies or CERSAI or Depository etc., as applicable, or</p> |

**5. SUMMARY OF TERMS**

| S. No. | Terms                     | Details   |
|--------|---------------------------|---|
|        |                           | is independently verifiable by the Debenture Trustee within 30 days from the date of Security Creation.   |
| 73.    | Due Diligence Certificate | <p>Due diligence certificate from the Debenture Trustee as per the format specified in Annexure II-A of the SEBI Debenture Trustee Master Circular.</p> <p>Due diligence certificate from the Debenture Trustee as per the format specified in Annexure II-B of the SEBI Debenture Trustee Master Circular.</p> <p>Due diligence certificate from the Debenture Trustee in the format as specified in Schedule IV of the SEBI NCS Regulations enclosed as Schedule III.</p> <p>The due diligence certificate in Annexure II-A of the SEBI Debenture Trustee Master Circular and Schedule IV of the SEBI NCS Regulations as mentioned above will be submitted to the Stock Exchange along with the General Information Document.</p> |

**Notes:**

- a. If there is any change in Coupon Rate pursuant to any event including lapse of certain time period or downgrade in rating, then such new Coupon Rate and events which lead to such change shall be duly disclosed.
- b. The list of documents which has have been executed in connection with the issue and subscription of debentures shall be annexed to the relevant Key Information Document.
- c. The Issuer shall provide granular disclosures in their issue document, with regards to the “Object of the Issue” including the percentage of the issue proceeds earmarked for each of the “object of the issue”.

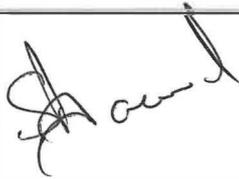
## 6. DECLARATION

It is hereby confirmed and declared that:

- (a) the Issuer is in compliance with the provisions of the Securities Contracts (Regulation) Act, 1956, Companies Act and the Securities and Exchange Board of India Act, 1992 and the rules and regulations made thereunder and nothing in this General Information Document is contrary to the provisions of the Securities Contracts (Regulation) Act, 1956, Companies Act and the Securities and Exchange Board of India Act, 1992 and the rules and regulations made thereunder;
- (b) the compliance with the Securities and Exchange Board of India Act, 1992 and the rules made thereunder does not imply that payment of Coupon or repayment of the Debentures, is guaranteed by the central government;
- (c) the monies received under the Issue shall be used only for the purposes and objects indicated in the General Information Document and the relevant Key Information Document;
- (d) whatever is stated in this General Information Document and in the attachments thereto is true, correct, and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the memorandum of association and articles of association of the Issuer. It is further declared and verified that all the required attachments have been completely, correctly, and legibly attached to this form.
- (e) the contents of the General Information Document and the relevant Key Information Document(s) have been perused by the Board of Directors, and the final and ultimate responsibility of the contents mentioned herein shall also lie with the Board of Directors;
- (f) the permanent account number, Aadhaar Number, driving license number, bank account number(s), passport number and personal address of the promoters of the Issuer and permanent account number of the directors of the Issuer have been submitted to the BSE;
- (g) the Issuer has no side letter with any debt securities holder except the ones disclosed in this General Information Document and/or the relevant Key Information Agreement. Any covenants later added shall be disclosed on the website of the BSE; and
- (h) we are duly authorised to attest as per this clause by the Board of Directors or the governing body, as the case may be, by a resolution, a copy of which is also disclosed in this General Information Document or under the relevant Key Information Document(s).

We, Dr. H Sudarshan Ballal, Director and Mr. Sameer Agarwal, Director, are authorised by the Board of Directors of the Issuer *vide* resolution dated July 09, 2025 to sign the General Information Document and the relevant Key Information Document(s) and declare that all the requirements of Companies Act and the rules made thereunder in respect of this subject matter of the General Information Document and the relevant Key Information Document(s) and matters incidental thereto have been complied with. It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to the General Information Document and the relevant Key Information Document, as required.

**For Manipal Hospitals Private Limited**

|   |   |
|---|---|
| <br><b>Name: Dr. H Sudarshan Ballal</b><br><b>Designation: Director</b><br><b>Date: September 1, 2025</b><br><b>Place: Bengaluru</b> | <br><b>Name: Sameer Agarwal</b><br><b>Designation: Director</b><br><b>Date: September 1, 2025</b><br><b>Place: Bengaluru</b> |
|---|---|



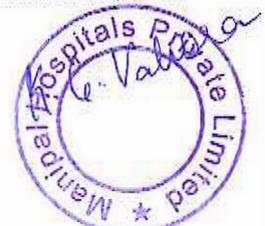
**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS ("BOARD") OF MANIPAL HOSPITALS PRIVATE LIMITED ("COMPANY") HELD ON JULY 09, 2025 AT 07:45 P.M. AT BOARD ROOM, THE ANNEXE, #98/2 RUSTOM BAGH, HAL AIRPORT ROAD, BANGALORE – 560017**

**TO CONSIDER, DISCUSS AND APPROVE ISSUANCE OF LISTED NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS.**

**"RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and 179 and other applicable provisions of the Companies Act, 2013 ("**Act**") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification/ amendments or re-enactments thereof), and in accordance with the memorandum and articles of association of the Company, or other applicable laws and/ or any other concerned regulatory authority as may be necessary and all other appropriate statutory and governmental authorities and departments, if any, and subject to the approval of the shareholders of the Company at the extra-ordinary general meeting under the provisions of Section 42 of the Act, consent of the Board be and is hereby accorded to the Company to offer, issue and allot up to 5,85,000 INR denominated senior, rated, listed non-convertible debentures for an aggregate principal amount of up to INR 58,50,00,00,000 (Indian Rupees Five Thousand Eight Hundred Fifty Crore) ("**Debentures**") on a private placement basis ("**Issue**") on such terms and conditions as set out in a debenture trust deed to be executed by the Company ("**Debenture Trust Deed**") and other documents executed pursuant thereto executed pursuant thereto (collectively, the "**Debenture Documents**");

**"RESOLVED FURTHER THAT** the approval of the Board be and is hereby accorded to the Company for entering into, signing and executing the following documents in relation to the Debentures (drafts of which were initialled by the Chairman for the purposes of identification and tabled before the Board) and creation of the Transaction Collateral (*as defined hereinafter*) and for the transactions contemplated therein:

- (i) the Debenture Trust Deed;
- (ii) the debenture trustee agreement in relation to appointment of the Debenture Trustee;
- (iii) the common security trustee agreement in relation to appointment of the Common Security Trustee;
- (iv) the general information document and the key information document, as the case may be, issued or to be issued by the Company, containing the disclosures required in accordance with the SEBI guidelines for a private placement of debt securities and/ or a private placement offer letter containing the disclosures required in accordance with the Act (the "**Offer Documents**");
- (v) listing agreement;
- (vi) the Pledge Agreement and the power of attorney thereunder;
- (vii) all other agreements, instruments, indentures, deeds, declarations, letters, writings and other documents (whether financing, security or otherwise) as required by the Debenture Holders (or the Debenture Trustee) in relation, or pertaining, to the transactions contemplated by, or in relation to the Debentures or the above documents; and
- (viii) any amendments, supplements, restatements, modifications, letter(s), confirmation(s) or undertaking(s) in relation to the aforesaid documents



(the documents listed in (i) to (viii) above shall collectively be referred to as “**Debenture Documents**”)

**RESOLVED FURTHER THAT** the Company be and hereby is authorized to create and perfect the Transaction Collateral (*as defined hereinafter*), to the satisfaction of the Debenture Trustee, in favour of the Debenture Trustee as security interest for the due redemption of Debentures and other monies payable thereon by the Company under the Debenture Documents, as may be amended from time to time and execute all necessary documents, power of attorney and other deeds and documents as may be required in favour of the Debenture Trustee, including but not limited to in relation to the following:

- (a) a pledge over the equity shares held by the Company in the Target, as per the terms of pledge agreement (“**Pledge Agreement**”) and the Debenture Trust Deed along with the power of attorney pursuant to the Pledge Agreement; and
- (b) such other security interest and contractual comforts as may be agreed with the Debenture Trustee in relation to the Debentures

(hereinafter, collectively referred to as the “**Transaction Collateral**”);

**RESOLVED FURTHER THAT** Dr. Sudarshan Ballal, Mr. Sameer Agarwal, Mr. Karthik Rajagopal, Mr. Sathish K R, Mr. Pratik Gupta, Mr. Ramesh Iyer and Mr. Parag Agarwal and any Director of the Company (each, an “**Authorised Signatory**”) be and are hereby severally authorized, for and on behalf of the Company to do such acts, deeds and things as such Authorised Signatories in their absolute discretion may deem necessary or desirable in connection with the issue, offer and allotment of the Debentures and the creation and perfection of the Transaction Collateral and execute or ratify all such resolutions or documents whatsoever and accept any alterations or modification(s), as they may deem fit and proper, without requiring any further approval of the Board and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of the Debentures, including:

- (a) deciding on the quantum, pricing, timing and terms of the Debentures, and the persons to whom the Debentures are to be issued on a private placement basis and all other related matters, including to create and procure the creation of appropriate Transaction Collateral and provide or procure the provision of the necessary credit support to secure the redemption of the said Debentures, including as set out above;
- (b) determining the date of opening and closing of the issue of the Debentures and the period for which the aforesaid issue will remain open;
- (c) negotiating, finalising, executing and delivering the Debenture Documents, on behalf of the Company, including any amendments, modifications, supplements, restatements or novations thereto (now or in the future), including to sign and/or despatch all documents and notices to be signed and/or despatched by it under or in connection with the Debenture Documents;
- (d) to request Manipal Health Enterprises Private Limited to provide an unconditional, irrevocable and continuing corporate guarantee pursuant to a deed of guarantee, as per the terms of the Debenture Trust Deed, to secure the obligations in respect of the Debentures;
- (e) to appoint Vistra ITCL (India) Limited (or such other person as may be decided by the Debenture Holders) as the Debenture Trustee for the benefit of the Debenture Holders and to take all necessary steps to appoint the Debenture Trustee, fix their remuneration and do all such act and deeds as may be required to in connection therewith;
- (f) to open bank accounts as may be required pursuant to the Debenture Documents;



- (g) giving or authorizing the concerned persons to give such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- (h) seek, if required, any approval, consent or waiver from the Company's existing lenders, and/ or third parties with whom the Company has entered into various commercial agreements, and/ or any/ all concerned government and regulatory authorities in India, and/ or any other approvals, consent or waivers that may be required in connection with the issuance of the Debentures, offer and allotment of the Debentures;
- (i) taking all actions for the rating and/or listing of Debentures on the designated stock exchange, including (but not limited to) applying to the stock exchange(s) for in-principle approval and final listing of the Debentures, signing the listing agreement, registering the Company with the electronic book provider(s) on the electronic bidding platform, applying for and accepting the rating of the Debentures and signing necessary documents/ agreements in respect thereof;
- (j) to undertake all such actions and compliances as may be necessary in accordance with the applicable law including but not limited to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, including any circulars, notifications, amendments, supplements, restatements thereto, if applicable;
- (k) entering into arrangements, if any, with any depositories in connection with issue of the Debentures in dematerialized form;
- (l) make the necessary applications for creation of International Securities Identification Number ("ISIN") with any depository, and such other applications to all such authorities as may be necessary from time to time for the purpose of issuance of the aforesaid Debentures;
- (m) making all filings in relation to the Debentures, including filing of Form CHG-9, Form PAS-3, Form PAS-5 with the relevant Registrar of Companies and all necessary filings with CERSAI, in relation to the Transaction Collateral to be created, and with other relevant authorities;
- (n) appointing the registrar, account banks and other intermediaries and service providers to the Issue, in accordance with the applicable laws;
- (o) paying stamp duty and procuring stamp papers in relation to the Debenture Documents and do all such acts, matters, deeds and things and to execute all documents, file forms with, make applications to, receive approvals from, any persons, authorized dealers, governmental regulatory authorities, including but not limited to the Registrar of Companies and the Income Tax authorities;
- (p) taking all steps and do all things and give such directions, as may be required, necessary, expedient or desirable for giving effect to the Debenture Documents, the transactions contemplated therein and the resolutions mentioned herein; and
- (q) generally, to do all such acts, deeds, things and matters and execute such deeds, documents and papers as may be necessary or expedient.



**RESOLVED FURTHER THAT** the common seal of the Company, if required, be affixed to the Debenture Documents and such other documents as may be required, in presence of any one of the Authorised Signatories of the Company, who shall sign in token thereof.

**RESOLVED FURTHER THAT** the certified true copy of the aforesaid resolution under the signature of one of the Authorised Signatories or Company Secretary of the Company be forwarded to such persons or authorities as may be required from time to time.”

---

**CERTIFIED TO BE TRUE COPY**

**For Manipal Hospitals Private Limited**

*K. G. Vahora*

**Khadija Vahora  
Company Secretary  
A37266**



**Address:** The Annexe, #98/2 Rustom Bagh, HAL Airport Road,  
Bengaluru – 560017, Karnataka  
**Place:** Bengaluru



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS ("BOARD") OF MANIPAL HOSPITALS PRIVATE LIMITED ("COMPANY") HELD ON JULY 09, 2025 AT 07:45 P.M. AT BOARD ROOM, THE ANNEXE, #98/2 RUSTOM BAGH, HAL AIRPORT ROAD, BANGALORE – 560017**

**TO CONSIDER, DISCUSS AND APPROVE ISSUANCE OF LISTED NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS.**

**"RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and 179 and other applicable provisions of the Companies Act, 2013 ("Act") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification/ amendments or re-enactments thereof), and in accordance with the memorandum and articles of association of the Company, or other applicable laws and/ or any other concerned regulatory authority as may be necessary and all other appropriate statutory and governmental authorities and departments, if any, and subject to the approval of the shareholders of the Company at the extra-ordinary general meeting under the provisions of Section 42 of the Act, consent of the Board be and is hereby accorded to the Company to offer, issue and allot up to 5,85,000 INR denominated senior, rated, listed non-convertible debentures for an aggregate principal amount of up to INR 58,50,00,00,000 (Indian Rupees Five Thousand Eight Hundred Fifty Crore) ("**Debentures**") on a private placement basis ("**Issue**") on such terms and conditions as set out in a debenture trust deed to be executed by the Company ("**Debenture Trust Deed**") and other documents executed pursuant thereto executed pursuant thereto (collectively, the "**Debenture Documents**");

**"RESOLVED FURTHER THAT** the approval of the Board be and is hereby accorded to the Company for entering into, signing and executing the following documents in relation to the Debentures (drafts of which were initialled by the Chairman for the purposes of identification and tabled before the Board) and creation of the Transaction Collateral (*as defined hereinafter*) and for the transactions contemplated therein:

- (i) the Debenture Trust Deed;
- (ii) the debenture trustee agreement in relation to appointment of the Debenture Trustee;
- (iii) the common security trustee agreement in relation to appointment of the Common Security Trustee;
- (iv) the general information document and the key information document, as the case may be, issued or to be issued by the Company, containing the disclosures required in accordance with the SEBI guidelines for a private placement of debt securities and/ or a private placement offer letter containing the disclosures required in accordance with the Act (the "**Offer Documents**");
- (v) listing agreement;
- (vi) the Pledge Agreement and the power of attorney thereunder;
- (vii) all other agreements, instruments, indentures, deeds, declarations, letters, writings and other documents (whether financing, security or otherwise) as required by the Debenture Holders (or the Debenture Trustee) in relation, or pertaining, to the transactions contemplated by, or in relation to the Debentures or the above documents; and
- (viii) any amendments, supplements, restatements, modifications, letter(s), confirmation(s) or undertaking(s) in relation to the aforesaid documents



(the documents listed in (i) to (viii) above shall collectively be referred to as “**Debenture Documents**”)

**RESOLVED FURTHER THAT** the Company be and hereby is authorized to create and perfect the Transaction Collateral (*as defined hereinafter*), to the satisfaction of the Debenture Trustee, in favour of the Debenture Trustee as security interest for the due redemption of Debentures and other monies payable thereon by the Company under the Debenture Documents, as may be amended from time to time and execute all necessary documents, power of attorney and other deeds and documents as may be required in favour of the Debenture Trustee, including but not limited to in relation to the following:

- (a) a pledge over the equity shares held by the Company in the Target, as per the terms of pledge agreement (“**Pledge Agreement**”) and the Debenture Trust Deed along with the power of attorney pursuant to the Pledge Agreement; and
- (b) such other security interest and contractual comforts as may be agreed with the Debenture Trustee in relation to the Debentures

(hereinafter, collectively referred to as the “**Transaction Collateral**”);

**RESOLVED FURTHER THAT** Dr. Sudarshan Ballal, Mr. Sameer Agarwal, Mr. Karthik Rajagopal, Mr. Sathish K R, Mr. Pratik Gupta, Mr. Ramesh Iyer and Mr. Parag Agarwal and any Director of the Company (each, an “**Authorised Signatory**”) be and are hereby severally authorized, for and on behalf of the Company to do such acts, deeds and things as such Authorised Signatories in their absolute discretion may deem necessary or desirable in connection with the issue, offer and allotment of the Debentures and the creation and perfection of the Transaction Collateral and execute or ratify all such resolutions or documents whatsoever and accept any alterations or modification(s), as they may deem fit and proper, without requiring any further approval of the Board and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of the Debentures, including:

- (a) deciding on the quantum, pricing, timing and terms of the Debentures, and the persons to whom the Debentures are to be issued on a private placement basis and all other related matters, including to create and procure the creation of appropriate Transaction Collateral and provide or procure the provision of the necessary credit support to secure the redemption of the said Debentures, including as set out above;
- (b) determining the date of opening and closing of the issue of the Debentures and the period for which the aforesaid issue will remain open;
- (c) negotiating, finalising, executing and delivering the Debenture Documents, on behalf of the Company, including any amendments, modifications, supplements, restatements or novations thereto (now or in the future), including to sign and/or despatch all documents and notices to be signed and/or despatched by it under or in connection with the Debenture Documents;
- (d) to request Manipal Health Enterprises Private Limited to provide an unconditional, irrevocable and continuing corporate guarantee pursuant to a deed of guarantee, as per the terms of the Debenture Trust Deed, to secure the obligations in respect of the Debentures;
- (e) to appoint Vistra ITCL (India) Limited (or such other person as may be decided by the Debenture Holders) as the Debenture Trustee for the benefit of the Debenture Holders and to take all necessary steps to appoint the Debenture Trustee, fix their remuneration and do all such act and deeds as may be required to in connection therewith;
- (f) to open bank accounts as may be required pursuant to the Debenture Documents;



- (g) giving or authorizing the concerned persons to give such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- (h) seek, if required, any approval, consent or waiver from the Company's existing lenders, and/ or third parties with whom the Company has entered into various commercial agreements, and/ or any/ all concerned government and regulatory authorities in India, and/ or any other approvals, consent or waivers that may be required in connection with the issuance of the Debentures, offer and allotment of the Debentures;
- (i) taking all actions for the rating and/or listing of Debentures on the designated stock exchange, including (but not limited to) applying to the stock exchange(s) for in-principle approval and final listing of the Debentures, signing the listing agreement, registering the Company with the electronic book provider(s) on the electronic bidding platform, applying for and accepting the rating of the Debentures and signing necessary documents/ agreements in respect thereof;
- (j) to undertake all such actions and compliances as may be necessary in accordance with the applicable law including but not limited to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, including any circulars, notifications, amendments, supplements, restatements thereto, if applicable;
- (k) entering into arrangements, if any, with any depositories in connection with issue of the Debentures in dematerialized form;
- (l) make the necessary applications for creation of International Securities Identification Number ("ISIN") with any depository, and such other applications to all such authorities as may be necessary from time to time for the purpose of issuance of the aforesaid Debentures;
- (m) making all filings in relation to the Debentures, including filing of Form CHG-9, Form PAS-3, Form PAS-5 with the relevant Registrar of Companies and all necessary filings with CERSAI, in relation to the Transaction Collateral to be created, and with other relevant authorities;
- (n) appointing the registrar, account banks and other intermediaries and service providers to the Issue, in accordance with the applicable laws;
- (o) paying stamp duty and procuring stamp papers in relation to the Debenture Documents and do all such acts, matters, deeds and things and to execute all documents, file forms with, make applications to, receive approvals from, any persons, authorized dealers, governmental regulatory authorities, including but not limited to the Registrar of Companies and the Income Tax authorities;
- (p) taking all steps and do all things and give such directions, as may be required, necessary, expedient or desirable for giving effect to the Debenture Documents, the transactions contemplated therein and the resolutions mentioned herein; and
- (q) generally, to do all such acts, deeds, things and matters and execute such deeds, documents and papers as may be necessary or expedient.



**RESOLVED FURTHER THAT** the common seal of the Company, if required, be affixed to the Debenture Documents and such other documents as may be required, in presence of any one of the Authorised Signatories of the Company, who shall sign in token thereof.

**RESOLVED FURTHER THAT** the certified true copy of the aforesaid resolution under the signature of one of the Authorised Signatories or Company Secretary of the Company be forwarded to such persons or authorities as may be required from time to time.”

---

**CERTIFIED TO BE TRUE COPY**

**For Manipal Hospitals Private Limited**

*K. G. Vahora*

**Khadija Vahora  
Company Secretary  
A37266**



**Address:** The Annexe, #98/2 Rustom Bagh, HAL Airport Road,  
Bengaluru – 560017, Karnataka  
**Place:** Bengaluru

FINANCIAL STATEMENTS (STANDALONE), AND FINANCIAL STATEMENTS (CONSOLIDATED  
& COMBINED)**B S R & Co. LLP**

Chartered Accountants

Embassy Golf Links Business Park  
Pebble Beach, B Block, 3<sup>rd</sup> Floor  
No. 13/2, Off Intermediate Ring Road  
Bengaluru – 560 071, India  
Telephone + 91 80 4682 3000  
Fax + 91 80 4682 3999**Independent Auditor's Report****To the Board of Directors of Manipal Hospitals Private Limited****Report on the Audit of the Consolidated Financial Statements****Opinion**

We have audited the consolidated financial statements of Manipal Hospitals Private Limited (hereinafter referred to as the "Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2025, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31 March 2025, of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

**Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

**Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements (continued)**

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



**B S R & Co. LLP**

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)**

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **B S R & Co LLP**

*Chartered Accountants*

Firm's Registration No. :101248W/W-100022



**Siddhartha Sharma**

*Partner*

Membership No.118756

ICAI UDIN: 25118756BMOFPV8976

Place: Bengaluru

Date: 31 July 2025

Manipal Hospitals Private Limited  
Consolidated Balance Sheet as at

|  |      | (₹ in crores)   |                 |
|--|------|-----------------|-----------------|
|  |      | March 31, 2025  | March 31, 2024  |
| <b>ASSETS</b>  |      |                 |                 |
| <b>Non-current assets</b>  |      |                 |                 |
| Property, plant and equipment  | 3 1  | 1,534.42        | 1,531.21        |
| Capital work-in-progress   | 3 2  | 18.29           | 15.03           |
| Right-of-use assets  | 4 1  | 662.74          | 604.55          |
| Goodwill   | 4 2  | 1,223.45        | 1,223.45        |
| Other intangible assets  | 4 2  | 109.27          | 97.94           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 5 1  | 53.89           | 45.69           |
| Other financial assets   | 5 2  | 46.65           | 35.62           |
| Deferred tax assets (net)  | 16   | 99.71           | 0.60            |
| Income tax assets (net)  | 6    | 72.43           | 94.65           |
| Other non-current assets   | 7    | 19.79           | 4.83            |
|  |      | <b>3,840.64</b> | <b>3,653.57</b> |
| <b>Current assets</b>  |      |                 |                 |
| Inventories  | 9    | 51.40           | 46.03           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 10 1 | 399.11          | 72.88           |
| Trade receivables  | 10 2 | 201.13          | 184.52          |
| Cash and cash equivalents  | 10 3 | 79.22           | 109.26          |
| Bank balances other than cash and cash equivalents                                       | 10 4 | 8.84            | 13.26           |
| Loans  | 10 5 | 0.43            | 0.39            |
| Other financial assets   | 10 6 | 15.93           | 7.52            |
| Other current assets   | 11   | 15.12           | 35.30           |
|  |      | <b>771.18</b>   | <b>469.16</b>   |
| Assets held for sale   | 8    | 6.50            | 6.50            |
| <b>Total assets</b>  |      | <b>4,618.32</b> | <b>4,129.23</b> |
| <b>EQUITY AND LIABILITIES</b>  |      |                 |                 |
| <b>Equity</b>  |      |                 |                 |
| Equity share capital   | 12   | 1,025.30        | 1,025.30        |
| Other equity   | 13   | 279.43          | (139.66)        |
| <b>Equity attributable to owners of the Company</b>                                      |      | <b>1,304.73</b> | <b>885.64</b>   |
| Non-controlling interest   | 13 5 | (81.55)         | (99.40)         |
| <b>Total equity</b>  |      | <b>1,223.18</b> | <b>786.24</b>   |
| <b>Liabilities</b>   |      |                 |                 |
| <b>Non-current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 14 1 | 2,165.31        | 2,074.42        |
| Lease liabilities  | 14 2 | 611.30          | 571.10          |
| Other financial liabilities  | 14 3 | 0.96            | 0.18            |
| Provisions   | 15   | 16.25           | 22.47           |
|  |      | <b>2,793.82</b> | <b>2,668.17</b> |
| <b>Current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 17 1 | 75.07           | 54.68           |
| Lease liabilities  | 14 2 | 19.03           | 14.38           |
| Trade payables   | 17 2 |                 |                 |
| - total outstanding dues of micro enterprises and small enterprises                      |      | 9.79            | 10.07           |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |      | 414.04          | 528.29          |
| Other financial liabilities  | 18   | 28.48           | 20.64           |
| Other current liabilities  | 20   | 28.88           | 24.96           |
| Current tax liabilities (net)  | 21   | 1.78            | 0.47            |
| Provisions   | 19   | 24.25           | 21.33           |
|  |      | <b>601.32</b>   | <b>674.82</b>   |
| <b>Total equity and liabilities</b>  |      | <b>4,618.32</b> | <b>4,129.23</b> |
| <b>Material accounting policies</b>  | 2 3  |                 |                 |

The accompanying notes are an integral part of these Consolidated Financial Statements

As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number 101248W/W - 100022

  
Siddhartha Sharma  
Partner  
Membership number 118756

Place Bengaluru  
Date July 31, 2025

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited

  
Sameer Agarwal  
Director  
DIN 07554053

  
H. Sudarshan Ballal  
Director  
DIN 01195055

  
K. G. Vahora  
Company Secretary  
Membership number A37266

Place Bengaluru  
Date July 31, 2025

Manipal Hospitals Private Limited  
Consolidated Statement of Profit and Loss for the year ended

|  |      | (₹ in crores)   |                 |
|--|------|-----------------|-----------------|
|  | Note | March 31, 2025  | March 31, 2024  |
| <b>Income</b>  |      |                 |                 |
| Revenue from operations  | 22   | 3,289.30        | 2,355.85        |
| Other income   | 23   | 23.95           | 19.85           |
| Finance income   | 24   | 3.94            | 11.71           |
| <b>Total income</b>  |      | <b>3,317.19</b> | <b>2,387.41</b> |
| <b>Expenses</b>  |      |                 |                 |
| Purchase of medical consumables and pharmacy items                         |      | 657.34          | 476.27          |
| Changes in inventories of medical consumables and pharmacy items           | 25   | (5.37)          | (3.01)          |
| Employee benefits expense  | 26   | 412.01          | 288.39          |
| Finance costs  | 27   | 265.96          | 209.58          |
| Depreciation and amortisation expense                                      | 28   | 208.44          | 148.92          |
| Other expenses   | 29   | 1,321.62        | 962.36          |
| <b>Total expenses</b>  |      | <b>2,860.00</b> | <b>2,082.51</b> |
| <b>Profit before exceptional items and tax</b>                             |      | <b>457.19</b>   | <b>304.90</b>   |
| <b>Exceptional items</b>   | 30   | -               | (21.24)         |
| <b>Profit before tax</b>   |      | <b>457.19</b>   | <b>283.66</b>   |
| <b>Tax expense</b>   |      |                 |                 |
| Current tax  | 16   | 116.11          | 92.93           |
| Deferred tax   | 16   | (98.30)         | (11.23)         |
| <b>Total tax expense</b>   |      | <b>17.81</b>    | <b>81.70</b>    |
| <b>Profit for the year</b>   |      | <b>439.38</b>   | <b>201.96</b>   |
| <b>Other comprehensive income (OCI)</b>                                    |      |                 |                 |
| <b>Items that will not be reclassified subsequently to profit or loss:</b> |      |                 |                 |
| Re-measurement loss of defined benefit plans                               |      | (3.25)          | (2.89)          |
| Income tax effect on above   |      | 0.81            | 0.21            |
| <b>OCI for the year (net of tax)</b>                                       |      | <b>(2.44)</b>   | <b>(2.68)</b>   |
| <b>Total comprehensive income for the year</b>                             |      | <b>436.94</b>   | <b>199.28</b>   |
| <b>Profit for the year attributable to:</b>                                |      |                 |                 |
| Owners of the Company  |      | 421.30          | 200.91          |
| Non-controlling interests  |      | 18.08           | 1.05            |
| <b>Other comprehensive loss for the year attributable to:</b>              |      |                 |                 |
| Owners of the Company  |      | (2.21)          | (2.35)          |
| Non-controlling interests  |      | (0.23)          | (0.33)          |
| <b>Total comprehensive income for the year attributable to:</b>            |      | <b>436.94</b>   | <b>199.28</b>   |
| Owners of the Company  |      | 419.09          | 198.56          |
| Non-controlling interests  |      | 17.85           | 0.72            |
| <b>Earnings per equity share</b>   | 31   |                 |                 |
| <b>[nominal value of share ₹ 10 (March 31, 2024: ₹ 10)]</b>                |      |                 |                 |
| Basic (₹)  |      | 4.11            | 1.96            |
| Diluted (₹)  |      | 4.11            | 1.96            |
| <b>Material accounting policies</b>  | 2.3  |                 |                 |

The accompanying notes are an integral part of these Consolidated Financial Statements

As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited




Saqeer Agarwal  
Director  
DIN: 07554053

Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055



K. G. Vahora  
Company Secretary  
Membership number: A37266

Place: Bengaluru  
Date: July 31, 2025

Place: Bengaluru  
Date: July 31, 2025

Manipal Hospitals Private Limited  
Consolidated Statement of changes in equity for the year ended March 31, 2025

(a) Equity share capital\*

Equity shares of ₹. 10 each, issued, subscribed and fully paid-up

Balance as at April 1, 2023  
Change in equity share capital during the year  
Balance as at March 31, 2024  
Change in equity share capital during the year  
Balance as at March 31, 2025

| Nos.           | (₹ in crores) |
|----------------|---------------|
| 1,02,52,97,268 | 1,025.30      |
| -              | -             |
| 1,02,52,97,268 | 1,025.30      |
| -              | -             |
| 1,02,52,97,268 | 1,025.30      |

\* Also, refer note 12

(b) Other equity\*\*

(₹ in crores)

|   | Attributable to the Owners of the Company |                   |   |  | Total    | Non-controlling Interest | Total other equity |
|---|---|-------------------|---|--|----------|--------------------------|--------------------|
|   | Reserves and Surplus                      |                   |   | Other comprehensive Income                         |          |                          |                    |
|   | Securities premium                        | Retained earnings | Amalgamation adjustment deficit account | Re-measurement gain/(loss) on defined benefit plan |          |                          |                    |
| Balance as at April 1, 2023                             | 246.89                                    | (526.52)          | (59.11)                                 | 0.52   | (338.22) | -                        | (338.22)           |
| Profit for the year                                     | -   | 200.91            | -                                       | -  | 200.91   | 1.05                     | 201.96             |
| OCI for the year (net of tax)                           | -   | -                 | -                                       | (2.35)   | (2.35)   | (0.33)                   | (2.68)             |
| Total comprehensive income                              | 246.89                                    | (325.61)          | (59.11)                                 | (1.83)   | (139.66) | 0.72                     | (138.94)           |
| On account of acquisition of subsidiary (refer note 39) | -   | -                 | -                                       | -  | -        | (100.12)                 | (100.12)           |
| Balance as at March 31, 2024                            | 246.89                                    | (325.61)          | (59.11)                                 | (1.83)   | (139.66) | (99.40)                  | (239.06)           |
| Profit for the year                                     | -   | 421.30            | -                                       | -  | 421.30   | 18.08                    | 439.38             |
| OCI for the year (net of tax)                           | -   | -                 | -                                       | (2.21)   | (2.21)   | (0.23)                   | (2.44)             |
| Total comprehensive income                              | 246.89                                    | 95.69             | (59.11)                                 | (4.04)   | 279.43   | (81.55)                  | 197.88             |
| Balance as at March 31, 2025                            | 246.89                                    | 95.69             | (59.11)                                 | (4.04)   | 279.43   | (81.55)                  | 197.88             |

\*\* Also, refer note 13

Note: There are no changes in the accounting policies or prior period events during the current year or previous years

Below is the nature and purpose of each reserve

1. Securities premium - Securities premium is used to record the premium received on issue of shares
2. Re-measurement gain/(loss) on defined benefit plan - Represents remeasurement gains / (losses) on defined benefit plans (net of tax)
3. Retained earnings - Retained earnings comprises of prior and current period's undistributed earnings after tax
4. Amalgamation adjustment deficit account - It represents excess of consideration over carrying value of net assets (including reserves) in case of common control business combination. When there is a surplus in the Statement of profit and loss, this debit can be adjusted against that surplus

Material accounting policies (refer note 2.3)

The accompanying notes are an integral part of these Consolidated Financial Statements

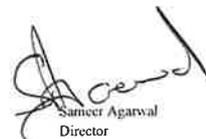
As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN 07554053



Dr. H. Sudarshan Ballal  
Director  
DIN 01195055



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : July 31, 2025

Place : Bengaluru  
Date : July 31, 2025

Manipal Hospitals Private Limited  
Consolidated Statement of Cash Flow for the year ended

|   | March 31, 2025  | March 31, 2024  |
|---|-----------------|-----------------|
| <b>A. Cash flows from operating activities</b>  |                 |                 |
| Profit before tax   | 457 19          | 283 66          |
| <b>Adjustments for:</b>   |                 |                 |
| Depreciation and amortisation expense   | 208 44          | 148 92          |
| Bad debts/ advances written off   | 31 81           | 13 13           |
| Loss allowance on trade receivables (net)   | 4 87            | 5 43            |
| Loss allowance on other receivables (net)   | 0 01            | 0 41            |
| Profit on sale of investments in mutual funds (net)                                   | (4 04)          | (12 10)         |
| Profit on sale of property, plant and equipment (net)                                 | (0 42)          | (2 37)          |
| Gain on lease liability reversal  | (0 23)          | -               |
| Fair value gain on financial instruments at FVTPL                                     | (16 61)         | (2 32)          |
| Finance income  | (3 94)          | (11 71)         |
| Liabilities no longer required written back   | -               | (0 14)          |
| Finance costs   | 251 98          | 199 65          |
| <b>Operating profit before working capital changes</b>                                | <b>929.06</b>   | <b>622.56</b>   |
| <b>Movements in working capital :</b>   |                 |                 |
| Change in trade receivables   | (53 29)         | 0 52            |
| Change in loans   | (0 04)          | (0 19)          |
| Change in other assets  | 2 48            | (2 59)          |
| Change in inventories   | (5 37)          | (3 01)          |
| Change in other financial assets  | (1 54)          | 0 98            |
| Change in trade payables  | (119 19)        | 21 34           |
| Change in provisions  | (6 55)          | 0 80            |
| Change in other liabilities   | 3 91            | (0 24)          |
| Change in other financial liabilities   | 0 92            | (1 17)          |
| <b>Cash generated from operations</b>   | <b>750.39</b>   | <b>639.00</b>   |
| Income tax paid (net)   | (92 58)         | (90.63)         |
| <b>Net cash generated from operating activities</b>                                   | <b>657.81</b>   | <b>548.37</b>   |
| <b>B. Cash flow from investing activities</b>   |                 |                 |
| Acquisition of property, plant and equipment and intangible assets                    | (222 82)        | (100 00)        |
| Proceeds from sale of property, plant and equipment                                   | 2 34            | 0 74            |
| Acquisition of subsidiary (refer note 39)   | -               | (624 59)        |
| Investment in other entities  | (0 02)          | (1 16)          |
| Loans repaid by related parties   | -               | 259 80          |
| Investment made in bank deposits (having original maturity of more than three months) | (14 98)         | (67 23)         |
| Maturity of bank deposits (having original maturity of more than three months)        | 2 40            | 73 68           |
| Proceeds from the sale of investments in mutual funds                                 | 1,115 32        | 1,545 08        |
| Purchase of investments in mutual funds   | (1,429 08)      | (1,424 97)      |
| Interest received   | 2 79            | 22 69           |
| <b>Net cash used in investing activities</b>  | <b>(544.05)</b> | <b>(315.96)</b> |
| <b>C. Cash flow from financing activities</b>   |                 |                 |
| Proceeds of long-term borrowings  | 162 24          | 108 76          |
| Repayment of long-term borrowings   | (54 54)         | (90 09)         |
| Proceeds of borrowings for purchase of capital asset                                  | 0 45            | 1 68            |
| Repayment of borrowings for purchase of capital asset                                 | (0 32)          | (0 32)          |
| Interest and processing charges paid  | (175 73)        | (120 99)        |
| Interest paid on loan for purchase of capital asset                                   | (0 16)          | (0 11)          |
| Payment of lease obligations  | (15 24)         | (9 69)          |
| Interest paid on lease  | (62 24)         | (57 90)         |
| Repayment of Inter corporate deposit  | (98 00)         | -               |
| Proceeds from Inter corporate deposit   | 101 00          | -               |
| Interest paid on Inter corporate deposit  | (1 26)          | -               |
| <b>Net cash used in financing activities</b>  | <b>(143.80)</b> | <b>(168.66)</b> |
| <b>Net (decrease) / increase in cash and cash equivalents</b>                         | <b>(30.04)</b>  | <b>63.75</b>    |
| Cash and cash equivalents at the beginning of the year                                | 109 26          | 20 77           |
| Cash and cash equivalents of acquired entities during the year                        | -               | 24 74           |
| <b>Cash and cash equivalents at the end of the year (refer note 10.3)</b>             | <b>79.22</b>    | <b>109.26</b>   |
| <b>Components of cash and cash equivalents for the purpose of cash flow statement</b> |                 |                 |
| Cash on hand  | 2 23            | 1 52            |
| With banks - on current accounts  | 46 99           | 97 74           |
| - deposits with original maturity of less than three months                           | 30 00           | 10 00           |
| <b>Total cash and cash equivalents</b>  | <b>79.22</b>    | <b>109.26</b>   |

Refer Note 46 for Reconciliation of movement of liabilities to cash flows arising from financing activities

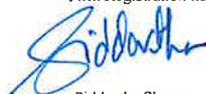
**Material accounting policies** 2.3

The above Consolidated Statement of Cash flow has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

The accompanying notes are an integral part of these Consolidated Financial Statements

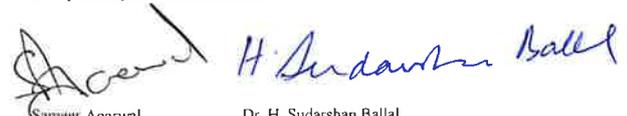
As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN 07554053

Dr. H. Sudarshan Ballal  
Director  
DIN 01195055

  
Khadija G Valhora  
Company Secretary  
Membership number A37266

Place Bengaluru  
Date July 31, 2025

Place Bengaluru  
Date July 31, 2025

**I Corporate information**

(a) The Consolidated Financial Statements comprise financial statements of Manipal Hospitals Private Limited (the Company or Parent or 'MHPL') and its subsidiary (collectively, the Group) for the year ended March 31, 2025. The Company was established in the year 2003 and commissioned its first operating hospital in the year 2005. The Company is a private limited company incorporated under the provisions of the Companies Act of India. The registered office of the Company is located at The Annex, #98/2, Rustam Bagh Road, HAL, Airport Road, Bengaluru, 560017. The Group is engaged in the business of running/managing hospitals, and providing healthcare services. The Group operates through various Hospitals/clinics providing Healthcare services in India.

(b) **Investment in subsidiary:**  
The entity considered in the Consolidated Financial Statements are listed below.

| Name of the Company  | Country of Incorporation | Percentage of ownership interest held (directly and indirectly) and voting rights held as at |                |
|--|--------------------------|--|----------------|
|  |                          | March 31, 2025   | March 31, 2024 |
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) - Subsidiary (refer point (i)) * | India                    | 84.07%   | 84.07%         |

\* refer note 39 and 41

(i) Effective February 15, 2024, the name of the company has been changed from AMRI Hospitals Limited to AMRI Hospitals Private Limited. Effective May 28, 2024, the name of the company has been changed from AMRI Hospitals Private Limited to Manipal Hospitals (East) India Private Limited.

**2.1 Basis of preparation of the Consolidated Financial Statements**

(a) **Statement of compliance**

The Consolidated Financial Statements of the Group have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, notified under section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act.

The Consolidated Financial Statements are presented in Indian Rupees (₹) and all values are rounded to the nearest crores and decimals thereof, except when otherwise indicated.

The Consolidated Financial Statements were approved for issue by the Company's Board of Directors on July 31, 2025.

Details of the material accounting policies are included in Note 2.3.

(b) **Functional and presentation currency**

These Consolidated Financial Statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts are in Indian Rupees (₹) crores except share data and per share data, unless otherwise stated.

(c) **Basis of measurement**

The Consolidated Financial Statements have been prepared on accrual and going concern basis and the historical cost basis except for the following items:

| Items  | Measurement   |
|--|---|
| Certain financial assets and liabilities (Refer note 36) | Fair value  |
| Net defined asset / liability                            | Fair value of plan asset less present value of defined benefit obligation |

(d) **Use of estimates and judgments**

In preparing these Consolidated Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**Judgments, assumptions and estimation uncertainties**

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

**Judgements:-**

Note 14.2 - Determining the lease term of contracts with renewal and termination options  
Note 6, 16, 21 and 33 - Recognition of deferred tax, provisions and other contingencies

**Estimates:-**

Note 2.3 (c), (d) and (g) - useful life of property, plant and equipment, intangible assets and right of use assets  
Note 4.2.1 - Impairment assessment of goodwill  
Note 5.1, 5.2, 10.2, 10.5 and 10.6 - Impairment of financial assets  
Note 26, 35 - Employee benefits expense, wages and bonus, key actuarial assumptions  
Note 36 - Financial instruments  
Note 39 - Business combination

(e) **Measurement of fair values**

The Group's accounting policies and disclosures require the measurement of fair values for certain financial and non-financial assets and liabilities. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in the note 36 - financial instruments.

**2.2 Basis of consolidation**

The Consolidated Financial Statements comprise the financial statements of the Group as at March 31, 2025. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
- (ii) Exposure, or rights, to variable returns from its involvement with the investee, and
- (iii) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (i) The contractual arrangement with the other vote holders of the investee
- (ii) Rights arising from other contractual arrangements
- (iii) The Company's voting rights and potential voting rights



(ix) The size of the company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Company gains control until the date the Company ceases to control the subsidiary.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Company, i.e. year ended on 31 March. When the end of the reporting year of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

#### Consolidation Procedure

a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the Consolidated Financial Statements at the acquisition date.

b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the Consolidated Financial Statements. Ind AS-12 'Income Taxes' applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

d) Non-controlling interest represents that part of the total comprehensive income and net assets of subsidiaries attributable to interests which are not owned, directly or indirectly, by the parent Group. NCI are measured initially as mentioned under 2.3 (a).

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interest having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Company loses control over a subsidiary, it

(i) Derecognises the assets (including goodwill) and liabilities of the subsidiary

(ii) Derecognises the carrying amount of any non-controlling interests

(iii) Derecognises the cumulative translation differences recorded in equity

(iv) Recognises the fair value of the consideration received

(v) Recognises the fair value of any investment retained

(vi) Recognises any surplus or deficit in profit or loss

(vii) Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

### 2.3 Summary of material accounting policies

#### (a) Business combinations and goodwill

##### Other than Common control transactions

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 'Income Tax' and Ind AS 19 'Employee Benefits' respectively.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Goodwill arising on consolidation is not amortized; however, it is tested for impairment annually. In the event of cessation of operations of a subsidiary, the unimpaired goodwill is written off fully.

##### Common control transactions

Common control business combinations include transactions, such as transfer of subsidiaries or business, between entities within a group. Business combinations involving entities or business under common control are accounted for using the pooling of interests method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts; the only adjustments that are made are to harmonise accounting policies.

Financial information in the Consolidated Financial Statements in respect of prior years are restated as if the business combination had occurred from the beginning of the preceding year in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior year information is restated only from that date.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to reserves and presented separately from other reserves with disclosure of its nature and purpose in the notes.

Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 'Non-current Assets Held for Sale and Discontinued Operations' are measured in accordance with that Standard.

#### (b) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is

- Expected to be realised or intended to be sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is treated as current when

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.



(c) **Property plant and equipment**

Property, plant and equipment including capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, import duties, cost of replacing part of the plant and equipment, borrowing costs if the recognition criteria are met and directly attributable cost of bringing the asset to its location and condition necessary for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably.

Property, plant and equipment under installation or construction as at the balance sheet date is shown as capital work-in-progress and the related advances are shown as under Non current assets.

On transition to Ind AS, the Company has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| <u>Category of assets</u>              | <u>Useful life estimated by management</u> | <u>Useful life as per Schedule II</u> |
|--|--|---------------------------------------|
| Buildings                              | 23 - 60 years                              | 30 years                              |
| Plant and equipment                    | 13 years                                   | 10 - 15 years                         |
| Facility and office equipment          | 7 years                                    | 10 years                              |
| Electrical installations and equipment | 7 years                                    | 10 years                              |
| Furniture and fixtures                 | 7 years                                    | 10 years                              |
| Other fixtures (included in Building)  | 2 years                                    | 10 years                              |
| Computer equipment                     | 3 years                                    | 3 - 6 years                           |
| Vehicles                               | 3-7 years                                  | 6 - 10 years                          |

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

Second hand assets are depreciated over the estimated useful life as per technical estimates.

Leasehold land/Leasehold improvements/Leasehold Building are depreciated over the primary lease period or useful life, whichever is shorter, on a straight-line basis.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The management has estimated, supported by technical assessment, the useful life of the category of assets, which are lower than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

(d) **Other intangible assets**

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred.

There are no internally generated intangible assets capitalised by the Group.

A summary of amortization policies applied to the Group's intangible assets is as below:

| <u>Category of assets</u>       | <u>Useful life estimated by management</u> |
|---------------------------------|--|
| Computer software - application | 3-5 years                                  |
| Computer software - generic     | 1 year                                     |
| Customer contract               | 12 years                                   |

(e) **Impairment of non-financial assets**

Except for deferred tax assets and inventory, the Group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows till perpetuity.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

Impairment losses of continuing operations, including impairment of inventories, are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the assets in the CGU on a pro-rata basis. Impairment losses relating to goodwill cannot be reversed in future years.

Intangible assets with indefinite useful lives are tested for impairment annually, as at March 31, at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.



(f) **Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(g) **Leases**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Group as a lessee**

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any, and adjusted for any re-measurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently re-measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group applies the short-term lease recognition exemption to short term leases of all assets that have a lock in lease term of 12 months or less, except where it anticipates renewals and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(h) **Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial assets**

**Initial recognition and measurement**

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (k) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e. the date that the Group commits to purchase or sell the asset.

**Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in four categories:

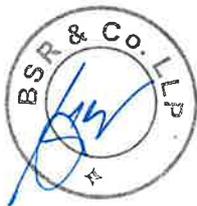
- i) Financial assets at amortised cost (debt instruments)
- ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- iv) Financial assets at fair value through profit or loss

**Financial assets at amortised cost (debt instruments)**

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Group's financial assets at amortised cost includes trade receivables. For more information on receivables, refer to Note 10.2.



#### Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss

#### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when

i) The rights to receive cash flows from the asset have expired, or  
ii) The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

#### Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Financial liabilities

##### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

##### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

##### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Group has not designated any financial liability as at fair value through profit or loss.

##### Financial liabilities at amortised cost (Loans and borrowings)

This is the category most relevant to the Group. After initial recognition, interest-bearing loans, borrowings and other financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

#### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### (i) Inventories

Inventories of pharmacy items and medical consumables are valued at lower of cost or net realizable value. The comparison of cost and net realizable value is made on an item by item basis. Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location after adjusting for Goods and Services Tax (GST) wherever applicable, applying the first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs to be incurred to make the sale. Adequate provision is made for slow moving, non-moving and expired inventory, as determined necessary.



(j) **Non-current assets held for sale**

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets are generally measured at the lower of their carrying amount and fair value less costs to sell.

Non-current assets classified as held-for-sale are presented separately from the other assets in the balance sheet.

(k) **Total income**

(i) **Revenue recognition**

Revenue from contracts with customers is recognised as per Ind AS 115, "Revenue from contract with customers", when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services, taking into consideration defined terms of payment and excluding taxes or duties collected on behalf of the government.

*Disaggregation of revenue*

The Group disaggregates revenue into revenue from rendering hospital services, pharmacy sales and other operating income. The Group believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of Group's revenues and cash flows are affected by industry, market and other economic factors.

*Operating Income*

Revenue from Hospital services is recognised as and when the services are performed, unless significant future uncertainties exist, while revenue from sale of pharmacy items is recognised when the control of the goods have passed to the buyer, usually on delivery of the goods. The Group assesses the distinct performance obligations in the contract and measures at an amount that reflects the consideration it expects to receive, net of Goods and Services Tax and adjusted for discounts and concessions.

**Contract balances**

*Trade receivables*

Trade receivables represents the Group's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (h) Financial instruments – initial recognition and subsequent measurement.

*Contract liabilities*

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs its obligation under the contract.

(ii) **Other income**

*Interest Income*

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit or loss.

(l) **Foreign currencies**

The Group's Consolidated Financial Statements are presented in INR, which is also the parent Company's functional currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The Group's financial statements are presented in INR, which is also the Group's functional and presentation currency.

*Transactions and balances*

Foreign currency transactions are recorded on initial recognition in the functional currency using the exchange rate prevailing at the date of the transaction. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on the settlement or translation of monetary items are recognised in the statement of profit and loss.

(m) **Retirement and other employee benefits**

Defined contribution plan

Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution schemes. The Group recognizes contribution payable to the schemes as an expense, when an employee renders the related service. The Group has no obligation other than the contribution payable to the fund.

Defined benefit plan - gratuity

The Group operates a defined benefit plan for its employees for gratuity. The costs of providing benefits under this plan is determined on the basis of actuarial valuation at each year end using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding debit or credit through OCI in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

Past service costs are recognised in the statement of profit and loss on the earlier of

- The date of the plan amendment or curtailment and
- The date that the Group recognises related restructuring costs

Interest is calculated by applying the discount rate to the defined benefit liability. The Group recognises the following changes in the defined benefit obligation as an expense in the statement of profit and loss

- (i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and
- (ii) Interest expense

Other long-term employee benefits - compensated absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. The Group presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date.

(n) **Taxes**

*Current income tax*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amounts are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.



*Deferred tax*

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date

Deferred tax liabilities are recognised for all taxable temporary differences except

- where deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date

Deferred tax relating to items recognised outside the statement of profit or loss is recognised outside the statement of profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and to the same taxation authority

**(o) Earnings Per Share (EPS)**

Basic EPS amounts are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources

For the purpose of calculating diluted earnings per share, the net profit/(loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be antidilutive

**(p) Provisions**

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit or loss net off any reimbursement

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates

*Decommissioning liability*

The Group records a provision for decommissioning costs to dismantle and remove the leasehold improvements from the leased premises. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset

*Onerous contracts*

A contract is considered to be onerous when the expected economic benefits to be derived by the Group from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Group recognises any impairment loss on the assets associated with that contract

**(q) Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote

Contingent liabilities and commitments are reviewed by the management at each balance sheet date

**(r) Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management

**(s) Segment accounting policies**

The Group prepares its segment information based on its reporting to Chief Operating Decision Maker (refer note -12 on segment reporting)

**(t) Corporate Social Responsibility (CSR) expenditure**

CSR expenditure as per provisions of section 135 of Companies Act, 2013 read with The Companies (Corporate Social Responsibility Policy) Rules, 2014, is charged to the statement of profit and loss as an expense as and when incurred



(u) **Cash flow statement**

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated. Bank overdrafts are classified as part of cash and cash equivalent, as they form an integral part of an entity's cash management.

(v) **Share capital**

**Equity shares**

Incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with Ind AS 12.

(w) **New and amended standards**

(i) **Ind AS 117 Insurance Contracts**

The Ministry of Corporate Affairs (MCA) notified the Ind AS 117, Insurance Contracts, vide notification dated August 12, 2024, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, which is effective from annual reporting periods beginning on or after April 01, 2024.

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply. Ind AS 117 is based on a general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

The application of Ind AS 117 had no impact on the financial statements as the Group has not entered into any contracts in the nature of insurance contracts covered under Ind AS 117.

(ii) **Amendment to Ind AS 116 Leases – Lease Liability in a Sale and Leaseback**

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback.

The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after April 01, 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

The amendment does not have a material impact on the financial statements.

(x) **Standards issued but not yet effective**

(i) **Amendment to Ind AS 21 The Effects of Changes in Foreign Exchange Rates**

On May 07, 2025, The Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2025, which amend Ind AS 21 The Effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after 1 April 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments are not expected to have a material impact on the Group's financial statements.

(This space has been intentionally left blank)



Manipal Hospitals Private Limited  
Notes to the Consolidated Financial Statements for the year ended March 31, 2025

3.1 Property, plant and equipment

|   | Freehold Land<br>(Refer note 3.1.1) | Leasehold Land | Leasehold Improvements | Buildings | Plant and equipment | Facility and office equipment | Furniture and fixtures | Computer equipment | Vehicles | Electrical installation and equipment | Total    |
|---|-------------------------------------|----------------|------------------------|-----------|---------------------|-------------------------------|------------------------|--------------------|----------|---------------------------------------|----------|
| <b>Cost</b>   |                                     |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2023                                       | 70.34                               | 18.63          | 145.37                 | 369.73    | 465.57              | 121.98                        | 42.94                  | 53.02              | 1.55     | 107.26                                | 1,396.39 |
| On account of acquisition of subsidiary (refer note 39) | 129.61                              | 56.81          | -                      | 548.30    | 283.47              | -                             | 36.36                  | 18.81              | 0.63     | 179.13                                | 1,253.12 |
| Additions   | -                                   | -              | 2.05                   | 3.67      | 53.73               | 0.18                          | 5.23                   | 12.69              | 2.38     | 5.80                                  | 85.73    |
| Disposals/ adjustments                                  | 2.13                                | -              | (0.93)                 | (0.01)    | (7.10)              | (2.03)                        | (0.93)                 | (1.53)             | (0.57)   | (0.02)                                | (10.06)  |
| At March 31, 2024                                       | 202.08                              | 75.44          | 147.42                 | 921.69    | 795.67              | 120.13                        | 83.60                  | 82.99              | 3.99     | 292.17                                | 2,725.18 |
| Additions   | -                                   | -              | 7.10                   | 21.50     | 100.45              | -                             | 14.17                  | 30.81              | 2.45     | 14.81                                 | 191.29   |
| Disposals/ adjustments                                  | (42.34)                             | -              | (0.07)                 | (2.40)    | (12.17)             | (7.67)                        | 9.44                   | (1.61)             | (0.21)   | (15.97)                               | (73.00)  |
| At March 31, 2025                                       | 159.74                              | 75.44          | 154.45                 | 940.79    | 883.95              | 112.46                        | 107.21                 | 112.19             | 6.23     | 291.01                                | 2,843.47 |
| <b>Depreciation</b>                                     |                                     |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2023                                       | 26.98                               | -              | 6.25                   | 150.09    | 241.93              | 109.52                        | 37.56                  | 38.14              | 0.91     | 60.51                                 | 671.89   |
| On account of acquisition of subsidiary (refer note 39) | -                                   | 27.55          | -                      | 79.83     | 180.03              | -                             | 26.61                  | 16.03              | 0.55     | 94.88                                 | 425.48   |
| Charge for the year                                     | -                                   | 0.02           | 5.92                   | 17.40     | 47.27               | 4.66                          | 4.98                   | 9.16               | 0.34     | 18.54                                 | 108.29   |
| Disposals/ adjustments                                  | -                                   | -              | -                      | (0.01)    | (6.77)              | (2.01)                        | 4.37                   | (1.53)             | (0.44)   | (11.69)                               | (11.69)  |
| At March 31, 2024                                       | 26.98                               | 27.57          | 12.17                  | 247.31    | 462.46              | 112.17                        | 73.52                  | 61.80              | 1.36     | 168.63                                | 1,193.97 |
| Charge for the year                                     | -                                   | 0.03           | 6.67                   | 24.37     | 58.23               | 4.40                          | 8.16                   | 16.97              | 0.72     | 24.51                                 | 144.06   |
| Disposals/ adjustments                                  | -                                   | -              | (0.07)                 | (2.23)    | (11.09)             | (7.66)                        | (2.57)                 | (1.95)             | (0.20)   | (3.21)                                | (28.98)  |
| At March 31, 2025                                       | 26.98                               | 27.60          | 18.77                  | 269.45    | 509.60              | 108.91                        | 79.11                  | 76.82              | 1.88     | 189.93                                | 1,309.05 |
| <b>Net book value</b>                                   |                                     |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At March 31, 2024                                       | 175.10                              | 47.87          | 135.25                 | 674.38    | 333.21              | 7.96                          | 10.08                  | 21.19              | 2.63     | 123.54                                | 1,531.21 |
| At March 31, 2025                                       | 132.76                              | 47.84          | 135.68                 | 671.34    | 374.35              | 3.55                          | 28.10                  | 35.37              | 4.35     | 101.08                                | 1,534.42 |

Refer note 14.1 for details of Property, plant and equipment provided as security for borrowings

Notes:

(3.1.1) MHEIPL signed a Deed of Transfer/Exchange with the West Bengal Housing Infrastructure Development Corporation Limited, a Government of West Bengal Company wherein a parcel of freehold land was exchanged for a leasehold land and the impact of the same has been considered in the Consolidated Financial Statements.



3.2 Capital Work-in-progress

|  | (₹ in crores) |
|--|---------------|
| Cost   | Total         |
| At April 01, 2023                            | 11.34         |
| Additions during the year                    | 89.42         |
| Transferred to Property, plant and equipment | (85.73)       |
| At March 31, 2024                            | 15.03         |
| Additions during the year                    | 194.55        |
| Transferred to Property, plant and equipment | (191.29)      |
| At March 31, 2025                            | 18.29         |

Capital work in progress ageing schedule

| Particulars          | Amount in CWIP for a period of |           |           |                   | Total |
|----------------------|--------------------------------|-----------|-----------|-------------------|-------|
|                      | (₹ in crores)                  |           |           |                   |       |
|                      | Less than 1 year               | 1-2 years | 2-3 years | More than 3 years |       |
| Projects in progress | 18.29                          | -         | -         | -                 | 18.29 |
| Total                | 18.29                          | -         | -         | -                 | 18.29 |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget

| Particulars          | Amount in CWIP for a period of |           |           |                   | Total |
|----------------------|--------------------------------|-----------|-----------|-------------------|-------|
|                      | (₹ in crores)                  |           |           |                   |       |
|                      | Less than 1 year               | 1-2 years | 2-3 years | More than 3 years |       |
| Projects in progress | 11.24                          | 3.49      | 0.30      | -                 | 15.03 |
| Total                | 11.24                          | 3.49      | 0.30      | -                 | 15.03 |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget

\* Refer note 14.1 for details of Capital Work-in-progress provided as security for borrowings

4.1 Right-of-use assets

|   | Right-of-use assets                               |            |          |           |                          | Total  |
|---|---|------------|----------|-----------|--------------------------|--------|
|   | Leasehold land & building<br>(refer note 3.1.1) ^ | Equipments | Vehicles | Computers | Electrical installations |        |
| Cost  |   |            |          |           |                          |        |
| At April 01, 2023                                       | 469.40  | 16.20      | 0.68     | 10.33     | -                        | 496.61 |
| On account of acquisition of subsidiary (refer note 39) | 202.64  | 0.87       | -        | -         | -                        | 203.51 |
| Additions   | 40.59   | -          | -        | 5.43      | -                        | 46.02  |
| Disposals/ adjustments                                  | -   | (4.14)     | -        | -         | -                        | (4.14) |
| At March 31, 2024                                       | 712.63  | 12.93      | 0.68     | 15.76     | -                        | 742.00 |
| Additions   | 10.37   | 19.59      | -        | -         | 24.89                    | 54.85  |
| Disposals/ adjustments                                  | 36.23   | -          | -        | -         | -                        | 36.23  |
| At March 31, 2025                                       | 759.23  | 32.52      | 0.68     | 15.76     | 24.89                    | 833.08 |
| Depreciation  |   |            |          |           |                          |        |
| At April 01, 2023                                       | 85.49   | 9.12       | 0.68     | 5.92      | -                        | 101.21 |
| On account of acquisition of subsidiary (refer note 39) | 10.74   | 0.59       | -        | -         | -                        | 11.33  |
| Charge for the year                                     | 22.20   | 1.05       | -        | 1.66      | -                        | 24.91  |
| Disposals/ adjustments                                  | -   | -          | -        | -         | -                        | -      |
| At March 31, 2024                                       | 118.43  | 10.76      | 0.68     | 7.58      | -                        | 137.45 |
| Charge for the year                                     | 28.46   | 1.00       | -        | 5.56      | 2.22                     | 37.24  |
| Disposals/ adjustments                                  | (4.35)  | -          | -        | -         | -                        | (4.35) |
| At March 31, 2025                                       | 142.54  | 11.76      | 0.68     | 13.14     | 2.22                     | 170.34 |
| Net book value  |   |            |          |           |                          |        |
| At March 31, 2024                                       | 594.20  | 2.17       | -        | 8.18      | -                        | 604.55 |
| At March 31, 2025                                       | 616.69  | 20.76      | -        | 2.62      | 22.67                    | 662.74 |

\* Refer note 14.1 for details of assets provided as security for borrowings



4.2 Goodwill and Other intangible assets

|   | (₹ in crores)                  |                         |                    |               |
|---|--------------------------------|-------------------------|--------------------|---------------|
|   | Goodwill<br>(Refer note 4.2.1) | Other intangible assets |                    |               |
|   |                                | Computer software       | Customer contracts | Total         |
| <b>Cost</b>   |                                |                         |                    |               |
| At April 01, 2023                                       | -                              | 46.06                   | -                  | 46.06         |
| On account of acquisition of subsidiary (refer note 39) | 1,223.45                       | 13.11                   | 57.40              | 70.51         |
| Additions   | -                              | 36.62                   | -                  | 36.62         |
| Disposals   | -                              | -                       | -                  | -             |
| <b>At March 31, 2024</b>                                | <b>1,223.45</b>                | <b>95.79</b>            | <b>57.40</b>       | <b>153.19</b> |
| Additions   | -                              | 38.63                   | -                  | 38.63         |
| Disposals   | -                              | (0.20)                  | -                  | (0.20)        |
| <b>At March 31, 2025</b>                                | <b>1,223.45</b>                | <b>134.22</b>           | <b>57.40</b>       | <b>191.62</b> |
| <b>Amortisation</b>                                     |                                |                         |                    |               |
| At April 01, 2023                                       | -                              | 29.86                   | -                  | 29.86         |
| On account of acquisition of subsidiary (refer note 39) | -                              | 9.67                    | -                  | 9.67          |
| Charge for the year                                     | -                              | 13.33                   | 2.39               | 15.72         |
| Disposals   | -                              | -                       | -                  | -             |
| <b>At March 31, 2024</b>                                | <b>-</b>                       | <b>52.86</b>            | <b>2.39</b>        | <b>55.25</b>  |
| Charge for the year                                     | -                              | 22.36                   | 4.78               | 27.14         |
| Disposals   | -                              | (0.04)                  | -                  | (0.04)        |
| <b>At March 31, 2025</b>                                | <b>-</b>                       | <b>75.18</b>            | <b>7.17</b>        | <b>82.35</b>  |
| <b>Net book value</b>                                   |                                |                         |                    |               |
| At March 31, 2024                                       | 1,223.45                       | 42.93                   | 55.01              | 97.94         |
| At March 31, 2025                                       | 1,223.45                       | 59.04                   | 50.23              | 109.27        |

\* Refer note 14.1 for details of Other intangible assets provided as security for borrowings

4.2.1 Impairment testing of goodwill with indefinite lives

For impairment testing, goodwill acquired through business combinations with indefinite lives has been allocated to the below mentioned CGU

|  | (₹ in crores) |
|--|---------------|
|  | East cluster  |
| At April 01, 2023  | -             |
| Addition on account of acquisition of subsidiary (refer note 39) | 1,223.45      |
| At March 31, 2024  | 1,223.45      |
| Change during the year   | -             |
| At March 31, 2025  | 1,223.45      |

The Group performed its annual impairment test for years ended March 31, 2025 and March 31, 2024. The Group estimates recoverable amount of CGU basis value-in-use method. An analysis of the sensitivity of the computation to a change in key parameters (operating margin, discount rates and long term average growth rate), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount. Key assumptions upon which the Group has based its determinations of value-in-use include:

- Estimated cash flows based on internal budgets and industry outlook for a period of five years and a terminal growth rate thereafter.
- The estimated value-in-use of this investment is based on the future cash flows using a 5.00% (March 31, 2024: 5.00%) annual growth rate for periods subsequent to the forecast period of 5 years (March 31, 2024: 5 years). This long term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector.
- Pre-tax Discount rate of 11.00% (March 31, 2024: 11.00%), which reflect current market assessment of the risks.

The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount.



5 Non-current financial assets

5.1 Investments

|   | (₹ in crores)  |                |                |                |
|---|----------------|----------------|----------------|----------------|
|   | No of units    |                | Amounts        |                |
|   | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| <b>Investments at fair value through Profit and Loss</b>                |                |                |                |                |
| <b>Investments in other companies (unquoted)</b>                        |                |                |                |                |
| O2 Renewable Energy X Private Limited                                   |                |                |                |                |
| -Equity shares of ₹ 10 each fully paid up                               | 1,15,900       | 1,15,900       | 0.12           | 0.12           |
| -Compulsory convertible debentures of ₹ 1000 each<br>[Refer note 5.1.1] | 10,424         | 10,424         | 1.04           | 1.04           |
| Atria Wind Power (Basavana Bagewadi) Private Limited                    |                |                |                |                |
| -Equity shares of ₹ 100 each fully paid up<br>[Refer note 5.1.2]        | 1,000          | -              | 0.02           | -              |
| <b>Aggregate value of unquoted investments (A)</b>                      |                |                | <b>1.18</b>    | <b>1.16</b>    |
| Investments in mutual funds (quoted)*                                   |                |                | 52.71          | 44.53          |
| <b>Aggregate book value/ market value of quoted investments (B)</b>     |                |                | <b>52.71</b>   | <b>44.53</b>   |
| <b>Aggregate value of investments (A+B)</b>                             |                |                | <b>53.89</b>   | <b>45.69</b>   |

5.1.1 On October 23, 2023, the Company subscribed to 1,15,900 equity shares and 10,424 Series B compulsory convertible debentures of O2 Renewable Energy X Private Limited as captive power consumer

5.1.2 On January 16, 2025 the Company has invested an amount of ₹ 0.02 crores in Atria Wind Power (Basavana Bagewadi) Private Limited by purchasing 1,000 equity shares as captive power consumer

Information about the group's exposure to credit and market risks, and fair value measurement, is included in Note 36 & 37

\* Refer note 14.1 for details of Investments provided as security for borrowings

5.2 Other financial assets (Secured considered good unless otherwise stated)

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Margin money deposit with banks (refer note 5.2.1)   | 13.08          | 4.53           |
| Deposits with banks due to mature after twelve months from the reporting date (refer note 5.2.2) | 13.89          | 13.01          |
| Security deposits  | 19.68          | 18.08          |
|  | <b>46.65</b>   | <b>35.62</b>   |

(5.2.1) Margin money deposits with a carrying amount of ₹ 13.08 crores (March 31, 2024 ₹ 4.53 crores) are provided as collateral for bank guarantee

(5.2.2) It includes Debt Service Reserve Account maintained by the group with Banks amounting to ₹ 13.89 crores (March 31, 2024 ₹ 12.97 crores)

6 Income tax assets (net)

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Income tax assets (net of provision for income tax) | 72.43          | 94.65          |
|   | <b>72.43</b>   | <b>94.65</b>   |

7 Other non-current assets (Unsecured considered good unless otherwise stated)

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Capital advances                              |                |                |
| Considered good                               | 1.11           | 3.85           |
| Considered doubtful                           | 17.88          | 17.88          |
|   | 18.99          | 21.73          |
| Less: Provision for doubtful capital advances | (17.88)        | (17.88)        |
|   | 1.11           | 3.85           |
| Prepaid expenses                              | 0.45           | 0.58           |
| Balances with government authorities          | 18.23          | 0.40           |
|   | <b>19.79</b>   | <b>4.83</b>    |

8 Assets held for sale

|      | (₹ in crores)  |                |
|------|----------------|----------------|
|      | March 31, 2025 | March 31, 2024 |
| Land | 6.50           | 6.50           |
|      | <b>6.50</b>    | <b>6.50</b>    |

(8.1.1) Land held for sale pertains to vacant land situated at Meerut ₹ 6.50 crores (March 31, 2024 ₹ 6.50 crores)

(8.1.2) As of March 31, 2025, the Group is actively responding to evolving market conditions and ongoing infrastructure developments in and around Meerut. Efforts to market the land are ongoing, with the aim of achieving optimal realisation through a potential sale

9 Inventories (valued at lower of cost and net realizable value)

|                     | (₹ in crores)  |                |
|---------------------|----------------|----------------|
|                     | March 31, 2025 | March 31, 2024 |
| Pharmacy items      | 24.04          | 26.47          |
| Medical consumables | 27.36          | 19.56          |
|                     | <b>51.40</b>   | <b>46.03</b>   |

Refer note 14.1 for details of Inventories provided as security for borrowings

10 Current financial assets

10.1 Investments

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| <b>Investments at fair value through Profit and Loss</b> |                |                |
| Investments in mutual funds (quoted)*                    | 399.11         | 72.88          |
| <b>Aggregate market value of quoted investments</b>      | <b>399.11</b>  | <b>72.88</b>   |

\* Information about the Group's exposure to credit and market risks, and fair value measurement, is included in Note 36 & 37

\* Refer note 14.1 for details of Investments provided as security for borrowings



10.2 Trade receivables (Unsecured considered good unless otherwise stated)

|   | ₹ in crores    |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Considered good                           | 201.13         | 184.52         |
| Credit impaired                           | 30.39          | 25.52          |
|   | 231.52         | 210.04         |
| Less: Loss allowance on trade receivables | (30.39)        | (25.52)        |
|   | 201.13         | 184.52         |

Refer note 14.1 for details of Trade receivables provided as security for borrowings  
(10.2.1) There are no trade receivables which have significant increase in credit risk  
(10.2.2) Ageing for trade receivables and unbilled revenue due from the due date for each of the category is as follows

As at March 31, 2025

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |                |                |                   | Total         |
|---|--|--------------------|-------------------|----------------|----------------|-------------------|---------------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years      | 2-3 years      | More than 3 years |               |
| Undisputed Trade Receivables - considered good                                | 129.60   | 68.21              | 3.32              | -              | -              | -                 | 201.13        |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -              | -              | -                 | -             |
| Undisputed Trade receivable - credit impaired                                 | 0.14   | 10.24              | 17.11             | 2.84           | 0.06           | -                 | 30.39         |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -              | -              | -                 | -             |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -              | -              | -                 | -             |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -              | -              | -                 | -             |
| <b>Total</b>  | <b>129.74</b>  | <b>78.45</b>       | <b>20.43</b>      | <b>2.84</b>    | <b>0.06</b>    | <b>-</b>          | <b>231.52</b> |
| <b>Expected credit allowance %</b>  | <b>0.11%</b>   | <b>13.05%</b>      | <b>83.75%</b>     | <b>100.00%</b> | <b>100.00%</b> | <b>-</b>          | <b>13.13%</b> |

\* includes unbilled revenue of ₹ 23.83 crores as considered good

As at March 31, 2024

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |               |               |                   | Total         |
|---|--|--------------------|-------------------|---------------|---------------|-------------------|---------------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years     | 2-3 years     | More than 3 years |               |
| Undisputed Trade Receivables - considered good                                | 113.05   | 58.61              | 8.53              | 3.84          | 0.49          | -                 | 184.52        |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -             | -             | -                 | -             |
| Undisputed Trade receivable - credit impaired                                 | 2.10   | 5.91               | 12.03             | 2.42          | 1.96          | 1.10              | 25.52         |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -             | -             | -                 | -             |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -             | -             | -                 | -             |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -             | -             | -                 | -             |
| <b>Total</b>  | <b>115.15</b>  | <b>64.52</b>       | <b>20.56</b>      | <b>6.26</b>   | <b>2.45</b>   | <b>1.10</b>       | <b>210.04</b> |
| <b>Expected credit allowance %</b>  | <b>1.83%</b>   | <b>9.16%</b>       | <b>58.51%</b>     | <b>38.60%</b> | <b>80.00%</b> | <b>100.00%</b>    | <b>12.15%</b> |

\* includes unbilled revenue of ₹ 19.52 crores as considered good

10.3 Cash and cash equivalents

|   | ₹ in crores    |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Balances with banks:  |                |                |
| - On current accounts                                       | 46.99          | 97.74          |
| - Deposits with original maturity of less than three months | 30.00          | 10.00          |
| Cash on hand  | 2.23           | 1.52           |
| <b>Total cash and cash equivalents</b>                      | <b>79.22</b>   | <b>109.26</b>  |

10.4 Bank balances other than cash and cash equivalents

|   | ₹ in crores    |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Deposits with banks original maturity with more than three months but less than twelve months | 8.84           | 13.26          |
|   | <b>8.84</b>    | <b>13.26</b>   |

10.5 Loans (Unsecured considered good unless otherwise stated)

|                    | ₹ in crores    |                |
|--------------------|----------------|----------------|
|                    | March 31, 2025 | March 31, 2024 |
| Loans to employees | 0.43           | 0.39           |
|                    | <b>0.43</b>    | <b>0.39</b>    |

10.6 Other financial assets (Unsecured considered good unless otherwise stated)

|  | ₹ in crores    |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Margin money deposit with banks          | 12.22          | 4.65           |
| Interest accrued on fixed deposits       | 1.19           | 0.94           |
| Other receivables #                      |                |                |
| Considered good                          | 1.88           | 1.28           |
| Considered doubtful                      | 0.63           | 0.62           |
| Less: Loss allowance on Other receivable | (0.63)         | (0.62)         |
| <b>Net other receivables</b>             | <b>1.88</b>    | <b>1.28</b>    |
| Security deposits                        | 0.64           | 0.65           |
|  | <b>15.93</b>   | <b>7.52</b>    |

# includes receivables from related parties (refer note 32)

\* Refer note 14.1 for details of Other financial assets provided as security for borrowings

11 Other assets (Unsecured considered good unless otherwise stated)

|                                     | ₹ in crores    |                |
|-------------------------------------|----------------|----------------|
|                                     | March 31, 2025 | March 31, 2024 |
| Prepaid expenses                    | 8.02           | 6.77           |
| Advances to suppliers               | 4.59           | 8.25           |
| Balance with government authorities | 2.51           | 20.30          |
|                                     | <b>15.12</b>   | <b>35.30</b>   |

\* Refer note 14.1 for details of Other assets provided as security for borrowings



12 Equity Share capital

|  | ₹ in crores    |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| 12.1 Authorised shares (Nos.)<br>1,104,950,000 (March 31, 2024 1,104,950,000) Equity shares of ₹ 10/- each                           | 1,104.95       | 1,104.95       |
| 12.2 Issued, subscribed and fully paid-up shares (Nos.)<br>1,025,297,268 (March 31, 2024 1,025,297,268) Equity Shares of ₹ 10/- each | 1,025.30       | 1,025.30       |
| Total issued, subscribed and fully paid-up share capital   | 1,025.30       | 1,025.30       |

12.3 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year:

|                              | March 31, 2025 |             | March 31, 2024 |             |
|------------------------------|----------------|-------------|----------------|-------------|
|                              | Nos.           | ₹ in crores | Nos.           | ₹ in crores |
| At the beginning of the year | 1,02,52,97,268 | 1,025.30    | 1,02,52,97,268 | 1,025.30    |
| Add : Issued during the year | -              | -           | -              | -           |
| At the end of the year       | 1,02,52,97,268 | 1,025.30    | 1,02,52,97,268 | 1,025.30    |

12.4 Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year, the Company has not declared any dividend.

In the event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to number of equity shares held by shareholders.

12.5 Shares held by holding company

|  | March 31, 2025 |             | March 31, 2024 |             |
|--|----------------|-------------|----------------|-------------|
|  | Nos.           | ₹ in crores | Nos.           | ₹ in crores |
| Manipal Health Enterprises Private Limited ("MHEPL") * | 1,02,52,97,268 | 1,025.30    | 1,02,52,97,268 | 1,025.30    |

\*Includes 10,000 (March 31, 2024 10,000) equity shares of ₹ 10 each held by nominee on behalf of the holding company.

12.6 Details of shareholders holding more than 5% shares in the company:

|   | March 31, 2025   |                        | March 31, 2024   |                        |
|---|------------------|------------------------|------------------|------------------------|
|   | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Equity shares of ₹ 10 each fully paid<br>Manipal Health Enterprises Private Limited | 1,02,52,97,268   | 100.00%                | 1,02,52,97,268   | 100.00%                |

As per the records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

12.7 Details of shareholding by the promoter of the company

| As at March 31, 2025                       |  |                        |                                      |                   |                          |  |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|--|
| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |  |
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |  |
|  | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |  |
| As at March 31, 2024                       |  |                        |                                      |                   |                          |  |
| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |  |
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |  |
|  | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |  |

12.8 There have been no issue of bonus shares, buy back of shares, issue of shares for consideration other than cash for the period of five years immediately preceding the balance sheet date.

12.9 As at March 31, 2025 and March 31, 2024, the Company does not have any shares reserved for issue under options and contracts or commitments for the sale of shares.

13 Other equity

|   | ₹ in crores    |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| 13.1 Securities premium                                 |                |                |
| Balance at the beginning of the year                    | 246.89         | 246.89         |
| Add: Addition during the year                           | -              | -              |
| Balance at the end of the year                          | 246.89         | 246.89         |
| 13.2 Re-measurement gain/(loss) on defined benefit plan |                |                |
| Balance at the beginning of the year                    | (1.83)         | 0.52           |
| OCI for the year (net of tax)                           | (2.21)         | (2.35)         |
| Balance at the end of the year                          | (4.04)         | (1.83)         |
| 13.3 Retained earnings                                  |                |                |
| Balance at the beginning of the year                    | (325.61)       | (526.52)       |
| Add: Profit for the year                                | 421.30         | 200.91         |
| Balance at the end of the year                          | 95.69          | (325.61)       |
| 13.4 Amalgamation adjustment deficit account            |                |                |
| Balance at the beginning of the year                    | (59.11)        | (59.11)        |
| Add: Addition during the year                           | -              | -              |
| Balance at the end of the year                          | (59.11)        | (59.11)        |
| Total of other equity                                   | 279.43         | (139.66)       |
| 13.5 Non-controlling interest                           |                |                |
| Balance at the beginning of the year                    | (99.40)        | (100.42)       |
| On account of acquisition of subsidiary (refer note 39) | 17.85          | 0.32           |
| Add: Addition during the year                           | (81.85)        | (99.40)        |
| Balance at the end of the year                          | (163.40)       | (199.50)       |



14 Non-current financial liabilities

14.1 Borrowings (secured unless other-wise stated)

|  | (₹ in crores)   |                 |
|--|-----------------|-----------------|
|  | March 31, 2025  | March 31, 2024  |
| <b>Borrowings</b>  |                 |                 |
| Term loan from banks (refer note 14.1.1 & 14.1.2)                                  | 2,088.15        | 2,127.24        |
| Term loan from financial institutions (refer note 14.1.1 & 14.1.2)                 | 147.24          | -               |
| Inter-corporate deposits (ICD) (unsecured) (refer note 14.1.5 and 14.1.6)          | 3.00            | -               |
| Loan for purchase of capital asset (refer note 14.1.3 & 14.1.4)                    | 1.99            | 1.86            |
| (A)  | <b>2,240.38</b> | <b>2,129.10</b> |
| <b>Less: Current maturities - disclosed under the head 'short term borrowings'</b> |                 |                 |
| Term loan from banks   | 73.37           | 54.37           |
| Term loan from financial institutions  | 1.30            | -               |
| Loan for purchase of capital asset   | 0.40            | 0.31            |
| (B)  | <b>75.07</b>    | <b>54.68</b>    |
| <b>Non-Current Borrowings</b>  | <b>(A-B)</b>    | <b>2,074.42</b> |

14.1.1 Details of Principal outstanding, rate of interest and repayment terms for term loans from banks and financial institutions

As at March 31, 2025

| Particulars                                 | Interest Rate as at March 31, 2025 | Frequency | Number of structured installments | Year of Maturity   | Principal Outstanding (net of transaction cost) |
|---|------------------------------------|-----------|-----------------------------------|--------------------|---|
| Secured Term loan (Bank 1)                  | 7.94% - 8.19%                      | Quarterly | Upto 40 Installments              | September 30, 2035 | 494.58  |
| Secured Term loan (Bank 2)                  | 7.94% - 8.25%                      | Quarterly | Upto 40 Installments              | September 30, 2035 | 354.48  |
| Secured Term loan (Bank 3)                  | 8.15%                              | Quarterly | Upto 48 Installments              | August 31, 2038    | 604.09  |
| Secured Term loan (Bank 4)                  | 8.00% - 8.25%                      | Quarterly | Upto 40 Installments              | March 31, 2036     | 335.00  |
| Secured Term loan (Bank 5)                  | 7.84%                              | Quarterly | Upto 40 Installments              | September 30, 2035 | 300.00  |
| Secured Term loan (Financial institution 1) | 8.25%                              | Quarterly | Upto 80 Installments              | December 31, 2044  | 147.24  |
| <b>Total</b>                                |                                    |           |                                   |                    | <b>2,235.39</b>                                 |

As at March 31, 2024

| Particulars                | Interest Rate as at March 31, 2024 | Frequency | Number of structured installments | Year of Maturity   | Principal Outstanding (net of transaction cost) |
|----------------------------|------------------------------------|-----------|-----------------------------------|--------------------|---|
| Secured Term loan (Bank 1) | 8.35% - 8.65%                      | Quarterly | Upto 40 Installments              | September 30, 2035 | 516.97  |
| Secured Term loan (Bank 2) | 8.32% - 8.72%                      | Quarterly | Upto 40 Installments              | September 30, 2035 | 371.78  |
| Secured Term loan (Bank 3) | 8.40%                              | Quarterly | Upto 48 Installments              | August 31, 2038    | 618.32  |
| Secured Term loan (Bank 4) | 8.25% - 8.50%                      | Quarterly | Upto 40 Installments              | March 31, 2036     | 320.17  |
| Secured Term loan (Bank 5) | 8.22%                              | Quarterly | Upto 40 Installments              | September 30, 2035 | 300.00  |
| <b>Total</b>               |                                    |           |                                   |                    | <b>2,127.24</b>                                 |

14.1.2 The terms and conditions of all the term loans from banks and financial institutions are similar and are as follows:

During the year ended March 31, 2025, the companies in the Group entered into facility agreement with its lenders and offered consolidated security as below:-

- A first ranking pari passu security interest over all movable fixed assets and current assets of the Company along with MHEPL, MHEIPL, Manipal Hospitals (Dwarka) Private Limited ("MHDPL") and Manipal Hospitals (Bengaluru) Private Limited ("MHBPL") including but not limited to movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, intangible assets (including goodwill, trademarks and patents) and all other movable properties of whatsoever nature (both present and future) (other than any debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to the facilities) as per the facility agreement
- A first ranking pari passu security interest over specific immovable properties of the Company, MHEPL, MHEIPL and MHDPL
- A first ranking pari passu security interest, by way of hypothecation, over all leasehold improvements of all immovable properties and excluded properties
- Exclusive security interest over the debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to such facility)

During the year ended March 31, 2024, the terms and conditions of all the term loans from banks obtained by MHPL are as follows:

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the Company along with MHEPL, MHDPL, MHBPL & MHEIPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by the Company
- Irrevocable and unconditional corporate guarantee by MHEPL, MHBPL & MHDPL. Subsequent to the acquisition of MHEIPL during the year March 31, 2024, MHEIPL assets are also offered to lenders for security.
- Non disposal undertaking by MHEPL in respect of each shareholding aggregating up to 100% (One hundred percent) in the Company

During the year ended March 31, 2024, the terms and conditions of all the term loans from banks obtained by MHEIPL are as follows:

During the year ended March 31, 2024, MHPL acquired MHEIPL and refinanced existing debt of MHEIPL. MHEIPL entered into facility agreements with Axis Bank, HDFC Bank, Canara Bank, IndusInd Bank and Kotak Bank and offered consolidated security as below -

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the MHEIPL along with MHEPL, MHPL, MHBPL & MHDPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by MHEIPL.

14.1.3 Details of Principal outstanding, rate of interest and repayment terms for loan for purchase of capital asset

|                                     | March 31, 2025   | March 31, 2024   |
|-------------------------------------|------------------|------------------|
| Principal outstanding (₹ in crores) | 1.99             | 1.86             |
| Rate of interest                    | (8.35% to 9.15%) | (8.60% to 9.40%) |
| Year of repayment                   | 2027 to 2031     | 2027 to 2030     |

14.1.4 The Company obtained vehicle under financing arrangements from Bank and secured against such vehicle

14.1.5 Details of Principal outstanding, rate of interest and repayment terms for Inter-corporate deposits

|                                     | March 31, 2025 | March 31, 2024 |
|-------------------------------------|----------------|----------------|
| Principal outstanding (₹ in crores) | 3.00           | -              |
| Rate of interest                    | 9.00%          | -              |
| Year of repayment                   | 2027           | -              |

14.1.6 Inter-corporate deposits received from Manipal Hospitals Synergie Private Limited ('MHSPL') and the interest accrued on the same, also refer note 14.1.5 and 32

| Entities   | March 31, 2025 | March 31, 2024 |
|--|----------------|----------------|
| Manipal Hospitals Synergie Private Limited - 'MHSPL' |                |                |
| Principal  | 3.00           | -              |
| Interest accrued                                     | 0.81           | -              |



14.2 Lease liabilities

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Opening balance   | 585.48         | 537.45         |
| Additions on account of acquisition of subsidiary (refer note 39) | -              | 6.04           |
| Add New leases during the year                                    | 52.32          | 44.83          |
| Add Interest accrued  | 72.06          | 66.98          |
| Less Interest paid  | (62.24)        | (57.90)        |
| Less Lease paid   | (15.24)        | (9.69)         |
| Less Lease termination/adjustments                                | (2.05)         | (2.23)         |
|   | <b>630.33</b>  | <b>585.48</b>  |
| Non-current   | 611.30         | 571.10         |
| Current   | 19.03          | 14.38          |

The Group had total cash outflows for short term leases and low value leases of March 31, 2025 ₹ 26.16 crores (March 31, 2024 ₹ 21.32 crores)

14.2.1 Notes

The Group has taken on lease certain land and building for hospital operations, hostels for staff, equipment's, office spaces and vehicles for use in the course of its business  
Refer notes 2 3(g) in relation to accounting policy for leases  
Refer note 4.1 for depreciation charge for right-of-use assets by class of underlying asset and additions to right-of-use assets and the carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset  
Refer note 29.1 in relation to short term leases and leases of low-value assets accounted for applying paragraph 6 of Ind AS 116  
Refer note 37C disclosure on maturity analysis of lease payments  
Refer note 46 disclosure on cash outflows for leases liabilities

14.3 Other financial liabilities

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Interest accrued on Inter-corporate deposit | 0.81           | -              |
| Security deposits received                  | 0.15           | 0.18           |
|   | <b>0.96</b>    | <b>0.18</b>    |

15 Provisions

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Non-current                            |                |                |
| Provision for gratuity (refer note 35) | 16.25          | 22.47          |
|  | <b>16.25</b>   | <b>22.47</b>   |

16 Income Tax

The major components of income tax expense for the year ended March 31, 2025 and March 31, 2024 are

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| <b>Statement of Profit and loss:</b>                                  |                |                |
| Current income tax:   |                |                |
| Current year income tax charge  | 119.59         | 92.64          |
| Adjustment of tax relating to earlier years                           | (3.48)         | 0.29           |
|   | <b>116.11</b>  | <b>92.93</b>   |
| Deferred tax :  |                |                |
| Origination and reversal of temporary differences (refer note 16.1.1) | (98.30)        | (11.23)        |
| Tax expense reported in the statement of profit or loss               | <b>17.81</b>   | <b>81.70</b>   |

OCI section

|  |               |               |
|--|---------------|---------------|
| Tax on net loss on remeasurement of defined benefit plan | (0.81)        | (0.21)        |
| Tax credit reported in OCI                               | <b>(0.81)</b> | <b>(0.21)</b> |

(16.1.1) During the year ended March 31, 2025, MHEIPL recognised Deferred Tax Assets of ₹ 95.79 crores primarily on unrecognised unabsorbed depreciation based on the probability of sufficient taxable profit in future periods against which such business loss will be set off. Further, MHEIPL has also utilised the deferred tax asset created during the year on the unabsorbed depreciation

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Profit before tax   | 457.19         | 283.66         |
| Statutory income tax rate of 25.17% (March 31, 2024 25.17%) | 115.07         | 71.39          |
| Tax effect of non-deductible expenses                       | 2.57           | 13.11          |
| Impact of statutory tax rate changes on capital gains       | 4.22           | -              |
| Deferred tax recognised basis reasonable certainty*         | (101.39)       | -              |
| Tax adjustment pertaining to earlier years                  | (3.48)         | -              |
| Others  | 0.82           | (2.80)         |
|   | <b>17.81</b>   | <b>81.70</b>   |

Deferred tax

|   | (₹ in crores)               |                |  |                |
|---|-----------------------------|----------------|--|----------------|
|   | Recognised in balance sheet |                | Recognised in profit and loss and other comprehensive income |                |
|   | March 31, 2025              | March 31, 2024 | March 31, 2025   | March 31, 2024 |
| Property plant equipment and Intangible assets Impact of difference between tax depreciation as per Income Tax Act, 1961 over depreciation/ amortization as per Companies Act, 2013 | (228.97)                    | (219.17)       | 9.80   | 53.23          |
| Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis * #   | 176.69                      | 163.74         | (12.95)  | (20.73)        |
| Allowance for bad and doubtful debts  | 7.80                        | 6.53           | (1.27)   | (2.79)         |
| Fair valuation of investments in mutual funds   | (4.86)                      | (0.71)         | 4.15   | (0.36)         |
| Unabsorbed depreciation   | 139.02                      | 143.33         | 4.51   | (143.33)       |
| Deferred tax assets not recognised in earlier years, recognised in current year basis reasonable certainty  | -                           | (103.24)       | (103.24)   | 103.24         |
| Others  | 10.03                       | 10.12          | 0.09   | (0.70)         |
| Deferred tax (credit)   |                             |                | <b>(99.11)</b>   | <b>(11.44)</b> |
| Net deferred tax Assets   | <b>99.71</b>                | <b>0.60</b>    |  |                |

\* Includes items under 43B such as Leave encashment, gratuity, bonus

# Gratuity amount routed through Other Comprehensive Income pertaining to remeasurement of defined benefit plan

Reflected in the balance sheet as follows:

|                           | (₹ in crores)  |                |
|---------------------------|----------------|----------------|
|                           | March 31, 2025 | March 31, 2024 |
| Deferred tax assets       | 333.54         | 333.22         |
| Deferred tax liabilities  | (233.83)       | (332.12)       |
| Deferred tax Assets (net) | <b>99.71</b>   | <b>0.60</b>    |

Note: Deferred tax assets/(liabilities) has been disclosed basis entity wise net deferred tax assets/(liabilities) as at year-end

The Companies in the Group have elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance



**Unrecognised deferred tax asset:**

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Group can use the benefits therefrom

|   | March 31, 2025 |                         | March 31, 2024 |                         |
|---|----------------|-------------------------|----------------|-------------------------|
|   | Gross Amount   | Unrecognised tax effect | Gross Amount   | Unrecognised tax effect |
| Carried forward unabsorbed depreciation | -              | -                       | 569.48         | 143.33                  |
|   | -              | -                       | 569.48         | 143.33                  |

**Tax losses carried forward:**

Tax losses for which no deferred tax asset was recognised expire as follows

|   | March 31, 2025  |             | March 31, 2024  |                |
|---|-----------------|-------------|-----------------|----------------|
|   | Amount (in crs) | Expiry date | Amount (in crs) | Expiry date    |
| Carried forward unabsorbed depreciation | -               | -           | 569.48          | Not Applicable |

**17 Current financial liabilities**

**17.1 Short term borrowings**

|  | March 31, 2025  |             | March 31, 2024  |             |
|--|-----------------|-------------|-----------------|-------------|
|  | Amount (in crs) | Expiry date | Amount (in crs) | Expiry date |
| Current maturities of long-term borrowings                         |                 |             |                 |             |
| Term loan from banks (refer note 14.1.1 & 14.1.2)                  |                 |             | 73.37           | 54.37       |
| Term loan from financial institutions (refer note 14.1.1 & 14.1.2) |                 |             | 1.30            | -           |
| Loan for purchase of capital asset (refer note 14.1.3 & 14.1.4)    |                 |             | 0.40            | 0.31        |
|  |                 |             | 75.07           | 54.68       |

**17.2 Trade payables**

|  | March 31, 2025  |             | March 31, 2024  |             |
|--|-----------------|-------------|-----------------|-------------|
|  | Amount (in crs) | Expiry date | Amount (in crs) | Expiry date |
| Trade payables   |                 |             |                 |             |
| - total outstanding dues of micro enterprises and small enterprises*                     |                 |             | 9.79            | 10.07       |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |                 |             | 414.04          | 528.29      |
|  |                 |             | 423.83          | 538.36      |

\*Also refer note 47

(17.2.1) For details relating to payable to related parties refer note 32

(17.2.2) There were no disputed dues from Micro enterprises and small enterprises and other creditors

**As at March 31, 2025**

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due  | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | 9.44   | 0.35             | -           | -           | -                 | 9.79          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 354.56   | 47.78            | 5.16        | 4.24        | 2.30              | 414.04        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>364.00</b>  | <b>48.13</b>     | <b>5.16</b> | <b>4.24</b> | <b>2.30</b>       | <b>423.83</b> |

**As at March 31, 2024**

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due  | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | 8.53   | 1.42             | 0.12        | -           | -                 | 10.07         |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 445.01   | 75.01            | 6.14        | 1.61        | 0.52              | 528.29        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>453.54</b>  | <b>76.43</b>     | <b>6.26</b> | <b>1.61</b> | <b>0.52</b>       | <b>538.36</b> |

**18 Other financial liabilities**

|  | March 31, 2025  |             | March 31, 2024  |             |
|--|-----------------|-------------|-----------------|-------------|
|  | Amount (in crs) | Expiry date | Amount (in crs) | Expiry date |
| Interest accrued but not due on borrowings *                     | 0.21            |             | 0.25            |             |
| Capital creditors **   | 23.58           |             | 18.31           |             |
| Sundry deposits  | 0.39            |             | 0.31            |             |
| Retention money  | 2.99            |             | 1.33            |             |
| Other payables (includes payable to related party refer note 32) | 1.31            |             | 0.44            |             |
|  | 28.48           |             | 20.64           |             |

\* The details of interest rates, repayment and other terms are disclosed under note 14.1

\*\* As at March 31, 2025, outstanding amount of ₹ 1.62 crores (March 31, 2024 ₹ 0.76 crores) is due to micro and small enterprises. There are no interest due or outstanding on the same. There were no amounts paid to micro and small enterprises beyond the appointed date during the current and the previous years.

**19 Provisions**

|                                    | March 31, 2025  |             | March 31, 2024  |             |
|------------------------------------|-----------------|-------------|-----------------|-------------|
|                                    | Amount (in crs) | Expiry date | Amount (in crs) | Expiry date |
| Current                            |                 |             |                 |             |
| Provision for compensated absences | 24.25           |             | 21.33           |             |
|                                    | 24.25           |             | 21.33           |             |

**20 Other current liabilities**

|   | March 31, 2025  |             | March 31, 2024  |             |
|---|-----------------|-------------|-----------------|-------------|
|   | Amount (in crs) | Expiry date | Amount (in crs) | Expiry date |
| Statutory dues                                    | 17.21           |             | 14.96           |             |
| Advance received from customer [refer note 22(b)] | 10.05           |             | 8.33            |             |
| Other liabilities                                 | 1.62            |             | 1.67            |             |
|   | 28.88           |             | 24.96           |             |

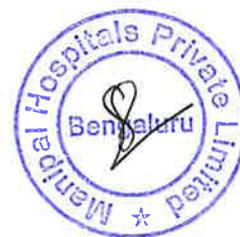
**21 Current tax liabilities (net)**

|                               | March 31, 2025  |             | March 31, 2024  |             |
|-------------------------------|-----------------|-------------|-----------------|-------------|
|                               | Amount (in crs) | Expiry date | Amount (in crs) | Expiry date |
| Current tax liabilities (net) | 1.78            |             | 0.37            |             |
|                               | 1.78            |             | 0.37            |             |



Manipal Hospitals Private Limited  
Notes to the Consolidated Financial Statements for the year ended March 31, 2025

|           |  | (₹ in crores)   |                 |
|-----------|--|-----------------|-----------------|
|           |  | March 31, 2025  | March 31, 2024  |
| <b>22</b> | <b>Revenue from operations *</b>   |                 |                 |
|           | <b>Revenue from goods and services</b>   |                 |                 |
|           | Hospital services  | 3,286.64        | 2,458.90        |
|           | Pharmacy sales   | 102.10          | 62.44           |
|           | Less: Discounts #  | (124.08)        | (180.76)        |
|           | <b>Total revenue from contract with customers (a)</b>  | <b>3,264.66</b> | <b>2,340.58</b> |
|           | <b>Other operating revenues</b>  |                 |                 |
|           | Rental income  | 3.88            | 2.54            |
|           | Parking charges  | 0.91            | 0.53            |
|           | Occupational health centre and ambulance service   | 10.52           | 2.59            |
|           | Others   | 9.33            | 9.61            |
|           | <b>Total (b)</b>   | <b>24.64</b>    | <b>15.27</b>    |
|           | <b>Total (a+b)</b>   | <b>3,289.30</b> | <b>2,355.85</b> |
|           | * includes transactions with related parties (refer note 32)   |                 |                 |
|           | # primarily from hospital services   |                 |                 |
| a)        | The revenue from contracts with customer at disaggregation is provided above   |                 |                 |
| b)        | Changes in contract liabilities- Advance received from customers   |                 |                 |
|           |  | (₹ in crores)   |                 |
|           |  | March 31, 2025  | March 31, 2024  |
|           | <b>Balance at the beginning of the year</b>  | <b>8.33</b>     | <b>8.57</b>     |
|           | Less: Revenue recognised that was included in the balance at the beginning of the year (refer note 20)   | (8.33)          | (8.57)          |
|           | Add: Increase due to advance from patients received (refer note 20)  | 10.05           | 8.33            |
|           | <b>Balance at the end of the year</b>  | <b>10.05</b>    | <b>8.33</b>     |
|           | <b>Expected revenue recognition from remaining performance obligations:</b>  |                 |                 |
|           | - Within one year  | 10.05           | 8.33            |
| c)        | Contract balances  |                 |                 |
|           |  | (₹ in crores)   |                 |
|           |  | March 31, 2025  | March 31, 2024  |
|           | Receivables  |                 |                 |
|           | - Trade receivables (refer note 10.2)  | 201.13          | 184.52          |
|           | Contract liabilities   |                 |                 |
|           | - Advance received from customer (refer note 20)   | 10.05           | 8.33            |
|           | Trade receivable are non-interest bearing and are generally on a terms of 30 to 120 days   |                 |                 |
|           | Contract liabilities relates to the advances received from the customers to deliver the hospital service. There is no significant changes in the contract liabilities during the year. |                 |                 |
| <b>23</b> | <b>Other income</b>  |                 |                 |
|           |  | (₹ in crores)   |                 |
|           |  | March 31, 2025  | March 31, 2024  |
|           | Profit on sale of investments in mutual funds (net)  | 4.04            | 12.10           |
|           | Fair value gain on financial instruments at FVTPL  | 16.61           | 2.32            |
|           | Profit on sale of property, plant and equipment (net)  | 0.42            | 2.37            |
|           | Interest income on income tax refund   | 2.88            | 2.92            |
|           | Liability written back   | -               | 0.14            |
|           |  | <b>23.95</b>    | <b>19.85</b>    |
| <b>24</b> | <b>Finance income</b>  |                 |                 |
|           |  | (₹ in crores)   |                 |
|           |  | March 31, 2025  | March 31, 2024  |
|           | Interest on inter corporate deposit *  | -               | 9.14            |
|           | Interest income on financial assets at amortised cost  | 0.90            | 0.77            |
|           | Interest income on bank deposits   | 3.04            | 1.80            |
|           |  | <b>3.94</b>     | <b>11.71</b>    |
|           | * includes transactions with related parties (refer note 32)   |                 |                 |
| <b>25</b> | <b>Changes in inventories of medical consumables and pharmacy items</b>  |                 |                 |
|           |  | (₹ in crores)   |                 |
|           |  | March 31, 2025  | March 31, 2024  |
|           | <b>Pharmacy items</b>  |                 |                 |
|           | Inventory at the beginning of the year   | 26.47           | 11.74           |
|           | Less: Inventory at the end of the year   | (24.04)         | (26.47)         |
|           |  | 2.43            | (14.73)         |
|           | <b>Other medical consumables</b>   |                 |                 |
|           | Inventory at the beginning of the year   | 19.56           | 15.96           |
|           | Inventory on account of acquisition of subsidiary (refer note 39)  | -               | 15.32           |
|           | Less: Inventory at the end of the year   | (27.36)         | (19.56)         |
|           |  | (7.80)          | 11.72           |
|           |  | <b>(5.37)</b>   | <b>(3.01)</b>   |



**Manipal Hospitals Private Limited**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2025**

|    |   | (₹ in crores)  |                |
|----|---|----------------|----------------|
|    |   | March 31, 2025 | March 31, 2024 |
| 26 | <b>Employee benefits expense *</b>                        |                |                |
|    | Salaries, wages and bonus                                 | 372.28         | 255.00         |
|    | Contribution to provident and other funds (refer note 35) | 25.01          | 16.68          |
|    | Gratuity expenses (refer note 35)                         | 5.41           | 0.85           |
|    | Staff welfare expenses                                    | 9.31           | 15.86          |
|    |   | <b>412.01</b>  | <b>288.39</b>  |

\* includes transactions with related parties (refer note 32)

|    |   | (₹ in crores)  |                |
|----|---|----------------|----------------|
|    |   | March 31, 2025 | March 31, 2024 |
| 27 | <b>Finance costs</b>                                  |                |                |
|    | Bank charges  | 13.98          | 9.93           |
|    | Interest  |                |                |
|    | - on bank loan  | 175.50         | 109.25         |
|    | - on Inter-corporate deposit                          | 2.07           | -              |
|    | - on vehicle loan                                     | 0.16           | 0.11           |
|    | - on leases   | 72.06          | 66.98          |
|    | - on others   | 1.55           | 12.72          |
|    | Loan processing fees                                  |                |                |
|    | - on financial liabilities measured at amortised cost | 0.64           | 10.59          |
|    | <b>Total interest expense</b>                         | <b>251.98</b>  | <b>199.65</b>  |
|    |   | <b>265.96</b>  | <b>209.58</b>  |

|    |  | (₹ in crores)  |                |
|----|--|----------------|----------------|
|    |  | March 31, 2025 | March 31, 2024 |
| 28 | <b>Depreciation and amortisation expense</b>                   |                |                |
|    | Depreciation of property, plant and equipment (refer note 3.1) | 144.06         | 108.29         |
|    | Depreciation of right of use assets (refer note 4.1)           | 37.24          | 24.91          |
|    | Amortisation of intangible assets (refer note 4.2)             | 27.14          | 15.72          |
|    |  | <b>208.44</b>  | <b>148.92</b>  |

|    |  | (₹ in crores)   |                |
|----|--|-----------------|----------------|
|    |  | March 31, 2025  | March 31, 2024 |
| 29 | <b>Other expenses</b>                                  |                 |                |
|    | Doctors professional fees                              | 757.70          | 563.15         |
|    | House keeping, including consumables                   | 62.46           | 42.69          |
|    | Power and fuel and other utilities                     | 54.45           | 43.99          |
|    | Security charges                                       | 23.77           | 17.20          |
|    | Rent (refer note 29.1)                                 | 26.16           | 21.32          |
|    | Contractual manpower                                   | 67.97           | 44.82          |
|    | Rates and taxes  | 6.50            | 19.60          |
|    | Insurance  | 6.51            | 3.79           |
|    | Repairs and maintenance                                |                 |                |
|    | - Buildings  | 2.49            | 2.94           |
|    | - Plant and machinery                                  | 35.99           | 33.25          |
|    | - Others **  | 55.52           | 26.05          |
|    | Corporate social responsibility (refer note 43)        | 4.59            | 2.45           |
|    | Advertising and sales promotion**                      | 109.74          | 70.66          |
|    | Travelling and conveyance                              | 12.97           | 9.64           |
|    | Communication costs                                    | 4.81            | 4.17           |
|    | Printing and stationery                                | 11.10           | 9.84           |
|    | Legal and professional fees**                          | 34.94           | 22.17          |
|    | Payment to auditors                                    | 1.60            | 1.33           |
|    | Bad debts/advances written off                         | 31.81           | 13.13          |
|    | Loss allowance on trade receivables (net of reversals) | 4.87            | 5.43           |
|    | Loss allowance on other receivables (net of reversals) | 0.01            | 0.41           |
|    | Foreign exchange loss (net)                            | 0.99            | 0.10           |
|    | Miscellaneous expenses                                 | 4.67            | 4.23           |
|    |  | <b>1,321.62</b> | <b>962.36</b>  |

\*\* includes transactions with related parties (refer note 32)

29.1 Represents amounts incurred by the Group towards expenses relating to short-term leases, leases of low-value assets and ineligible GST on lease payments written off. Also refer note 2.3(g).

|      |                             | (₹ in crores)  |                |
|------|-----------------------------|----------------|----------------|
|      |                             | March 31, 2025 | March 31, 2024 |
| 29.2 | <b>Payment to auditors*</b> |                |                |
|      | Audit fees                  | 1.60           | 1.33           |
|      |                             | <b>1.60</b>    | <b>1.33</b>    |

\*Amount inclusive of Goods and Service Tax (GST)



30 Exceptional items

The Group has incurred certain project fees, legal and professional fees towards its executed/ planned business expansion / tender amounting to Nil (March 31, 2024 ₹ 21.24 crore). The Group has disclosed the same as exceptional item in the Consolidated Financial Statements.

31 Earnings per share (EPS)

The following reflects the income and share data used in the basic and diluted EPS computations

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Profit attributable to the Owners of the Company | 421.30         | 200.91         |
| Weighted average number of equity shares         | 1,02,52,97,268 | 1,02,52,97,268 |
| Earnings per share - Basic and diluted - ₹       | 4.11           | 1.96           |

32 Related party transactions

(a) Names of related parties where control exists irrespective of whether transactions have occurred or not:

|                 |   |
|-----------------|---|
| Holding Company | - Manipal Health Enterprises Private Limited ('MHEPL')  |
| Subsidiary      | - Manipal Hospitals (East) India Private Limited ('MHEIPL') (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited ) (w.e.f September 20, 2023) |

(b) Names of other related parties as per Ind AS 24:

|   |  |
|---|--|
| Fellow subsidiaries   | - Manipal Hospitals (Dwarka) Private Limited ('MHDPL')<br>- Manipal Hospitals (Bengaluru) Private Limited ('MHBPL')<br>- Healthmap Diagnostics Private Limited<br>- Manipal Hospitals Synergie Private Limited ('MHSPL') (formerly known as Medica Synergie Private Limited) (w.e.f July 01, 2024)<br>- Manipal Hospitals Eastern India Private Limited (formerly known as Medica Hospitals Private Limited) (w.e.f July 01, 2024) |
| Other related parties<br>(Enterprises under significant influence of ultimate holding company/holding company upto July 13, 2023)<br><br>(Enterprise over which Key management personnel ("KMP") of holding company has significant influence from July 13, 2023) | - Manipal Cigna Health Insurance Company Limited<br>- Manipal Foundation<br>- MEMG International India Private Ltd<br>- UNext Learning Private Limited<br>- Manipal Academy of Higher Education  |
| Key management personnel:   | - Dr. H. Sudarshan Ballal, Director<br>- Mr. Karthik Rajagopal, Director<br>- Mr. Sameer Agarwal, Director   |

(c) Names of additional related parties as per Companies Act, 2013:

|                        |                        |
|------------------------|------------------------|
| KMP- Company Secretary | - Ms. Khadija G Vahora |
|------------------------|------------------------|

Transactions with the above related parties during the year ended:

| Name of related party                          | Nature of transaction  | (₹ in crores)   |                |
|--|--|---|----------------|
|  |  | March 31, 2025  | March 31, 2024 |
| Remuneration to key management personnel (KMP) | Employee Benefits  | 0.20  | 0.11           |
| Manipal Health Enterprises Private Limited     | Hospital Services received                                   | 9.85  | 12.93          |
|  | Hospital Services rendered                                   | 2.28  | 1.56           |
|  | Purchase of medical pharmacies/consumables (net of returns)  | 1.80  | 1.67           |
|  | Sale of medical pharmacies/consumables (net of returns)      | 0.26  | 0.26           |
|  | Reimbursement of Expenses incurred on behalf of the group    | 368.23  | 206.78         |
|  | Recovery of expenses incurred on behalf of other group       | 3.31  | 18.04          |
|  | Amount received from related party                           | 21.14   | -              |
|  | Amount paid to related party                                 | 405.63  | 198.92         |
|  | Sale of asset  | -   | 0.06           |
|  | Manipal Academy of Higher Education                          | Hospital Services rendered                                      | 1.11           |
| Amount received from related party             |  | 1.19  | -              |
| ManipalCigna Health Insurance Company Limited  | Insurance expenses   | 2.94  | 1.81           |
| Manipal Hospitals (Dwarka) Private Limited     | Interest Income on ICD                                       | -   | 9.12           |
|  | ICD repayment received during the year                       | -   | 259.80         |
|  | Interest Income received on ICD repayment                    | -   | 19.54          |
|  | Amount paid to related party                                 | -   | 0.08           |
|  | Amount received from related party                           | 0.11  | -              |
|  | Recovery of expenses incurred on behalf of the related party | 0.13  | 0.08           |
|  | Reimbursement of expenses incurred on behalf of the Group    | 0.07  | 0.13           |
|  | MEMG International India Private Ltd                         | Royalty charges (included under legal and professional expense) | 15.53          |



**Manipal Hospitals Private Limited**

Notes to the Consolidated Financial Statements for the year ended March 31, 2025

|  |   |       |      |
|--|---|-------|------|
| Manipal Foundation   | Corporate Social Responsibility Expenditure                       | 4.59  | 2.45 |
| Manipal Hospitals (Bengaluru) Private Limited  | Purchase of Asset   | 0.15  | 0.01 |
|  | Purchase of medical pharmacies/consumables (net of returns)       | 0.08  | -    |
|  | Amount paid to related party                                      | 3.47  | -    |
|  | Hospital Services rendered  | 1.37  | -    |
|  | Hospital Services received  | 0.00* | -    |
|  | Reimbursement of expenses incurred on behalf of the Related party | 3.64  | 3.14 |
|  | Recovery of expenses incurred on behalf of the related party      | 0.07  | 1.88 |
|  | Interest expense on ICD   | 1.17  | -    |
|  | Inter corporate deposits (ICD) received                           | 56.00 | -    |
|  | Inter corporate deposits (ICD) repaid                             | 56.00 | -    |
|  | Repayment of interest on ICD                                      | 1.05  | -    |
| UNext Learning Private Limited   | Hospital Services rendered  | 0.02  | -    |
|  | Amount received from related party                                | 0.01  | -    |
| Healthmap Diagnostics Private Limited  | Hospital services received  | 0.80  | -    |
| Manipal Hospitals Synergie Private Limited (formerly known as Medica Synergie Private Limited)       | Interest expense on ICD   | 0.90  | -    |
|  | Inter corporate deposits (ICD) repaid                             | 42.00 | -    |
|  | Inter corporate deposits (ICD) received                           | 45.00 | -    |
| Manipal Hospitals Eastern India Private Limited (formerly known as Medica Hospitals Private Limited) | Hospital services rendered  | 0.03  | -    |
|  | Hospital services received  | 0.58  | -    |
|  | Amount paid to related party                                      | 0.05  | -    |
|  | Recovery of expense incurred on behalf of related party           | 0.02  | -    |
|  | Sale of medical pharmacies/consumables (net of returns)           | 1.37  | -    |

\* Represents value less than Rs.0.01 crore

Balances receivable from/payable to related parties are as follows:

| Name of related party  | Nature of balances                | ₹ in crores    |                |
|--|-----------------------------------|----------------|----------------|
|  |                                   | March 31, 2025 | March 31, 2024 |
| Manipal Health Enterprises Private Limited   | Trade Payables                    | 7.03           | 17.01          |
|  | Other payables                    | 0.74           | 0.33           |
| ManipalCigna Health Insurance Company Limited  | Prepaid expenses                  | -              | 1.78           |
|  | Other receivables                 | 0.00*          | -              |
|  | Advance to Suppliers              | 0.11           | -              |
| Manipal Foundation   | Trade Payables                    | 0.07           | -              |
| Manipal Hospitals (Dwarka) Private Limited   | Other receivables                 | 0.01           | 0.03           |
|  | Other payables                    | 0.03           | -              |
| MEMG International India Private Limited   | Trade Payables                    | 5.98           | 5.11           |
| Manipal Academy of Higher Education  | Other receivables                 | 0.18           | -              |
| Manipal Hospitals (Bengaluru) Private Limited  | Other receivables                 | -              | 0.02           |
|  | Other payables                    | 0.00*          | -              |
|  | Trade Payables                    | 0.56           | 1.26           |
| UNext Learning Private Limited   | Other receivables                 | 0.02           | -              |
| Healthmap Diagnostics Private Limited  | Trade payables                    | 0.01           | -              |
| Manipal Hospitals Synergie Private Limited (formerly known as Medica Synergie Private Limited)       | Inter corporate deposit - availed | 3.00           | -              |
|  | Interest accrued on ICD           | 0.81           | -              |
| Manipal Hospitals Eastern India Private Limited (formerly known as Medica Hospitals Private Limited) | Other receivable                  | 0.89           | -              |

\* Represents value less than Rs 0.01 crore

**Terms and conditions of transactions with related parties**

The sales/purchases, income/expenses, loans from/to related parties are made on terms equivalent to those that prevail in arm's length transactions. During the current and previous years, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates

(This space has been intentionally left blank)



33 Contingent liabilities

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| (A) Claims against the Group not acknowledged as debts |                |                |
| i) Patient Compensation                                | 17.04          | 155.40         |
| ii) Indirect Tax                                       |                |                |
| Goods and Service Tax                                  | 44.39          | 10.83          |
| Finance Act, 1994                                      | 13.39          | 13.39          |
| (B) Guarantees   |                |                |
| i) Bank guarantees                                     | 4.70           | 4.41           |
|  | 79.52          | 184.03         |

(i) Patient Compensation

There are certain claims made against the Group in respect of patient compensation. The cases are pending with various Consumer Disputes Redressal Commissions. Based on the legal counsel's views, the management does not expect these claims to succeed. Accordingly, no provision for liability has been recognized in the Consolidated Financial Statements.

The Group is confident that its position will be upheld for above litigations.

(ii) Indirect Tax Demand

Goods and Service Tax

(a) The Company went in for Advance Ruling seeking clarification on chargeability of GST on activities performed by its employees at the Corporate office in the course of or in relation to employment viz., accounting, other administrative and IT system maintenance for its units located in states outside of the Karnataka. The Authority for Advance Ruling passed an order calling it as supply and hence chargeable to GST. Aggrieved by the order, the company appealed against the said order with the Appellate Authority of Advance Ruling (AAAR) which again passed the order in favour of Revenue. Aggrieved by the order passed by AAAR, the Company has filed a writ petition with the Hon'ble high court of Karnataka on April 26, 2019 to quash the said order. Fresh Interlocutory Applications, challenging the validity of constitution of AAR/AAAR was listed for hearing in April 2021. The matter was heard and the respondents (Union and State) were directed to file objections. Potential liability as on March 31, 2025 is ₹ 12.38 crores (As on March 31, 2024: ₹ 10.71 crores)

(b) During the year 2016-17, while filing TRAN-1- Transitional ITC for CENVAT Credit and Value added Tax (VAT) credit, the Company has inadvertently claimed SGST credit in TRANS-1 amounting to ₹ 0.47 crores while there was no VAT credit available to be transitioned to Goods and Service Tax (GST). Upon realizing its mistake, the Company has voluntarily remitted back the same amount. Subsequently, the department issued notice for difference in credit claimed as per Tran 1 and VAT returns and has demanded interest of ₹ 0.07 crores and penalty of ₹ 0.05 crores as applicable under KGST Act. The Company has thereafter made payment of the interest in 2021. Considering the above fact, that the Company has already remitted the impugned amount even before the authorities identified along with the interest, the company believes it has a good case and the penalty imposed would be set aside.

(c) During the year ended March 31, 2025, the company has received an order issued by Joint Commissioner for the period March 2021 to September 2022, wherein GST demand of ₹ 2.38 crore and equal amount of penalty with interest is raised towards Non- Payment of GST on Supply of COVID-19 vaccines and its related vaccination charges. Aggrieved by the impugned order, subsequent to the year end, the Company has filed a Writ before Hon'ble High Court of Karnataka and obtained the stay.

(d) During the year ended March 31, 2025, Manipal Hospitals (East) India Private Limited (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited), has received the demand order from Additional Commissioner for the period 2017-18 till 2021-22, wherein demand of ₹ 27.13 crores raised towards Non payment of GST on renting of immovable property. Aggrieved by the impugned order, the Company has filed a writ petition with the Hon'ble High Court of Kolkata. As per share purchase agreement entered into with the erstwhile shareholder of the Company, the case is fully indemnified in the event of an unfavourable outcome.

Finance Act, 1994

(a) Commissioner, Central Tax (Audit-1, Commissionerate) has issued show cause notice no.54/2020-21 CTA-1/Commr. dtd. December 30, 2020 towards non-reversal of Cenvat credit/non-payment of Service Tax payable under provisions of Rule 6 of the Cenvat Credit Rules, 2004 in respect of exempted services for the period from October 1, 2014 to June 30, 2017 for an amount of ₹. 10.10 crores including interest and penalty. The Company has remitted the tax amount of ₹ 3.55 crores under protest and filed response to the notice before the Principal Commissioner/ Commissioner of Central Tax, East Commissionerate on February 26, 2021. The authorities vide OIO No. 57/2021 dt. November 30, 2021 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with CESTAT on April 18, 2022.

(b) Deputy Commissioner, Circle IV, Central Tax (Audit-1, Commissionerate) has issued show cause notice no.47/2020-21 CTA-1/Dy Commr. dtd. December 18, 2020 towards non-payment of Service Tax under reverse charge on services received from Director of the Company payable under Section 68(2) of the Finance Act, 1994 for an amount of ₹. 1.30 crores (March 31, 2024: ₹ 1.30 crores) including interest and penalty. The Company has filed its response to the show cause notice before the Deputy/Assistant Commissioner of Central Tax East division -5, Bangalore East Commissionerate on January 18, 2021. The authorities vide OIO No. 199/2022 dt. March 31, 2022 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with Commissioner of Service Tax (Appeals) on June 16, 2022 and remitted the tax amount of ₹ 0.31 crores under protest.

(c) During the year ended March 31, 2024, due to acquisition of Manipal Hospitals (East) India Private Limited (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited), Service tax demand of ₹1.99 crore (March 31, 2024: ₹ 1.99 crore) existed towards renting of immovable property and pending before Additional Commissioner, CGST & CX, Kolkata. The authority confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company filed the appeal with Commissioner (Appeal-I). As per share purchase agreement entered into with the erstwhile shareholder of the Company, the case is fully indemnified in the event of an unfavourable outcome.

Based on the discussions, the Group had with the tax experts, they are of the view that the Group has good case on merits and has higher probability of winning the above cases, both under GST and Finance Act. Accordingly, it has been disclosed as a contingent liability.

(iii) The Company along with MHEPL, MHBPL, MHDPL and MHEIPL have provided security to various lenders in the form of first ranking pari passu charge over Immovable properties including lease hold improvements, Movable Fixed Assets, Intangibles assets and Current Assets (as defined in the Facility Agreements) for the term loans amounting to ₹ 4,663.53 crore (March 31 2024 ₹ 3,883.13 crores) availed by the Company, MHEPL, MHBPL, MHDPL, HCMCT (Silo), MHEIPL and Manipal Hospitals Eastern India Private Limited ('MH Eastern')

Pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

34 Capital Commitments and other commitments

As at March 31, 2025, the group has a commitment towards purchase of capital asset of ₹. 139.63 crores (March 31, 2024: ₹ 116.41 crores)



35 Employee benefit plan

(i) Defined contribution plan:

Amount recognised and included in note 26, Contribution to provident and other funds in statement of profit and loss of ₹ 25.01 crores (March 31, 2024: ₹ 16.68 crores)

(ii) Defined benefit plan:

The Group has a defined benefit gratuity plan. Under this plan, every employees who are entitled as per the Gratuity Act, gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The gratuity plan is a funded plan and the Group makes contributions to funds maintained with an insurance company

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the balance sheet

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| <b>a) Statement of profit and loss and other comprehensive income</b>   |                |                |
| <b>i) Net employee benefit expense recognized in the statement of profit or loss</b>  |                |                |
| Current service cost  | 5.41           | 3.80           |
| Past service cost   | -              | 1.49           |
| Interest cost on benefit obligation   | 1.88           | 1.34           |
| Expected return on plan assets  | (0.36)         | (0.34)         |
| <b>Net benefit expense charged to statement of profit or loss</b>   | <b>6.93</b>    | <b>6.29</b>    |
| <b>ii) Remeasurement</b>  |                |                |
| Actuarial changes arising from changes in:  |                |                |
| -Financial assumptions  | 1.85           | 1.17           |
| -Demographic assumptions  | 0.14           | 1.02           |
| -Experience adjustments   | 1.50           | 0.72           |
| Return on plan assets excluding interest income   | (0.24)         | (0.02)         |
| <b>Total amount recognised in other comprehensive income</b>  | <b>3.25</b>    | <b>2.89</b>    |
| <b>b) Balance Sheet</b>   |                |                |
| <b>Defined benefit obligation</b>   |                |                |
| Present value of funded defined benefit obligation  | 38.10          | 31.58          |
| Fair value of plan assets   | 21.85          | 9.11           |
| <b>Unfunded status</b>  | <b>16.25</b>   | <b>22.47</b>   |
| <b>Net defined benefit (asset)/liability</b>  | <b>16.25</b>   | <b>22.47</b>   |
| Non current   | 16.25          | 22.47          |
| Current   | -              | -              |
| <b>Plan (asset)/liability</b>   | <b>16.25</b>   | <b>22.47</b>   |
| <b>c) Change in projected benefit obligations</b>   |                |                |
| Defined benefit obligation at the beginning of the year   | 22.47          | 6.43           |
| Additions on account of acquisition of subsidiary (refer note 39)   | -              | 10.31          |
| Fair value of plan assets at the beginning of the year  | 9.11           | 11.19          |
| Current service cost  | 5.41           | 3.80           |
| Past service cost   | -              | 1.49           |
| Interest cost   | 2.16           | 1.81           |
| Benefits paid   | (3.84)         | (6.36)         |
| Remeasurement of gain in other comprehensive income:  |                |                |
| Actuarial changes arising from changes in:  |                |                |
| -Financial assumptions  | 1.85           | 1.17           |
| -Demographic assumptions  | 0.14           | 1.02           |
| -Experience adjustments   | 1.50           | 0.72           |
| Liabilities settled on account of intergroup transfer   | (0.70)         | -              |
| Fair value of plan assets at the end of the year  | (21.85)        | (9.11)         |
| <b>Obligations at end of the year</b>   | <b>16.25</b>   | <b>22.47</b>   |
| <b>d) Movements in the fair value of plan assets are as follows</b>   |                |                |
| Fair value of plan assets at the beginning of the year  | 9.11           | 4.66           |
| Additions on account of acquisition of subsidiary (refer note 39)   | -              | 6.53           |
| Interest income   | 0.64           | 0.81           |
| Actuarial gain/(loss) on plan assets  | 0.24           | 0.02           |
| Contribution paid into the plan   | 15.70          | 3.45           |
| Benefits paid   | (3.84)         | (6.36)         |
| <b>Fair value of plan assets at the end of the year</b>   | <b>21.85</b>   | <b>9.11</b>    |
| <b>Defined plan asset</b>   |                |                |
| Plan assets consist of assets held in a "long-term benefit fund" for the sole purpose of making future benefit payments when they fall due. Plan assets include qualifying insurance policies and are not quoted in the market. |                |                |
| The Group expects to pay ₹ 2.50 crore in contributions to its defined benefit plans in 2025-26  |                |                |
| <b>e) Investment details of plan assets:</b>  |                |                |
| Insurer managed funds   | 21.75          | 9.01           |
| Others  | 0.10           | 0.10           |
|   | <b>21.85</b>   | <b>9.11</b>    |



f) The principal assumptions used in determining gratuity liability for the Group's plan are shown below:

|                               |                |               |
|-------------------------------|----------------|---------------|
| Discount rate                 | 6.55% to 6.70% | 7.15 to 7.20% |
| Increase in compensation cost | 6.00%          | 6.00%         |
| Retirement Age                | 60 years       | 60 years      |
| Employee turnover             |                |               |

| Age (Years)    | Rate (p.a.)    | Age (Years)    | Rate (p.a.)    |
|----------------|----------------|----------------|----------------|
| March 31, 2025 | March 31, 2025 | March 31, 2024 | March 31, 2024 |
| 21 - 30        | 24.63%         | 21 - 30        | 24.04%         |
| 31 - 34        | 10.17%         | 31 - 34        | 5.81%          |
| 35 - 44        | 8.34%          | 35 - 44        | 4.73%          |
| 45 - 50        | 2.87%          | 45 - 50        | 0.75%          |
| 51 - 54        | 1.63%          | 51 - 54        | 0.10%          |
| 55 - 59        | 3.92%          | 55 - 59        | 0.03%          |

Mortality rates are as per Indian Assured lives Mortality (2012-14) Ult [March 31, 2024 Indian Assured lives Mortality (2012-14) Ult].

The estimates of future salary increases, considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation as shown below:

|                      | March 31, 2025 |               | March 31, 2024 |               |
|----------------------|----------------|---------------|----------------|---------------|
|                      | 0.5% Increase  | 0.5% Decrease | 0.5% Increase  | 0.5% Decrease |
| Discount rate        | (4.36%)        | 4.71%         | (4.16%)        | 4.49%         |
| Future salary growth | 4.71%          | (4.41%)       | 4.52%          | (4.23%)       |

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

**Maturity profile of defined benefit obligation:**

|                        | ₹ in crores    |                |
|------------------------|----------------|----------------|
|                        | March 31, 2025 | March 31, 2024 |
| Within 1 year          | 2.81           | 2.98           |
| Between 2 and 5 years  | 13.86          | 13.01          |
| Between 6 and 10 years | 13.10          | 11.14          |
| Beyond 10 years        | 50.23          | 43.04          |

The average duration of the defined benefit planned obligations at the end of the reporting period is 9.16 years (March 31, 2024 - 9.20 years)

(This space has been intentionally left blank)



**36 Fair values and hierarchy**

Accounting classification and fair value of financial instruments is as follows. The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value:

- The fair value of the quoted mutual funds are at Level 1 of Fair value hierarchy and are measured based on Net Asset Value (NAV) in active markets at the reporting date.

- The fair value of the financial assets (other than mutual funds) and financial liabilities were based on amortised cost at the reporting date.

The following table provides the fair value measurement hierarchy of financial assets and liabilities of the Group.

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2025:

|   | (₹ in crores) |          |          |               |
|---|---------------|----------|----------|---------------|
| March 31, 2025                                    | Level 1       | Level 2  | Level 3  | Total         |
| <b>Financial assets (at FVTPL)</b>                |               |          |          |               |
| Investment in mutual funds (quoted) (non-current) | 52.71         | -        | -        | 52.71         |
| Investment in mutual funds (quoted) (current)     | 399.11        | -        | -        | 399.11        |
|   | <b>451.82</b> | <b>-</b> | <b>-</b> | <b>451.82</b> |

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2024:

|   | (₹ in crores) |          |          |               |
|---|---------------|----------|----------|---------------|
| March 31, 2024                                    | Level 1       | Level 2  | Level 3  | Total         |
| <b>Financial assets (at FVTPL)</b>                |               |          |          |               |
| Investment in mutual funds (quoted) (non-current) | 44.53         | -        | -        | 44.53         |
| Investment in mutual funds (quoted) (current)     | 72.88         | -        | -        | 72.88         |
|   | <b>117.41</b> | <b>-</b> | <b>-</b> | <b>117.41</b> |

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments.

As at March 31, 2025

|  |          | (₹ in crores)  |                 |                 |
|--|----------|----------------|-----------------|-----------------|
|  | Note     | Carrying value |                 |                 |
|  |          | FVTPL          | Amortised Cost  | Total           |
| <b>Financial assets: *</b>                                       |          |                |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1      | 52.71          | -               | 52.71           |
| Other Financial assets (non-current)                             | 5.2      | -              | 46.65           | 46.65           |
| Investment in mutual funds (quoted) (current)                    | 10.1     | 399.11         | -               | 399.11          |
| Trade receivables  | 10.2     | -              | 201.13          | 201.13          |
| Cash and cash equivalents  | 10.3     | -              | 79.22           | 79.22           |
| Bank balances other than cash and cash equivalents               | 10.4     | -              | 8.84            | 8.84            |
| Loans (current)  | 10.5     | -              | 0.43            | 0.43            |
| Other financial assets (current)                                 | 10.6     | -              | 15.93           | 15.93           |
|  |          | <b>451.82</b>  | <b>352.20</b>   | <b>804.02</b>   |
| <b>Financial liabilities:</b>                                    |          |                |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1     | -              | 2,240.38        | 2,240.38        |
| Lease liabilities (Non-current and current)                      | 14.2     | -              | 630.33          | 630.33          |
| Trade payables   | 17.2     | -              | 423.83          | 423.83          |
| Other financial liabilities (Non-current and current)            | 14.3, 18 | -              | 29.44           | 29.44           |
|  |          | <b>-</b>       | <b>3,323.98</b> | <b>3,323.98</b> |

\* excludes investment in equity instruments



**Manipal Hospitals Private Limited**

**Notes to the Consolidated Financial Statements for the year ended March 31, 2025**

As at March 31, 2024

|  | Note     | (₹ in crores)  |                 |                 |
|--|----------|----------------|-----------------|-----------------|
|  |          | Carrying value |                 |                 |
|  |          | FVTPL          | Amortised Cost  | Total           |
| <b>Financial assets: *</b>                                       |          |                |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1      | 44.53          | -               | 44.53           |
| Other financial assets (non-current)                             | 5.2      | -              | 35.62           | 35.62           |
| Investment in mutual funds (quoted)                              | 10.1     | 72.88          | -               | 72.88           |
| Trade receivables  | 10.2     | -              | 184.52          | 184.52          |
| Cash and cash equivalents  | 10.3     | -              | 109.26          | 109.26          |
| Bank balances other than cash and cash equivalents               | 10.4     | -              | 13.26           | 13.26           |
| Loans (current)  | 10.5     | -              | 0.39            | 0.39            |
| Other Financial assets (current)                                 | 10.6     | -              | 7.52            | 7.52            |
|  |          | <b>117.41</b>  | <b>350.57</b>   | <b>467.98</b>   |
| <b>Financial liabilities:</b>                                    |          |                |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1     | -              | 2,129.10        | 2,129.10        |
| Lease liabilities (Non-current and current)                      | 14.2     | -              | 585.48          | 585.48          |
| Trade payables   | 17.2     | -              | 538.36          | 538.36          |
| Other financial liabilities (Non-current and current)            | 14.3, 18 | -              | 20.82           | 20.82           |
|  |          | -              | <b>3,273.76</b> | <b>3,273.76</b> |

\* excludes investment in equity instruments

The Group does not have any financial instruments which are measured at FVTOCI

There have been no transfers among Level 1, Level 2 and Level 3 during the year ended March 31, 2025 and year ended March 31, 2024.

The Group considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements at amortized cost will reasonably approximate their fair values

*(This space has been intentionally left blank)*



37 Financial risk management

The Group's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, investments, trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Group's activities expose it to market risk, credit risk and liquidity risk. The Group's management oversees the management of these risk and works towards minimizing the potential adverse effects, if any, on its financial performance.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency rate risk. Financial instruments affected by market risk include loans and borrowings, payables, investments and deposits. The sensitivity analyses in the following sections relate to the position as at March 31, 2025 and March 31, 2024. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2025 and March 31, 2024.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations with floating interest rates in form of Term loans. The Company monitors the movement in interest rates on an ongoing basis.

Exposure to interest rate risk

The interest rate profile of the Group's interest-bearing financial instruments are as follows:

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| <b>Fixed rate instruments</b>   |                |                |
| <b>Financial asset</b>  |                |                |
| Margin money deposits with banks  | 25.30          | 9.18           |
| Deposits with banks original maturity with more than three months but less than twelve months | 8.84           | 13.26          |
| Deposits with banks due to mature after twelve months from the reporting date                 | 13.89          | 13.01          |
| Deposits with original maturity of less than three months                                     | 30.00          | 10.00          |

|                                      | (₹ in crores)  |                |
|--------------------------------------|----------------|----------------|
|                                      | March 31, 2025 | March 31, 2024 |
| <b>Variable rate instruments</b>     |                |                |
| <b>Financial asset</b>               |                |                |
| Investments in mutual funds (quoted) | 451.82         | 117.41         |
| <b>Financial liability</b>           |                |                |
| Borrowings (non-current and current) | 2,240.38       | 2,129.10       |

Sensitivity analysis for variable rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in profit or loss and equity by ₹ 17.89 crores (year ended March 31, 2024: ₹ 20.12 crores).

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency). The Company monitors foreign exchange rates on an ongoing basis.

Particulars of unhedged foreign currency exposure as at the reporting date:

| Particulars       | March 31, 2025 |               |               |               |
|-------------------|----------------|---------------|---------------|---------------|
|                   | USD (million)  | (₹ in crores) | EUR (million) | (₹ in crores) |
| Capital creditors | 0.03           | 0.30          | 0.70          | 5.70          |

| Particulars       | March 31, 2024 |               |
|-------------------|----------------|---------------|
|                   | USD million    | (₹ in crores) |
| Capital creditors | 0.06           | 0.48          |
| Capital advances  | 0.01           | 0.04          |

Foreign currency risk sensitivity

The sensitivity of profit or loss to changes in exchange rates arises mainly from foreign currency denominated financial instruments. The following table demonstrates the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant:

Depreciation of INR against foreign currencies by 1% results in decrease in profit or loss and equity by ₹ 0.01 crores (March 31, 2024: Nil) and appreciation of INR against foreign currencies by 1% results in increase by such amount.



**B. Credit risk**

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its trade receivables, cash and cash equivalents and financial assets.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables are monitored on a continuous basis by the management of the Group.

**(i) Trade receivables:**

The Group's exposure to credit risk is influenced mainly by the characteristics of each customer. Credit risk is controlled by analyzing credit limits and creditworthiness of payors/customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

Loss rates are based on actual credit loss experience over the past few years.

Refer note 10.2.2 for information about the exposure to credit risk and ECLs for trade receivables.

The movement in the allowance for impairment in respect of trade receivables during the year is as follows:

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Opening balance   | 25.52          | 14.87          |
| Additions on account of acquisition of subsidiary (refer note 39) | -              | 4.94           |
| Loss allowance on trade receivables (net of reversals)            | 4.87           | 5.71           |
| Closing balance   | <b>30.39</b>   | <b>25.52</b>   |

There is no significant concentration of credit risk and no single customer accounted for more than 10% of the revenue as of March 31, 2025 and March 31, 2024.

**(ii) Other receivables:**

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of other receivables based on the past and the recent collection trend. The maximum exposure to credit risk as at reporting date is primarily from other receivables amounting to ₹ 1.88 crores (March 31, 2024: ₹ 1.28 crores). The movement in allowance for impairment in respect of other receivables during the year was as follows:

|   | March 31, 2025 | March 31, 2024 |
|---|----------------|----------------|
| Opening balance   | 0.62           | -              |
| Additions on account of acquisition of subsidiary (refer note 39) | -              | 0.04           |
| Loss allowance on other receivables (net)                         | 0.01           | 0.58           |
| Closing balance   | <b>0.63</b>    | <b>0.62</b>    |

**(iii) Financial instruments and deposits:**

Credit risk on cash and cash equivalents is limited as the Group generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments of surplus funds, temporarily, are made only with approved counterparties who meet the minimum threshold requirements under the counterparty risk assessment process.

**C. Liquidity risk**

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Also, the Group has unutilized credit limits with banks.

The table below summarises the maturity profile of the Group's financial liabilities based on undiscounted contractual payments:

|  | (₹ in crores)    |                  |          |
|--|------------------|------------------|----------|
|  | March 31, 2025   |                  |          |
|  | Less than 1 year | More than 1 year | Total    |
| Borrowings (includes current maturities of long-term borrowings) | 253.17           | 3,297.61         | 3,550.78 |
| Lease liabilities (non-current and current)                      | 82.77            | 2,054.76         | 2,137.53 |
| Trade payables   | 423.83           | -                | 423.83   |
| Other financial liabilities (current)                            | 28.48            | 0.96             | 29.44    |



|  | March 31, 2024   |                  | Total    |
|--|------------------|------------------|----------|
|  | Less than 1 year | More than 1 year |          |
| Borrowings (includes current maturities of long-term borrowings) | 231.01           | 3,267.89         | 3,498.90 |
| Lease liabilities (non-current and current)                      | 73.28            | 2,079.92         | 2,153.20 |
| Trade payables   | 538.36           | -                | 538.36   |
| Other financial liabilities (current)                            | 20.64            | 0.18             | 20.82    |

### 38A Capital management

The primary objective of Group's capital management is to ensure that it maintains an optimum financing structure and healthy returns in order to support its business and maximize shareholder value

The Group manages its capital structure and makes adjustments, in light of the changes in economic conditions or business requirements

The Group monitors capital using a gearing ratio which is net debt divided by total equity plus net debt as shown below

- Net debt includes borrowings, lease liabilities (non-current and current) less cash and cash equivalents and
- Total equity comprises of issued share capital and all other equity components attributable to equity share holder

|   | (₹ in crores)   |                 |
|---|-----------------|-----------------|
|   | March 31, 2025  | March 31, 2024  |
| Borrowings (note 14.1)  | 2,240.38        | 2,129.10        |
| Lease liabilities (note 14.2)   | 630.33          | 585.48          |
| Less: Cash and cash equivalents (note 10.3)   | (79.22)         | (109.26)        |
| Less: Investment in mutual funds (quoted) (refer note 5.1 & 10.1)                       | (451.82)        | (117.41)        |
| <b>Net debt (A)</b>   | <b>2,339.67</b> | <b>2,487.91</b> |
| Total equity attributable to the equity shareholders of the Group (note 12 and note 13) | 1,304.73        | 885.64          |
| <b>Total capital (B)</b>  | <b>1,304.73</b> | <b>885.64</b>   |
| <b>Capital and net debt (C = A+B)</b>   | <b>3,644.40</b> | <b>3,373.55</b> |
| <b>Gearing ratio (D = A / C)</b>  | <b>64%</b>      | <b>74%</b>      |

**38B** During the year ended March 31, 2023, the Income tax department conducted a search under section 132 of the Income tax Act, 1961 at the registered office of the Company and one hospital location. During the course of the search proceedings, certain information and documents were sought by the department. On March 29, 2024, Company has received the assessment order comprising demand u/s 156 of the Income Tax Act, 1961 for the Assessment Year (AY) 2019-20 amounting to ₹ 1.68 crore (including interest) & for AY 2022-23 amounting to ₹ NIL towards disallowance of certain expenses. On March 3, 2025, the Company has received assessment order with respect of above mentioned matter, comprising demand u/s 156 of the Income Tax Act, 1961 for AY 2020-21 amounting to ₹ 0.39 crore (including interest), for AY 2021-22 amounting to ₹ NIL and for AY 2023-24 amounting to ₹ 0.67 crore (including interest) towards disallowance of certain expenses. The company has filed an appeals with CIT (A).

The Company is confident that its position will be upheld for above income tax litigations and accordingly no provision has been made in the financial statements



(This space has been intentionally left blank)



**39 Business combination - Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited)**

On September 20, 2023, the Company acquired 84.07% shareholding and voting shares of MHEIPL on a fully diluted basis. MHEIPL is engaged in the business of running/managing hospitals, and providing healthcare services. It was acquired for an equity value consideration of ₹ 366.06 crores. The Company also acquired Compulsorily convertible debentures of MHEIPL for a consideration of ₹ 314.57 crores. The Company acquired MHEIPL to enlarge the business of healthcare services.

Accordingly, effective such date MHEIPL is a subsidiary of the Company having 84.07% voting interest and has been included in the Consolidated Financial Statements for the year ended March 31, 2024.

The purchase price has been allocated based on management's estimates and independent appraisal of fair values as at September 20, 2023.

| (₹ in crores)   |  |                    |                                   |                               |                                 |
|---|--|--------------------|-----------------------------------|-------------------------------|---------------------------------|
| <b>Component</b>                                      |  |                    |                                   |                               | <b>Purchase price</b>           |
| Consideration paid ^                                  |  |                    |                                   |                               | 680.63                          |
| <b>Total purchase consideration at fair value (A)</b> |  |                    |                                   |                               | <b>680.63</b>                   |
| <b>Assets</b>   | <b>Valuation methodology</b>                         | <b>Description</b> | <b>Acquiree's carrying amount</b> | <b>Fair value adjustments</b> | <b>Purchase price allocated</b> |
| Property, plant and equipment                         | Fair value   |                    | 828.94                            | (1.30)                        | 827.64                          |
| Right of use asset                                    | Book value *   |                    | 192.18                            | -                             | 192.18                          |
| Intangible asset                                      | Fair value   |                    | 3.44                              | 57.40                         | 60.84                           |
| Cash and cash equivalents                             | Book value *   |                    | 24.74                             | -                             | 24.74                           |
| Current assets  | Book value *@  |                    | 213.20                            | -                             | 213.20                          |
| <b>Total assets</b>                                   | <b>(B)</b>   |                    | <b>1,262.50</b>                   | <b>56.10</b>                  | <b>1,318.60</b>                 |
| <b>Liabilities</b>                                    |  |                    |                                   |                               |                                 |
| Borrowings  | Book value *   |                    | 1,735.10                          | -                             | 1,735.10                        |
| Lease liability                                       | Book value *   |                    | 6.04                              | -                             | 6.04                            |
| Current liabilities                                   | Book value *   |                    | 205.95                            | -                             | 205.95                          |
| Deferred tax liabilities                              | Fair value   |                    | -                                 | 14.45                         | 14.45                           |
| <b>Total liabilities</b>                              | <b>(C)</b>   |                    | <b>1,947.09</b>                   | <b>14.45</b>                  | <b>1,961.54</b>                 |
| <b>Net assets</b>                                     | <b>(D)=(B)-(C)</b>                                   |                    | <b>(684.59)</b>                   | <b>41.65</b>                  | <b>(642.94)</b>                 |
| Non-controlling interest                              | Non-controlling interests measured at fair value (E) |                    | -                                 | -                             | 100.12                          |
| <b>Goodwill #</b>                                     | Residual method (F)=(A)-(D)-(E)                      |                    | <b>1,365.22</b>                   | <b>(41.65)</b>                | <b>1,223.45</b>                 |

\* Book values represent fair values as the assets will be realised and the liabilities will be settled at the book value post the acquisition.

# Goodwill is attributable to the expected increase in market share and the synergies expected to be achieved from control of MHEIPL. Goodwill is not income tax deductible.

^ Consideration settled through cash.

@ The Company has acquired trade receivables with gross contractual amounts aggregating to ₹ 135.01 crores. The fair value of these receivables has been determined at ₹ 130.07 crores.

**Cash outflow on acquisition**

(₹ in crores)

**Cashflow on acquisition**

Net cash acquired with the subsidiary

24.74

Consideration paid ^

(680.63)

**Net cashflow on acquisition**

**(655.89)**

The Consolidated Statement of Profit and Loss for the year ended March 31, 2024 includes revenue from operations of ₹ 568.05 crore and total comprehensive income of ₹ 4.59 crore resulting from acquisition of MHEIPL. Had the business combination occurred at the beginning of the accounting year the revenue from operations would have been higher by ₹ 506.73 crore and total comprehensive income lower by ₹ 10.78 crore, for the year ended March 31, 2024.



40 Material partly-owned subsidiaries - Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited)

Financial information of subsidiary that have material non-controlling interests is provided below

Proportion of equity interest held by the parent and non-controlling interest:

| Name  | Country of incorporation and operation | March 31, 2025 | March 31, 2024 |
|---|--|----------------|----------------|
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | India                                  | 84.07%         | 84.07%         |
| Non-controlling interest  | India                                  | 15.93%         | 15.93%         |

Information regarding non-controlling interest

Accumulated balances of material non-controlling interest:

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | (81.55)        | (99.40)        |

Profit including OCI allocated to material non-controlling interest:

|   | March 31, 2025 | March 31, 2024 |
|---|----------------|----------------|
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | 17.85          | 0.72           |

The summarised financial information of this subsidiary is provided below. This information is based on amounts before inter-company eliminations.

Summarised statement of profit and loss for the year ended March 31, 2025 and period starting from September 20, 2023 till March 31, 2024:

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Revenue from operations                                 | 1,137.18       | 568.05         |
| Other income  | 5.15           | 2.60           |
| Finance Income  | 1.66           | 0.46           |
| Purchase of medical consumables                         | (290.11)       | (153.70)       |
| Changes in inventories of medical consumables           | 1.27           | (3.43)         |
| Employee benefits expense                               | (171.04)       | (78.67)        |
| Finance cost  | (152.88)       | (78.79)        |
| Depreciation and amortization expense                   | (76.76)        | (34.09)        |
| Other expenses  | (436.31)       | (215.78)       |
| <b>Profit before tax</b>                                | <b>18.16</b>   | <b>6.65</b>    |
| Deferred tax  | (95.31)        | -              |
| <b>Profit for the year / period</b>                     | <b>113.47</b>  | <b>6.65</b>    |
| Other comprehensive loss for the year / period          | (1.42)         | (2.06)         |
| <b>Total comprehensive income for the year / period</b> | <b>112.05</b>  | <b>4.59</b>    |
| Attributable to non-controlling interests               | 17.85          | 0.72           |
| Dividends paid to non-controlling interests             | -              | -              |

Summarised balance sheet as at:

|                          | (₹ in crores)   |                 |
|--------------------------|-----------------|-----------------|
|                          | March 31, 2025  | March 31, 2024  |
| Current assets           | 143.57          | 193.53          |
| Non-current assets       | 1,311.03        | 1,103.68        |
| Current liabilities      | (196.42)        | (214.25)        |
| Non-current liabilities  | (1,826.11)      | (1,762.94)      |
| <b>Equity</b>            | <b>(567.93)</b> | <b>(679.98)</b> |
| <b>Attributable to:</b>  |                 |                 |
| Equity holders of parent | (486.38)        | (580.58)        |
| Non-controlling interest | (81.55)         | (99.40)         |

Summarised cash flow information for the year ended:

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Operating activities                             | 191.94         | 289.53         |
| Investing activities                             | (124.51)       | (67.53)        |
| Financing activities                             | (101.74)       | (191.41)       |
| <b>Net increase in cash and cash equivalents</b> | <b>(34.31)</b> | <b>30.59</b>   |



Manipal Hospitals Private Limited  
Notes to the Consolidated Financial Statements for the year ended March 31, 2025

41 Statutory Group information

| Name of the Entity  | Country of Incorporation | Relationship as at March 31, 2025 | % of effective ownership interest held (directly and indirectly) | % of voting rights held | Net Asset (total Assets minus total liabilities) |                 | Share in profit and loss          |               | Share in other comprehensive income          |               | Share in total comprehensive income |               |
|---|--------------------------|-----------------------------------|--|-------------------------|--|-----------------|-----------------------------------|---------------|--|---------------|-------------------------------------|---------------|
|   |                          |                                   |  |                         | March 31, 2025                                   |                 | March 31, 2025                    |               | March 31, 2025                               |               | March 31, 2025                      |               |
|   |                          |                                   |  |                         | % of consolidated net assets                     | Amount          | % of consolidated profit and loss | Amount        | % of consolidated other comprehensive income | Amount        | % of total comprehensive income     | Amount        |
| Parent<br>- Manipal Hospitals Private Limited   | India                    | Parent                            |  |                         | 183.19%  | 1,250.63        | 74.48%                            | 331.22        | 41.80%                                       | (1.02)        | 74.66%                              | 330.20        |
| Indian Subsidiary<br>- Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited)        | India                    | Subsidiary                        | 84.07%   | 83.03%                  | -71.24%  | (486.38)        | 21.45%                            | 95.39         | 48.77%                                       | (1.19)        | 21.30%                              | 94.20         |
| Non-controlling interest<br>- Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | India                    | Subsidiary                        |  |                         | -11.95%  | (81.55)         | 4.07%                             | 18.08         | 9.43%  | (0.23)        | 4.04%                               | 17.85         |
| <b>Gross total</b>  |                          |                                   |  |                         | <b>100.00%</b>                                   | <b>682.70</b>   | <b>100.00%</b>                    | <b>444.69</b> | <b>100.00%</b>                               | <b>(2.44)</b> | <b>100.00%</b>                      | <b>442.25</b> |
| Adjustment arising on consolidation   |                          |                                   |  |                         |  | 540.48          |                                   | (5.31)        |  | -             |                                     | (5.31)        |
| <b>Total</b>  |                          |                                   |  |                         |  | <b>1,223.18</b> |                                   | <b>439.38</b> |  | <b>(2.44)</b> |                                     | <b>436.94</b> |

| Name of the Entity  | Country of Incorporation | Relationship as at March 31, 2024 | % of effective ownership interest held (directly and indirectly) | % of voting rights held | Net Asset (total Assets minus total liabilities) |               | Share in profit and loss          |               | Share in other comprehensive income          |               | Share in total comprehensive income |               |
|---|--------------------------|-----------------------------------|--|-------------------------|--|---------------|-----------------------------------|---------------|--|---------------|-------------------------------------|---------------|
|   |                          |                                   |  |                         | March 31, 2024                                   |               | March 31, 2024                    |               | March 31, 2024                               |               | March 31, 2024                      |               |
|   |                          |                                   |  |                         | % of consolidated net assets                     | Amount        | % of consolidated profit and loss | Amount        | % of consolidated other comprehensive income | Amount        | % of total comprehensive income     | Amount        |
| Parent<br>- Manipal Hospitals Private Limited   | India                    | Parent                            |  |                         | 382.80%  | 920.43        | 97.24%                            | 233.97        | 23.14%                                       | (0.62)        | 98.07%                              | 233.35        |
| Indian Subsidiary<br>- Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited)        | India                    | Subsidiary                        | 84.07%   | 83.03%                  | -241.46%   | (580.58)      | 2.33%                             | 5.60          | 64.55%                                       | (1.73)        | 1.63%                               | 3.87          |
| Non-controlling interest<br>- Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | India                    | Subsidiary                        |  |                         | -41.34%  | (99.40)       | 0.43%                             | 1.05          | 12.31%                                       | (0.33)        | 0.30%                               | 0.72          |
| <b>Gross total</b>  |                          |                                   |  |                         | <b>100.00%</b>                                   | <b>240.45</b> | <b>100.00%</b>                    | <b>240.62</b> | <b>100.00%</b>                               | <b>(2.68)</b> | <b>100.00%</b>                      | <b>237.94</b> |
| Adjustment arising on consolidation   |                          |                                   |  |                         |  | 545.79        |                                   | (38.66)       |  | -             |                                     | (38.66)       |
| <b>Total</b>  |                          |                                   |  |                         |  | <b>786.24</b> |                                   | <b>201.96</b> |  | <b>(2.68)</b> |                                     | <b>199.28</b> |



42 Segment information:

The Board of Directors of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108. Operating Segments The CODM evaluates the Company's performance and allocates resources based on an analysis of healthcare services in India

The Group is primarily engaged in the business of healthcare services, which in the opinion of CODM falls under a single business segment and accordingly there are no additional disclosure to be provided in terms of Ind AS 108 on 'Operating Segments'

Refer note 1 (a)

43 Corporate Social Responsibility ('CSR') expenditure

Consequent to the requirements of Section 135 and Schedule VII of the Companies Act, 2013, the companies in the Group are required to contribute 2% of its average net profits during the immediately three preceding financial years in pursuance of its Corporate Social Responsibility Policy

The Company has constituted a CSR committee in accordance with the provisions of the Companies Act, 2013. The focus of CSR activities of the Company comprise promotion of healthcare, education, gender equality, ensuring environment sustainability, training for rural sports and rural development objects. The amount required to be spent towards the CSR activities as per Section 135 and the CSR activities undertaken by the Company is given below

MHEIPL is not required to spend any amount towards Corporate Social Responsibility as per Section 135 of the Act since there is no average profit in the preceding three financial years calculated as per provision of the Companies Act, 2013.

(a) Gross amount approved and required to be spent by the Company during the year is ₹ 4.59 crores (March 31, 2024: ₹ 2.45 crores)

(b) Amount spent

Promoting healthcare, education, gender equality, ensuring environment sustainability, training for rural sports and rural development objects

|                           | (₹ in crores) |                           |       |
|---------------------------|---------------|---------------------------|-------|
|                           | In cash       | Yet to be paid<br>in cash | Total |
| Year ended March 31, 2025 | 4.59          | -                         | 4.59  |
| Year ended March 31, 2024 | 2.45          | -                         | 2.45  |

(c) Details related to spent / unspent obligations

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| (i) Contribution to Public Trust                      | -              | -              |
| (ii) Contribution to Charitable Trust (refer note 32) | 4.59           | 2.45           |
| (iii) Unspent amount in relation to                   |                |                |
| - Ongoing project                                     | -              | -              |
| - Other than ongoing project                          | -              | -              |
|   | <u>4.59</u>    | <u>2.45</u>    |

Details of other than ongoing project

| (₹ in crores)        |   |  |                              |                 |
|----------------------|---|--|------------------------------|-----------------|
| As on March 31, 2025 |   |  |                              |                 |
| Opening balance      | Amount deposited in Specified<br>Fund of Sch. vii within 6 months | Amount required to be spent<br>during the year | Amount spent during the year | Closing balance |
| -                    | -   | 4.59   | 4.59                         | -               |
| (₹ in crores)        |   |  |                              |                 |
| As on March 31, 2024 |   |  |                              |                 |
| Opening balance      | Amount deposited in Specified<br>Fund of Sch. vii within 6 months | Amount required to be spent<br>during the year | Amount spent during the year | Closing balance |
| -                    | -   | 2.45   | 2.45                         | -               |

44 Due to the fire incident, the hospital building of MHEIPL located at 15, Panchanantala Road, Kolkata- 700 029, the equipments, inventories and other assets installed therein had suffered massive damages. Inventories damaged by fire have been provided for in the books in earlier year. Other assets, having a written down value of ₹ 5.76 crores, are insured and MHEIPL has lodged claims with the insurers. The Insurance Company has issued a voucher for full and final settlement of ₹ 5.41 crores against the claim made by MHEIPL of ₹ 23.05 crores which was challenged by us and Arbitration clause invoked. However MHEIPL has adjusted the claim of ₹ 5.41 crores against the respective heads in FY 2015-16. On 17.02.2019 the arbitration tribunal has given the award of ₹ 11.53 crores plus 9% interest p a from the date of commencement of arbitration proceeding, against our claim of ₹ 23.05 crores. We have filed a petition in Kolkata High Court challenging the award given by the arbitration tribunal.

45 MHEIPL had, pursuant to the agreement dated January 01, 2007 with Murari Mohan Dass and Satrajit Ghosh Dass, agreed to purchase 33 Cottahs of land situated at 10/1, Panchanantala Road, 3F, Panchanantala Road, and 30 F, Gariahat Road, Kolkata -700029, P S Rabindrasarobar (Lake) from the landowner at a fixed price. However, the landowner refused to execute the sale deed on the agreed price and sought for enhancement of the purchase consideration. Subsequently, the landowner has filed a title suit against MHEIPL. MHEIPL also filed a specific performance of contract suit against the landowner before the Kolkata Alipore Court, and the matter is currently sub-judice.

46 Reconciliation of movements of liabilities to cash flows arising from financing activities

|   | (₹ in crores)   |                 |                             |  |                 |
|---|-----------------|-----------------|-----------------------------|--|-----------------|
|   | Term loans      | Lease liability | Inter-corporate<br>deposits | Loan for<br>purchase of<br>capital asset | Total           |
| Balance as on April 01, 2024                      | 2,127.24        | 585.48          | -                           | 1.86                                     | 2,714.58        |
| Interest accrued but not due as at April 01, 2024 | 0.25            | -               | -                           | -  | 0.25            |
| Addition during the year                          | -               | 52.32           | -                           | -  | 52.32           |
| Cash flows including interest paid                |                 |                 |                             |  |                 |
| - Proceeds from borrowings                        | 162.24          | -               | 101.00                      | 0.45                                     | 263.69          |
| - Repayment of borrowings / lease obligations     | (54.54)         | (15.24)         | (98.00)                     | (0.32)                                   | (168.10)        |
| - Interest paid                                   | (175.73)        | (62.24)         | (1.26)                      | (0.16)                                   | (239.39)        |
| Non-cash changes                                  |                 |                 |                             |  |                 |
| - Lease termination/adjustments                   | -               | (2.05)          | -                           | -  | (2.05)          |
| - Interest expense                                | 176.14          | 72.06           | 2.07                        | 0.16                                     | 250.43          |
| Interest accrued but not due as at March 31, 2025 | (0.21)          | -               | (0.81)                      | -  | (1.02)          |
| Balance as on March 31, 2025                      | <u>2,235.39</u> | <u>630.33</u>   | <u>3.00</u>                 | <u>1.99</u>                              | <u>2,870.71</u> |



|   | (₹ in crores)                  |                 |                                    |                 |
|---|--------------------------------|-----------------|------------------------------------|-----------------|
|   | Term loans and Loan from other | Lease liability | Loan for purchase of capital asset | Total           |
| Balance as on April 01, 2023                                      | 375.11                         | 537.45          | 0.50                               | 913.06          |
| Additions on account of acquisition of subsidiary (refer note 39) | 1,733.46                       | 6.04            | -                                  | 1,739.50        |
| Interest accrued but not due as at April 01, 2023                 | 1.33                           | -               | -                                  | 1.33            |
| Addition during the year  | -                              | 44.83           | -                                  | 44.83           |
| <b>Cash flows including interest paid</b>                         |                                |                 |                                    |                 |
| - Proceeds from borrowings  | 108.76                         | -               | 1.68                               | 110.44          |
| - Repayment of borrowings / lease obligations                     | (90.09)                        | (9.69)          | (0.32)                             | (100.10)        |
| - Interest paid   | (120.92)                       | (57.90)         | (0.11)                             | (178.93)        |
| <b>Non-cash changes</b>   |                                |                 |                                    |                 |
| - Lease termination/adjustments                                   | -                              | (2.23)          | -                                  | (2.23)          |
| - Interest expense  | 119.84                         | 66.98           | 0.11                               | 186.93          |
| Interest accrued but not due as at March 31, 2024                 | (0.25)                         | -               | -                                  | (0.25)          |
| <b>Balance as on March 31, 2024</b>                               | <b>2,127.24</b>                | <b>585.48</b>   | <b>1.86</b>                        | <b>2,714.58</b> |

47 **Dues to Micro and Small Enterprises as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED):**

|   | March 31, 2025 | March 31, 2024 |
|---|----------------|----------------|
| (i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end  | 9.79           | 10.07          |
| (ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end   | -              | 0.01           |
| (iii) Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year                                  | -              | -              |
| (iv) Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year | -              | -              |
| (v) Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year             | -              | -              |
| (vi) Interest due and payable towards suppliers registered under MSMED Act, for payments already made   | -              | -              |
| (vii) Further interest remaining due and payable for earlier years  | 0.13           | 0.13           |

48 **Other Statutory Information**

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property
- (ii) The Group does not have any transactions with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956
- (iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period
- (iv) The Group is in compliance with number of layers of companies, as prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (v) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year
- (vi) During the year ended March 31, 2025, no funds have been advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- The Group has complied with relevant provisions of the applicable law for this transaction. The Group has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999), to the extent applicable, the Companies Act, 2013 for such transaction and this transaction is not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003)
- (vii) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (viii) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (ix) The Group has not been declared wilful defaulter by any bank or financial institution or other lender

49 **Subsequent event**

In July 2025, the Company entered into a share purchase agreement to acquire shareholding interest in one of the healthcare companies. This acquisition will provide an opportunity for the Company to expand its footprint in India, leverage and optimize costs, and generate higher scale of economies in procurement. The Transaction closure is subject to the completion of certain conditions and regulatory approval.

As per our report of even date attached

For BSR & Co. LLP  
Chartered Accountants  
Firm Registration number 101248W/W - 100022

  
Siddhartha Sharma  
Partner  
Membership number 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited

  
Sarveer Agarwal  
Director  
DIN: 07554053

  
Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055

  
K. G. Vahora  
Khadija G Vahora  
Company Secretary  
Membership number A37

Place Bengaluru  
Date July 31, 2025

Place Bengaluru  
Date July 31, 2025

## Independent Auditor's Report

### To the Members of Manipal Hospitals Private Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Manipal Hospitals Private Limited (the "Company") which comprise the balance sheet as at 31 March 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Registered Office:

B S R & Co. (a partnership firm with Registration No. BA61223) converted into B S R & Co. LLP (a Limited Liability Partnership with LLP Registration No. AAB-8181) with effect from October 14, 2013

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center, Western Express Highway, Goregaon (East), Mumbai - 400063

## Independent Auditor's Report (Continued)

### Manipal Hospitals Private Limited

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2.A. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

**Independent Auditor's Report (Continued)**

**Manipal Hospitals Private Limited**

- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors on 31 March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. the modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2025 on its financial position in its financial statements - Refer Note 32 to the financial statements.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - d (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 44 (vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 44 (vii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The Company has neither declared nor paid any dividend during the year.

**Independent Auditor's Report (Continued)**

**Manipal Hospitals Private Limited**

f. Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account which have a feature of audit trail (edit log) facility, and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:

- The feature of audit trail implemented for related fields/tables was done in a phased manner at the application as well as the database layer of the accounting software relating to Purchase, Inventory, account payable, fixed assets and general ledger and hence was not enabled throughout the year.
- The feature of audit trail implemented for related fields/tables was done in a phased manner at the database layer of the accounting software relating to revenue, account receivable, inventory, and hence was not enabled throughout the year.

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with. Additionally, where the audit trail (edit log) facility was enabled in the previous year, the audit trail (edit log) has been preserved by the Company as per the statutory requirements for record retention except for the instances mentioned above.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act are not applicable to the Company. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 27 May 2025

Membership No.: 118756

ICAI UDIN:25118756BMOFOL7886

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipl Hospitals Private Limited for the year ended 31 March 2025**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Right of use assets.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made investments in and granted loans to companies and other parties. The Company has provided security to companies. The Company has not made any investments in, granted any loans to or provided security to firms or limited liability partnerships. The Company has not provided security to any other parties. The Company has not stood guarantee or granted any advances in the nature of loans, secured or unsecured, to any companies, firms, limited liability partnerships, or other parties during the year. Details of the loans granted and securities provided are stated in subclause (a) as below:
  - (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has granted loans and provided security as below:

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2025 (Continued)**

| Particulars                                  | Security<br>(in Rs. crore) | Loans<br>(in Rs. crore) |
|--|----------------------------|-------------------------|
| Aggregate amount during the year             |                            |                         |
| Holding Company*                             | #                          | -                       |
| Fellow Subsidiaries*                         | #                          | -                       |
| Subsidiary*                                  | #                          | 314.90                  |
| Others                                       | -                          | 0.63                    |
| Balance outstanding as at balance sheet date |                            |                         |
| Holding Company*                             | #                          | -                       |
| Fellow Subsidiaries*                         | #                          | -                       |
| Subsidiary*                                  | #                          | 12.41                   |
| Others                                       | -                          | 0.20                    |

\*As per the Companies Act, 2013

#During the year, the Company along with its Holding company, its Subsidiary and its Fellow Subsidiaries has provided security to various lenders with respect to term loans amounting to Rs. 4,663.53 crore taken by the Company, its Holding Company, its Subsidiary and its Fellow Subsidiaries. Also, refer note 32 (iii) to the financial statements.

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made, security given during the year and the terms and conditions of the grant of loans provided during the year are not prejudicial to the interest of the Company. Further, the Company has not stood guarantee or given any advance in the nature of loan to any party during the year.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of loans and security given by the Company, in our opinion the provisions of Section 185 of the Companies Act, 2013 have been complied with. Further, there are no investments, loans, guarantees and security in respect of which provisions of

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2025 (Continued)**

section 186 of the Act are applicable.

- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of healthcare services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases of provident fund, professional tax and unclaimed statutory bonus.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable, except as mentioned below:

| Name of the statute  | Nature of the dues                    | Period which amount relates to | Amount (Rs. in crore) | Due date         | Date of payment |
|--|---------------------------------------|--------------------------------|-----------------------|------------------|-----------------|
| The Payment of Bonus Act 1965 and labour welfare fund regulations of respective states | Unpaid Accumulations related to Bonus | 2015 - 16                      | 0.02                  | 30 November 2018 | Yet to be paid  |
|  |                                       | 2016 - 17                      | 0.11                  | 30 November 2019 | Yet to be paid  |
|  |                                       | 2017 - 18                      | 0.05                  | 30 November 2020 | Yet to be paid  |
|  |                                       | 2017 - 18                      | 0.04                  | 30 November 2021 | Yet to be paid  |
|  |                                       | 2018 - 19                      | 0.04                  | 30 November 2021 | Yet to be paid  |
|  |                                       | 2018 - 19                      | 0.18                  | 30 November 2022 | Yet to be paid  |
|  |                                       | 2019 - 20                      | 0.13                  | 30 November 2022 | Yet to be paid  |

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2025 (Continued)**

| Name of the statute  | Nature of the dues | Period which amount relates to the | Amount (Rs. in crore) | Due date         | Date of payment |
|--|--------------------|------------------------------------|-----------------------|------------------|-----------------|
|  |                    | 2019 - 20                          | 0.27                  | 30 November 2023 | Yet to be paid  |
| The Employee Provident Fund and Miscellaneous Provisions Act, 1952 | Provident Fund     | March to October 2019              | 0.17                  | Various          | Yet to be paid  |

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Service Tax and Income Tax which have not been deposited on account of any dispute are as follows:

| Name of the statute             | Nature of the dues    | Amount (Rs. in crore) | Period to which the amount relates | Forum where dispute is pending   | Remarks, if any   |
|---------------------------------|-----------------------|-----------------------|------------------------------------|--|---|
| Goods and Service Tax Act, 2017 | Goods and Service Tax | 12.38                 | 2017 - 2025                        | High Court of Karnataka  |   |
| Goods and Service Tax Act, 2017 | Goods and Service Tax | 11.59                 | 2017 - 2022                        | High Court of Karnataka  | Out of the total disputed amount of Rs. 25.38 crore, Rs. 13.79 crore towards the demand of GST (without interest) paid under protest. |
| Goods and Service Tax Act, 2017 | Goods and Service Tax | 2.38                  | 2021-2023                          | Writ petition filed in High Court of Karnataka subsequent to 31 March 2025 against the order passed by Joint Commissioner of Central tax | Refer Note 32 (ii) (c) in the financial statements  |

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2025 (Continued)**

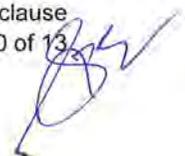
| Name of the statute  | Nature of the dues | Amount (Rs. in crore) | Period to which the amount relates | Forum where dispute is pending        | Remarks, if any   |
|----------------------|--------------------|-----------------------|------------------------------------|---------------------------------------|---|
|                      |                    |                       |                                    | during FY 2024-25.                    |   |
| Finance Act, 1994    | Service Tax        | 6.55                  | 2014 - 2017                        | CESTAT                                | Out of the total disputed amount of Rs. 10.10 crore, Rs. 3.55 crore paid under protest. |
| Finance Act, 1994    | Service Tax        | 0.99                  | 2014 - 2017                        | Commissioner of Service Tax (Appeals) | Out of the total disputed amount of Rs. 1.30 crore, Rs. 0.31 crore paid under protest   |
| Income Tax Act, 1961 | Income Tax         | 1.69                  | 2018-19                            | Commissioner of Income Tax (Appeals)  |   |
| Income Tax Act, 1961 | Income Tax         | 0.40                  | 2019-20                            | Commissioner of Income Tax (Appeals)  |   |
| Income Tax Act, 1961 | Income Tax         | 0.67                  | 2022-23                            | Commissioner of Income Tax (Appeals)  |   |

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2025 (Continued)**

been used for long-term purposes by the Company.

- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiary (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.  
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.  
(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.  
(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company is a private limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.  
(b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.  
(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.  
(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.  
(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause



**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2025 (Continued)**

- 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 27 May 2025

Membership No.: 118756

ICAI UDIN:25118756BMOFOL7886

**Annexure B to the Independent Auditor's Report on the financial statements of Manipal Hospitals Private Limited for the year ended 31 March 2025**

**Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

**(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Opinion**

We have audited the internal financial controls with reference to financial statements of Manipal Hospitals Private Limited ("the Company") as of 31 March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

**Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor's Responsibility**

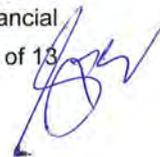
Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

**Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial



**Annexure B to the Independent Auditor's Report on the financial statements of Manipal Hospitals Private Limited for the year ended 31 March 2025 (Continued)**

statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248WW-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 27 May 2025

Membership No.: 118756

ICAI UDIN:25118756BMOFOL7886

**Manipal Hospitals Private Limited**  
**Balance Sheet as at**

|  | Note | (₹ in crores)   |                 |
|--|------|-----------------|-----------------|
|  |      | March 31, 2025  | March 31, 2024  |
| <b>ASSETS</b>  |      |                 |                 |
| <b>Non-current assets</b>  |      |                 |                 |
| Property, plant and equipment  | 3.1  | 752.97          | 726.41          |
| Capital work-in-progress   | 3.2  | 13.33           | 9.66            |
| Right-of-use assets  | 4.1  | 393.13          | 403.97          |
| Intangible assets  | 4.2  | 27.80           | 38.31           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 5.1  | 730.40          | 726.68          |
| Loans  | 5.2  | 12.41           | 33.46           |
| Other financial assets   | 5.3  | 25.60           | 24.69           |
| Deferred tax assets (net)  | 16   | 16.56           | 14.44           |
| Income tax assets (net)  | 6    | 11.25           | 58.64           |
| Other non-current assets   | 7    | 20.12           | 2.77            |
|  |      | <b>2,003.57</b> | <b>2,039.03</b> |
| <b>Current assets</b>  |      |                 |                 |
| Inventories  | 9    | 31.37           | 27.27           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 10.1 | 399.07          | 61.40           |
| Trade receivables  | 10.2 | 109.47          | 84.31           |
| Cash and cash equivalents  | 10.3 | 65.21           | 60.94           |
| Bank balances other than cash and cash equivalents                                       | 10.4 | -               | 7.90            |
| Loans  | 10.5 | 0.26            | 0.20            |
| Other financial assets   | 10.6 | 12.52           | 3.89            |
| Other current assets   | 11   | 10.55           | 29.75           |
|  |      | <b>628.45</b>   | <b>275.66</b>   |
| Assets held for sale   | 8    | 6.50            | 6.50            |
| <b>Total assets</b>  |      | <b>2,638.52</b> | <b>2,321.19</b> |
| <b>EQUITY AND LIABILITIES</b>  |      |                 |                 |
| <b>Equity</b>  |      |                 |                 |
| Equity share capital   | 12   | 1,025.30        | 1,025.30        |
| Other equity   | 13   | 225.33          | (104.87)        |
| <b>Total equity</b>  |      | <b>1,250.63</b> | <b>920.43</b>   |
| <b>Liabilities</b>   |      |                 |                 |
| <b>Non-current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 14.1 | 407.99          | 374.42          |
| Lease liabilities  | 14.2 | 574.16          | 558.02          |
| Provisions   | 15   | -               | 7.71            |
|  |      | <b>982.15</b>   | <b>940.15</b>   |
| <b>Current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 17.1 | 61.47           | 54.68           |
| Lease liabilities  | 14.2 | 11.69           | 11.49           |
| Trade payables   | 17.2 | -               | -               |
| - total outstanding dues of micro enterprises and small enterprises                      |      | 6.11            | 5.40            |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |      | 268.89          | 352.26          |
| Other financial liabilities  | 18   | 22.56           | 8.56            |
| Other current liabilities  | 20   | 20.17           | 16.99           |
| Current tax liabilities (net)  | 21   | 1.78            | 0.47            |
| Provisions   | 19   | 13.07           | 10.76           |
|  |      | <b>405.74</b>   | <b>460.61</b>   |
| <b>Total equity and liabilities</b>  |      | <b>2,638.52</b> | <b>2,321.19</b> |
| <b>Material Accounting policies</b>  | 2.2  |                 |                 |

The accompanying notes are an integral part of financial statements

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm Registration number - 101248W/W - 100022



Siddhartha Sharma

Partner

Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal

Director

DIN: 07554053



Dr. H. Sudarshan Ballal

Director

DIN: 01195055



Khadija G Vahora

Company Secretary

Membership number: A37266

Place : Bengaluru

Date : May 27, 2025

Place : Bengaluru

Date : May 27, 2025

Manipal Hospitals Private Limited  
Statement of Profit and Loss for the year ended

(₹ in crores)

| Note   | March 31, 2025  | March 31, 2024  |
|--|-----------------|-----------------|
| <b>Income</b>  |                 |                 |
| Revenue from operations  | 2,153.75        | 1,787.81        |
| Other income   | 19.26           | 17.24           |
| Finance income   | 6.10            | 12.84           |
| <b>Total income</b>  | <b>2,179.11</b> | <b>1,817.89</b> |
| <b>Expenses</b>  |                 |                 |
| Purchase of medical consumables and pharmacy items                         | 367.23          | 315.71          |
| Changes in inventories of medical consumables and pharmacy items           | (4.10)          | 0.43            |
| Employee benefits expense  | 240.97          | 209.71          |
| Finance costs  | 116.89          | 123.70          |
| Depreciation and amortisation expense                                      | 125.63          | 105.48          |
| Other expenses   | 886.95          | 746.63          |
| <b>Total expenses</b>  | <b>1,733.57</b> | <b>1,501.66</b> |
| <b>Profit before tax</b>   | <b>445.54</b>   | <b>316.23</b>   |
| <b>Tax expense</b>   |                 |                 |
| Current tax  | 116.11          | 92.89           |
| Deferred tax   | (1.79)          | (10.63)         |
| <b>Total tax expense</b>   | <b>114.32</b>   | <b>82.26</b>    |
| <b>Profit for the year</b>   | <b>331.22</b>   | <b>233.97</b>   |
| <b>Other comprehensive income (OCI)</b>                                    |                 |                 |
| <b>Items that will not be reclassified subsequently to profit or loss:</b> |                 |                 |
| Re-measurement loss of defined benefit plans                               | (1.35)          | (0.83)          |
| Income tax effect on above   | 0.33            | 0.21            |
| <b>OCI for the year (net of tax)</b>                                       | <b>(1.02)</b>   | <b>(0.62)</b>   |
| <b>Total comprehensive income for the year</b>                             | <b>330.20</b>   | <b>233.35</b>   |
| <b>Earnings per equity share</b>   |                 |                 |
| [nominal value of share ₹ 10 (March 31, 2024: ₹ 10)]                       |                 |                 |
| Basic (₹)  | 3.23            | 2.28            |
| Diluted (₹)  | 3.23            | 2.28            |
| <b>Material Accounting policies</b>  | 2.2             |                 |

The accompanying notes are an integral part of financial statements

As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022

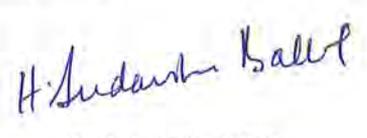


Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN: 07554053



Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 27, 2025

Place : Bengaluru  
Date : May 27, 2025

Manipal Hospitals Private Limited  
Statement of Changes in Equity for the year ended March 31, 2025

(a) Equity share capital\*

Equity shares of ₹. 10 each, issued, subscribed and fully paid-up

|  | Nos.           | (₹ in crores) |
|--|----------------|---------------|
| Balance as at April 01, 2023                   | 1,02,52,97,268 | 1,025.30      |
| Change in equity share capital during the year | -              | -             |
| Balance as at March 31, 2024                   | 1,02,52,97,268 | 1,025.30      |
| Change in equity share capital during the year | -              | -             |
| Balance as at March 31, 2025                   | 1,02,52,97,268 | 1,025.30      |

\* Also, refer note 12

(b) Other equity\*\*

|                               | Reserves and Surplus |                   |   |  | Total other equity |
|-------------------------------|----------------------|-------------------|---|--|--------------------|
|                               | Securities premium   | Retained earnings | Amalgamation adjustment deficit account | Re-measurement gain/(loss) on defined benefit plan |                    |
| Balance as at April 01, 2023  | 246.89               | (526.52)          | (59.11)                                 | 0.52   | (338.22)           |
| Profit for the year           | -                    | 233.97            | -                                       | -  | 233.97             |
| OCI for the year (net of tax) | -                    | -                 | -                                       | (0.62)   | (0.62)             |
| Balance as at March 31, 2024  | 246.89               | (292.55)          | (59.11)                                 | (0.10)   | (104.87)           |
| Profit for the year           | -                    | 331.22            | -                                       | -  | 331.22             |
| OCI for the year (net of tax) | -                    | -                 | -                                       | (1.02)   | (1.02)             |
| Balance as at March 31, 2025  | 246.89               | 38.67             | (59.11)                                 | (1.12)   | 225.33             |

\*\* Also, refer note 13

Note : There are no changes in the accounting policies or prior period events during the current year or previous year.

Below is the nature and purpose of each reserve:

- Securities premium** - Securities premium is used to record the premium received on issue of shares.
- Re-measurement gain/(loss) on defined benefit plan** - Represents remeasurement gains / (losses) on defined benefit plans (net of tax)
- Retained earnings** - Retained earnings comprises of prior and current period's undistributed earnings after tax.
- Amalgamation adjustment deficit account** - It represents excess of consideration over carrying value of net assets (including reserves) in case of common control business combination. When there is a surplus in the Statement of profit and loss, this debit can be adjusted against that surplus.

Material accounting policies (refer note 2.2)

The accompanying notes are an integral part of financial statements

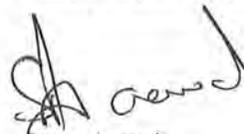
As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN: 07554053



Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 27, 2025

Place : Bengaluru  
Date : May 27, 2025

Manipal Hospitals Private Limited  
Statement of Cash flow for the year ended

|   | (₹ in crores)   |                 |
|---|-----------------|-----------------|
|   | March 31, 2025  | March 31, 2024  |
| <b>A. Cash flows from operating activities</b>  |                 |                 |
| Profit before tax   | 445.54          | 316.23          |
| Adjustments for:  |                 |                 |
| Depreciation and amortisation expense   | 125.63          | 105.48          |
| Bad debts/ advances written off   | 16.07           | 12.58           |
| Loss /(Gain) allowance on trade receivables (net)                                     | 4.76            | (0.64)          |
| Loss allowance on other receivables (net)   | 0.10            | -               |
| Profit on sale of investments in mutual funds (net)                                   | (3.48)          | (11.35)         |
| Profit on sale of property, plant and equipment (net)                                 | (0.78)          | (2.37)          |
| Fair value gain on financial instruments at FVTPL                                     | (13.57)         | (2.26)          |
| Finance income  | (6.10)          | (12.84)         |
| Finance costs   | 107.03          | 114.99          |
| <b>Operating profit before working capital changes</b>                                | <b>675.20</b>   | <b>519.82</b>   |
| <b>Movements in working capital :</b>   |                 |                 |
| Change in trade receivables   | (45.99)         | (19.85)         |
| Change in loans   | (0.06)          | -               |
| Change in other assets  | 0.02            | 1.32            |
| Change in inventories   | (4.10)          | 0.43            |
| Change in other financial assets  | (0.29)          | 0.98            |
| Change in trade payables  | (85.77)         | 14.26           |
| Change in provisions  | (7.29)          | 2.44            |
| Change in other liabilities   | 3.17            | (0.65)          |
| Change in other financial liabilities   | 0.02            | 0.12            |
| Cash generated from operations  | <b>534.91</b>   | <b>518.87</b>   |
| Income tax paid (net)   | (67.42)         | (109.90)        |
| <b>Net cash generated from operating activities</b>                                   | <b>467.49</b>   | <b>408.97</b>   |
| <b>B. Cash flow from investing activities</b>   |                 |                 |
| Acquisition of property, plant and equipment and intangible assets                    | (98.26)         | (86.45)         |
| Proceeds from sale of property, plant and equipment                                   | 1.73            | 0.77            |
| Acquisition of subsidiary (refer note 5.1)  | -               | (654.53)        |
| Investment in other entities  | (0.02)          | (1.16)          |
| Loans given to related parties  | (314.90)        | (33.46)         |
| Loans repaid by related parties   | 335.95          | 259.80          |
| Investment made in bank deposits (having original maturity of more than three months) | (1.44)          | (1.41)          |
| Maturity of bank deposits (having original maturity of more than three months)        | -               | 14.96           |
| Proceeds from the sale of investments in mutual funds                                 | 993.26          | 1,372.83        |
| Purchase of investments in mutual funds   | (1,317.58)      | (1,212.47)      |
| Interest received   | 6.09            | 21.99           |
| <b>Net cash used in investing activities</b>  | <b>(395.17)</b> | <b>(319.13)</b> |
| <b>C. Cash flow from financing activities</b>   |                 |                 |
| Proceeds of long-term borrowings  | 94.24           | 108.76          |
| Repayment of long-term borrowings   | (54.46)         | (56.63)         |
| Proceeds of borrowings for purchase of capital asset                                  | 0.45            | 1.68            |
| Repayment of borrowings for purchase of capital asset                                 | (0.32)          | (0.32)          |
| Interest and processing charges paid  | (35.79)         | (37.66)         |
| Interest paid on loan for purchase of capital asset                                   | (0.16)          | (0.11)          |
| Payment of lease obligations  | (11.72)         | (8.17)          |
| Interest paid on lease  | (60.29)         | (57.22)         |
| <b>Net cash used in financing activities</b>  | <b>(68.05)</b>  | <b>(49.67)</b>  |
| <b>Net increase in cash and cash equivalents</b>                                      | <b>4.27</b>     | <b>40.17</b>    |
| Cash and cash equivalents at the beginning of the year                                | 60.94           | 20.77           |
| <b>Cash and cash equivalents at the end of the year (refer note 10.3)</b>             | <b>65.21</b>    | <b>60.94</b>    |
| <b>Components of cash and cash equivalents for the purpose of cash flow statement</b> |                 |                 |
| Cash on hand  | 1.37            | 0.92            |
| With banks - on current accounts  | 33.84           | 50.02           |
| - deposits with original maturity of less than three months                           | 30.00           | 10.00           |
| <b>Total cash and cash equivalents</b>  | <b>65.21</b>    | <b>60.94</b>    |

Material Accounting policies

2.2

Refer Note 40 for Reconciliation of movement of liabilities to cash flows arising from financing activities.

The above Cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows"

The accompanying notes are an integral part of financial statements

As per our report of even date attached

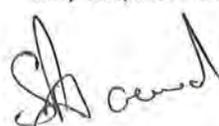
For B S R & Co. LLP

Chartered Accountants  
Firm Registration number - 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN: 07554053



Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place - Bengaluru  
Date - May 27, 2025

Place - Bengaluru  
Date - May 27, 2025

**1 Corporate information**

Manipal Hospitals Private Limited ('the Company') was established in the year 2003 and commissioned its first operating hospital in the year 2005. The Company is a private limited company incorporated under the provisions of the Companies Act of India. The registered office of the Company is located at The Annex, #98/2, Rustam Bagh Road, HAL Airport Road, Bengaluru, 560017. The Company operates through various Hospitals/Clinics providing Healthcare services in India.

**2.1 Basis of preparation of the financial statements**

**(a) Statement of compliance**

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, notified under section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act.

The financial statements were approved for issue by the Company's Board of Directors on May 27, 2025.

Details of the material accounting policies are included in Note 2.2.

**(b) Functional and presentation currency**

These financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts are in Indian Rupees (₹) crores except share data and per share data, unless otherwise stated.

**(c) Basis of measurement**

The financial statements have been prepared on accrual and going concern basis and the historical cost basis except for the following items:

| Items  | Measurement   |
|--|---|
| Certain financial assets and liabilities (Refer note 35) | Fair value  |
| Net defined asset / liability                            | Fair value of plan asset less present value of defined benefit obligation |

**(d) Use of estimates and judgments**

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**Judgments, assumptions and estimation uncertainties**

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes.

**Judgements:-**

- Note 14.2 - Leases and lease classification
- Note 15 and 19- Provisions
- Note 16 - Income taxes including deferred tax
- Note 6 and 32 - Provision for Income tax and other contingencies

**Estimates:-**

- Note 2.2 (c), (d) and (g) - useful life of property, plant and equipment, intangible assets and right of use assets
- Note 5.1, 5.2, 10.2, 10.5, 10.6 - Impairment of financial assets and Investment in subsidiaries
- Note 26, 34 - Employee benefits expense, wages and bonus, key actuarial assumptions
- Note 35 - Financial instruments

**(e) Measurement of fair values**

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in the note 35 - financial instruments.

**2.2 Summary of material accounting policies**

**(a) Investment in subsidiaries**

A subsidiary is an entity that is controlled by another entity. The investments in subsidiaries are carried at cost as per IND AS 27. Investment accounted for at cost is accounted for in accordance with IND AS 105 when they are classified as held for sale and Investment carried at cost is tested for impairment as per IND AS 36. On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**(b) Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when:

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.



(c) **Property plant and equipment**

Property, plant and equipment including capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, import duties, cost of replacing part of the plant and equipment, borrowing costs if the recognition criteria are met and directly attributable cost of bringing the asset to its location and condition necessary for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably.

Property, plant and equipment under installation or construction as at the balance sheet date is shown as capital work-in-progress and the related advances are shown as under Non current assets.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| Category of assets                    | Useful life estimated by management | Useful life as per Schedule II |
|---------------------------------------|-------------------------------------|--------------------------------|
| Building                              | 23 - 30 years                       | 30 years                       |
| Leasehold improvements                | Lease term                          | NA                             |
| Equipment's                           | 13 years                            | 10 - 15 years                  |
| Electrical installations              | 7 years                             | 10 years                       |
| Furniture and fixtures                | 7 years                             | 10 years                       |
| Other fixtures (included in Building) | 2 years                             | 10 years                       |
| Computers                             | 3 years                             | 3 - 6 years                    |
| Vehicles                              | 3-7 years                           | 6 - 10 years                   |

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

Second hand assets are depreciated over the estimated useful life as per technical estimates.

Leasehold land/Leasehold improvements/Leasehold Building are depreciated over the primary lease period or useful life, whichever is shorter, on a straight-line basis.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The management has estimated, supported by technical assessment, the useful life of the category of assets, which are lower than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

(d) **Intangible assets**

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred.

A summary of amortization policies applied to the Company's intangible assets is as below:

| Category of assets              | Useful life estimated by management |
|---------------------------------|-------------------------------------|
| Computer software - application | 3-5 years                           |
| Computer software - generic     | 1 year                              |

(e) **Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows till perpetuity.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

Impairment losses of continuing operations, including impairment of inventories, are recognised in the statement of profit and loss.

For all assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

(f) **Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.



(g) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Company as a lessee**

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently re-measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short term leases of all assets that have a lock in lease term of 12 months or less, except where it anticipates renewals and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(h) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial assets**

**Initial recognition and measurement**

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (i) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in four categories:

- i) Financial assets at amortised cost (debt instruments)
- ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- iv) Financial assets at fair value through profit or loss

**Financial assets at amortised cost (debt instruments)**

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Company's financial assets at amortised cost includes trade receivables. For more information on receivables, refer to Note 10.2.

**Financial assets at fair value through profit or loss**

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

**Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- i) The rights to receive cash flows from the asset have expired, or
- ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.



#### Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and other financial assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Financial liabilities

##### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

##### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

##### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

##### Financial liabilities at amortised cost (Loans and borrowings)

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

##### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

##### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### (i) Inventories

Inventories of pharmacy items and medical consumables are valued at lower of cost or net realizable value. The comparison of cost and net realizable value is made on an item by item basis. Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location after adjusting for Goods and Services Tax (GST) wherever applicable, applying the first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs to be incurred to make the sale. Adequate provision is made for slow moving, non-moving and expired inventory, as determined necessary.

#### (j) Non-current assets held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets, are generally measured at the lower of their carrying amount and fair value less costs to sell.

Non-current assets classified as held-for-sale are presented separately from the other assets in the balance sheet.



(k) Total income

(i) Revenue recognition

Revenue from contracts with customers is recognised as per Ind AS 115, "Revenue from contract with customers", when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services, taking into consideration defined terms of payment and excluding taxes or duties collected on behalf of the government.

*Disaggregation of revenue*

The Company disaggregates revenue into revenue from rendering hospital services, pharmacy sales and other operating income. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of Company's revenues and cash flows are affected by industry, market and other economic factors.

*Operating Income*

Revenue from Hospital services is recognised as and when the services are performed, unless significant future uncertainties exists, while revenue from sale of pharmacy items is recognised when the control of the goods have passed to the buyer, usually on delivery of the goods. The Company assesses the distinct performance obligations in the contract and measures to at an amount that reflects the consideration it expects to receive, net of Goods and Services Tax and adjusted for discounts and concessions.

**Contract balances**

*Trade receivables*

Unbilled revenue represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (i) Financial instruments – initial recognition and subsequent measurement.

*Contract liabilities*

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs its obligation under the contract.

(ii) Other income

*Interest Income*

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit or loss.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "finance income" in the statement of profit and loss.

(l) Foreign currencies

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The Company's financial statements are presented in INR, which is also the Company's functional and presentation currency.

*Transactions and balances*

Foreign currency transactions are recorded on initial recognition in the functional currency using the exchange rate prevailing at the date of the transaction. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on the settlement or translation of monetary items are recognised in the statement of profit and loss.

(m) Retirement and other employee benefits

*Defined contribution plan*

Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution schemes. The Company recognizes contribution payable to the schemes as an expense, when an employee renders the related service. The Company has no obligation, other than the contribution payable to the fund.

*Defined benefit plan- gratuity*

The Company operates a defined benefit plan for its employees for gratuity. The costs of providing benefits under this plan is determined on the basis of actuarial valuation at each year end using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

Past service costs are recognised in the statement of profit and loss on the earlier of

- The date of the plan amendment or curtailment and
- The date that the Company recognises related restructuring costs

Interest is calculated by applying the discount rate to the defined benefit liability. The Company recognises the following changes in the defined benefit obligation as an expense in the statement of profit and loss:

- (i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and
- (ii) Interest expense

*Other long-term employee benefits- compensated absences*

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date.



(n) Taxes

*Current income tax*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amounts are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

*Deferred tax*

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences except:

- where deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit or loss is recognised outside the statement of profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and to the same taxation authority.

(o) Earnings Per Share (EPS)

Basic EPS amounts are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit/(loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be antidilutive.

(p) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit or loss net off any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

*Decommissioning liability*

The Company records a provision for decommissioning costs to dismantle and remove the leasehold improvements from the leased premises. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

*Onerous contracts*

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.

(q) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent liabilities and commitments are reviewed by the management at each balance sheet date.

(r) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.



(s) Segment accounting policies

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM"). The Board of Directors of the Company has been identified as the Chief Operating Decision Maker. (refer note 38 on segment reporting).

(t) Corporate Social Responsibility (CSR) expenditure

CSR expenditure as per provisions of section 135 of Companies Act, 2013 read with The Companies (Corporate Social Responsibility Policy) Rules, 2014, is charged to the statement of profit and loss as an expense as and when incurred.

(u) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated. Bank overdrafts are classified as part of cash and cash equivalent, as they form an integral part of an entity's cash management.

(v) Share capital

Equity shares

Incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with Ind AS 12.

(w) New and amended standards

(i) Ind AS 117 Insurance Contracts

The Ministry of corporate Affairs (MCA) notified the Ind AS 117, Insurance Contracts, vide notification dated August 12, 2024, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, which is effective from annual reporting periods beginning on or after April 01, 2024.

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features, a few scope exceptions will apply. Ind AS 117 is based on a general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

The application of Ind AS 117 had no impact on the financial statements as the Company has not entered any contracts in the nature of insurance contracts covered under Ind AS 117.

(ii) Amendment to Ind AS 116 Leases – Lease Liability in a Sale and Leaseback

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback.

The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after April 01, 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

The amendment does not have a material impact on the financial statements.

(x) Standards issued but not yet effective

(i) Amendment to Ind AS 21 The Effects of Changes in Foreign Exchange Rates

On May 07, 2025, The Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2025, which amend Ind AS 21 The Effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after 1 April 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments are not expected to have a material impact on the Company's financial statements.



3.1 Property, plant and equipment

|                        | Freehold land | Leasehold land # | Leasehold Improvements | Buildings | Plant and equipment | Facility and office equipment | Furniture and fixtures | Computer equipment | Vehicles | Electrical installation and equipment | Total    |
|------------------------|---------------|------------------|------------------------|-----------|---------------------|-------------------------------|------------------------|--------------------|----------|---------------------------------------|----------|
| (₹ in crores)          |               |                  |                        |           |                     |                               |                        |                    |          |                                       |          |
| <b>Cost</b>            |               |                  |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2023      | 70.34         | 18.63            | 145.37                 | 369.73    | 465.57              | 121.98                        | 42.94                  | 53.02              | 1.55     | 107.26                                | 1,396.39 |
| Additions              | -             | -                | 2.05                   | 3.51      | 44.89               | 0.18                          | 3.58                   | 9.88               | 2.38     | 5.41                                  | 71.88    |
| Disposals/ adjustments | 2.13          | -                | -                      | (0.01)    | (7.13)              | (2.03)                        | (0.93)                 | (1.53)             | (0.57)   | (0.02)                                | (10.09)  |
| At March 31, 2024      | 72.47         | 18.63            | 147.42                 | 373.23    | 503.33              | 120.13                        | 45.59                  | 61.37              | 3.36     | 112.65                                | 1,458.18 |
| Additions              | -             | -                | 7.10                   | 4.45      | 70.08               | -                             | 5.74                   | 11.34              | 1.31     | 8.49                                  | 108.51   |
| Disposals/ adjustments | -             | -                | (0.07)                 | (2.40)    | (8.08)              | (7.67)                        | (3.23)                 | (4.12)             | (0.21)   | (0.09)                                | (25.87)  |
| At March 31, 2025      | 72.47         | 18.63            | 154.45                 | 375.28    | 565.33              | 112.46                        | 48.10                  | 68.59              | 4.46     | 121.05                                | 1,540.82 |
| <b>Depreciation</b>    |               |                  |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2023      | 26.98         | -                | 6.25                   | 150.09    | 241.93              | 109.52                        | 37.56                  | 38.14              | 0.91     | 60.51                                 | 671.89   |
| Charge for the year    | -             | -                | 5.92                   | 10.73     | 29.30               | 4.66                          | 2.87                   | 8.06               | 0.31     | 9.72                                  | 71.57    |
| Disposals/ adjustments | -             | -                | -                      | (0.01)    | (6.77)              | (2.01)                        | (0.91)                 | (1.53)             | (0.44)   | (0.02)                                | (11.69)  |
| At March 31, 2024      | 26.98         | -                | 12.17                  | 160.81    | 264.46              | 112.17                        | 39.52                  | 44.67              | 0.78     | 70.21                                 | 731.77   |
| Charge for the year    | -             | -                | 6.67                   | 11.51     | 33.44               | 4.40                          | 3.17                   | 10.87              | 0.58     | 10.36                                 | 81.00    |
| Disposals/ adjustments | -             | -                | (0.07)                 | (2.23)    | (7.39)              | (7.66)                        | (3.23)                 | (4.06)             | (0.20)   | (0.08)                                | (24.92)  |
| At March 31, 2025      | 26.98         | -                | 18.77                  | 170.09    | 290.51              | 108.91                        | 39.46                  | 51.48              | 1.16     | 80.49                                 | 787.85   |
| <b>Net book value</b>  |               |                  |                        |           |                     |                               |                        |                    |          |                                       |          |
| At March 31, 2024      | 45.49         | 18.63            | 135.25                 | 212.42    | 238.87              | 7.96                          | 6.07                   | 16.70              | 2.58     | 42.44                                 | 726.41   |
| At March 31, 2025      | 45.49         | 18.63            | 135.68                 | 205.19    | 274.82              | 3.55                          | 8.64                   | 17.11              | 3.30     | 40.56                                 | 752.97   |

\* Refer note 14.1 for details of Property, plant and equipment provided as security for borrowings.

Notes:

# Leasehold land represents lease term ranging from 999 years to perpetuity.



3.2 Capital Work-in-progress

|   | (₹ in crores) |
|---|---------------|
|   | Total         |
| Cost  |               |
| At April 01, 2023                             | 11.34         |
| Additions during the year                     | 70.20         |
| Transferred to Property, plant and equipment  | (71.88)       |
| At March 31, 2024                             | 9.66          |
| Additions during the year                     | 112.18        |
| Transferred to Property, plant and equipments | (108.51)      |
| At March 31, 2025                             | 13.33         |

Capital work in progress ageing schedule

As at March 31, 2025

| Particulars          | Amount in CWIP for a period of |           |           |                   |   | Total |
|----------------------|--------------------------------|-----------|-----------|-------------------|---|-------|
|                      | Less than 1 year               | 1-2 years | 2-3 years | More than 3 years |   |       |
| Projects in progress | 13.33                          | -         | -         | -                 | - | 13.33 |
| Total                | 13.33                          | -         | -         | -                 | - | 13.33 |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget

As at March 31, 2024

| Particulars          | Amount in CWIP for a period of |           |           |                   |   | Total |
|----------------------|--------------------------------|-----------|-----------|-------------------|---|-------|
|                      | Less than 1 year               | 1-2 years | 2-3 years | More than 3 years |   |       |
| Projects in progress | 5.87                           | 3.49      | 0.30      | -                 | - | 9.66  |
| Total                | 5.87                           | 3.49      | 0.30      | -                 | - | 9.66  |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget.

\* Refer note 14.1 for details of Capital Work-in-progress provided as security for borrowings.

4.1 Right of use assets

(₹ in crores)

|                          | Right-of-use assets         |            |          |           |                          | Total  |
|--------------------------|-----------------------------|------------|----------|-----------|--------------------------|--------|
|                          | Leasehold land & building * | Equipments | Vehicles | Computers | Electrical installations |        |
| Cost                     |                             |            |          |           |                          |        |
| At April 01, 2023        | 469.40                      | 16.20      | 0.68     | 10.33     | -                        | 496.61 |
| Additions                | 28.94                       | -          | -        | 5.43      | -                        | 34.37  |
| Disposals or Adjustments | -                           | (4.14)     | -        | -         | -                        | (4.14) |
| At March 31, 2024        | 498.34                      | 12.06      | 0.68     | 15.76     | -                        | 526.84 |
| Additions                | 3.09                        | -          | -        | -         | 15.67                    | 18.76  |
| Disposals                | (2.35)                      | -          | -        | -         | -                        | (2.35) |
| At March 31, 2025        | 499.08                      | 12.06      | 0.68     | 15.76     | 15.67                    | 543.25 |
| Depreciation             |                             |            |          |           |                          |        |
| At April 01, 2023        | 85.49                       | 9.12       | 0.68     | 5.92      | -                        | 101.21 |
| Charge for the year      | 19.07                       | 0.93       | -        | 1.66      | -                        | 21.66  |
| Disposals                | -                           | -          | -        | -         | -                        | -      |
| At March 31, 2024        | 104.56                      | 10.05      | 0.68     | 7.58      | -                        | 122.87 |
| Charge for the year      | 21.47                       | 0.50       | -        | 5.56      | 1.67                     | 29.20  |
| Disposals                | (1.95)                      | -          | -        | -         | -                        | (1.95) |
| At March 31, 2025        | 124.08                      | 10.55      | 0.68     | 13.14     | 1.67                     | 150.12 |
| Net book value           |                             |            |          |           |                          |        |
| At March 31, 2024        | 393.78                      | 2.01       | -        | 8.18      | -                        | 403.97 |
| At March 31, 2025        | 375.00                      | 1.51       | -        | 2.62      | 14.00                    | 393.13 |

\* Refer note 14.1 for details of assets provided as security for borrowings



4.2 Intangible assets

|                       | (₹ in crores)            |
|-----------------------|--------------------------|
|                       | <u>Intangible assets</u> |
|                       | <u>Computer software</u> |
| <b>Cost</b>           |                          |
| At April 01, 2023     | 46.06                    |
| Additions             | 34.36                    |
| Disposals             | -                        |
| At March 31, 2024     | <u>80.42</u>             |
| Additions             | 4.92                     |
| Disposals             | (0.02)                   |
| At March 31, 2025     | <u>85.32</u>             |
| <b>Amortisation</b>   |                          |
| At April 01, 2023     | 29.86                    |
| Charge for the year   | 12.25                    |
| Disposals             | -                        |
| At March 31, 2024     | <u>42.11</u>             |
| Charge for the year   | 15.43                    |
| Disposals             | (0.02)                   |
| At March 31, 2025     | <u>57.52</u>             |
| <b>Net book value</b> |                          |
| At March 31, 2024     | <u>38.31</u>             |
| At March 31, 2025     | <u>27.80</u>             |

\* Refer note 14.1 for details of Intangible assets provided as security for borrowings.



5 Non-current financial assets

5.1 Investments

|   | (₹ in crores)  |                |                |                |
|---|----------------|----------------|----------------|----------------|
|   | No of units    |                | Amounts        |                |
|   | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Investments carried at cost (unquoted)  |                |                |                |                |
| <b>A) Investment in equity shares of subsidiary company</b>   |                |                |                |                |
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | 5,71,12,194    | 5,71,12,194    | 396.00         | 396.00         |
| [shares of ₹ 10 each fully paid-up, refer note 5.1.1]   |                |                |                |                |
| (A)   |                |                | <u>396.00</u>  | <u>396.00</u>  |
| <b>B) Investment in Compulsory convertible debentures ("CCD") of subsidiary company</b>   |                |                |                |                |
| MHEIPL  | 850            | 850            | 314.57         | 314.57         |
| [refer note 5.1.1]  |                |                |                |                |
| (B)   |                |                | <u>314.57</u>  | <u>314.57</u>  |
| <b>Aggregate value of unquoted investments carried at cost (A+B)</b>  |                |                | <u>710.57</u>  | <u>710.57</u>  |
| Investments at fair value through Profit and Loss   |                |                |                |                |
| Investments in other companies  |                |                |                |                |
| O2 Renewable Energy X Private Limited   |                |                |                |                |
| -Equity shares of ₹ 10 each fully paid up   | 1,15,900       | 1,15,900       | 0.12           | 0.12           |
| -Compulsory convertible debentures of ₹ 1000 each   | 10,424         | 10,424         | 1.04           | 1.04           |
| [Refer note 5.1.2]  |                |                |                |                |
| Atria Wind Power (Basavana Bagewadi) Private Limited  |                |                |                |                |
| -Equity shares of ₹ 100 each fully paid up  | 1,000          | -              | 0.02           | -              |
| [Refer note 5.1.3]  |                |                |                |                |
| (C)   |                |                | <u>1.18</u>    | <u>1.16</u>    |
| Investments in mutual funds (quoted)*   |                |                | 18.65          | 14.95          |
| (D)   |                |                |                |                |
| Information about the company's exposure to credit and market risks, and fair value measurement, is included in Note 35 & 36            |                |                |                |                |
| * Refer note 14.1 for details of Investments provided as security for borrowings.   |                |                |                |                |
| <b>Aggregate value of investments carried at fair value through Profit and Loss (C+D)</b>   |                |                | <u>19.83</u>   | <u>16.11</u>   |
| <b>Aggregate value of investments (A+B+C+D)</b>   |                |                | <u>730.40</u>  | <u>726.68</u>  |
| Aggregate value of investments  |                |                | <u>730.40</u>  | <u>726.68</u>  |

5.1.1 On September 20, 2023 the Company along with its affiliates, acquired 5,71,12,194 equity shares and 850 compulsorily convertible debentures of Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) from existing shareholders aggregating to 84.07% shareholding of Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) on a fully diluted basis

5.1.2 On October 23, 2023, the Company subscribed to 1,15,900 equity shares and 10,424 Series B compulsory convertible debentures of O2 Renewable Energy X Private Limited as captive power consumer

5.1.3 On January 16, 2025 the Company has invested an amount of ₹ 0.02 crores in Atria Wind Power (Basavana Bagewadi) Private Limited by purchasing 1000 equity shares as captive power consumer

5.2 Loans (Unsecured considered good unless otherwise stated)

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Inter Corporate Deposit given to related parties (refer note 5.2.1)  | 12.76          | 34.92          |
| Less: Interest accrued on inter corporate deposits to related parties - disclosed under other non-current financial assets | (0.35)         | (1.46)         |
|  | <u>12.41</u>   | <u>33.46</u>   |

5.2.1 Term of the loan as given below:

| Name of the loanee              | Rate of Interest | Repayment         | Secured/ unsecured | (₹ in crores)  |                          |
|---------------------------------|------------------|-------------------|--------------------|----------------|--------------------------|
|                                 |                  |                   |                    | March 31, 2025 | Movement during the year |
| MHEIPL                          |                  |                   |                    |                |                          |
| Inter Corporate Deposit ("ICD") | 9.00%            | Thirty-Six months | Unsecured          | 12.41          | (21.05)                  |

The intercorporate deposit has been made available to MHEIPL for the purpose of meeting its general corporate requirements

Provisions of section 186 of the Companies Act, 2013, except sub section (1), are not applicable, as the Company is engaged in the business of providing infrastructural facilities as specified in Schedule VI of the Companies Act, 2013.

5.3 Other financial assets (Secured considered good unless otherwise stated)

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Margin money deposit with banks (refer note 5.3.1)   | 0.60           | 0.50           |
| Deposits with banks due to mature after twelve months from the reporting date (refer note 5.3.2) | 7.23           | 6.78           |
| Interest accrued on ICD to related parties (refer note 5.3.3)                                    | 0.35           | 1.46           |
| Security deposits  | 17.42          | 15.95          |
|  | <u>25.60</u>   | <u>24.69</u>   |

(5.3.1) Margin money deposits with a carrying amount of ₹ 0.60 crores (March 31, 2024: ₹ 0.50 crores) are provided as bank guarantee

(5.3.2) It includes Debt Service Reserve Account maintained by the company with Banks amounting to ₹ 7.23 crores (March 31, 2024: ₹ 6.74 crores)

(5.3.3) Receivable from related parties (refer note 31)

6 Income tax assets (net)

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Income tax assets (net of provision for income tax) | 11.25          | 58.64          |
|   | <u>11.25</u>   | <u>58.64</u>   |

7 Other non-current assets (Unsecured considered good unless otherwise stated)

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Capital advances                                 |                |                |
| Considered good                                  | 0.37           | 2.20           |
| Considered doubtful                              | 17.88          | 17.88          |
|  | 18.25          | 20.08          |
| Less: Provision for doubtful capital advances    | (17.88)        | (17.88)        |
| Prepaid expenses                                 | 0.37           | 2.20           |
| Balances with statutory / government authorities | 0.43           | 0.57           |
| Defined benefit plan assets (Refer note 34)      | 17.64          | -              |
|  | 1.68           | -              |
|  | <u>20.12</u>   | <u>2.77</u>    |



| 8 Assets held for sale | (₹ in crores)  |                |
|------------------------|----------------|----------------|
|                        | March 31, 2025 | March 31, 2024 |
| Land                   | 6.50           | 6.50           |
|                        | <b>6.50</b>    | <b>6.50</b>    |

(8.1) Land held for sale pertains to land situated at Meerut ₹ 6.5 crores (March 31, 2024: ₹ 6.5 crores)

(8.2) As of March 31, 2025, the Company is actively responding to evolving market conditions and ongoing infrastructure developments in and around Meerut. Efforts to market the land are ongoing, with the aim of achieving optimal realisation through a potential sale.

| 9 Inventories (valued at lower of cost and net realizable value) | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Pharmacy items   | 13.43          | 13.01          |
| Medical consumables  | 17.94          | 14.26          |
|  | <b>31.37</b>   | <b>27.27</b>   |

Refer note 14.1 for details of Inventories provided as security for borrowings.

| 10 Current financial assets                       | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| 10.1 Investments                                  |                |                |
| Investments at fair value through Profit and Loss |                |                |
| Investments in mutual funds (quoted)*             | 399.07         | 61.40          |
|   | <b>399.07</b>  | <b>61.40</b>   |

\*Information about the company's exposure to credit and market risks, and fair value measurement, is included in Note 35 & 36

\* Refer note 14.1 for details of Investments provided as security for borrowings.

| 10.2 Trade receivables (Unsecured considered good unless otherwise stated) | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Considered good  | 109.47         | 84.31          |
| Credit impaired  | 19.28          | 14.52          |
|  | 128.75         | 98.83          |
| Less: Loss allowance on trade receivables                                  | (19.28)        | (14.52)        |
|  | <b>109.47</b>  | <b>84.31</b>   |

Refer note 14.1 for details of Trade receivables provided as security for borrowings

(10.2.1) There are no trade receivables which have significant increase in credit risk

(10.2.2) Ageing for trade receivables and unbilled revenue due from the due date for each of the category is as follows:

As at 31 March 2025

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |             |             |                   | Total         |
|---|--|--------------------|-------------------|-------------|-------------|-------------------|---------------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Undisputed Trade Receivables - considered good                                | 70.09  | 38.93              | 0.45              | -           | -           | -                 | 109.47        |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -           | -           | -                 | -             |
| Undisputed Trade receivable - credit impaired                                 | -  | 9.72               | 7.18              | 2.32        | 0.06        | -                 | 19.28         |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -           | -           | -                 | -             |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -           | -           | -                 | -             |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -           | -           | -                 | -             |
| <b>Total</b>  | <b>70.09</b>   | <b>48.65</b>       | <b>7.63</b>       | <b>2.32</b> | <b>0.06</b> | <b>-</b>          | <b>128.75</b> |

\* includes unbilled revenue of ₹ 14.23 crores as considered good

As at 31 March 2024

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |             |           |                   | Total        |
|---|--|--------------------|-------------------|-------------|-----------|-------------------|--------------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years   | 2-3 years | More than 3 years |              |
| Undisputed Trade Receivables - considered good                                | 49.35  | 34.26              | 0.70              | -           | -         | -                 | 84.31        |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -           | -         | -                 | -            |
| Undisputed Trade receivable - credit impaired                                 | -  | 4.25               | 9.65              | 0.62        | -         | -                 | 14.52        |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -           | -         | -                 | -            |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -           | -         | -                 | -            |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -           | -         | -                 | -            |
| <b>Total</b>  | <b>49.35</b>   | <b>38.51</b>       | <b>10.35</b>      | <b>0.62</b> | <b>-</b>  | <b>-</b>          | <b>98.83</b> |

\* includes unbilled revenue of ₹ 9.53 crores as considered good

| 10.3 Cash and cash equivalents                              | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Balances with banks:  |                |                |
| - On current accounts                                       | 33.84          | 50.02          |
| - Deposits with original maturity of less than three months | 30.00          | 10.00          |
| Cash on hand  | 1.37           | 0.92           |
| <b>Total cash and cash equivalents</b>                      | <b>65.21</b>   | <b>60.94</b>   |

| 10.4 Bank balances other than cash and cash equivalents                  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Bank deposits due to mature within twelve months from the reporting date | -              | 7.90           |
|  | -              | <b>7.90</b>    |



10.5 Loans (Unsecured considered good unless otherwise stated)

|                    | (₹ in crores)  |                |
|--------------------|----------------|----------------|
|                    | March 31, 2025 | March 31, 2024 |
| Loans to employees | 0.26           | 0.20           |
|                    | <u>0.26</u>    | <u>0.20</u>    |

10.6 Other financial assets (Unsecured considered good unless otherwise stated)

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Margin money deposit with banks          | 11.10          | 2.31           |
| Interest accrued on fixed deposits       | 0.42           | 0.53           |
| Other receivables #                      |                |                |
| Considered good                          | 0.60           | 0.64           |
| Considered doubtful                      | 0.28           | 0.18           |
| Less: Loss allowance on Other receivable | (0.28)         | (0.18)         |
| Net other receivables                    | 0.60           | 0.64           |
| Security deposits                        | 0.40           | 0.41           |
|  | <u>12.52</u>   | <u>3.89</u>    |

# includes receivables from related parties (refer note 31)

\* Refer note 14.1 for details of Other financial assets provided as security for borrowings

11 Other assets (Unsecured considered good unless otherwise stated)

|                                     | (₹ in crores)  |                |
|-------------------------------------|----------------|----------------|
|                                     | March 31, 2025 | March 31, 2024 |
| Prepaid expenses                    | 5.52           | 5.81           |
| Advances to suppliers               | 3.68           | 4.97           |
| Balance with government authorities | 1.35           | 18.97          |
|                                     | <u>10.55</u>   | <u>29.75</u>   |

\* Refer note 14.1 for details of Other assets provided as security for borrowings

(This space has been intentionally left blank)



12 Equity Share capital

|   | (₹ in crores)   |                 |
|---|-----------------|-----------------|
|   | March 31, 2025  | March 31, 2024  |
| 12.1 Authorised shares (Nos.)<br>1,104,950,000 (March 31, 2024: 1,104,950,000) Equity shares of ₹ 10/- each                           | 1,104.95        | 1,104.95        |
| 12.2 Issued, subscribed and fully paid-up shares (Nos.)<br>1,025,297,268 (March 31, 2024: 1,025,297,268) Equity Shares of ₹ 10/- each | 1,025.30        | 1,025.30        |
| Total issued, subscribed and fully paid-up share capital  | <b>1,025.30</b> | <b>1,025.30</b> |

12.3 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year:

|                              | March 31, 2025        |                 | March 31, 2024        |                 |
|------------------------------|-----------------------|-----------------|-----------------------|-----------------|
|                              | Nos.                  | (₹ in crores)   | Nos.                  | (₹ in crores)   |
| At the beginning of the year | 1,02,52,97,268        | 1,025.30        | 1,02,52,97,268        | 1,025.30        |
| Add: Issued during the year  | -                     | -               | -                     | -               |
| At the end of the year       | <b>1,02,52,97,268</b> | <b>1,025.30</b> | <b>1,02,52,97,268</b> | <b>1,025.30</b> |

12.4 Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year, the Company has not declared any dividend.

In the event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to number of equity shares held by shareholders.

12.5 Shares held by holding company

|  | March 31, 2025 |               | March 31, 2024 |               |
|--|----------------|---------------|----------------|---------------|
|  | Nos.           | (₹ in crores) | Nos.           | (₹ in crores) |
| Manipal Health Enterprises Private Limited ("MHEPL") * | 1,02,52,97,268 | 1,025.30      | 1,02,52,97,268 | 1,025.30      |

\*Includes 10,000 (March 31, 2024: 10,000) equity shares of ₹ 10 each held by nominee director on behalf of the holding company

12.6 Details of shareholders holding more than 5% shares in the company:

|   | March 31, 2025   |                        | March 31, 2024   |                        |
|---|------------------|------------------------|------------------|------------------------|
|   | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Equity shares of ₹ 10 each fully paid<br>Manipal Health Enterprises Private Limited | 1,02,52,97,268   | 100.00%                | 1,02,52,97,268   | 100.00%                |

As per the records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares

12.7 Details of shareholding by the promoter of the company  
As at March 31, 2025

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |
|  | <b>1,02,52,97,268</b>                      | <b>-</b>               | <b>1,02,52,97,268</b>                | <b>100.00%</b>    | <b>0.00%</b>             |

As at March 31, 2024

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |
|  | <b>1,02,52,97,268</b>                      | <b>-</b>               | <b>1,02,52,97,268</b>                | <b>100.00%</b>    | <b>0.00%</b>             |

12.8 There have been no issue of bonus shares, buy back of shares, issue of shares for consideration other than cash for the period of five years immediately preceding the balance sheet date.

12.9 As at March 31, 2025 and March 31, 2024, the Company does not have any shares reserved for issue under options and contracts or commitments for the sale of shares.

13 Other equity

|   | (₹ in crores)  |                 |
|---|----------------|-----------------|
|   | March 31, 2025 | March 31, 2024  |
| 13.1 Securities premium                                 |                |                 |
| Balance at the beginning of the year                    | 246.89         | 246.89          |
| Add: Addition during the year                           | -              | -               |
| Balance at the end of the year                          | <b>246.89</b>  | <b>246.89</b>   |
| 13.2 Re-measurement gain/(loss) on defined benefit plan |                |                 |
| Balance at the beginning of the year                    | (0.10)         | 0.52            |
| OCI for the year (net of tax)                           | (1.02)         | (0.62)          |
| Balance at the end of the year                          | <b>(1.12)</b>  | <b>(0.10)</b>   |
| 13.3 Retained earnings                                  |                |                 |
| Balance at the beginning of the year                    | (292.55)       | (526.52)        |
| Add: Profit for the year                                | 331.22         | 233.97          |
| Balance at the end of the year                          | <b>38.67</b>   | <b>(292.55)</b> |
| 13.4 Amalgamation adjustment deficit account            |                |                 |
| Balance at the beginning of the year                    | (59.11)        | (59.11)         |
| Add: Addition during the year                           | -              | -               |
| Balance at the end of the year                          | <b>(59.11)</b> | <b>(59.11)</b>  |
| Total of other equity                                   | <b>225.33</b>  | <b>(104.87)</b> |



14 Non-current financial liabilities

14.1 Borrowings (secured unless otherwise stated)

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| <b>Borrowings</b>  |                |                |
| Term loan from banks (refer note 14.1.1 & 14.1.2)                                  | 388.15         | 427.24         |
| Term loan from financial institutions (refer note 14.1.1 & 14.1.2)                 | 79.32          | -              |
| Loan for purchase of capital asset (refer note 14.1.3 & 14.1.4)                    | 1.99           | 1.86           |
| <b>(A)</b>   | <b>469.46</b>  | <b>429.10</b>  |
| <b>Less: Current maturities - disclosed under the head 'short term borrowings'</b> |                |                |
| Term loan from banks   | 60.37          | 54.37          |
| Term loan from financial institutions  | 0.70           | -              |
| Loan for purchase of capital asset   | 0.40           | 0.31           |
| <b>(B)</b>   | <b>61.47</b>   | <b>54.68</b>   |
| <b>Non-Current Borrowings</b>  | <b>(A-B)</b>   | <b>374.42</b>  |

14.1.1 Details of Principal outstanding, rate of interest and repayment terms for term loans from banks and financial institutions

As at March 31, 2025

| Particulars                                 | Interest Rate | Frequency | Number of structured installements | Year of Maturity  | Principal Outstanding (net of transaction cost) |
|---|---------------|-----------|------------------------------------|-------------------|---|
| Secured Term loan (Bank 1)                  | 8.19%         | Quarterly | Upto 38 Installements              | June 30, 2028     | 69.58   |
| Secured Term loan (Bank 2)                  | 8.25%         | Quarterly | Upto 36 Installements              | June 30, 2028     | 54.48   |
| Secured Term loan (Bank 3)                  | 8.15%         | Quarterly | Upto 48 Installements              | June 30, 2034     | 204.09  |
| Secured Term loan (Bank 4)                  | 8.25%         | Quarterly | Upto 40 Installements              | March 31, 2036    | 60.00   |
| Secured Term loan (Financial institution 1) | 8.25%         | Quarterly | Upto 80 Installements              | December 31, 2044 | 79.32   |

As at March 31, 2024

| Particulars                | Interest Rate | Frequency | Number of structured installements | Year of Maturity | Principal Outstanding (net of transaction cost) |
|----------------------------|---------------|-----------|------------------------------------|------------------|---|
| Secured Term loan (Bank 1) | 8.65%         | Quarterly | Upto 38 Installements              | June 30, 2028    | 91.97   |
| Secured Term loan (Bank 2) | 8.72%         | Quarterly | Upto 36 Installements              | June 30, 2028    | 71.78   |
| Secured Term loan (Bank 3) | 8.40%         | Quarterly | Upto 48 Installements              | June 30, 2034    | 218.32  |
| Secured Term loan (Bank 4) | 8.50%         | Quarterly | Upto 40 Installements              | March 31, 2036   | 45.17   |

14.1.2 The terms and conditions of all the term loans from banks and financial institutions are similar and are as follows:

During the year ended March 31, 2025, the Company entered into facility agreement with its lenders and offered consolidated security as below:-

- A first ranking pari passu security interest over all movable fixed assets and current assets of the Company along with MHEPL, MHEIPL, Manipal Hospitals (Dwarka) Private Limited ("MHDPL") and Manipal Hospitals (Bengaluru) Private Limited ("MHBPL") including but not limited to movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, intangible assets (including goodwill, trademarks and patents) and all other movable properties of whatsoever nature (both present and future) (other than any debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to the facilities) as per the facility agreement;
- A first ranking pari passu security interest over specific immovable properties of the company, MHEPL, MHEIPL and MHDPL.
- A first ranking pari passu security interest, by way of hypothecation, over all leasehold improvements of all immovable properties and excluded properties.
- Exclusive security interest over the debt service reserve amounts (including in the form of fixed deposits or lien marked mutual funds) or debt service reserve accounts required to be maintained or maintained with respect to such facility)

During the year ended March 31, 2024, the terms and conditions of all the term loans from banks are as follows:

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the Company along with MHEPL, MHDPL, MHBPL & MHEIPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements.
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by the company
- Irrevocable and unconditional corporate guarantee by MHEPL, MHBPL & MHDPL. Subsequent to the acquisition of MHEIPL during the year March 31, 2024, MHEIPL assets are also offered to lenders for security.
- Non disposal undertaking by MHEPL in respect of each shareholding aggregating up to 100% (One hundred percent) in the company.

14.1.3 Details of Principal outstanding, rate of interest and repayment terms for loan for purchase of capital asset

|                                     | March 31, 2025   | March 31, 2024  |
|-------------------------------------|------------------|-----------------|
| Principal outstanding (₹ in crores) | 1.99             | 1.86            |
| Rate of interest                    | (8.35% to 9.15%) | (8.6% to 9.40%) |
| Year of repayment                   | 2027 to 2031     | 2027 to 2030    |

14.1.4 The Company obtained vehicle under financing arrangements from Bank and secured against such vehicle.



14.2 Lease liabilities

|                                     | (₹ in crores)  |                |
|-------------------------------------|----------------|----------------|
|                                     | March 31, 2025 | March 31, 2024 |
| Opening balance                     | 569.51         | 537.45         |
| Add: New leases during the year     | 18.70          | 33.40          |
| Add: Interest accrued               | 70.11          | 66.28          |
| Less: Interest paid                 | (60.29)        | (57.22)        |
| Less: Lease paid                    | (11.72)        | (8.17)         |
| Less: Lease termination/adjustments | (0.46)         | (2.23)         |
|                                     | <u>585.85</u>  | <u>569.51</u>  |
| Non-current                         | 574.16         | 558.02         |
| Current                             | 11.69          | 11.49          |

14.2.1 Notes

The Company has taken on lease certain land and building for hospital operations, hostels for staff, equipment's, office spaces and vehicles for use in the course of its business.

Refer notes 2.2(g) in relation to accounting policy for leases.

Refer note 4.1 for depreciation charge for right-of-use assets by class of underlying asset and additions to right-of-use assets and the carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset.

Refer note 29.1 in relation to short term leases and leases of low-value assets accounted for applying paragraph 6 of Ind AS 116.

Refer note 36C disclosure on maturity analysis of lease payments.

Refer note 40 disclosure on cash outflows for leases liabilities.

15 Provisions

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Non-current                                     |                |                |
| Provision for gratuity (refer note 7 & note 34) | -              | 7.71           |
|   | -              | <u>7.71</u>    |

16 Income Tax

The major components of income tax expense for the year ended March 31, 2025 and March 31, 2024 are:

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| <b>Statement of Profit and loss:</b>                           |                |                |
| <b>Current income tax:</b>                                     |                |                |
| Current year income tax charge                                 | 119.59         | 92.64          |
| Adjustment of tax relating to earlier years                    | (3.48)         | 0.25           |
|  | <u>116.11</u>  | <u>92.89</u>   |
| <b>Deferred tax :</b>  |                |                |
| Origination and reversal of temporary differences              | (1.79)         | (10.63)        |
| <b>Tax expense reported in the statement of profit or loss</b> | <u>114.32</u>  | <u>82.26</u>   |
| <b>OCI section</b>   |                |                |
| Tax on net loss on remeasurement of defined benefit plan       | (0.33)         | (0.21)         |
| <b>Income tax credit reported in OCI</b>                       | <u>(0.33)</u>  | <u>(0.21)</u>  |

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Profit before tax  | 445.54         | 316.23         |
| Statutory income tax rate of 25.17% (March 31, 2024: 25.17%) | 112.13         | 79.59          |
| Tax effect of non-deductible expenses                        | 1.18           | 6.28           |
| Impact of statutory tax rate changes on capital gains        | 4.22           | -              |
| Tax adjustment pertaining to earlier years                   | (3.48)         | -              |
| Others   | 0.27           | (3.61)         |
|  | <u>114.32</u>  | <u>82.26</u>   |

Deferred tax

|   | (₹ in crores)               |                |  |                |
|---|-----------------------------|----------------|--|----------------|
|   | Recognised in balance sheet |                | Recognised in profit and loss and other comprehensive income |                |
|   | March 31, 2025              | March 31, 2024 | March 31, 2025   | March 31, 2024 |
| Property plant equipment and Intangible assets:   |                             |                |  |                |
| Impact of difference between tax depreciation as per Income Tax Act, 1961 over depreciation/amortization as per Companies Act, 2013     | (150.17)                    | (150.77)       | (0.60)   | (0.73)         |
| Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis * # | 155.86                      | 152.14         | (3.72)   | (9.13)         |
| Allowance for bad and doubtful debts  | 4.92                        | 3.65           | (1.27)   | 0.09           |
| Fair valuation of investments in mutual funds   | (4.08)                      | (0.70)         | 3.38   | (0.37)         |
| Others  | 10.03                       | 10.12          | 0.09   | (0.70)         |
| <b>Deferred tax expense (credit)</b>  |                             |                | <u>(2.12)</u>  | <u>(10.84)</u> |
| <b>Net deferred tax Assets</b>  | 16.56                       | 14.44          |  |                |

\* Includes items under 43B such as Leave encashment, gratuity, bonus.

# Gratuity amount routed through Other Comprehensive Income pertaining to remeasurement of defined benefit plan.

Reflected in the balance sheet as follows:

|                                  | (₹ in crores)  |                |
|----------------------------------|----------------|----------------|
|                                  | March 31, 2025 | March 31, 2024 |
| Deferred tax assets              | 170.81         | 165.91         |
| Deferred tax liabilities         | (154.25)       | (151.47)       |
| <b>Deferred tax Assets (net)</b> | <u>16.56</u>   | <u>14.44</u>   |

The Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.



17 Current financial liabilities

17.1 Short term borrowings

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Term loan from banks (refer note 14.1.1 & 14.1.2)                  | 60.37          | 54.37          |
| Term loan from financial institutions (refer note 14.1.1 & 14.1.2) | 0.70           | -              |
| Loan for purchase of capital asset (refer note 14.1.3 & 14.1.4)    | 0.40           | 0.31           |
|  | <b>61.47</b>   | <b>54.68</b>   |

17.2 Trade payables

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Trade payables   |                |                |
| - total outstanding dues of micro enterprises and small enterprises*                     | 6.11           | 5.40           |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | 268.89         | 352.26         |
|  | <b>275.00</b>  | <b>357.66</b>  |

\*Also refer note 43

(17.2.1) For details relating to payable to related parties refer note 31

(17.2.2) There were no disputed dues from Micro enterprises and small enterprises and other creditors.

As at 31 March 2025

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due (Including provision for expense)                  | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | 5.82   | 0.29             | -           | -           | -                 | 6.11          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 226.73   | 33.19            | 2.82        | 3.85        | 2.30              | 268.89        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>232.55</b>  | <b>33.48</b>     | <b>2.82</b> | <b>3.85</b> | <b>2.30</b>       | <b>275.00</b> |

As at 31 March 2024

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due (Including provision for expense)                  | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | 4.88   | 0.52             | -           | -           | -                 | 5.40          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 317.68   | 27.02            | 5.71        | 1.33        | 0.52              | 352.26        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>322.56</b>  | <b>27.54</b>     | <b>5.71</b> | <b>1.33</b> | <b>0.52</b>       | <b>357.66</b> |

18 Other financial liabilities

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Interest accrued but not due on borrowings * | 0.06           | 0.09           |
| Capital creditors **                         | 20.67          | 7.11           |
| Sundry deposits                              | 0.33           | 0.31           |
| Retention money                              | 1.50           | 1.05           |
|  | <b>22.56</b>   | <b>8.56</b>    |

\* The details of interest rates, repayment and other terms are disclosed under note 14.1

\*\* As at March 31, 2025, outstanding amount of ₹ 1.20 crores (March 31, 2024: ₹ 0.39 crores) is due to micro and small enterprises. There are no interest due or outstanding on the same. There were no amounts paid to micro and small enterprises beyond the due date during the current and the previous years.

19 Provisions

|                                    | (₹ in crores)  |                |
|------------------------------------|----------------|----------------|
|                                    | March 31, 2025 | March 31, 2024 |
| <b>Current</b>                     |                |                |
| Provision for compensated absences | 13.07          | 10.76          |
|                                    | <b>13.07</b>   | <b>10.76</b>   |

20 Other current liabilities

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| Statutory dues                                    | 10.86          | 8.87           |
| Advance received from customer [refer note 22(b)] | 9.31           | 8.12           |
|   | <b>20.17</b>   | <b>16.99</b>   |

21 Current tax liabilities (net)

|                               | (₹ in crores)  |                |
|-------------------------------|----------------|----------------|
|                               | March 31, 2025 | March 31, 2024 |
| Current tax liabilities (net) | 1.78           | 0.47           |
|                               | <b>1.78</b>    | <b>0.47</b>    |



|           |   | (₹ in crores)   |                 |
|-----------|---|-----------------|-----------------|
|           |   | March 31, 2025  | March 31, 2024  |
| <b>22</b> | <b>Revenue from operations</b>  |                 |                 |
|           | Hospital services   | 2,129.36        | 1,821.26        |
|           | Pharmacy sales  | 84.58           | 62.22           |
|           | Less: Discounts   | (76.91)         | (105.62)        |
|           | <b>Total (a)</b>  | <b>2,137.03</b> | <b>1,777.86</b> |
|           | <b>Other operating revenues</b>   |                 |                 |
|           | Rental income   | 2.33            | 1.82            |
|           | Parking charges   | 0.91            | 0.53            |
|           | Occupational health centre and ambulance service  | 10.52           | 2.59            |
|           | Others  | 2.96            | 5.01            |
|           | <b>Total (b)</b>  | <b>16.72</b>    | <b>9.95</b>     |
|           | <b>Total (a+b)</b>  | <b>2,153.75</b> | <b>1,787.81</b> |
| a)        | The revenue from contracts with customer at disaggregation is provided above  |                 |                 |
| b)        | Changes in contract liabilities- Advance received from customers  |                 |                 |
|           |   | (₹ in crores)   |                 |
|           |   | March 31, 2025  | March 31, 2024  |
|           | <b>Balance at the beginning of the year</b>   | <b>8.12</b>     | <b>8.57</b>     |
|           | Less: Revenue recognised that was included in the balance at the beginning of the year (refer note 20)  | (8.12)          | (8.57)          |
|           | Add: Increase due to advance from patients received (refer note 20)   | 9.31            | 8.12            |
|           | <b>Balance at the end of the year</b>   | <b>9.31</b>     | <b>8.12</b>     |
|           | <b>Expected revenue recognition from remaining performance obligations:</b>   |                 |                 |
|           | - Within one year   | 9.31            | 8.12            |
| c)        | Contract balances   |                 |                 |
|           |   | (₹ in crores)   |                 |
|           |   | March 31, 2025  | March 31, 2024  |
|           | Receivables   |                 |                 |
|           | - Trade receivables (refer note 10.2)   | 109.47          | 84.31           |
|           | Contract liabilities  |                 |                 |
|           | - Advance received from customer (refer note 20)  | 9.31            | 8.12            |
|           | Trade receivable are non-interest bearing and are generally on a terms of 30 to 120 days  |                 |                 |
|           | Contract liabilities relates to the advances received from the customers to deliver the hospital service. There is no significant changes in the contract liabilities during the year.  |                 |                 |
| d)        | The company's performance obligation is to provide the hospital service to patients, this is part of a contract that has an original expected duration of less than one year, hence the company has taken the practical expedient related to performance obligation disclosure as provided by Ind AS 115. |                 |                 |
| <b>23</b> | <b>Other income</b>   |                 |                 |
|           |   | (₹ in crores)   |                 |
|           |   | March 31, 2025  | March 31, 2024  |
|           | Profit on sale of investments in mutual funds (net)   | 3.48            | 11.35           |
|           | Fair value gain on financial instruments at FVTPL   | 13.57           | 2.26            |
|           | Profit on sale of property, plant and equipment (net)   | 0.78            | 2.37            |
|           | Interest income on income tax refund  | 1.43            | 1.26            |
|           |   | <b>19.26</b>    | <b>17.24</b>    |
| <b>24</b> | <b>Finance income</b>   |                 |                 |
|           |   | (₹ in crores)   |                 |
|           |   | March 31, 2025  | March 31, 2024  |
|           | Interest on inter corporate deposit *   | 3.82            | 10.74           |
|           | Interest income on financial assets at amortised cost   | 0.82            | 0.72            |
|           | Interest income on bank deposits  | 1.46            | 1.38            |
|           |   | <b>6.10</b>     | <b>12.84</b>    |
|           | * includes transactions with related parties (refer note 31)  |                 |                 |
| <b>25</b> | <b>Changes in inventories of medical consumables and pharmacy items</b>   |                 |                 |
|           |   | (₹ in crores)   |                 |
|           |   | March 31, 2025  | March 31, 2024  |
|           | <b>Pharmacy items</b>   |                 |                 |
|           | Inventory at the beginning of the year  | 13.01           | 11.74           |
|           | Less: Inventory at the end of the year  | (13.43)         | (13.01)         |
|           |   | (0.42)          | (1.27)          |
|           | <b>Other medical consumables</b>  |                 |                 |
|           | Inventory at the beginning of the year  | 14.26           | 15.96           |
|           | Less: Inventory at the end of the year  | (17.94)         | (14.26)         |
|           |   | (3.68)          | 1.70            |
|           |   | <b>(4.10)</b>   | <b>0.43</b>     |



**Manipal Hospitals Private Limited**  
**Notes to financial statements for the year ended March 31, 2025**

|             |   | (₹ in crores)  |                |
|-------------|---|----------------|----------------|
|             |   | March 31, 2025 | March 31, 2024 |
| <b>26</b>   | <b>Employee benefits expense *</b>  |                |                |
|             | Salaries, wages and bonus   | 216.90         | 180.14         |
|             | Contribution to provident and other funds (refer note 34)   | 14.27          | 12.40          |
|             | Gratuity expenses (refer note 34)   | 3.04           | 2.52           |
|             | Staff welfare expenses  | 6.76           | 14.65          |
|             |   | <u>240.97</u>  | <u>209.71</u>  |
|             | * includes transactions with related parties (refer note 31)  |                |                |
| <b>27</b>   | <b>Finance costs</b>  |                |                |
|             | Bank charges  | 9.86           | 8.71           |
|             | Interest  |                |                |
|             | - on bank loan  | 35.57          | 34.53          |
|             | - on defined benefit obligation (refer note 34)   | 0.54           | 0.46           |
|             | - on leases   | 70.11          | 66.28          |
|             | - on vehicle loan   | 0.16           | 0.11           |
|             | - on self-assessment tax  | 0.01           | 0.13           |
|             | - on others   | -              | 11.59          |
|             | Loan processing fees  |                |                |
|             | - on financial liabilities (measured at amortised cost)   | 0.64           | 1.89           |
|             | <b>Total finance costs</b>  | <u>107.03</u>  | <u>114.99</u>  |
|             |   | <u>116.89</u>  | <u>123.70</u>  |
| <b>28</b>   | <b>Depreciation and amortisation expense</b>  |                |                |
|             | Depreciation of property, plant and equipment (refer note 3.1)  | 80.99          | 71.57          |
|             | Depreciation of right of use assets (refer note 4.1)  | 29.21          | 21.66          |
|             | Amortisation of intangible assets (refer note 4.2)  | 15.43          | 12.25          |
|             |   | <u>125.63</u>  | <u>105.48</u>  |
| <b>29</b>   | <b>Other expenses</b>   |                |                |
|             | Doctors professional fees   | 515.05         | 438.84         |
|             | House keeping, including consumables  | 26.04          | 24.09          |
|             | Power and fuel and other utilities  | 35.07          | 35.34          |
|             | Security charges  | 13.38          | 12.06          |
|             | Rent (refer note 29.1)  | 22.18          | 19.24          |
|             | Contractual manpower  | 62.33          | 39.25          |
|             | Rates and taxes   | 3.09           | 19.02          |
|             | Insurance   | 3.98           | 2.93           |
|             | Repairs and maintenance   |                |                |
|             | - Buildings   | 1.59           | 2.16           |
|             | - Plant and machinery   | 19.06          | 17.94          |
|             | - Others **   | 36.14          | 25.10          |
|             | Corporate social responsibility (refer note 39)   | 4.59           | 2.45           |
|             | Advertising and sales promotion**   | 80.39          | 60.86          |
|             | Travelling and conveyance   | 8.16           | 6.08           |
|             | Communication costs   | 1.61           | 2.21           |
|             | Printing and stationery   | 6.59           | 6.57           |
|             | Legal and professional fees**   | 21.72          | 16.44          |
|             | Payment to auditors   | 0.89           | 1.06           |
|             | Bad debts/advances written off  | 16.07          | 12.58          |
|             | Loss allowance on trade receivables (net of reversals)  | 4.76           | (0.64)         |
|             | Loss allowance on other receivables (net of reversals)  | 0.10           | 0.00*          |
|             | Foreign exchange loss (net)   | 0.98           | 0.10           |
|             | Miscellaneous expenses  | 3.18           | 2.95           |
|             |   | <u>886.95</u>  | <u>746.63</u>  |
|             | * Represents value less than ₹ 0.01 crore   |                |                |
|             | ** includes transactions with related parties (refer note 31)   |                |                |
| <b>29.1</b> | Represents amounts incurred by the Company towards expenses relating to short-term leases, leases of low-value assets and ineligible GST on lease payments written off. Also refer note 2.2(g). |                |                |
| <b>29.2</b> | <b>Payment to auditors*</b>   |                |                |
|             | Audit fees  | 0.89           | 1.06           |
|             |   | <u>0.89</u>    | <u>1.06</u>    |
|             | *Amount inclusive of Goods and Service Tax (GST).   |                |                |



**30 Earnings per share (EPS)**

The following reflects the income and share data used in the basic and diluted EPS computations:

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Profit attributable to the equity shareholders for basic EPS | 331.22         | 233.97         |
| Weighted average number of equity shares                     | 1,02,52,97,268 | 1,02,52,97,268 |
| Earnings per share - Basic and diluted - ₹                   | 3.23           | 2.28           |

**31 Related party transactions**

(a) Names of related parties where control exists irrespective of whether transactions have occurred or not

|                 |   |
|-----------------|---|
| Holding Company | - Manipal Health Enterprises Private Limited ('MHEPL')  |
| Subsidiary      | - Manipal Hospitals (East) India Private Limited ('MHEIPL') (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited ) (w.e.f September 20, 2023) |

(b) Names of other related parties as per Ind AS 24 with whom transactions have taken place during the year:

|   |   |
|---|---|
| Fellow subsidiaries   | - Manipal Hospitals (Dwarka) Private Limited ('MHDPL')<br>- Manipal Hospitals (Bengaluru) Private Limited ('MHBPL')<br>- Healthmap Diagnostics Private Limited                                  |
| Other related parties<br>(Enterprises under significant influence of ultimate holding company/holding company upto July 13, 2023)<br><br>(Enterprise over which Key management personnel ("KMP") of holding company has significant influence from July 13, 2023) | - Manipal Cigna Health Insurance Company Limited<br>- Manipal Foundation<br>- MEMG International India Private Ltd<br>- UNext Learning Private Limited<br>- Manipal Academy of Higher Education |

(c) Names of other related parties as per Ind AS 24 with whom transactions have not taken place during the year:

|                           |  |
|---------------------------|--|
| Key management personnel: | - Dr. H. Sudarshan Ballal, Director<br>- Mr. Karthik Rajagopal, Director<br>- Mr. Sameer Agarwal, Director |
|---------------------------|--|

(d) Names of additional related parties as per Companies Act, 2013:

|                        |                        |
|------------------------|------------------------|
| KMP: Company Secretary | - Ms. Khadija G Vahora |
|------------------------|------------------------|

**Transactions with the above related parties during the year ended:**

| Name of related party                          | Nature of transaction   | (₹ in crores)              |                |
|--|---|----------------------------|----------------|
|  |   | March 31, 2025             | March 31, 2024 |
| Remuneration to key management personnel (KMP) | Employee Benefits   | 0.20                       | 0.11           |
| Manipal Health Enterprises Private Limited     | Hospital Services received                                      | 9.85                       | 12.93          |
|  | Hospital Services rendered                                      | 2.28                       | 1.56           |
|  | Purchase of medical pharmacies/consumables (net of returns)     | 1.80                       | 1.67           |
|  | Sale of medical pharmacies/consumables (net of returns)         | 0.26                       | 0.26           |
|  | Reimbursement of Expenses incurred on behalf of the company     | 225.23                     | 206.78         |
|  | Recovery of expenses incurred on behalf of other company        | 3.16                       | 17.71          |
|  | Amount received from related party                              | 20.00                      | -              |
|  | Amount paid to related party                                    | 262.04                     | 198.92         |
|  | Sale of asset   | -                          | 0.06           |
|  | Manipal Academy of Higher Education                             | Hospital Services rendered | 1.11           |
| Amount received from related party             |   | 1.19                       | -              |
| Manipal Cigna Health Insurance Company Limited | Insurance expenses  | 2.34                       | 1.81           |
| Manipal Hospitals (Dwarka) Private Limited     | Interest Income on ICD  | -                          | 9.12           |
|  | ICD repayment received the year                                 | -                          | 259.80         |
|  | Interest Income received on ICD repayment                       | -                          | 19.54          |
|  | Amount paid to related party                                    | -                          | 0.08           |
|  | Amount received from related party                              | 0.11                       | -              |
|  | Recovery of expenses incurred on behalf of the related party    | 0.13                       | 0.08           |
|  | Reimbursement of expenses incurred on behalf of the Company     | 0.04                       | 0.13           |
| MEMG International India Private Ltd           | Royalty charges (included under legal and professional expense) | 10.77                      | 8.66           |
| Manipal Foundation                             | Corporate Social Responsibility Expenditure                     | 4.59                       | 2.45           |



|  |  |                             |        |
|--|--|-----------------------------|--------|
| Manipal Hospitals (Bengaluru) Private Limited                | Purchase of Asset  | 0.04                        | 0.01   |
|  | Purchase of medical pharmacies/consumables (net of returns)  | 0.08                        | -      |
|  | Amount paid to related party   | 3.36                        | -      |
|  | Hospital Services rendered   | 1.37                        | -      |
|  | Hospital Services received   | 0.00                        | -      |
|  | Reimbursement of expenses incurred on behalf of the Related party  | 3.64                        | 3.14   |
|  | Recovery of expenses incurred on behalf of the related party   | 0.07                        | 1.88   |
|  | Manipal Hospitals (East) India Private Limited (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | Investment in equity shares | -      |
| Investment in CCD  |  | -                           | 314.57 |
| ICD given during the year                                    |  | 314.90                      | -      |
| ICD repayment received the year                              |  | 335.95                      | -      |
| Interest Income received on ICD repayment                    |  | 4.54                        | -      |
| Interest Income on ICD                                       |  | 3.82                        | 1.62   |
| Purchase of medical pharmacies/consumables (net of returns)  |  | 0.11                        | -      |
| Sale of medical pharmacies/consumables (net of returns)      |  | 0.04                        | -      |
| Amount paid to related party                                 |  | 0.68                        | -      |
| Amount received from related party                           |  | 0.02                        | -      |
| Reimbursement of expenses incurred on behalf of the Company  |  | 0.29                        | -      |
| Recovery of expenses incurred on behalf of the related party |  | 0.59                        | -      |
| Hospital Services rendered                                   |  | 0.18                        | 0.05   |
| Hospital Services received                                   |  | 1.83                        | 0.09   |
| UNext Learning Private Limited                               | Hospital Services rendered   | 0.02                        | -      |
|  | Amount received from related party   | 0.01                        | -      |
| Healthmap Diagnostics Private Limited                        | Hospital services received   | 0.80                        | -      |

Balances receivable from/payable to related parties are as follows:

(₹ in crores)

| Name of related party  | Nature of balances      | March 31, 2025 | March 31, 2024 |
|--|-------------------------|----------------|----------------|
| Manipal Health Enterprises Private Limited   | Trade Payables          | 7.03           | 17.01          |
| ManipalCigna Health Insurance Company Limited  | Prepaid expenses        | -              | 1.78           |
|  | Advance to Suppliers    | 0.11           | -              |
| Manipal Foundation   | Trade Payables          | 0.07           | -              |
| Manipal Hospitals (Dwarka) Private Limited   | Other receivables       | 0.01           | 0.03           |
| MEMG International India Private Limited   | Trade Payables          | 4.32           | 1.78           |
| Manipal Academy of Higher education  | Other receivables       | 0.18           | -              |
| Manipal Hospitals (Bengaluru) Private Limited  | Other receivables       | -              | 0.02           |
|  | Trade Payables          | 0.56           | 1.26           |
| Manipal Hospitals (East) India Private Limited (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | ICD                     | 12.41          | 33.46          |
|  | Interest accrued on ICD | 0.35           | 1.46           |
|  | Trade Payables          | 0.84           | 0.04           |
| UNext Learning Private Limited   | Other receivables       | 0.02           | -              |
| Healthmap Diagnostics Private Limited  | Trade payables          | 0.01           | -              |

**Terms and conditions of transactions with related parties**

The sales/purchases, income/expenses, loans from/to related parties are made on terms equivalent to those that prevail in arm's length transactions. During the current and previous years, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(This space has been intentionally left blank)



32 Contingent liabilities

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| (A) Claims against the Company not acknowledged as debts |                |                |
| i) Patient Compensation                                  | 2.41           | 3.45           |
| ii) Indirect Tax   |                |                |
| Goods and Service Tax                                    | 17.26          | 10.83          |
| Finance Act, 1994  | 11.40          | 11.40          |
| (B) Guarantees   |                |                |
| i) Bank guarantees                                       | 0.21           | 0.43           |
|  | <b>31.28</b>   | <b>26.11</b>   |

(i) Patient Compensation

There are certain claims made against the Company in respect of patient compensation. The cases are pending with various Consumer Disputes Redressal Commissions. Based, on the legal counsel's views, the management does not expect these claims to succeed. Accordingly, no provision for liability has been recognized in the financial statements.

The Company is confident that its position will be upheld for above litigations and accordingly no provision has been made in the Financial Statements

(ii) Indirect Tax Demand

Goods and Service Tax

(a) The Company went in for Advance Ruling seeking clarification on chargeability of GST on activities performed by its employees at the Corporate office in the course of or in relation to employment viz., accounting, other administrative and IT system maintenance for its units located in states outside of the Karnataka. The Authority for Advance Ruling passed an order calling it as supply and hence chargeable to GST. Aggrieved by the order, the company appealed against the said order with the Appellate Authority of Advance Ruling (AAAR) which again passed the order in favour of Revenue. Aggrieved by the order passed by AAAR, the Company has filed a writ petition with the Hon'ble high court of Karnataka on April 26, 2019 to quash the said order. Fresh Interlocutory Applications, challenging the validity of constitution of AAR/AAAR was listed for hearing in April 2021. The matter was heard and the respondents (Union and State) were directed to file objections. Expected liability as on March 31, 2025 is ₹. 12.38 crores (As on March 31, 2024: ₹. 10.71 crores).

(b) During the year 2016-17, while filing TRAN-1- Transitional ITC for CENVAT Credit and Value added Tax (VAT) credit, the Company has inadvertently claimed SGST credit in TRANS-1 amounting to ₹.0.47 crores while there was no VAT credit available to be transitioned to Goods and Service Tax (GST). Upon realizing its mistake, the Company has voluntarily remitted back the same amount. Subsequently, the department issued notice for difference in credit claimed as per Tran 1 and VAT returns and has demanded interest of ₹. 0.07 crores and penalty of ₹. 0.05 crores as applicable under KGST Act. The Company has thereafter made payment of the interest in 2021. Considering the above fact, that the Company has already remitted the impugned amount even before the authorities identified along with the interest, the company believes it has a good case and the penalty imposed would be set aside.

(c) During the year ended March 31, 2025, the company has received an order issued by Joint Commissioner for the period March 2021 to September 2022, wherein GST demand of ₹. 2.38 crore and equal amount of penalty with interest is raised towards Non- Payment of GST on Supply of COVID-19 vaccines and its related vaccination charges. Aggrieved by the impugned order, subsequent to the year end, the Company has filed a Writ before Hon'ble High Court of Karnataka and obtained the stay.

Finance Act, 1994

(a) Commissioner, Central Tax (Audit-I, Commissionerate) has issued show cause notice no.54/2020-21 CTA-I/Commr. dtd. December 30, 2020 towards non-reversal of Cenvat credit/non-payment of Service Tax payable under provisions of Rule 6 of the Cenvat Credit Rules, 2004 in respect of exempted services for the period from October 1, 2014 to June 30, 2017 for an amount of ₹. 10.10 crores including interest and penalty. The Company has remitted the tax amount of ₹. 3.55 crores under protest and filed response to the notice before the Principal Commissioner/ Commissioner of Central Tax, East Commissionerate on February 26, 2021. The authorities vide OIO No. 57/2021 dt. November 30, 2021 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with CESTAT on April 18, 2022.

(b) Deputy Commissioner, Circle IV, Central Tax (Audit-I, Commissionerate) has issued show cause notice no.47/2020-21 CTA-I/Dy Commr. dtd. December 18, 2020 towards non-payment of Service Tax under reverse charge on services received from Director of the Company payable under Section 68(2) of the Finance Act, 1994 for an amount of ₹. 1.30 crores (March 31, 2024: ₹. 1.30 crores) including interest and penalty. The Company has filed its response to the show cause notice before the Deputy/Assistant Commissioner of Central Tax East division -5, Bangalore East Commissionerate on January 18, 2021. The authorities vide OIO No. 199/2022 dt. March 31, 2022 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with Commissioner of Service Tax (Appeals) on June 16, 2022 and remitted the tax amount of ₹. 0.31 crores under protest.

Based on the discussions, the Company had with the tax experts, they are of the view that the Company has good case on merits and has higher probability of winning the above cases, both under GST and Finance Act. Accordingly, it has been disclosed as a contingent liability.

(iii) The Company along with MHEPL, MHBPL, MHDPL and MHEIPL have provided security to various lenders in the form of first ranking pari passu charge over Immovable properties including lease hold improvements, Movable Fixed Assets, Intangibles assets and Current Assets (as defined in the Facility Agreements) for the term loans amounting to ₹. 4,663.53 crore (March 31 2024: ₹. 3,883.13 crores) availed by the Company, MHEPL, MHBPL, MHDPL, HCMCT (Silo), MHEIPL and Manipal Hospitals Eastern India Private Limited ('MH Eastern')

Pending resolution of the respective proceedings, it is not practicable for the company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

33 Capital Commitments and other commitments

As at March 31, 2025, the company has a commitment towards purchase of capital asset of ₹. 73.67 crores (March, 31 2024: ₹. 61.90 crores)



34 Employee benefit plan

(i) Defined contribution plan:

Amount recognised and included in note 26, Contribution to provident and other funds in statement of profit and loss of ₹ 14.27 crores (March 31, 2024: ₹ 12.90 crores)

(ii) Defined benefit plan:

The Company has a defined benefit gratuity plan. Under this plan, every employees who are entitled as per the Gratuity Act, gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The gratuity plan is a funded plan and the Company makes contributions to funds maintained with an insurance company.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the balance sheet

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2023 |
| <b>a) Statement of profit and loss and other comprehensive income</b>                |                |                |
| <b>i) Net employee benefit expense recognized in the statement of profit or loss</b> |                |                |
| Current service cost   | 3.04           | 2.52           |
| Interest cost on benefit obligation  | 0.90           | 0.80           |
| Expected return on plan assets   | (0.36)         | (0.34)         |
| <b>Net benefit expense charged to statement of profit or loss</b>                    | <b>3.58</b>    | <b>2.98</b>    |
| <b>ii) Remeasurement</b>   |                |                |
| Actuarial changes arising from changes in:   |                |                |
| -Financial assumptions   | 0.75           | 0.38           |
| -Demographic assumptions   | 0.29           | -              |
| -Experience adjustments  | 0.43           | 0.49           |
| Return on plan assets excluding interest income                                      | (0.12)         | (0.04)         |
| <b>Total amount recognised in other comprehensive income</b>                         | <b>1.35</b>    | <b>0.83</b>    |
| <b>b) Balance Sheet</b>  |                |                |
| <b>Defined benefit obligation</b>  |                |                |
| Present value of funded defined benefit obligation                                   | 15.92          | 12.75          |
| Fair value of plan assets  | 17.60          | 5.04           |
| <b>Unfunded status</b>   | <b>(1.68)</b>  | <b>7.71</b>    |
| <b>Net defined benefit (asset)/liability</b>   | <b>(1.68)</b>  | <b>7.71</b>    |
| Non current  | (1.68)         | 7.71           |
| Current  | -              | -              |
| <b>Plan (asset)/liability</b>  | <b>(1.68)</b>  | <b>7.71</b>    |
| <b>c) Change in projected benefit obligations</b>                                    |                |                |
| Defined benefit obligation at the beginning of the year                              | 7.71           | 6.43           |
| Fair value of plan assets at the beginning of the year                               | 5.04           | 4.66           |
| Current service cost   | 3.04           | 2.52           |
| Interest cost  | 0.90           | 0.80           |
| Benefits paid  | (1.55)         | (2.53)         |
| Remeasurement of gain in other comprehensive income:                                 |                |                |
| Actuarial changes arising from changes in:   |                |                |
| -Financial assumptions   | 0.75           | 0.38           |
| -Demographic assumptions   | 0.29           | -              |
| -Experience adjustments  | 0.43           | 0.49           |
| Liabilities settled on account of intergroup transfer                                | (0.69)         | -              |
| Fair value of plan assets at the end of the year                                     | (17.60)        | (5.04)         |
| <b>Obligations at end of the year</b>  | <b>(1.68)</b>  | <b>7.71</b>    |
| <b>d) Movements in the fair value of plan assets are as follows</b>                  |                |                |
| Fair value of plan assets at the beginning of the year                               | 5.04           | 4.66           |
| Interest income  | 0.36           | 0.34           |
| Actuarial gain/(loss) on plan assets   | 0.12           | 0.04           |
| Contribution paid into the plan  | 13.63          | 2.53           |
| Benefits paid  | (1.55)         | (2.53)         |
| <b>Fair value of plan assets at the end of the year</b>                              | <b>17.60</b>   | <b>5.04</b>    |

**Defined plan asset**

Plan assets consist of assets held in a "long-term benefit fund" for the sole purpose of making future benefit payments when they fall due. Plan assets include qualifying insurance policies and are not quoted in the market.

The Company expects to pay ₹ 0.50 crore in contributions to its defined benefit plans in 2025-26

**e) The principal assumptions used in determining gratuity liability for the Company's plan are shown below:**

|                               |          |          |
|-------------------------------|----------|----------|
| Discount rate                 | 6.70%    | 7.20%    |
| Increase in compensation cost | 6.00%    | 6.00%    |
| Retirement Age                | 60 years | 60 years |

**Employee turnover**

| Age (Years)    | Rate (p.a.)    | Age (Years)    | Rate (p.a.)    |
|----------------|----------------|----------------|----------------|
| March 31, 2025 | March 31, 2025 | March 31, 2024 | March 31, 2024 |
| 21 - 30        | 24.63%         | 21 - 30        | 24.04%         |
| 31 - 34        | 10.17%         | 31 - 34        | 5.81%          |
| 35 - 44        | 8.34%          | 35 - 44        | 4.73%          |
| 45 - 50        | 2.87%          | 45 - 50        | 0.75%          |
| 51 - 54        | 1.63%          | 51 - 54        | 0.10%          |
| 55 - 59        | 3.92%          | 55 - 59        | 0.03%          |

Mortality rates are as per Indian Assured lives Mortality (2012-14) Ult [March 31, 2024: Indian Assured lives Mortality (2012-14) Ult.]

The estimates of future salary increases, considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation as shown below:

|                      | March 31, 2025 |               | March 31, 2024 |               |
|----------------------|----------------|---------------|----------------|---------------|
|                      | 0.5% Increase  | 0.5% Decrease | 0.5% Increase  | 0.5% Decrease |
| Discount rate        | (4.70%)        | 5.09%         | (5.79%)        | 6.34%         |
| Future salary growth | 5.10%          | (4.75%)       | 6.39%          | (5.88%)       |

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

**Maturity profile of defined benefit obligation:**

|                        | March 31, 2025 | March 31, 2024 |
|------------------------|----------------|----------------|
| Within 1 year          | 1.19           | 0.67           |
| Between 2 and 5 years  | 5.29           | 3.33           |
| Between 6 and 10 years | 5.05           | 3.75           |
| Beyond 10 years        | 24.39          | 29.94          |

The average duration of the defined benefit planned obligations at the end of the reporting period is 9.78 years (March 31, 2024: 12.11 years)



**35 Fair values and hierarchy**

Accounting classification and fair value of financial instruments is as follows. The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value:

- The fair value of the quoted mutual funds are at Level 1 of Fair value hierarchy and are measured based on Net Asset Value (NAV) in active markets at the reporting date.

- The fair value of the financial assets (other than mutual funds) and financial liabilities were based on amortised cost at the reporting date.

The following table provides the fair value measurement hierarchy of financial assets and liabilities of the Company:

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2025:

| March 31, 2025                                    | (₹ in crores) |          |          |               |
|---|---------------|----------|----------|---------------|
|   | Level 1       | Level 2  | Level 3  | Total         |
| <b>Financial assets (at FVTPL)</b>                |               |          |          |               |
| Investment in mutual funds (quoted) (non-current) | 18.65         | -        | -        | 18.65         |
| Investment in mutual funds (quoted) (current)     | 399.07        | -        | -        | 399.07        |
|   | <b>417.72</b> | <b>-</b> | <b>-</b> | <b>417.72</b> |

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2024:

| March 31, 2024                                    | (₹ in crores) |          |          |              |
|---|---------------|----------|----------|--------------|
|   | Level 1       | Level 2  | Level 3  | Total        |
| <b>Financial assets (at FVTPL)</b>                |               |          |          |              |
| Investment in mutual funds (quoted) (non-current) | 14.95         | -        | -        | 14.95        |
| Investment in mutual funds (quoted) (current)     | 61.40         | -        | -        | 61.40        |
|   | <b>76.35</b>  | <b>-</b> | <b>-</b> | <b>76.35</b> |

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

As at March 31, 2025

|  | Note | (₹ in crores)  |                 |                 |
|--|------|----------------|-----------------|-----------------|
|  |      | Carrying value |                 |                 |
|  |      | FVTPL          | Amortised Cost  | Total           |
| <b>Financial assets: *</b>                                       |      |                |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1  | 18.65          | -               | 18.65           |
| Loans (non-current)  | 5.2  | -              | 12.41           | 12.41           |
| Other Financial assets (non-current)                             | 5.3  | -              | 25.60           | 25.60           |
| Investment in mutual funds (quoted) (current)                    | 10.1 | 399.07         | -               | 399.07          |
| Trade receivables  | 10.2 | -              | 109.47          | 109.47          |
| Cash and cash equivalents  | 10.3 | -              | 65.21           | 65.21           |
| Loans (current)  | 10.5 | -              | 0.26            | 0.26            |
| Other financial assets (current)                                 | 10.6 | -              | 12.52           | 12.52           |
|  |      | <b>417.72</b>  | <b>225.47</b>   | <b>643.19</b>   |
| <b>Financial liabilities:</b>                                    |      |                |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1 | -              | 469.46          | 469.46          |
| Lease liabilities (Non-current and current)                      | 14.2 | -              | 585.85          | 585.85          |
| Trade payables   | 17.2 | -              | 275.00          | 275.00          |
| Other financial liabilities (current)                            | 18   | -              | 22.56           | 22.56           |
|  |      | <b>-</b>       | <b>1,352.87</b> | <b>1,352.87</b> |

\* excludes investment in equity instruments



**Manipal Hospitals Private Limited**  
**Notes to financial statements for the year ended March 31, 2025**

As at March 31, 2024

|  | Note | (₹ in crores)  |                 |                 |
|--|------|----------------|-----------------|-----------------|
|  |      | Carrying value |                 |                 |
|  |      | FVTPL          | Amortised Cost  | Total           |
| <b>Financial assets: *</b>                                       |      |                |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1  | 14.95          | -               | 14.95           |
| Loans (non-current)  | 5.2  | -              | 33.46           | 33.46           |
| Other financial assets (non-current)                             | 5.3  | -              | 24.69           | 24.69           |
| Investment in mutual funds (quoted)                              | 10.1 | 61.40          | -               | 61.40           |
| Trade receivables  | 10.2 | -              | 84.31           | 84.31           |
| Cash and cash equivalents  | 10.3 | -              | 60.94           | 60.94           |
| Bank balances other than cash and cash equivalents               | 10.4 | -              | 7.90            | 7.90            |
| Loans (current)  | 10.5 | -              | 0.20            | 0.20            |
| Other Financial assets (current)                                 | 10.6 | -              | 3.89            | 3.89            |
|  |      | <b>76.35</b>   | <b>215.39</b>   | <b>291.74</b>   |
| <b>Financial liabilities:</b>                                    |      |                |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1 | -              | 429.10          | 429.10          |
| Lease liabilities (Non-current and current)                      | 14.2 | -              | 569.51          | 569.51          |
| Trade payables   | 17.2 | -              | 357.66          | 357.66          |
| Other financial liabilities (current)                            | 18   | -              | 8.56            | 8.56            |
|  |      | <b>-</b>       | <b>1,364.83</b> | <b>1,364.83</b> |

\* excludes investment in equity instruments

The Company does not have any financial instruments which are measured at FVTOCI

There have been no transfers among Level 1, Level 2 and Level 3 during the year ended March 31, 2025 and year ended March 31, 2024

The management assessed that fair value of cash and cash equivalents and bank balances other than cash and cash equivalents, trade receivables, trade payables and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments

*(This space has been intentionally left blank)*



36 Financial risk management

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, investments, trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Company's activities expose it to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risk and works towards minimizing the potential adverse effects, if any, on its financial performance.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency rate risk. Financial instruments affected by market risk include loans and borrowings, payables, investments and deposits. The sensitivity analyses in the following sections relate to the position as at March 31, 2025 and March 31, 2024. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2025 and March 31, 2024.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates in form of Term loans.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments are as follows

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| <b>Fixed rate instruments</b>   |                |                |
| <b>Financial asset</b>  |                |                |
| Margin money deposits with banks  | 11.70          | 2.81           |
| Bank deposits due to mature within twelve months from the reporting date      |                | 7.90           |
| Deposits with banks due to mature after twelve months from the reporting date | 7.23           | 6.78           |
| Deposits with original maturity of less than three months                     | 30.00          | 10.00          |

|                                      | (₹ in crores)  |                |
|--------------------------------------|----------------|----------------|
|                                      | March 31, 2025 | March 31, 2024 |
| <b>Variable rate instruments</b>     |                |                |
| <b>Financial asset</b>               |                |                |
| ICD given to related parties         | 12.41          | 33.46          |
| Investments in mutual funds (quoted) | 417.72         | 76.35          |
| <b>Financial liability</b>           |                |                |
| Borrowings (non-current and current) | 469.46         | 429.10         |

Sensitivity analysis for fixed rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in interest cost by ₹ 0.49 crores (year ended March 31, 2024 ₹ 0.27 crores).

Sensitivity analysis for variable rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in interest cost by ₹ 0.39 crores (year ended March 31, 2024 ₹ 5.39 crores).

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Particulars of unhedged foreign currency exposure as at the reporting date:

| Particulars       | March 31, 2025 |               |               |               | March 31, 2024 |               |
|-------------------|----------------|---------------|---------------|---------------|----------------|---------------|
|                   | USD (million)  | (₹ in crores) | EUR (million) | (₹ in crores) | USD million    | (₹ in crores) |
| Capital creditors | 0.03           | 0.30          | 0.70          | 5.70          | 0.06           | 0.48          |
| Capital advances  | -              | -             | -             | -             | 0.01           | 0.04          |

Foreign currency risk sensitivity

The sensitivity of profit or loss to changes in exchange rates arises mainly from foreign currency denominated financial instruments. The following table demonstrates the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant:

Depreciation of INR against USD by 1% results in decrease in profit before tax by ₹ 0.01 crores (March 31, 2024: Nil) and appreciation of INR against USD by 1% results in increase by such amount.

B. Credit risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its trade receivables, cash and cash equivalents and financial assets.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables are monitored on a continuous basis by the management.

(i) Trade and other receivables:

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables based on the past and the recent collection trend. The maximum exposure to credit risk as at reporting date is primarily from trade receivables amounting to ₹ 108.61 crores (March 31, 2024 ₹ 84.13 crores). The movement in allowance for impairment in respect of trade and other receivables during the year was as follows:

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | March 31, 2025 | March 31, 2024 |
| Opening balance  | 14.52          | 14.87          |
| Loss allowance on trade receivables (net of reversals) | 4.76           | (0.35)         |
| Closing balance  | 19.28          | 14.52          |

There is no significant concentration of credit risk and no single customer accounted for more than 10% of the revenue as of March 31, 2025 and March 31, 2024.

(ii) Financial instruments and deposits:

Credit risk on cash and cash equivalents is limited as the Company generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments of surplus funds, temporarily, are made only with approved counterparties who meet the minimum threshold requirements under the counterparty risk assessment process.



**C. Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Also, the Company has unutilized credit limits with banks.

The table below summarises the maturity profile of the Company's financial liabilities based on undiscounted contractual payments:

|  | (₹ in crores)         |                  |          |
|--|-----------------------|------------------|----------|
|  | March 31, 2025        |                  |          |
|  | Less than 1 year      | More than 1 year | Total    |
| Borrowings (includes current maturities of long-term borrowings) | 98.18                 | 590.20           | 688.38   |
| Lease liabilities (non-current and current)                      | 72.57                 | 2,009.62         | 2,082.19 |
| Trade payables   | 275.00                | -                | 275.00   |
| Other financial liabilities (current)                            | 22.56                 | -                | 22.56    |
|  | <b>March 31, 2024</b> |                  |          |
|  | Less than 1 year      | More than 1 year | Total    |
| Borrowings (includes current maturities of long-term borrowings) | 89.62                 | 505.84           | 595.46   |
| Lease liabilities (non-current and current)                      | 68.86                 | 2,062.13         | 2,130.99 |
| Trade payables   | 357.66                | -                | 357.66   |
| Other financial liabilities (current)                            | 8.56                  | -                | 8.56     |

**37A Capital management**

The primary objective of Company's capital management is to ensure that it maintains an optimum financing structure and healthy returns in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments, in light of the changes in economic conditions or business requirements.

The Company monitors capital using a gearing ratio which is net debt divided by total equity plus net debt as shown below:

- Net debt includes borrowings, lease liabilities (non-current and current) less cash and cash equivalents and
- Total equity comprises of issued share capital and all other equity components attributable to equity share holder

|   | (₹ in crores)   |                 |
|---|-----------------|-----------------|
|   | March 31, 2025  | March 31, 2024  |
| Borrowings (note 14.1)  | 469.46          | 429.19          |
| Lease liabilities (note 14.2)   | 585.85          | 569.51          |
| Less: Cash and cash equivalents (note 10.3)   | (65.21)         | (60.94)         |
| Less: Investment in mutual funds (quoted) (refer note 5.1 & 10.1)                         | (417.72)        | (76.35)         |
| <b>Net debt (A)</b>   | <b>572.38</b>   | <b>861.32</b>   |
| Total equity attributable to the equity shareholders of the Company (note 12 and note 13) | 1,250.63        | 920.43          |
| <b>Total capital (B)</b>  | <b>1,250.63</b> | <b>920.43</b>   |
| <b>Capital and net debt (C = A+B)</b>   | <b>1,823.01</b> | <b>1,781.75</b> |
| <b>Gearing ratio (D = A / C)</b>  | <b>31%</b>      | <b>48%</b>      |

**37B** During the year ended March 31, 2023, the Income tax department conducted a search under section 132 of the Income tax Act, 1961 at the registered office of the Company and one hospital location. During the course of the search proceedings, certain information and documents were sought by the department. On March 29, 2024, Company has received the assessment order comprising demand u/s 156 of the Income Tax Act, 1961 for the Assessment Year (AY) 2019-20 amounting to Rs. 1.68 crore (including interest) & for AY 2022-23 amounting to Rs. NIL towards disallowance of certain expenses. On March 3, 2025, the Company has received assessment order with respect of above mentioned matter, comprising demand u/s 156 of the Income Tax Act, 1961 for AY 2020-21 amounting to Rs. 0.39 crore (including interest), for AY 2021-22 amounting to Rs. NIL and for AY 2023-24 amounting to Rs. 0.67 crore (including interest) towards disallowance of certain expenses. The company has filed an appeals with CIT (A).

The Company is confident that its position will be upheld for above income tax litigations and accordingly no provision has been made in the financial statements.

(This space has been intentionally left blank)



38 Segment information:

The Board of Directors of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of healthcare services in India.

The Company is primarily engaged in a single segment (business and geographical) i.e., Healthcare services in India. As the Company's business activity primarily falls within a single business and geographical segment, there are no additional disclosures to be provided in terms of Ind AS 108 on 'Operating Segments'.

39 Corporate Social Responsibility ('CSR') expenditure:

Consequent to the requirements of Section 135 and Schedule VII of the Companies Act, 2013, the Company is required to contribute 2% of its average net profits during the immediately three preceding financial years in pursuance of its Corporate Social Responsibility Policy.

(a) Gross amount required to be spent by the Company during the year is ₹ 4.59 crores (March 31, 2024: ₹ 2.45 crore).

(b) Amount spent:

Promoting healthcare, education, gender equality, ensuring environment sustainability, framing for rural sports and rural development objects.

|                           | (₹ in crores) |                        |       |
|---------------------------|---------------|------------------------|-------|
|                           | In cash       | Yet to be paid in cash | Total |
| Year ended March 31, 2025 | 4.59          | -                      | 4.59  |
| Year ended March 31, 2024 | 2.45          | -                      | 2.45  |

(c) Details related to spent / unspent obligations:

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| (i) Contribution to Public Trust                      | -              | -              |
| (ii) Contribution to Charitable Trust (refer note 31) | 4.59           | 2.45           |
| (iii) Unspent amount in relation to:                  |                |                |
| - Ongoing project                                     | -              | -              |
| - Other than ongoing project                          | -              | -              |
|   | 4.59           | 2.45           |

Details of other than ongoing project

As on March 31, 2025

|                 | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| Opening balance | -  | 4.59  | 4.59                         | -               |

As on March 31, 2024

|                 | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| Opening balance | -  | 2.45  | 2.45                         | -               |

40 Reconciliation of movements of liabilities to cash flows arising from financial liabilities

|   | (₹ in crores) |                 |                                    |          |
|---|---------------|-----------------|------------------------------------|----------|
|   | Term loans    | Lease liability | Loan for purchase of capital asset | Total    |
| Debt as at April 01, 2024                         | 427.24        | 569.51          | 1.86                               | 998.61   |
| Interest accrued but not due as at March 31, 2024 | 0.09          | -               | -                                  | 0.09     |
| Addition during the year                          | 94.24         | 18.70           | 0.45                               | 113.39   |
| Cash flows including interest paid                |               |                 |                                    |          |
| - Repayment of borrowings                         | (54.46)       | (11.72)         | (0.32)                             | (66.50)  |
| - Interest paid                                   | (35.79)       | (60.29)         | (0.16)                             | (96.24)  |
| Non-cash changes                                  |               |                 |                                    |          |
| - Lease termination/adjustments                   | -             | (0.46)          | -                                  | (0.46)   |
| - Interest expense                                | 36.21         | 70.11           | 0.16                               | 106.48   |
| Interest accrued but not due as at March 31, 2025 | (0.06)        | -               | -                                  | (0.06)   |
| Debt as at March 31, 2025                         | 467.47        | 585.85          | 1.99                               | 1,055.31 |
|   |               |                 |                                    |          |
|   | Term loans    | Lease liability | Loan for purchase of capital asset | Total    |
| Debt as at April 01, 2023                         | 375.11        | 537.45          | 0.50                               | 913.06   |
| Interest accrued but not due as at March 31, 2023 | 1.33          | -               | -                                  | 1.33     |
| Addition during the year                          | 108.76        | 33.40           | 1.68                               | 143.84   |
| Cash flows including interest paid                |               |                 |                                    |          |
| - Repayment of borrowings                         | (56.63)       | (8.17)          | (0.32)                             | (65.12)  |
| - Interest paid                                   | (37.66)       | (57.22)         | (0.11)                             | (94.99)  |
| Non-cash changes                                  |               |                 |                                    |          |
| - Lease termination/adjustments                   | -             | (2.23)          | -                                  | (2.23)   |
| - Interest expense                                | 36.42         | 66.28           | 0.11                               | 102.81   |
| Interest accrued but not due as at March 31, 2024 | (0.09)        | -               | -                                  | (0.09)   |
| Debt as at March 31, 2024                         | 427.24        | 569.51          | 1.86                               | 998.61   |

41 Below are the details of subsidiary along with proportion of ownership interest held and country of incorporation

Investment in subsidiary:

| Name of the Company | Country of Incorporation | Percentage of ownership interest held (directly and indirectly) and voting rights held as at |                |
|---------------------|--------------------------|--|----------------|
|                     |                          | March 31, 2025   | March 31, 2024 |
| MHEIPL              | India                    | 84.07%   | 84.07%         |



42 Accounting ratios

i) Current ratio

The current ratio is used to assess a company's short term liquidity. It is calculated by dividing the current assets by current liabilities.

ii) Debt-equity ratio

"Total debt" is defined as aggregate of non-current borrowings and current maturities of long term-borrowings and total equity includes issued capital and all other equity reserves.

iii) Debt service coverage ratio

The Debt Service Coverage Ratio (DSCR) measures the ability of a company to use its operating income to repay all its debt obligations, including repayment of principal and interest on both short-term and long-term debt. It is calculated by dividing net operating income by the total debt service (Interest and principal).

iv) Return on equity ratio

Equal to profit for the year divided by the equity during that period, and is expressed as a percentage.

v) Inventory turnover ratio

Inventory turnover indicates the rate at which a company sells and replaces its stock of goods during a particular period. The inventory turnover ratio formula is the cost of goods sold divided by the average inventory for the same period.

vi) Trade receivables turnover ratio

Accounts receivable turnover ratio is calculated by dividing your revenue from operations by your average accounts receivable. The ratio is used to measure how effective a company is at extending credits and collecting debts.

vii) Trade payables turnover ratio

This ratio is used to measure the number of times the business is paying off its creditors or suppliers in an accounting period. It is computed by dividing the total purchases by average accounts payable.

viii) Net capital turnover ratio

It is calculated by dividing annual sales by average stockholder equity (net worth). The ratio indicates how much a company could grow its current capital investment level.

ix) Net profit ratio

The net profit percentage is the ratio of after-tax profits to net sales. It reveals the remaining profit after all costs of production, administration, and financing have been deducted from sales, and income taxes recognized.

x) Return on capital employed

Return on Capital Employed is calculated by dividing our EBIT during a given period by Capital Employed (net worth, total debt, deferred tax liability) during that period.

xi) Return on investment

Return on investment (ROI) is a performance measure used to evaluate the efficiency or profitability of an investment or compare the efficiency of a number of different investments. To calculate ROI, the benefit (or return) of an investment is divided by the cost of the investment.

| Ratio                                | Numerator   | Denominator  | As at<br>March 31, 2025 | As at<br>March 31, 2024 | % change | Reason for variance  |
|--------------------------------------|---|--|-------------------------|-------------------------|----------|--|
| i) Current ratio                     | Current assets  | Current liabilities  | 1.55                    | 0.60                    | 159%     | The variance is due to increase in Investments in mutual funds.                                |
| ii) Debt-equity ratio                | Total Debt  | Total Equity   | 0.38                    | 0.47                    | 19%      | NA   |
| iii) Debt service coverage ratio     | Earnings available for debt service=<br>Net Profit after tax+ Non cash<br>operating expenses+ Interest +<br>Other adjustments like loss on sale<br>of fixed assets, etc | Debt service= Interest &<br>lease payments + Principal<br>Repayments     | 3.24                    | 2.43                    | 33%      | The variance is due to increase in profit for the year   |
| iv) Return on equity ratio %         | Net Profit after tax  | Average Shareholders<br>equity   | 0.31                    | 0.29                    | -5%      | NA   |
| v) Inventory turnover ratio          | Cost of Goods sold = opening<br>inventory + purchases - closing<br>inventory  | Average Inventory  | 12.39                   | 11.50                   | 8%       | NA   |
| vi) Trade receivables turnover ratio | Revenue from operations   | Average Accounts<br>Receivable   | 22.23                   | 22.25                   | 0%       | NA   |
| vii) Trade payables turnover ratio   | Total Purchases   | Average Trade Payables   | 1.15                    | 1.05                    | 9%       | NA   |
| viii) Net capital turnover ratio     | Net sales   | Average Shareholders<br>equity   | 1.98                    | 2.22                    | -11%     | NA   |
| ix) Net profit ratio %               | Net Profit  | Net Sales  | 15.38%                  | 13.09%                  | 18%      | NA   |
| x) Return on capital employed %      | Earnings before interest and taxes  | Capital Employed = Net<br>Worth + Total Debt +<br>Deferred Tax Liability | 32.26%                  | 32.95%                  | -2%      | NA   |
| xi) Return on investment %           | Interest (Finance Income)   | Investment in fixed<br>deposits  | 2.98%                   | 5.02%                   | -41%     | The variance is due to increase in investment in Bank deposits during the month of March 2025. |



43 Dues to Micro and Small Enterprises as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED):

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | March 31, 2025 | March 31, 2024 |
| (i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end  | 6.11           | 5.40           |
| (ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end   | -              | -              |
| (iii) Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year                                  | -              | -              |
| (iv) Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year | -              | -              |
| (v) Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year             | -              | -              |
| (vi) Interest due and payable towards suppliers registered under MSMED Act, for payments already made   | -              | -              |
| (vii) Further interest remaining due and payable for earlier years  | -              | -              |

44 Other Statutory Information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
- (ii) The Company do not have any transactions with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company is in compliance with number of layers of companies, as prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (v) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year
- (vi) During the year ended March 31, 2025, no funds have been advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- The Company has complied with relevant provisions of the applicable law for this transaction. The Company has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999), to the extent applicable, the Companies Act, 2013 for such transaction and this transaction is not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003)
- (vii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (viii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (ix) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

- 45 During the year ended March 31, 2024, the Company has acquired 84.07% shareholding in MHEIPL and consequently MHEIPL has become the subsidiary of the Company. The Company has not prepared the Consolidated Financial Statements for the year ended March 31, 2025 as required under Ind AS 110 - Consolidated Financial Statements. The Company has availed the exemption available under Ind AS 110 whereby MHEIPL shall be included in the consolidated financial statement of MHEIPL, Holding Company. For this purpose, the shareholders of the Company has provided consent for consolidation of MHEIPL in MHEIPL.

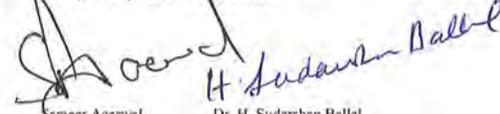
As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN: 07554053

Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place: Bengaluru  
Date: May 27, 2025

Place: Bengaluru  
Date: May 27, 2025

# B S R & Co. LLP

Chartered Accountants

Embassy Golf Links Business Park  
Pebble Beach, B Block, 3<sup>rd</sup> Floor  
No. 13/2, Off Intermediate Ring Road  
Bengaluru – 560 071, India  
Telephone + 91 80 4682 3000  
Fax + 91 80 4682 3999

## Independent Auditor's Report

### To the Board of Directors of Manipal Hospitals Private Limited

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the consolidated financial statements of Manipal Hospitals Private Limited (hereinafter referred to as the "Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2024, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31 March 2024, of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

#### Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

**Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements (continued)**

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



**B S R & Co. LLP**

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)**

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **B S R & Co LLP**

*Chartered Accountants*

Firm's Registration No. :101248W/W-100022



**Siddhartha Sharma**

*Partner*

Membership No.118756

ICAI UDIN: 25118756BMOPW1835

Place: Bengaluru

Date: 31 July 2025

**Manipal Hospitals Private Limited**  
Consolidated Balance Sheet as at

|  |      | (₹ in crores)   |                 |
|--|------|-----------------|-----------------|
|  |      | Consolidated    | Standalone      |
|  |      | March 31, 2024  | March 31, 2023* |
| <b>ASSETS</b>  |      |                 |                 |
| <b>Non-current assets</b>  |      |                 |                 |
| Property, plant and equipment  | 3 1  | 1,531 21        | 724 50          |
| Capital work-in-progress   | 3 2  | 15 03           | 11 34           |
| Right-of-use assets  | 4 1  | 604 55          | 395 40          |
| Goodwill   | 4 2  | 1,223 45        | -               |
| Other intangible assets  | 4 2  | 97 94           | 16 20           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 5 1  | 45 69           | 15 00           |
| Loans  | 5 2  | -               | 259 80          |
| Other financial assets   | 5 3  | 35 62           | 36 45           |
| Deferred tax assets (net)  | 17   | 0 60            | 3 59            |
| Income tax assets (net)  | 6    | 94 65           | 46 61           |
| Other non-current assets   | 7    | 4 83            | 3 91            |
|  |      | <b>3,653.57</b> | <b>1,512.80</b> |
| <b>Current assets</b>  |      |                 |                 |
| Inventories  | 9    | 46 03           | 27 70           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 10 1 | 72 88           | 208 10          |
| Trade receivables  | 10 2 | 184 52          | 76 40           |
| Cash and cash equivalents  | 10 3 | 109 26          | 20 77           |
| Bank balances other than cash and cash equivalents                                       | 10 4 | 13 26           | 19 94           |
| Loans  | 10 5 | 0 39            | 0 20            |
| Other financial assets   | 10 6 | 7 52            | 2 50            |
| Other current assets   | 11   | 35 30           | 31 08           |
|  |      | <b>469.16</b>   | <b>386.69</b>   |
| Assets held for sale   | 8    | 6 50            | 6 50            |
| <b>Total assets</b>  |      | <b>4,129.23</b> | <b>1,905.99</b> |
| <b>EQUITY AND LIABILITIES</b>  |      |                 |                 |
| <b>Equity</b>  |      |                 |                 |
| Equity share capital   | 12   | 1,025 30        | 1,025 30        |
| Other equity   | 13   | (139 66)        | (338 22)        |
| <b>Equity attributable to owners of the Company</b>                                      |      | <b>885.64</b>   | <b>687.08</b>   |
| Non-controlling interest   | 13 5 | (99 40)         | -               |
| <b>Total equity</b>  |      | <b>786.24</b>   | <b>687.08</b>   |
| <b>Liabilities</b>   |      |                 |                 |
| <b>Non-current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 14 1 | 2,074 42        | 327 46          |
| Lease liabilities  | 14 2 | 571 10          | 529 02          |
| Other financial liabilities  | 14 3 | 0 18            | -               |
| Provisions   | 15   | 22 47           | 6 43            |
| Other non-current liabilities  | 16   | -               | 0 20            |
|  |      | <b>2,668.17</b> | <b>863.11</b>   |
| <b>Current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 18 1 | 54 68           | 48 15           |
| Lease liabilities  | 14 2 | 14 38           | 8 43            |
| Trade payables   | 18 2 | -               | -               |
| - total outstanding dues of micro enterprises and small enterprises                      |      | 10 07           | 5 89            |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |      | 528 29          | 237 56          |
| Other financial liabilities  | 19   | 20 64           | 24 70           |
| Other current liabilities  | 21   | 24 96           | 17 44           |
| Current tax liabilities (net)  | 22   | 0 47            | 5 32            |
| Provisions   | 20   | 21 33           | 8 31            |
|  |      | <b>674.82</b>   | <b>355.80</b>   |
| <b>Total equity and liabilities</b>  |      | <b>4,129.23</b> | <b>1,905.99</b> |
| <b>Material accounting policies</b>  | 2 3  |                 |                 |

\* Refer note 1 (c)

The accompanying notes are an integral part of these Consolidated Financial Statements

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm Registration number 101248W/W - 100022



Siddhartha Sharma

Partner

Membership number 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited

  
Suneer Agarwal  
Director  
DIN 07554053

Dr H Sudarshan Ballal  
Director  
DIN 01195055

  
Khadija G Vahora  
Company Secretary  
Membership number A37266

Place Bengaluru  
Date July 31, 2025

Place Bengaluru  
Date July 31, 2025

Manipal Hospitals Private Limited  
Consolidated Statement of Profit and Loss for the year ended

|  |  | (₹ in crores)   |                 |
|--|--|-----------------|-----------------|
|  |  | Consolidated    | Standalone      |
| Note   |  | March 31, 2024  | March 31, 2023* |
| <b>Income</b>  |  |                 |                 |
|  | Revenue from operations  | 2,355.85        | 1,456.83        |
|  | Other income   | 19.85           | 13.31           |
|  | Finance income   | 11.71           | 15.03           |
|  | <b>Total income</b>  | <b>2,387.41</b> | <b>1,485.17</b> |
| <b>Expenses</b>  |  |                 |                 |
|  | Purchase of medical consumables and pharmacy items               | 476.27          | 285.12          |
|  | Changes in inventories of medical consumables and pharmacy items | (3.01)          | (3.64)          |
|  | Employee benefits expense  | 288.39          | 180.77          |
|  | Finance costs  | 209.58          | 99.67           |
|  | Depreciation and amortisation expense                            | 148.92          | 86.89           |
|  | Other expenses   | 962.36          | 623.54          |
|  | <b>Total expenses</b>  | <b>2,082.51</b> | <b>1,272.35</b> |
|  | <b>Profit before exceptional items and tax</b>                   | <b>304.90</b>   | <b>212.82</b>   |
|  | <b>Exceptional items</b>   | <b>(21.24)</b>  | <b>-</b>        |
|  | <b>Profit before tax</b>   | <b>283.66</b>   | <b>212.82</b>   |
|  | <b>Tax expense</b>   |                 |                 |
|  | Current tax  | 92.93           | 40.68           |
|  | Deferred tax   | (11.23)         | 0.69            |
|  | <b>Total tax expense</b>   | <b>81.70</b>    | <b>41.37</b>    |
|  | <b>Profit for the year</b>                                       | <b>201.96</b>   | <b>171.45</b>   |
| <b>Other comprehensive income (OCI)</b>                                    |  |                 |                 |
| <b>Items that will not be reclassified subsequently to profit or loss:</b> |  |                 |                 |
|  | Re-measurement (loss) / gain of defined benefit plans            | (2.89)          | 0.66            |
|  | Income tax effect on above                                       | 0.21            | (0.17)          |
|  | <b>OCI for the year (net of tax)</b>                             | <b>(2.68)</b>   | <b>0.49</b>     |
|  | <b>Total comprehensive income for the year</b>                   | <b>199.28</b>   | <b>171.94</b>   |
|  | <b>Profit for the year attributable to:</b>                      | <b>201.96</b>   | <b>171.45</b>   |
|  | Owners of the Company  | 200.91          | 171.45          |
|  | Non-controlling interests  | 1.05            | -               |
|  | <b>Other comprehensive loss for the year attributable to:</b>    | <b>(2.68)</b>   | <b>0.49</b>     |
|  | Owners of the Company  | (2.35)          | 0.49            |
|  | Non-controlling interests  | (0.33)          | -               |
|  | <b>Total comprehensive income for the year attributable to:</b>  | <b>199.28</b>   | <b>171.94</b>   |
|  | Owners of the Company  | 198.56          | 171.94          |
|  | Non-controlling interests  | 0.72            | -               |
|  | <b>Earnings per equity share</b>                                 |                 |                 |
|  | [nominal value of share ₹ 10 (March 31, 2023: ₹ 10)]             |                 |                 |
|  | Basic (₹)  | 1.96            | 1.67            |
|  | Diluted (₹)  | 1.96            | 1.67            |
|  | <b>Material accounting policies</b>                              | <b>2.3</b>      |                 |

\* Refer note 1 (c)

The accompanying notes are an integral part of these Consolidated Financial Statements

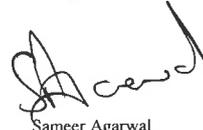
As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN: 07554053



Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055



Khadija G. Vahora  
Company Secretary  
Membership number A37266

Place Bengaluru  
Date : July 31, 2025

Place Bengaluru  
Date July 31, 2025

Manipal Hospitals Private Limited  
Consolidated Statement of changes in equity for the year ended March 31, 2024

(a) Equity share capital\*

Equity shares of ₹. 10 each, issued, subscribed and fully paid-up

Balance as at April 01, 2022 (Standalone)  
Change in equity share capital during the year  
Balance as at March 31, 2023 (Standalone)  
Change in equity share capital during the year  
Balance as at March 31, 2024 (Consolidated)

|  | Nos.           | (₹ in crores) |
|--|----------------|---------------|
| Balance as at April 01, 2022 (Standalone)      | 1,02,52,97,268 | 1,025.30      |
| Change in equity share capital during the year | -              | -             |
| Balance as at March 31, 2023 (Standalone)      | 1,02,52,97,268 | 1,025.30      |
| Change in equity share capital during the year | -              | -             |
| Balance as at March 31, 2024 (Consolidated)    | 1,02,52,97,268 | 1,025.30      |

\* Also, refer note 12

(b) Other equity\*\*

(₹ in crores)

|   | Attributable to the Owners of the Company |                   |   |  | Total    | Non-controlling Interest | Total other equity |
|---|---|-------------------|---|--|----------|--------------------------|--------------------|
|   | Reserves and Surplus                      |                   |   | Other comprehensive Income                         |          |                          |                    |
|   | Securities premium                        | Retained earnings | Amalgamation adjustment deficit account | Re-measurement gain/(loss) on defined benefit plan |          |                          |                    |
| Balance as at April 01, 2022 (Standalone)               | 246.89                                    | (697.97)          | (59.11)                                 | 0.03   | (510.16) | -                        | (510.16)           |
| Profit for the year                                     | -   | 171.45            | -                                       | -  | 171.45   | -                        | 171.45             |
| OCI for the year (net of tax)                           | -   | -                 | -                                       | 0.49   | 0.49     | -                        | 0.49               |
| Total comprehensive income                              | 246.89                                    | (526.52)          | (59.11)                                 | 0.52   | (338.22) | -                        | (338.22)           |
| Balance as at March 31, 2023* (Standalone)              | 246.89                                    | (526.52)          | (59.11)                                 | 0.52   | (338.22) | -                        | (338.22)           |
| Profit for the year                                     | -   | 200.91            | -                                       | -  | 200.91   | 1.05                     | 201.96             |
| OCI for the year (net of tax)                           | -   | -                 | -                                       | (2.35)   | (2.35)   | (0.33)                   | (2.68)             |
| Total comprehensive income                              | 246.89                                    | (325.61)          | (59.11)                                 | (1.83)   | (139.66) | 0.72                     | (138.94)           |
| On account of acquisition of subsidiary (refer note 40) | -   | -                 | -                                       | -  | -        | (100.12)                 | (100.12)           |
| Balance as at March 31, 2024 (Consolidated)             | 246.89                                    | (325.61)          | (59.11)                                 | (1.83)   | (139.66) | (99.40)                  | (239.06)           |

\*\* Also, refer note 13

Note: There are no changes in the accounting policies or prior period events during the current year or previous years

Below is the nature and purpose of each reserve

- 1 **Securities premium** - Securities premium is used to record the premium received on issue of shares
- 2 **Re-measurement gain/(loss) on defined benefit plan** - Represents re-measurement gains / (losses) on defined benefit plans (net of tax)
- 3 **Retained earnings** - Retained earnings comprises of prior and current period's undistributed earnings after tax
- 4 **Amalgamation adjustment deficit account** - It represents excess of consideration over carrying value of net assets (including reserves) in case of common control business combination. When there is a surplus in the Statement of profit and loss, this debit can be adjusted against that surplus

Material accounting policies (refer note 2.3)

\* Refer note 1 (c)

The accompanying notes are an integral part of these Consolidated Financial Statements

As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number : 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited




Sameer Agarwal  
Director  
DIN: 07554053

Dr. H. Sudarshan Ballal  
Director  
DIN: 01195055



Khadija G. Vahora  
Company Secretary  
Membership number : A37266

Place: Bengaluru  
Date: July 31, 2025

Place: Bengaluru  
Date: July 31, 2025

Manipal Hospitals Private Limited  
Consolidated Statement of Cash Flow for the year ended

|   | (₹ in crores)   |                 |
|---|-----------------|-----------------|
|   | Consolidated    | Standalone      |
|   | March 31, 2024  | March 31, 2023* |
| <b>A. Cash flows from operating activities</b>  |                 |                 |
| Profit before tax   | 283.66          | 212.82          |
| Adjustments for:  |                 |                 |
| Depreciation and amortisation expense   | 148.92          | 86.89           |
| Bad debts/ advances written off   | 13.13           | 7.30            |
| Loss allowance on trade receivables (net)   | 5.43            | 4.45            |
| Loss allowance on other receivables (net)   | 0.41            | -               |
| Profit on sale of investments in mutual funds (net)                                   | (12.10)         | (10.92)         |
| Profit on sale of property, plant and equipment (net)                                 | (2.37)          | -               |
| Gain on lease liability reversal  | -               | -               |
| Fair value gain on financial instruments at FVTPL                                     | (2.32)          | 0.18            |
| Interest income on income tax refund  | -               | -               |
| Finance income  | (11.71)         | (15.03)         |
| Liabilities no longer required written back   | (0.14)          | -               |
| Finance costs   | 199.65          | 92.54           |
| <b>Operating profit before working capital changes</b>                                | <b>622.56</b>   | <b>378.23</b>   |
| <b>Movements in working capital :</b>   |                 |                 |
| Change in trade receivables   | 0.52            | (38.93)         |
| Change in loans   | (0.19)          | (0.20)          |
| Change in other assets  | (2.59)          | (8.42)          |
| Change in inventories   | (3.01)          | (3.65)          |
| Change in other financial assets  | 0.98            | 9.70            |
| Change in trade payables  | 20.21           | 50.46           |
| Change in provisions  | 1.80            | 3.22            |
| Change in other liabilities   | (0.24)          | 8.51            |
| Change in other financial liabilities   | (1.17)          | 0.07            |
| <b>Cash generated from operations</b>   | <b>638.87</b>   | <b>398.99</b>   |
| Income tax paid (net)   | (90.50)         | (19.95)         |
| <b>Net cash generated from operating activities</b>                                   | <b>548.37</b>   | <b>379.04</b>   |
| <b>B. Cash flow from investing activities</b>   |                 |                 |
| Acquisition of property, plant and equipment and intangible assets                    | (100.00)        | (142.42)        |
| Proceeds from sale of property, plant and equipment                                   | 0.74            | -               |
| Acquisition of subsidiary (refer note 40)   | (624.59)        | -               |
| Investment in other entities  | (1.16)          | -               |
| Loans given to related parties  | -               | (259.80)        |
| Loans repaid by related parties   | 259.80          | -               |
| Investment made in bank deposits (having original maturity of more than three months) | (67.23)         | (12.21)         |
| Maturity of bank deposits (having original maturity of more than three months)        | 73.68           | 10.16           |
| Proceeds from the sale of investments in mutual funds                                 | 1,545.08        | 1,144.82        |
| Purchase of investments in mutual funds   | (1,424.97)      | (1,103.99)      |
| Interest received   | 22.69           | 2.93            |
| <b>Net cash used in investing activities</b>  | <b>(315.96)</b> | <b>(360.51)</b> |
| <b>C. Cash flow from financing activities</b>   |                 |                 |
| Proceeds of long-term borrowings  | 108.76          | 114.92          |
| Repayment of long-term borrowings   | (90.09)         | (39.67)         |
| Proceeds of borrowings for purchase of capital asset                                  | 1.68            | 0.52            |
| Repayment of borrowings for purchase of capital asset                                 | (0.32)          | (0.02)          |
| Interest and processing charges paid  | (120.99)        | (33.01)         |
| Interest paid on loan for purchase of capital asset                                   | (0.11)          | (0.01)          |
| Payment of lease obligations  | (9.69)          | -               |
| Interest paid on lease  | (57.90)         | (56.48)         |
| <b>Net cash used in financing activities</b>  | <b>(168.66)</b> | <b>(13.75)</b>  |
| <b>Net increase in cash and cash equivalents</b>                                      | <b>63.75</b>    | <b>4.78</b>     |
| Cash and cash equivalents at the beginning of the year                                | 20.77           | 15.99           |
| Cash and cash equivalents of acquired entities during the year                        | 24.74           | -               |
| <b>Cash and cash equivalents at the end of the year (refer note 10.3)</b>             | <b>109.26</b>   | <b>20.77</b>    |

**Components of cash and cash equivalents for the purpose of cash flow statement**

|   |               |              |
|---|---------------|--------------|
| Cash on hand  | 1.52          | 0.55         |
| With banks - on current accounts                            | 97.74         | 20.22        |
| - deposits with original maturity of less than three months | 10.00         | -            |
| <b>Total cash and cash equivalents</b>                      | <b>109.26</b> | <b>20.77</b> |

Refer Note 47 for Reconciliation of movement of liabilities to cash flows arising from financing activities

**Material accounting policies** 2.3

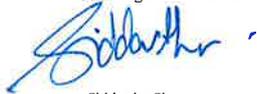
The above Consolidated Statement of Cash flow has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows"

\* Refer note 1 (c)

**The accompanying notes are an integral part of these Consolidated Financial Statements**

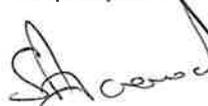
As per our report of even date attached

**For B S R & Co. LLP**  
Chartered Accountants  
Firm Registration number 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number 118756

**For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited**

Sameer Agarwal  
Director  
DIN 07554053

Dr H. Sudarshan Ballal  
Director  
DIN 01195055



Khadija G Vahora  
Company Secretary  
Membership number A37266

Place Bengaluru  
Date July 31, 2025

Place Bengaluru  
Date July 31, 2025

**I Corporate information**

- (a) The Consolidated Financial Statements comprise financial statements of Manipal Hospitals Private Limited (the Company or Parent or 'MHPL') and its subsidiary (collectively, the Group) for the year ended March 31, 2024. The Company was established in the year 2003 and commissioned its first operating hospital in the year 2005. The Company is a private limited company incorporated under the provisions of the Companies Act of India. The registered office of the Company is located at The Annex, #98/2, Rustom Bagh Road, HAL Airport Road, Bengaluru 560017. The Group is engaged in the business of running/managing hospitals, and providing healthcare services. The Group operates through various Hospitals/clinics providing Healthcare services in India.

(b) **Investment in subsidiary:**

The entity considered in the Consolidated Financial Statements are listed below:

| Name of the Company  | Country of Incorporation | Percentage of ownership interest held (directly and indirectly) and voting rights held as at |                |
|--|--------------------------|--|----------------|
|  |                          | March 31, 2024   | March 31, 2023 |
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) - Subsidiary (refer point (i)) * | India                    | 84.07%   | -              |

\* refer note 40 and 42

(i) Effective February 15, 2024, the name of the company has been changed from AMRI Hospitals Limited to AMRI Hospitals Private Limited. Effective May 28, 2024, the name of the company has been changed from AMRI Hospitals Private Limited to Manipal Hospitals (East) India Private Limited.

- (c) During the year ended March 31, 2024, the Company acquired 84.07% of the shareholding and voting rights (on a fully diluted basis) in MHEIPL on September 20, 2023. As at and for the year ended March 31, 2023, the Company did not hold any investment in subsidiaries. Accordingly, the comparative figures presented in these Consolidated Financial Statements are those of the Standalone Financial Statements of the Company, which were adopted on May 31, 2023.

**2.1 Basis of preparation of the Consolidated Financial Statements**

(a) **Statement of compliance**

The Consolidated Financial Statements of the Group have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, notified under section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act.

The Consolidated Financial Statements are presented in Indian Rupees (₹) and all values are rounded to the nearest crores and decimals thereof, except when otherwise indicated.

The Consolidated Financial Statements were approved for issue by the Company's Board of Directors on July 31, 2025.

Details of the material accounting policies are included in Note 2.3.

(b) **Functional and presentation currency**

These Consolidated Financial Statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts are in Indian Rupees (₹) crores except share data and per share data, unless otherwise stated.

(c) **Basis of measurement**

The Consolidated Financial Statements have been prepared on accrual and going concern basis and the historical cost basis except for the following items:

| Items  | Measurement   |
|--|---|
| Certain financial assets and liabilities (Refer note 37) | Fair value  |
| Net defined asset / liability                            | Fair value of plan asset less present value of defined benefit obligation |

(d) **Use of estimates and judgments**

In preparing these Consolidated Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**Judgments, assumptions and estimation uncertainties**

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

**Judgements:-**

Note 14.2 - Determining the lease term of contracts with renewal and termination options  
Note 6, 17, 22 and 34 - Recognition of deferred tax, provisions and other contingencies

**Estimates:-**

Note 2.3 (c), (d) and (g) - useful life of property, plant and equipment, intangible assets and right of use assets  
Note 4.2.1 - Impairment assessment of goodwill  
Note 5.1, 5.2, 5.3, 10.2, 10.5 and 10.6 - Impairment of financial assets  
Note 27.36 - Employee benefits expense, wages and bonus: key actuarial assumptions  
Note 37 - Financial instruments  
Note 40 - Business combination

(e) **Measurement of fair values**

The Group's accounting policies and disclosures require the measurement of fair values, for certain financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in the note 36 - financial instruments.

**2.2 Basis of consolidation**

The Consolidated Financial Statements comprise the financial statements of the Group as at March 31, 2024. There is no consolidation for the year ended March 31, 2023 as the Company did not have any subsidiaries, joint venture or associates. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
- (ii) Exposure, or rights, to variable returns from its involvement with the investee, and
- (iii) The ability to use its power over the investee to affect its returns.



Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (i) The contractual arrangement with the other vote holders of the investee
- (ii) Rights arising from other contractual arrangements
- (iii) The Company's voting rights and potential voting rights
- (iv) The size of the company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Company gains control until the date the Company ceases to control the subsidiary.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Company, i.e., year ended on 31 March. When the end of the reporting year of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

#### Consolidation Procedure

a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the Consolidated Financial Statements at the acquisition date.

b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the Consolidated Financial Statements. Ind AS-12 "Income Taxes" applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

d) Non-controlling interest represents that part of the total comprehensive income and net assets of subsidiaries attributable to interests which are not owned, directly or indirectly, by the parent Group. NCI are measured initially as mentioned under 2.3 (a).

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interest having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Company loses control over a subsidiary, it:

- (i) Derecognises the assets (including goodwill) and liabilities of the subsidiary
- (ii) Derecognises the carrying amount of any non-controlling interests
- (iii) Derecognises the cumulative translation differences recorded in equity
- (iv) Recognises the fair value of the consideration received
- (v) Recognises the fair value of any investment retained
- (vi) Recognises any surplus or deficit in profit or loss
- (vii) Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

## 2.3 Summary of material accounting policies

### (a) Business combinations and goodwill

#### Other than Common control transactions

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Goodwill arising on consolidation is not amortized however, it is tested for impairment annually. In the event of cessation of operations of a subsidiary, the unimpaired goodwill is written off fully.

#### Common control transactions

Common control business combinations include transactions, such as transfer of subsidiaries or business, between entities within a group. Business combinations involving entities or business under common control are accounted for using the pooling of interests method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts, the only adjustments that are made are to harmonise accounting policies.

Financial information in the Consolidated Financial Statements in respect of prior years are restated as if the business combination had occurred from the beginning of the preceding year in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior year information is restated only from that date.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to reserves and presented separately from other reserves with disclosure of its nature and purpose in the notes.

Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

### (b) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

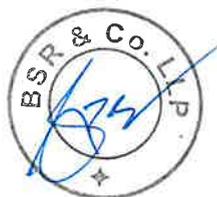
A liability is treated as current when:

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.



(c) Property plant and equipment

Property, plant and equipment including capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, import duties, cost of replacing part of the plant and equipment, borrowing costs if the recognition criteria are met and directly attributable cost of bringing the asset to its location and condition necessary for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably.

Property, plant and equipment under installation or construction as at the balance sheet date is shown as capital work-in-progress and the related advances are shown as under Non current assets.

On transition to Ind AS, the Company has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| Category of assets                     | Useful life estimated by management | Useful life as per Schedule II |
|--|-------------------------------------|--------------------------------|
| Buildings                              | 23 - 60 years                       | 30 years                       |
| Plant and equipment                    | 13 years                            | 10 - 15 years                  |
| Facility and office equipment          | 7 years                             | 10 years                       |
| Electrical installations and equipment | 7 years                             | 10 years                       |
| Furniture and fixtures                 | 7 years                             | 10 years                       |
| Other fixtures (included in Building)  | 2 years                             | 10 years                       |
| Computer equipment                     | 3 years                             | 3 - 6 years                    |
| Vehicles                               | 3-7 years                           | 6 - 10 years                   |

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

Second hand assets are depreciated over the estimated useful life as per technical estimates.

Leasehold land/Leasehold improvements/Leasehold Building are depreciated over the primary lease period or useful life, whichever is shorter, on a straight-line basis.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The management has estimated, supported by technical assessment, the useful life of the category of assets, which are lower than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

(d) Other intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred.

There are no internally generated intangible assets capitalised by the Group.

A summary of amortization policies applied to the Group's intangible assets is as below:

| Category of assets              | Useful life estimated by management |
|---------------------------------|-------------------------------------|
| Computer software - application | 3-5 years                           |
| Computer software - generic     | 1 year                              |
| Customer contract               | 12 years                            |

(e) Impairment of non-financial assets

Except for deferred tax assets and inventory, the Group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows till perpetuity.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

Impairment losses of continuing operations, including impairment of inventories, are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the assets in the CGU on a pro-rata basis. Impairment losses relating to goodwill cannot be reversed in future years.

Intangible assets with indefinite useful lives are tested for impairment annually, as at March 31, at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.



(f) **Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(g) **Leases**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Group as a lessee**

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any, and adjusted for any re-measurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently re-measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group applies the short-term lease recognition exemption to short term leases of all assets that have a lock in lease term of 12 months or less, except where it anticipates renewals and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(h) **Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial assets**

**Initial recognition and measurement**

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (k) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

**Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in four categories:

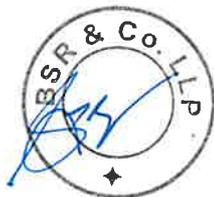
- i) Financial assets at amortised cost (debt instruments)
- ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- iv) Financial assets at fair value through profit or loss

**Financial assets at amortised cost (debt instruments)**

A financial asset is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Group's financial assets at amortised cost includes trade receivables. For more information on receivables, refer to Note 10.2.



#### Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss

#### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when

- i) The rights to receive cash flows from the asset have expired, or
- ii) The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement, and either (a) the Group has transferred substantially all the risks and rewards of the asset or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

#### Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Financial liabilities

##### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

##### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

##### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognised in OCI. These gains/losses are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Group has not designated any financial liability as at fair value through profit or loss.

##### Financial liabilities at amortised cost (Loans and borrowings)

This is the category most relevant to the Group. After initial recognition, interest-bearing loans, borrowings and other financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

#### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### (ii) Inventories

Inventories of pharmacy items and medical consumables are valued at lower of cost or net realizable value. The comparison of cost and net realizable value is made on an item by item basis. Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location after adjusting for Goods and Services Tax (GST) wherever applicable, applying the first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs to be incurred to make the sale. Adequate provision is made for slow moving, non-moving and expired inventory, as determined necessary.



(j) **Non-current assets held for sale**

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets, are generally measured at the lower of their carrying amount and fair value less costs to sell.

Non-current assets classified as held-for-sale are presented separately from the other assets in the balance sheet.

(k) **Total income**

(i) **Revenue recognition**

Revenue from contracts with customers is recognised as per Ind AS 115, "Revenue from contract with customers", when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services, taking into consideration defined terms of payment and excluding taxes or duties collected on behalf of the government.

*Disaggregation of revenue*

The Group disaggregates revenue into revenue from rendering hospital services, pharmacy sales and other operating income. The Group believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of Group's revenues and cash flows are affected by industry, market and other economic factors.

*Operating Income*

Revenue from Hospital services is recognised as and when the services are performed, unless significant future uncertainties exist, while revenue from sale of pharmacy items is recognised when the control of the goods has passed to the buyer, usually on delivery of the goods. The Group assesses the distinct performance obligations in the contract and measures at an amount that reflects the consideration it expects to receive, net of Goods and Services Tax and adjusted for discounts and concessions.

**Contract balances**

*Trade receivables*

Trade receivables represents the Group's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (h) Financial instruments – initial recognition and subsequent measurement.

*Contract liabilities*

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs its obligation under the contract.

(ii) **Other income**

*Interest Income*

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit or loss.

(l) **Foreign currencies**

The Group's Consolidated Financial Statements are presented in INR, which is also the parent Company's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The Group's financial statements are presented in INR, which is also the Group's functional and presentation currency.

*Transactions and balances*

Foreign currency transactions are recorded on initial recognition in the functional currency using the exchange rate prevailing at the date of the transaction. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on the settlement or translation of monetary items are recognised in the statement of profit and loss.

(m) **Retirement and other employee benefits**

Defined contribution plan

Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution schemes. The Group recognizes contribution payable to the schemes as an expense when an employee renders the related service. The Group has no obligation, other than the contribution payable to the fund.

Defined benefit plan- gratuity

The Group operates a defined benefit plan for its employees for gratuity. The costs of providing benefits under this plan is determined on the basis of actuarial valuation at each year end using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding debit or credit through OCI in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

Past service costs are recognised in the statement of profit and loss on the earlier of

- The date of the plan amendment or curtailment and
- The date that the Group recognises related restructuring costs.

Interest is calculated by applying the discount rate to the defined benefit liability. The Group recognises the following changes in the defined benefit obligation as an expense in the statement of profit and loss

- (i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and
- (ii) Interest expense

Other long-term employee benefits - compensated absences

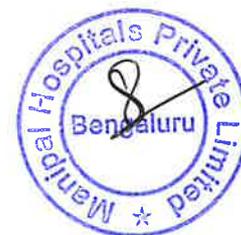
Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be earned forward beyond twelve months, as long-term employee benefit for measurement purposes. The Group presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date.

(n) **Taxes**

*Current income tax*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amounts are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.



*Deferred tax*

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences except

- where deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit or loss is recognised outside the statement of profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and to the same taxation authority.

**(o) Earnings Per Share (EPS)**

Basic EPS amounts are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit/(loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be antidilutive.

**(p) Provisions**

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit or loss net off any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

*Decommissioning liability*

The Group records a provision for decommissioning costs to dismantle and remove the leasehold improvements from the leased premises. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

*Onerous contracts*

A contract is considered to be onerous when the expected economic benefits to be derived by the Group from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Group recognises any impairment loss on the assets associated with that contract.

**(q) Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent liabilities and commitments are reviewed by the management at each balance sheet date.

**(r) Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

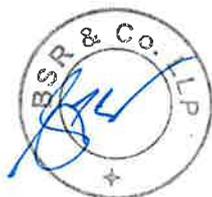
For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

**(s) Segment accounting policies**

The Group prepares its segment information based on its reporting to Chief Operating Decision Maker (refer note 43 on segment reporting).

**(t) Corporate Social Responsibility (CSR) expenditure**

CSR expenditure as per provisions of section 135 of Companies Act, 2013 read with The Companies (Corporate Social Responsibility Policy) Rules, 2014, is charged to the statement of profit and loss as an expense as and when incurred.



(u) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated. Bank overdrafts are classified as part of cash and cash equivalent, as they form an integral part of an entity's cash management.

(v) Share capital

Equity shares

Incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with Ind AS 12.

(w) Standards issued but not yet effective

(i) Ind AS 117 Insurance Contracts

The Ministry of Corporate Affairs (MCA) notified the Ind AS 117, Insurance Contracts vide notification dated August 12, 2024, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, which is effective from annual reporting periods beginning on or after April 01, 2024.

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features, a few scope exceptions will apply. Ind AS 117 is based on a general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

The application of Ind AS 117 had no impact on the financial statements as the Group has not entered into any contracts in the nature of insurance contracts covered under Ind AS 117.

(ii) Amendment to Ind AS 116 Leases – Lease Liability in a Sale and Leaseback

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback.

The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after April 01, 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

The amendment does not have a material impact on the financial statements.

(iii) Amendment to Ind AS 21 The Effects of Changes in Foreign Exchange Rates

On May 07, 2025, The Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2025, which amend Ind AS 21 The Effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after April 01, 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments are not expected to have a material impact on the Group's financial statements.

*(This space has been intentionally left blank)*



Manipal Hospitals Private Limited  
Notes to the Consolidated Financial Statements for the year ended March 31, 2024

3.1 Property, plant and equipment

|   | Freehold Land | Leasehold Land | Leasehold Improvements | Buildings | Plant and equipment | Facility and office equipment | Furniture and fixtures | Computer equipment | Vehicles | Electrical installation and equipment | Total    |
|---|---------------|----------------|------------------------|-----------|---------------------|-------------------------------|------------------------|--------------------|----------|---------------------------------------|----------|
| <b>Cost</b>   |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2022 (Standalone)                          | 70.34         | 18.63          | 2.85                   | 369.36    | 354.43              | 120.45                        | 38.99                  | 37.24              | 0.85     | 63.99                                 | 1,077.13 |
| Additions   | -             | -              | 142.52                 | 0.37      | 111.14              | 1.53                          | 3.95                   | 15.78              | 0.70     | 43.27                                 | 319.26   |
| At March 31, 2023 (Standalone)                          | 70.34         | 18.63          | 145.37                 | 369.73    | 465.57              | 121.98                        | 42.94                  | 53.02              | 1.55     | 107.26                                | 1,396.39 |
| On account of acquisition of subsidiary (refer note 40) | 129.61        | 56.81          | -                      | 548.30    | 283.47              | -                             | 36.36                  | 18.81              | 0.63     | 179.13                                | 1,253.12 |
| Additions   | -             | -              | 2.05                   | 3.67      | 53.73               | 0.18                          | 5.23                   | 12.69              | 2.38     | 5.80                                  | 85.73    |
| Disposals/ adjustments                                  | 2.13          | -              | -                      | (0.01)    | (7.10)              | (2.03)                        | (0.93)                 | (1.53)             | (0.57)   | (0.02)                                | (10.06)  |
| At March 31, 2024 (Consolidated)                        | 202.08        | 75.44          | 147.42                 | 921.69    | 795.67              | 120.13                        | 83.60                  | 82.99              | 3.99     | 292.17                                | 2,725.18 |
| <b>Depreciation</b>                                     |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2022 (Standalone)                          | 26.98         | -              | 0.00*                  | 143.25    | 216.59              | 102.85                        | 34.74                  | 32.76              | 0.83     | 53.73                                 | 611.73   |
| Charge for the year                                     | -             | -              | 6.25                   | 6.84      | 25.34               | 6.67                          | 2.82                   | 5.38               | 0.08     | 6.78                                  | 60.16    |
| At March 31, 2023 (Standalone)                          | 26.98         | -              | 6.25                   | 150.09    | 241.93              | 109.52                        | 37.56                  | 38.14              | 0.91     | 60.51                                 | 671.89   |
| On account of acquisition of subsidiary (refer note 40) | -             | 27.55          | -                      | 79.83     | 180.03              | -                             | 26.61                  | 16.03              | 0.55     | 94.88                                 | 425.48   |
| Charge for the year                                     | -             | 0.02           | 5.92                   | 17.40     | 47.27               | 4.66                          | 4.98                   | 9.16               | 0.34     | 18.54                                 | 108.29   |
| Disposals/ adjustments                                  | -             | -              | -                      | (0.01)    | (6.77)              | (2.01)                        | 4.37                   | (1.53)             | (0.44)   | (5.30)                                | (11.69)  |
| At March 31, 2024 (Consolidated)                        | 26.98         | 27.57          | 12.17                  | 247.31    | 462.46              | 112.17                        | 73.52                  | 61.80              | 1.36     | 168.63                                | 1,193.97 |
| <b>Net book value</b>                                   |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At March 31, 2023 (Standalone)                          | 43.36         | 18.63          | 139.12                 | 219.64    | 223.64              | 12.46                         | 5.38                   | 14.88              | 0.64     | 46.75                                 | 724.50   |
| At March 31, 2024 (Consolidated)                        | 175.10        | 47.87          | 135.25                 | 674.38    | 333.21              | 7.96                          | 10.08                  | 21.19              | 2.63     | 123.54                                | 1,531.21 |

Refer note 14.1 for details of Property, plant and equipment provided as security for borrowings.

\* Represents value less than Rs.0.01 crore



3.2 Capital Work-in-progress

|  | (₹ in crores) |
|--|---------------|
| <b>Cost</b>                                  | <b>Total</b>  |
| At April 01, 2022 (Standalone)               | 176.53        |
| Additions during the year                    | 154.07        |
| Transferred to Property, plant and equipment | (319.26)      |
| At March 31, 2023 (Standalone)               | 11.34         |
| Additions during the year                    | 89.42         |
| Transferred to Property, plant and equipment | (85.73)       |
| At March 31, 2024 (Consolidated)             | 15.03         |

(a) During the year, Group has capitalised an aggregate borrowing cost of ₹ Nil (March 31, 2023 ₹ 6.56 crores), on assets lying in capital work in progress

Capital work in progress ageing schedule

| As at March 31, 2024 (Consolidated) |                  | Amount in CWIP for a period of |           |                   |       | Total |
|-------------------------------------|------------------|--------------------------------|-----------|-------------------|-------|-------|
| Particulars                         | Less than 1 year | 1-2 years                      | 2-3 years | More than 3 years |       |       |
| Projects in progress                | 11.24            | 3.49                           | 0.30      | -                 | 15.03 |       |
| <b>Total</b>                        | 11.24            | 3.49                           | 0.30      | -                 | 15.03 |       |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget

| As at March 31, 2023 (Standalone) |                  | Amount in CWIP for a period of |           |                   |       | Total |
|-----------------------------------|------------------|--------------------------------|-----------|-------------------|-------|-------|
| Particulars                       | Less than 1 year | 1-2 years                      | 2-3 years | More than 3 years |       |       |
| Projects in progress              | 3.49             | 7.85                           | -         | -                 | 11.34 |       |
| <b>Total</b>                      | 3.49             | 7.85                           | -         | -                 | 11.34 |       |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget

\* Refer note 14 I for details of Capital Work-in-progress provided as security for borrowings

4.1 Right-of-use assets

|   | Right-of-use assets                    |            |          |           |                          | Total  |
|---|--|------------|----------|-----------|--------------------------|--------|
|   | Leasehold land & building <sup>A</sup> | Equipments | Vehicles | Computers | Electrical installations |        |
| <b>Cost</b>   |  |            |          |           |                          |        |
| At April 01, 2022 (Standalone)                          | 471.51                                 | 16.20      | 0.68     | 9.12      | -                        | 497.51 |
| Additions   | 3.10                                   | -          | -        | 1.21      | -                        | 4.31   |
| Disposals   | (5.21)                                 | -          | -        | -         | -                        | (5.21) |
| At March 31, 2023 (Standalone)                          | 469.40                                 | 16.20      | 0.68     | 10.33     | -                        | 496.61 |
| On account of acquisition of subsidiary (refer note 40) | 202.64                                 | 0.87       | -        | -         | -                        | 203.51 |
| Additions   | 40.59                                  | -          | -        | 5.43      | -                        | 46.02  |
| Disposals/ adjustments                                  | -                                      | (4.14)     | -        | -         | -                        | (4.14) |
| At March 31, 2024 (Consolidated)                        | 712.63                                 | 12.93      | 0.68     | 15.76     | -                        | 742.00 |
| <b>Depreciation</b>                                     |  |            |          |           |                          |        |
| At April 01, 2022 (Standalone)                          | 67.54                                  | 7.63       | 0.66     | 1.02      | -                        | 76.85  |
| Charge for the year                                     | 16.53                                  | 1.49       | 0.02     | 4.90      | -                        | 22.94  |
| Charge for the year transferred to CWIP                 | 1.42                                   | -          | -        | -         | -                        | 1.42   |
| At March 31, 2023 (Standalone)                          | 85.49                                  | 9.12       | 0.68     | 5.92      | -                        | 101.21 |
| On account of acquisition of subsidiary (refer note 40) | 10.74                                  | 0.59       | -        | -         | -                        | 11.33  |
| Charge for the year                                     | 22.20                                  | 1.05       | -        | 1.66      | -                        | 24.91  |
| At March 31, 2024 (Consolidated)                        | 118.43                                 | 10.76      | 0.68     | 7.58      | -                        | 137.45 |
| <b>Net book value</b>                                   |  |            |          |           |                          |        |
| At March 31, 2023 (Standalone)                          | 383.91                                 | 7.08       | -        | 4.41      | -                        | 395.40 |
| At March 31, 2024 (Consolidated)                        | 594.20                                 | 2.17       | -        | 8.18      | -                        | 604.55 |

\* Refer note 14 I for details of assets provided as security for borrowings



4.2 Goodwill and Other intangible assets

|   | (₹ in crores)                  |                         |                    |        |
|---|--------------------------------|-------------------------|--------------------|--------|
|   | Goodwill<br>(Refer note 4.2.1) | Other intangible assets |                    | Total  |
|   |                                | Computer software       | Customer contracts |        |
| <b>Cost</b>   |                                |                         |                    |        |
| At April 01, 2022 (Standalone)                          | -                              | 27.22                   | -                  | 27.22  |
| Additions   | -                              | 18.84                   | -                  | 18.84  |
| Disposals   | -                              | -                       | -                  | -      |
| At March 31, 2023 (Standalone)                          | -                              | 46.06                   | -                  | 46.06  |
| On account of acquisition of subsidiary (refer note 40) | 1,223.45                       | 13.11                   | 57.40              | 70.51  |
| Additions   | -                              | 36.62                   | -                  | 36.62  |
| Disposals   | -                              | -                       | -                  | -      |
| At March 31, 2024 (Consolidated)                        | 1,223.45                       | 95.79                   | 57.40              | 153.19 |
| <b>Amortisation</b>                                     |                                |                         |                    |        |
| At April 01, 2022 (Standalone)                          | -                              | 26.07                   | -                  | 26.07  |
| Charge for the year                                     | -                              | 3.79                    | -                  | 3.79   |
| Disposals   | -                              | -                       | -                  | -      |
| At March 31, 2023 (Standalone)                          | -                              | 29.86                   | -                  | 29.86  |
| On account of acquisition of subsidiary (refer note 40) | -                              | 9.67                    | -                  | 9.67   |
| Charge for the year                                     | -                              | 13.33                   | 2.39               | 15.72  |
| Disposals   | -                              | -                       | -                  | -      |
| At March 31, 2024 (Consolidated)                        | -                              | 52.86                   | 2.39               | 55.25  |
| <b>Net book value</b>                                   |                                |                         |                    |        |
| At March 31, 2023 (Standalone)                          | -                              | 16.20                   | -                  | 16.20  |
| At March 31, 2024 (Consolidated)                        | 1,223.45                       | 42.93                   | 55.01              | 97.94  |

\* Refer note 14.1 for details of Other Intangible assets provided as security for borrowings.

4.2.1 Impairment testing of goodwill with indefinite lives

For impairment testing, goodwill acquired through business combinations with indefinite lives has been allocated to the below mentioned CGU.

|  | (₹ in crores) |
|--|---------------|
|  | East cluster  |
| At April 01, 2023  | -             |
| Addition on account of acquisition of subsidiary (refer note 40) | 1,223.45      |
| At March 31, 2024  | 1,223.45      |

The Group performed its annual impairment test for year ended March 31, 2024. The Group estimates recoverable amount of CGU basis value-in-use method. An analysis of the sensitivity of the computation to a change in key parameters (operating margin, discount rates and long term average growth rate), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount. Key assumptions upon which the Group has based its determinations of value-in-use include:

- Estimated cash flows based on internal budgets and industry outlook for a period of five years and a terminal growth rate thereafter.
- The estimated value-in-use of this investment is based on the future cash flows using a 5.00% annual growth rate for periods subsequent to the forecast period of 5 years. This long term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector.
- Pre-tax Discount rate of 11.00%, which reflect current market assessment of the risks.

The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount.



5 Non-current financial assets

5.1 Investments

|  |     | (₹ in crores)  |                |                |                |
|--|-----|----------------|----------------|----------------|----------------|
|  |     | Consolidated   |                | Standalone     |                |
|  |     | No of units    |                | Amounts        |                |
|  |     | March 31, 2024 | March 31, 2023 | March 31, 2024 | March 31, 2023 |
| Investments at fair value through Profit and Loss        |     |                |                |                |                |
| Investments in other companies (unquoted)                |     |                |                |                |                |
| O2 Renewable Energy X Private Limited                    |     |                |                |                |                |
| -Equity shares of ₹ 10 each fully paid up                |     | 1,15,900       | -              | 0.12           | -              |
| -Compulsory convertible debentures of ₹ 1000 each        |     | 10,424         | -              | 1.04           | -              |
| [Refer note 5.1.1]                                       |     |                |                |                |                |
| Aggregate value of unquoted investments                  | (A) |                |                | 1.16           | -              |
| Investments in mutual funds (quoted)*                    |     |                |                |                |                |
| Aggregate book value/ market value of quoted investments | (B) |                |                | 44.53          | 15.00          |
| Aggregate value of investments (A+B)                     |     |                |                | 45.69          | 15.00          |

5.1.1 On October 23, 2023, the Company subscribed to 1,15,900 equity shares and 10,424 Series B compulsory convertible debentures of O2 Renewable Energy X Private Limited as captive power consumer

Information about the group's exposure to credit and market risks, and fair value measurement, is included in Note 37 & 38

\* Refer note 14.1 for details of Investments provided as security for borrowings

5.2 Loans (Unsecured considered good unless otherwise stated)

|  |  | (₹ in crores)  |                |
|--|--|----------------|----------------|
|  |  | Consolidated   | Standalone     |
|  |  | March 31, 2024 | March 31, 2023 |
| Inter Corporate Deposit given to related parties (refer note 5.2.1)  |  | -              | 271.13         |
| Less: Interest accrued on inter corporate deposits to related parties - disclosed under other non-current financial assets |  | -              | (11.33)        |
|  |  | -              | 259.80         |

\* Refer note 14.1 for details of Loans pledged as security for borrowings

5.2.1 Term of the loan as given below:

|  |                  | (₹ in crores)      |                          |                |        |
|--|------------------|--------------------|--------------------------|----------------|--------|
|  |                  | Consolidated       |                          | Standalone     |        |
|  |                  | March 31, 2024     | Movement during the year | March 31, 2023 |        |
| Name of the loanee                                   | Rate of Interest | Secured/ unsecured |                          |                |        |
| Manipal Hospitals (Dwarka) Private Limited ('MHDPL') |                  |                    |                          |                |        |
| Inter Corporate Deposit ("ICD")                      | 10.00%           | Unsecured          | -                        | (259.80)       | 259.80 |

The intercorporate deposit has been made available to MHDPL for the purpose of meeting its general corporate requirements

5.3 Other financial assets (Secured considered good unless otherwise stated)

|  |  | (₹ in crores)  |                |
|--|--|----------------|----------------|
|  |  | Consolidated   | Standalone     |
|  |  | March 31, 2024 | March 31, 2023 |
| Margin money deposit with banks (refer note 5.3.1)   |  | 4.53           | -              |
| Deposits with banks due to mature after twelve months from the reporting date (refer note 5.3.2) |  | 13.01          | 11.10          |
| Interest accrued on ICD to related parties (refer note 5.3.3)                                    |  | -              | 11.33          |
| Security deposits  |  | 18.08          | 14.02          |
|  |  | 35.62          | 36.45          |

(5.3.1) Margin money deposits with a carrying amount of ₹ 4.53 crores (March 31, 2023 ₹ Nil) are provided as collateral for bank guarantee

(5.3.2) It includes Debt Service Reserve Account maintained by the group with Banks amounting to ₹ 12.97 crores (March 31, 2023 ₹ 11.10 crores)

(5.3.3) Receivable from related parties (refer note 33)

6 Income tax assets (net)

|   |  | (₹ in crores)  |                |
|---|--|----------------|----------------|
|   |  | Consolidated   | Standalone     |
|   |  | March 31, 2024 | March 31, 2023 |
| Income tax assets (net of provision for income tax) |  | 94.65          | 46.61          |
|   |  | 94.65          | 46.61          |

7 Other non-current assets (Unsecured considered good unless otherwise stated)

|   |  | (₹ in crores)  |                |
|---|--|----------------|----------------|
|   |  | Consolidated   | Standalone     |
|   |  | March 31, 2024 | March 31, 2023 |
| Capital advances                              |  |                |                |
| Considered good                               |  | 3.85           | 3.35           |
| Considered doubtful                           |  | 17.88          | 17.88          |
|   |  | 21.73          | 21.23          |
| Less: Provision for doubtful capital advances |  | (17.88)        | (17.88)        |
|   |  | 3.85           | 3.35           |
| Prepaid expenses                              |  | 0.58           | 0.56           |
| Balances with government authorities          |  | 0.40           | -              |
|   |  | 4.83           | 3.91           |



| 8 | Assets held for sale | (₹ in crores)  |                |
|---|----------------------|----------------|----------------|
|   |                      | Consolidated   | Standalone     |
|   |                      | March 31, 2024 | March 31, 2023 |
|   | Land                 | 6.50           | 6.50           |
|   |                      | <b>6.50</b>    | <b>6.50</b>    |

(8.1.1) Land held for sale pertains to vacant land situated at Meerut ₹ 6.50 crores (March 31, 2023 ₹ 6.50 crores)

(8.1.2) As of March 31, 2024, the Group is actively responding to evolving market conditions and ongoing infrastructure developments in and around Meerut. Efforts to market the land are ongoing with the aim of achieving optimal realisation through a potential sale.

| 9 | Inventories (valued at lower of cost and net realizable value) | (₹ in crores)  |                |
|---|--|----------------|----------------|
|   |  | Consolidated   | Standalone     |
|   |  | March 31, 2024 | March 31, 2023 |
|   | Pharmacy items   | 26.47          | 11.74          |
|   | Medical consumables  | 19.36          | 15.96          |
|   |  | <b>46.03</b>   | <b>27.70</b>   |

Refer note 14.1 for details of Inventories provided as security for borrowings.

10. Current financial assets

| 10.1 | Investments                                       | (₹ in crores)  |                |
|------|---|----------------|----------------|
|      |   | Consolidated   | Standalone     |
|      |   | March 31, 2024 | March 31, 2023 |
|      | Investments at fair value through Profit and Loss |                |                |
|      | Investments in mutual funds (quoted)*             | 72.88          | 208.10         |
|      | Aggregate market value of quoted investments      | <b>72.88</b>   | <b>208.10</b>  |

\* Information about the Group's exposure to credit and market risks, and fair value measurement, is included in Note 37 & 38.

\* Refer note 14.1 for details of Investments provided as security for borrowings.

| 10.2 | Trade receivables (Unsecured considered good unless otherwise stated) | (₹ in crores)  |                |
|------|---|----------------|----------------|
|      |   | Consolidated   | Standalone     |
|      |   | March 31, 2024 | March 31, 2023 |
|      | Considered good   | 184.52         | 76.40          |
|      | Credit impaired   | 25.52          | 14.87          |
|      |   | 210.04         | 91.27          |
|      | Less: Loss allowance on trade receivables                             | (25.52)        | (14.87)        |
|      |   | <b>184.52</b>  | <b>76.40</b>   |

Refer note 14.1 for details of Trade receivables provided as security for borrowings.

(10.2.1) There are no trade receivables which have significant increase in credit risk.

(10.2.2) Ageing for trade receivables and unbilled revenue due from the due date for each of the category is as follows:

As at March 31, 2024 (Consolidated)

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |             |             |                   |               | Total |
|---|--|--------------------|-------------------|-------------|-------------|-------------------|---------------|-------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |       |
| Undisputed Trade Receivables - considered good                                | 113.05   | 58.61              | 8.53              | 3.84        | 0.49        | -                 | 184.52        |       |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -           | -           | -                 | -             |       |
| Undisputed Trade receivable - credit impaired                                 | 2.10   | 5.91               | 12.03             | 2.42        | 1.96        | 1.10              | 25.52         |       |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -           | -           | -                 | -             |       |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -           | -           | -                 | -             |       |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -           | -           | -                 | -             |       |
| <b>Total</b>  | <b>115.15</b>  | <b>64.52</b>       | <b>20.56</b>      | <b>6.26</b> | <b>2.45</b> | <b>1.10</b>       | <b>210.04</b> |       |
| Expected credit allowance %   | 1.82%  | 9.16%              | 58.51%            | 38.66%      | 80.00%      | 100.00%           | 12.15%        |       |

\* includes unbilled revenue of ₹ 19.52 crores as considered good.

As at March 31, 2023 (Standalone)

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |             |           |                   |              | Total |
|---|--|--------------------|-------------------|-------------|-----------|-------------------|--------------|-------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years   | 2-3 years | More than 3 years |              |       |
| Undisputed Trade Receivables - considered good                                | 55.78  | 20.10              | 0.52              | -           | -         | -                 | 76.40        |       |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Undisputed Trade receivable - credit impaired                                 | 0.11   | 3.52               | 10.71             | 0.53        | -         | -                 | 14.87        |       |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -           | -         | -                 | -            |       |
| <b>Total</b>  | <b>55.89</b>   | <b>23.62</b>       | <b>11.23</b>      | <b>0.53</b> | <b>-</b>  | <b>-</b>          | <b>91.27</b> |       |
| Expected credit allowance %   | 0.20%  | 14.90%             | 95.37%            | 100.00%     | -         | -                 | 16.29%       |       |

\* includes unbilled revenue of ₹ 9.10 crores as considered good.

10.3 Cash and cash equivalents

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | Consolidated   | Standalone     |
|   | March 31, 2024 | March 31, 2023 |
| Balances with banks   |                |                |
| - On current accounts                                       | 97.74          | 20.22          |
| - Deposits with original maturity of less than three months | 10.00          | -              |
| Cash on hand  | 1.52           | 0.55           |
| <b>Total cash and cash equivalents</b>                      | <b>109.26</b>  | <b>20.77</b>   |



10.4 Bank balances other than cash and cash equivalents

|   |  | (₹ in crores)  |                |
|---|--|----------------|----------------|
|   |  | Consolidated   | Standalone     |
|   |  | March 31, 2024 | March 31, 2023 |
| Deposits with banks original maturity with more than three months but less than twelve months |  | 13.26          | 19.94          |
|   |  | <u>13.26</u>   | <u>19.94</u>   |

\* It includes margin money deposits of ₹ Nil (March 31, 2023 ₹ 19.94 crores) with banks through deposits given as security for obtaining bank guarantees

10.5 Loans (Unsecured considered good unless otherwise stated)

|                    |  | (₹ in crores)  |                |
|--------------------|--|----------------|----------------|
|                    |  | Consolidated   | Standalone     |
|                    |  | March 31, 2024 | March 31, 2023 |
| Loans to employees |  | 0.39           | 0.20           |
|                    |  | <u>0.39</u>    | <u>0.20</u>    |

10.6 Other financial assets (Unsecured considered good unless otherwise stated)

|  |  | (₹ in crores)  |                |
|--|--|----------------|----------------|
|  |  | Consolidated   | Standalone     |
|  |  | March 31, 2024 | March 31, 2023 |
| Margin money deposit with banks          |  | 4.65           | -              |
| Interest accrued on fixed deposits       |  | 0.94           | 0.97           |
| Other receivables #                      |  |                |                |
| Considered good                          |  | 1.28           | 0.10           |
| Considered doubtful                      |  | 0.62           | -              |
| Less: Loss allowance on Other receivable |  | (0.62)         | -              |
| Net other receivables                    |  | 1.28           | 0.10           |
| Security deposits                        |  | 0.65           | 1.43           |
|  |  | <u>7.52</u>    | <u>2.50</u>    |

# includes receivables from related parties (refer note 33)

\* Refer note 14.1 for details of Other financial assets provided as security for borrowings

11 Other assets (Unsecured considered good unless otherwise stated)

|                                     |  | (₹ in crores)  |                |
|-------------------------------------|--|----------------|----------------|
|                                     |  | Consolidated   | Standalone     |
|                                     |  | March 31, 2024 | March 31, 2023 |
| Prepaid expenses                    |  | 6.77           | 1.86           |
| Advances to suppliers               |  | 8.23           | 9.73           |
| Balance with government authorities |  | 20.30          | 19.49          |
|                                     |  | <u>35.30</u>   | <u>31.08</u>   |

\* Refer note 14.1 for details of Other assets provided as security for borrowings

(This space has been intentionally left blank)



12 Equity Share capital

|  | (₹ in crores)                  |                              |
|--|--------------------------------|------------------------------|
|  | Consolidated<br>March 31, 2024 | Standalone<br>March 31, 2023 |
| 12.1 Authorised shares (Nos.)<br>1,104,950,000 (March 31, 2023 1,104,950,000) Equity shares of ₹ 10/- each                           | 1,104.95                       | 1,104.95                     |
| 12.2 Issued, subscribed and fully paid-up shares (Nos.)<br>1,025,297,268 (March 31, 2023 1,025,297,268) Equity Shares of ₹ 10/- each | 1,025.30                       | 1,025.30                     |
| <b>Total issued, subscribed and fully paid-up share capital</b>  | <b>1,025.30</b>                | <b>1,025.30</b>              |

12.3 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year:

|                               | Consolidated          |                 | Standalone            |                 |
|-------------------------------|-----------------------|-----------------|-----------------------|-----------------|
|                               | March 31, 2024        |                 | March 31, 2023        |                 |
|                               | Nos.                  | (₹ in crores)   | Nos.                  | (₹ in crores)   |
| At the beginning of the year  | 1,02,52,97,268        | 1,025.30        | 1,02,52,97,268        | 1,025.30        |
| Add: Issued during the year   | -                     | -               | -                     | -               |
| <b>At the end of the year</b> | <b>1,02,52,97,268</b> | <b>1,025.30</b> | <b>1,02,52,97,268</b> | <b>1,025.30</b> |

12.4 Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year, the Company has not declared any dividend.

In the event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to number of equity shares held by shareholders.

12.5 Shares held by holding company

|   | Consolidated   |               | Standalone     |               |
|---|----------------|---------------|----------------|---------------|
|   | March 31, 2024 |               | March 31, 2023 |               |
|   | Nos.           | (₹ in crores) | Nos.           | (₹ in crores) |
| Manipal Health Enterprises Private Limited ("MHEPL")* | 1,02,52,97,268 | 1,025.30      | 1,02,52,97,268 | 1,025.30      |

\*Includes 10,000 (March 31, 2023 10,000) equity shares of ₹ 10 each held by nominee on behalf of the holding company.

12.6 Details of shareholders holding more than 5% shares in the company:

|   | Consolidated     |                        | Standalone       |                        |
|---|------------------|------------------------|------------------|------------------------|
|   | March 31, 2024   |                        | March 31, 2023   |                        |
|   | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Equity shares of ₹ 10 each fully paid<br>Manipal Health Enterprises Private Limited | 1,02,52,97,268   | 100.00%                | 1,02,52,97,268   | 100.00%                |

As per the records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

12.7 Details of shareholding by the promoter of the company

As at March 31, 2024 (Consolidated)

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |
|  | <b>1,02,52,97,268</b>                      | <b>-</b>               | <b>1,02,52,97,268</b>                | <b>100.00%</b>    | <b>0.00%</b>             |

As at March 31, 2023 (Standalone)

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |
|  | <b>1,02,52,97,268</b>                      | <b>-</b>               | <b>1,02,52,97,268</b>                | <b>100.00%</b>    | <b>0.00%</b>             |

12.8 There have been no issue of bonus shares, buy back of shares, issue of shares for consideration other than cash for the period of five years immediately preceding the balance sheet date.

12.9 As at March 31, 2024 and March 31, 2023, the Company does not have any shares reserved for issue under options and contracts or commitments for the sale of shares.

13 Other equity

|   | (₹ in crores)                  |                              |
|---|--------------------------------|------------------------------|
|   | Consolidated<br>March 31, 2024 | Standalone<br>March 31, 2023 |
| 13.1 Securities premium                                 |                                |                              |
| Balance at the beginning of the year                    | 246.89                         | 246.89                       |
| Add: Addition during the year                           | -                              | -                            |
| <b>Balance at the end of the year</b>                   | <b>246.89</b>                  | <b>246.89</b>                |
| 13.2 Re-measurement gain/(loss) on defined benefit plan |                                |                              |
| Balance at the beginning of the year                    | 0.52                           | 0.03                         |
| OCI for the year (net of tax)                           | (2.35)                         | 0.49                         |
| <b>Balance at the end of the year</b>                   | <b>(1.83)</b>                  | <b>0.52</b>                  |
| 13.3 Retained earnings                                  |                                |                              |
| Balance at the beginning of the year                    | (526.52)                       | (697.97)                     |
| Add: Profit for the year                                | 200.91                         | 171.45                       |
| <b>Balance at the end of the year</b>                   | <b>(325.61)</b>                | <b>(526.52)</b>              |
| 13.4 Amalgamation adjustment deficit account            |                                |                              |
| Balance at the beginning of the year                    | (59.11)                        | (59.11)                      |
| Add: Addition during the year                           | -                              | -                            |
| <b>Balance at the end of the year</b>                   | <b>(59.11)</b>                 | <b>(59.11)</b>               |
| <b>Total of other equity</b>                            | <b>(139.66)</b>                | <b>(338.22)</b>              |
| 13.5 Non-controlling interest                           |                                |                              |
| Balance at the beginning of the year                    | (100.12)                       | -                            |
| On account of acquisition of subsidiary (refer note 40) | 0.72                           | -                            |
| Add: Addition during the year                           | (99.40)                        | -                            |
| <b>Balance at the end of the year</b>                   | <b>(198.80)</b>                | <b>-</b>                     |



14 Non-current financial liabilities

14.1 Borrowings (secured unless other-wise stated)

|  | (₹ in crores)          |                      |
|--|------------------------|----------------------|
|  | Consolidated           | Standalone           |
|  | March 31, 2024         | March 31, 2023       |
| <b>Borrowings</b>  |                        |                      |
| Term loan from banks (refer note 14.1.1 & 14.1.2)                                  | 2,127.24               | 365.11               |
| Loan from other parties (unsecured) (refer note 14.1.5)                            | -                      | 10.00                |
| Loan for purchase of capital asset (refer note 14.1.3 & 14.1.4)                    | 1.86                   | 0.50                 |
| (A)  | <u>2,129.10</u>        | <u>375.61</u>        |
| <b>Less: Current maturities - disclosed under the head 'short term borrowings'</b> |                        |                      |
| Term loan from banks   | 54.37                  | 48.06                |
| Loan for purchase of capital asset   | 0.31                   | 0.09                 |
| (B)  | <u>54.68</u>           | <u>48.15</u>         |
| <b>Non-Current Borrowings</b>  | <u><u>2,074.42</u></u> | <u><u>327.46</u></u> |

14.1.1 Details of Principal outstanding, rate of interest and repayment terms for term loans from banks and financial institutions

As at March 31, 2024 (Consolidated)

| Particulars                | Interest Rate as at March 31, 2024 | Frequency | Number of structured installments | Year of Maturity   | Principal Outstanding (net of transaction cost) |
|----------------------------|------------------------------------|-----------|-----------------------------------|--------------------|---|
| Secured Term loan (Bank 1) | 8.35% - 8.65%                      | Quarterly | Upto 40 Installments              | September 30, 2035 | 516.97  |
| Secured Term loan (Bank 2) | 8.32% - 8.72%                      | Quarterly | Upto 40 Installments              | September 30, 2035 | 371.78  |
| Secured Term loan (Bank 3) | 8.40%                              | Quarterly | Upto 48 Installments              | August 31, 2038    | 618.32  |
| Secured Term loan (Bank 4) | 8.25% - 8.50%                      | Quarterly | Upto 40 Installments              | March 31, 2036     | 320.17  |
| Secured Term loan (Bank 5) | 8.22%                              | Quarterly | Upto 40 Installments              | September 30, 2035 | 300.00  |
| <b>Total</b>               |                                    |           |                                   |                    | <b>2,127.24</b>                                 |

As at March 31, 2023 (Standalone)

| Particulars                | Interest Rate as at March 31, 2023 | Frequency | Number of structured installments | Year of Maturity | Principal Outstanding (net of transaction cost) |
|----------------------------|------------------------------------|-----------|-----------------------------------|------------------|---|
| Secured Term loan (Bank 1) | 8.72%                              | Quarterly | Upto 38 Installments              | June 30, 2028    | 112.25  |
| Secured Term loan (Bank 2) | 9.10%                              | Quarterly | Upto 36 Installments              | June 30, 2028    | 88.34   |
| Secured Term loan (Bank 3) | 9.06%                              | Quarterly | Upto 48 Installments              | June 30, 2034    | 164.52  |
| <b>Total</b>               |                                    |           |                                   |                  | <b>365.11</b>                                   |

14.1.2 The terms and conditions of all the term loans from banks and financial institutions are similar and are as follows:

During the year ended March 31, 2024, the terms and conditions of all the term loans from banks obtained by MHPL are as follows:

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the Company along with MHEPL, MHDPL, Manipal Hospitals (Bengaluru) Private Limited ("MHBPL") & MHEIPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by the Company
- Irrevocable and unconditional corporate guarantee by MHEPL, MHBPL & MHDPL. Subsequent to the acquisition of MHEIPL during the year March 31, 2024, MHEIPL assets are also offered to lenders for security.
- Non disposal undertaking by MHEPL in respect of each shareholding aggregating up to 100% (One hundred percent) in the Company

During the year ended March 31, 2024, the terms and conditions of all the term loans from banks obtained by MHEIPL are as follows:

During the year ended March 31, 2024, MHPL acquired MHEIPL and refinanced existing debt of MHEIPL. MHEIPL entered into facility agreements with Axis Bank, HDFC Bank, Canara Bank, Indust Bank and Kotak Bank and offered consolidated security as below:-

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the MHEIPL along with MHEPL, MHPL, MHBPL & MHDPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by MHEIPL.

During the year ended March 31, 2023, the terms and conditions of all the term loans from banks are as follows:

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the Company along with MHDPL, Manipal Hospitals (Jaipur) Private Limited ("MHJPL"), MHEPL and MHBPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements
- Irrevocable and unconditional corporate guarantee by MHBPL, MHDPL, MHJPL and MHEPL
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by MHPL.
- Non disposal undertaking by MHEPL in respect of each shareholding aggregating up to 100% (One hundred percent) in the Company

14.1.3 Details of Principal outstanding, rate of interest and repayment terms for loan for purchase of capital asset

|                                     | Consolidated     | Standalone       |
|-------------------------------------|------------------|------------------|
|                                     | March 31, 2024   | March 31, 2023   |
| Principal outstanding (₹ in crores) | 1.86             | 0.50             |
| Rate of interest                    | (8.60% to 9.40%) | (9.25% to 9.40%) |
| Year of repayment                   | 2027 to 2030     | 2027 to 2030     |

14.1.4 The Company obtained vehicle under financing arrangements from Bank and secured against such vehicle

14.1.5 Details of Principal outstanding, rate of interest and repayment terms for loan from other parties

|                                     | Consolidated   | Standalone     |
|-------------------------------------|----------------|----------------|
|                                     | March 31, 2024 | March 31, 2023 |
| Principal outstanding (₹ in crores) | -              | 10.00          |
| Rate of interest                    | -              | 11.50%         |
| Year of repayment                   | -              | 2026           |

14.2 Lease liabilities

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | Consolidated   | Standalone     |
|   | March 31, 2024 | March 31, 2023 |
| Opening balance   | 537.45         | 530.60         |
| Additions on account of acquisition of subsidiary (refer note 40) | 6.04           | -              |
| Add: New leases during the year                                   | 44.83          | 4.22           |
| Add: Interest accrued   | 66.98          | 57.98          |
| Add: Interest capitalised   | -              | 6.36           |
| Less: Interest paid   | (57.90)        | (56.48)        |
| Less: Lease paid  | (9.69)         | -              |
| Less: Lease termination/adjustments                               | (2.23)         | (5.43)         |
|   | <u>585.48</u>  | <u>537.45</u>  |
| Non-current   | 571.10         | 529.02         |
| Current   | 14.38          | 8.43           |



14.2.1 Notes

The Group has taken on lease certain land and building for hospital operations, hostels for staff, equipment's, office spaces and vehicles for use in the course of its business

Refer notes 2.3(g) in relation to accounting policy for leases

Refer note 4.1 for depreciation charge for right-of-use assets by class of underlying asset and additions to right-of-use assets and the carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset

Refer note 30.1 in relation to short term leases and leases of low-value assets accounted for applying paragraph 6 of Ind AS 116

Refer note 38C disclosure on maturity analysis of lease payments

Refer note 47 disclosure on cash outflows for leases liabilities

14.3 Other financial liabilities

|                            | (₹ in crores)  |                |
|----------------------------|----------------|----------------|
|                            | Consolidated   | Standalone     |
|                            | March 31, 2024 | March 31, 2023 |
| Security deposits received | 0.18           | -              |
|                            | <b>0.18</b>    | <b>-</b>       |

15 Provisions

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| <b>Non-current</b>                     |                |                |
| Provision for gratuity (refer note 36) | 22.47          | 6.43           |
|  | <b>22.47</b>   | <b>6.43</b>    |

16 Other non-current liabilities

|                 | (₹ in crores)  |                |
|-----------------|----------------|----------------|
|                 | Consolidated   | Standalone     |
|                 | March 31, 2024 | March 31, 2023 |
| Deferred income | -              | 0.20           |
|                 | <b>-</b>       | <b>0.20</b>    |

Deferred income pertains to amount relating to Export Promotion Capital Goods Scheme received on medical equipment's imported during the year ended March 31, 2020

17 Income Tax

The major components of income tax expense for the year ended March 31, 2024 and March 31, 2023 are

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| <b>Statement of Profit and loss:</b>                           |                |                |
| <b>Current income tax:</b>                                     |                |                |
| Current year income tax charge                                 | 92.64          | 40.68          |
| Adjustment of tax relating to earlier years                    | 0.29           | -              |
|  | <b>92.93</b>   | <b>40.68</b>   |
| <b>Deferred tax :</b>  |                |                |
| Origination and reversal of temporary differences              | (11.23)        | 0.69           |
| <b>Tax expense reported in the statement of profit or loss</b> | <b>81.70</b>   | <b>41.37</b>   |

OCI section

|  |               |             |
|--|---------------|-------------|
| Tax on net loss on remeasurement of defined benefit plan | (0.21)        | 0.17        |
| <b>Tax credit reported in OCI</b>                        | <b>(0.21)</b> | <b>0.17</b> |

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| Profit before tax  | 283.66         | 212.82         |
| Statutory income tax rate of 25.17% (March 31, 2023: 25.17%) | 71.39          | 53.56          |
| Tax effect of non-deductible expenses                        | 15.24          | (12.19)        |
| Deferred tax recognised basis reasonable certainty           | (3.61)         | -              |
| Tax adjustment pertaining to earlier years                   | (2.13)         | -              |
| Others   | 0.81           | -              |
|  | <b>81.70</b>   | <b>41.37</b>   |

Deferred tax

|  | (₹ in crores)               |                |  |                |
|--|-----------------------------|----------------|--|----------------|
|  | Recognised in balance sheet |                | Recognised in profit and loss and other comprehensive income |                |
|  | Consolidated                | Standalone     | Consolidated   | Standalone     |
|  | March 31, 2024              | March 31, 2023 | March 31, 2024   | March 31, 2023 |
| Property, plant, equipment and intangible assets: Impact of difference between tax depreciation as per Income Tax Act, 1961 over depreciation/ amortization as per Companies Act, 2013 | (219.17)                    | (151.51)       | 53.23  | (5.89)         |
| Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis * #  | 163.74                      | 143.01         | (20.73)  | (3.51)         |
| Allowance for bad and doubtful debts   | 6.53                        | 3.74           | (2.79)   | (1.04)         |
| Fair valuation of investments in mutual funds  | (0.71)                      | (1.07)         | (0.36)   | 0.11           |
| Unabsorbed depreciation  | 143.33                      | -              | (143.33)   | -              |
| Deferred tax assets not recognised in earlier years, recognised in current year basis reasonable certainty   | (103.24)                    | -              | 103.24   | -              |
| Others   | 10.12                       | 9.42           | (0.70)   | 11.19          |
| <b>Deferred tax (credit) / expense</b>   |                             |                | <b>(11.44)</b>   | <b>0.86</b>    |
| <b>Net deferred tax Assets</b>   | <b>0.60</b>                 | <b>3.59</b>    |  |                |

\* Includes items under 43B such as Leave encashment, gratuity, bonus

# Gratuity amount routed through Other Comprehensive Income pertaining to remeasurement of defined benefit plan



Reflected in the balance sheet as follows:

|                                  | ₹ in crores    |                |
|----------------------------------|----------------|----------------|
|                                  | Consolidated   | Standalone     |
|                                  | March 31, 2024 | March 31, 2023 |
| Deferred tax assets              | 323.72         | 156.17         |
| Deferred tax liabilities         | (323.12)       | (152.58)       |
| <b>Deferred tax Assets (net)</b> | <b>0.60</b>    | <b>3.59</b>    |

Note: Deferred tax assets/(liabilities) has been disclosed basis entity wise net deferred tax assets/(liabilities) as at year-end

The Companies in the Group have elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance 2019

Unrecognised deferred tax asset:

Deferred tax assets have not been recognised in respect of the following items because it is not probable that future taxable profit will be available against which the Group can use the benefits therefrom

|   | ₹ in crores    |                         |                |                         |
|---|----------------|-------------------------|----------------|-------------------------|
|   | Consolidated   |                         | Standalone     |                         |
|   | March 31, 2024 |                         | March 31, 2023 |                         |
|   | Gross Amount   | Unrecognised tax effect | Gross Amount   | Unrecognised tax effect |
| Carried forward unabsorbed depreciation | 569.48         | 143.33                  | -              | -                       |
|   | <b>569.48</b>  | <b>143.33</b>           | -              | -                       |

Tax losses carried forward:

Tax losses for which no deferred tax asset was recognised expire as follows

|   | ₹ in crores     |                |                 |             |
|---|-----------------|----------------|-----------------|-------------|
|   | Consolidated    |                | Standalone      |             |
|   | March 31, 2024  |                | March 31, 2023  |             |
|   | Amount (in crs) | Expiry date    | Amount (in crs) | Expiry date |
| Carried forward unabsorbed depreciation | 569.48          | Not Applicable | -               | -           |

18 Current financial liabilities

18.1 Short term borrowings

Current maturities of long-term borrowings

Term loan from banks (refer note 14.1.1 & 14.1.2)

Loan for purchase of capital asset (refer note 14.1.3 & 14.1.4)

|  | ₹ in crores    |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
|  | 54.37          | 48.06          |
|  | 0.31           | 0.09           |
|  | <b>54.68</b>   | <b>48.15</b>   |

18.2 Trade payables

Trade payables

- total outstanding dues of micro enterprises and small enterprises\*

- total outstanding dues of creditors other than micro enterprises and small enterprises

|  | ₹ in crores    |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
|  | 10.07          | 5.89           |
|  | 528.29         | 237.56         |
|  | <b>538.36</b>  | <b>243.45</b>  |

\*Also refer note 48

(18.2.1) For details relating to payable to related parties refer note 33

(18.2.2) There were no disputed dues from Micro enterprises and small enterprises and other creditors

As at March 31, 2024 (Consolidated)

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due  | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | 8.53   | 1.42             | 0.12        | -           | -                 | 10.07         |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 445.01   | 75.01            | 6.14        | 1.61        | 0.52              | 528.29        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>453.54</b>  | <b>76.43</b>     | <b>6.26</b> | <b>1.61</b> | <b>0.52</b>       | <b>538.36</b> |

As at March 31, 2023 (Standalone)

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due  | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | -  | 5.89             | -           | -           | -                 | 5.89          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 221.09   | 13.71            | 1.53        | 0.38        | 0.85              | 237.56        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>221.09</b>  | <b>19.60</b>     | <b>1.53</b> | <b>0.38</b> | <b>0.85</b>       | <b>243.45</b> |

19 Other financial liabilities

Interest accrued but not due on borrowings \*

Capital creditors \*\*

Sundry deposits

Retention money

Other payables (includes payable to related party refer note 33)

|  | ₹ in crores    |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
|  | 0.25           | 1.33           |
|  | 18.31          | 20.71          |
|  | 0.31           | 0.19           |
|  | 1.33           | 2.47           |
|  | 0.44           | -              |
|  | <b>20.64</b>   | <b>24.70</b>   |

\* The details of interest rates, repayment and other terms are disclosed under note 14.1

\*\* As at March 31, 2024, outstanding amount of ₹ 0.76 crores (March 31, 2023 ₹ 0.85 crores) is due to micro and small enterprises. There are no interest due or outstanding on the same. There are no amounts paid to micro and small enterprises beyond the appointed date during the current and the previous years



|    |   | (₹ in crores)  |                |
|----|---|----------------|----------------|
|    |   | Consolidated   | Standalone     |
|    |   | March 31, 2024 | March 31, 2023 |
| 20 | <b>Provisions</b>                                 |                |                |
|    | <b>Current</b>                                    |                |                |
|    | Provision for compensated absences                | 21.33          | 8.31           |
|    |   | <u>21.33</u>   | <u>8.31</u>    |
| 21 | <b>Other current liabilities</b>                  |                |                |
|    |   |                |                |
|    | Deferred income                                   | -              | 0.07           |
|    | Statutory dues                                    | 14.96          | 8.80           |
|    | Advance received from customer [refer note 23(b)] | 8.33           | 8.57           |
|    | Other liabilities                                 | 1.67           | -              |
|    |   | <u>24.96</u>   | <u>17.44</u>   |
| 22 | <b>Current tax liabilities (net)</b>              |                |                |
|    |   |                |                |
|    | Current tax liabilities (net)                     | 0.47           | 5.32           |
|    |   | <u>0.47</u>    | <u>5.32</u>    |

(This space has been intentionally left blank)



Manipal Hospitals Private Limited  
Notes to the Consolidated Financial Statements for the year ended March 31, 2024

23 Revenue from operations \*

|   | (₹ in crores)   |                 |
|---|-----------------|-----------------|
|   | Consolidated    | Standalone      |
|   | March 31, 2024  | March 31, 2023  |
| <b>Revenue from goods and services</b>                |                 |                 |
| Hospital services                                     | 2,458.90        | 1,578.74        |
| Pharmacy sales  | 62.44           | 50.70           |
| Less: Discounts #                                     | (180.76)        | (180.72)        |
| <b>Total revenue from contract with customers (a)</b> | <b>2,340.58</b> | <b>1,448.72</b> |
| <b>Other operating revenues</b>                       |                 |                 |
| Rental income   | 2.54            | 0.54            |
| Parking charges                                       | 0.53            | 0.20            |
| Occupational health centre and ambulance service      | 2.59            | -               |
| Others  | 9.61            | 7.37            |
| <b>Total (b)</b>                                      | <b>15.27</b>    | <b>8.11</b>     |
| <b>Total (a+b)</b>                                    | <b>2,355.85</b> | <b>1,456.83</b> |

\* includes transactions with related parties (refer note 33)

# primarily from hospital services

- a) The revenue from contracts with customer at disaggregation is provided above  
b) Changes in contract liabilities- Advance received from customers

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| <b>Balance at the beginning of the year</b>  | 8.57           | 6.62           |
| Less: Revenue recognised that was included in the balance at the beginning of the year (refer note 21) | (8.57)         | (6.62)         |
| Add: Increase due to advance from patients received (refer note 21)                                    | 8.33           | 8.57           |
| <b>Balance at the end of the year</b>  | <b>8.33</b>    | <b>8.57</b>    |
| <b>Expected revenue recognition from remaining performance obligations:</b>                            |                |                |
| - Within one year  | 8.33           | 8.57           |

- c) Contract balances

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| Receivables                                      |                |                |
| - Trade receivables (refer note 10.2)            | 184.52         | 76.40          |
| Contract liabilities                             |                |                |
| - Advance received from customer (refer note 21) | 8.33           | 8.57           |

Trade receivable are non-interest bearing and are generally on a terms of 30 to 120 days

Contract liabilities relates to the advances received from the customers to deliver the hospital service. There is no significant changes in the contract liabilities during the year.

24 Other income

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | Consolidated   | Standalone     |
|   | March 31, 2024 | March 31, 2023 |
| Profit on sale of investments in mutual funds (net)   | 12.10          | 10.92          |
| Fair value gain on financial instruments at FVTPL     | 2.32           | -              |
| Profit on sale of property, plant and equipment (net) | 2.37           | -              |
| Interest income on income tax refund                  | 2.92           | 2.15           |
| Others  | -              | 0.24           |
| Liability written back                                | 0.14           | -              |
|   | <b>19.85</b>   | <b>13.31</b>   |



Manipal Hospitals Private Limited  
Notes to the Consolidated Financial Statements for the year ended March 31, 2024

| 25 | Finance income  | (₹ in crores)  |                |
|----|---|----------------|----------------|
|    |   | Consolidated   | Standalone     |
|    |   | March 31, 2024 | March 31, 2023 |
|    | Interest on inter corporate deposit *                             | 9.14           | 12.59          |
|    | Interest income on financial assets at amortised cost             | 0.77           | 0.77           |
|    | Interest income on bank deposits                                  | 1.80           | 1.67           |
|    |   | <b>11.71</b>   | <b>15.03</b>   |
|    | * includes transactions with related parties (refer note 33)      |                |                |
| 26 | Changes in inventories of medical consumables and pharmacy items  | (₹ in crores)  |                |
|    |   | Consolidated   | Standalone     |
|    |   | March 31, 2024 | March 31, 2023 |
|    | <i>Pharmacy items</i>   |                |                |
|    | Inventory at the beginning of the year                            | 11.74          | 9.42           |
|    | Less: Inventory at the end of the year                            | (26.47)        | (11.74)        |
|    |   | (14.73)        | (2.32)         |
|    | <i>Other medical consumables</i>                                  |                |                |
|    | Inventory at the beginning of the year                            | 15.96          | 14.64          |
|    | Inventory on account of acquisition of subsidiary (refer note 40) | 15.32          | -              |
|    | Less: Inventory at the end of the year                            | (19.56)        | (15.96)        |
|    |   | 11.72          | (1.32)         |
|    |   | <b>(3.01)</b>  | <b>(3.64)</b>  |
| 27 | Employee benefits expense *                                       | (₹ in crores)  |                |
|    |   | Consolidated   | Standalone     |
|    |   | March 31, 2024 | March 31, 2023 |
|    | Salaries, wages and bonus   | 255.00         | 156.84         |
|    | Contribution to provident and other funds (refer note 36)         | 16.68          | 10.32          |
|    | Gratuity expenses (refer note 36)                                 | 0.85           | 2.38           |
|    | Staff welfare expenses  | 15.86          | 11.23          |
|    |   | <b>288.39</b>  | <b>180.77</b>  |
|    | * includes transactions with related parties (refer note 33)      |                |                |
| 28 | Finance costs   | (₹ in crores)  |                |
|    |   | Consolidated   | Standalone     |
|    |   | March 31, 2024 | March 31, 2023 |
|    | Bank charges  | 9.93           | 7.13           |
|    | Interest  |                |                |
|    | - on bank loan  | 109.25         | 32.13          |
|    | - on leases   | 66.98          | 57.98          |
|    | - on vehicle loan   | 0.11           | 0.01           |
|    | - on others   | 12.72          | 0.44           |
|    | Loan processing fees  |                |                |
|    | - on financial liabilities measured at amortised cost             | 10.59          | 1.98           |
|    | <b>Total interest expense</b>                                     | <b>199.65</b>  | <b>92.54</b>   |
|    |   | <b>209.58</b>  | <b>99.67</b>   |
| 29 | Depreciation and amortisation expense                             | (₹ in crores)  |                |
|    |   | Consolidated   | Standalone     |
|    |   | March 31, 2024 | March 31, 2023 |
|    | Depreciation of property, plant and equipment (refer note 3.1)    | 108.29         | 60.16          |
|    | Depreciation of right of use assets (refer note 4.1)              | 24.91          | 22.94          |
|    | Amortisation of intangible assets (refer note 4.2)                | 15.72          | 3.79           |
|    |   | <b>148.92</b>  | <b>86.89</b>   |



**Manipal Hospitals Private Limited**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

**30 Other expenses**

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| Doctors professional fees                              | 563.15         | 370.44         |
| House keeping, including consumables                   | 42.69          | 33.03          |
| Power and fuel and other utilities                     | 43.99          | 33.62          |
| Security charges                                       | 17.20          | 5.73           |
| Rent (refer note 30.1)                                 | 21.32          | 15.65          |
| Contractual manpower                                   | 44.82          | 12.23          |
| Rates and taxes  | 19.60          | 1.61           |
| Insurance  | 3.79           | 1.58           |
| Repairs and maintenance                                |                | 4.78           |
| - Buildings  | 2.94           | 17.31          |
| - Plant and machinery                                  | 33.25          | 33.37          |
| - Others**   | 26.05          | 1.00           |
| Corporate social responsibility (refer note 44)        | 2.45           | 38.06          |
| Advertising and sales promotion**                      | 70.66          | 4.28           |
| Travelling and conveyance                              | 9.64           | 1.77           |
| Communication costs                                    | 4.17           | 5.73           |
| Printing and stationery                                | 9.84           | 28.03          |
| Legal and professional fees**                          | 22.17          | 0.93           |
| Payment to auditors                                    | 1.33           | 7.30           |
| Bad debts/advances written off                         | 13.13          | 4.45           |
| Loss allowance on trade receivables (net of reversals) | 5.43           | -              |
| Loss allowance on other receivables (net of reversals) | 0.41           | -              |
| Fair value loss on financial instruments at FVTPL      | -              | 0.18           |
| Foreign exchange loss (net)                            | 0.10           | 0.04           |
| Miscellaneous expenses                                 | 4.23           | 2.42           |
|  | <b>962.36</b>  | <b>623.54</b>  |

\*\* includes transactions with related parties (refer note 33)

**30.1** Represents amounts incurred by the Group towards expenses relating to short-term leases, leases of low-value assets and ineligible GST on lease payments written off. Also refer note 2.3(g).

**30.2 Payment to auditors\***

|                | (₹ in crores)  |                |
|----------------|----------------|----------------|
|                | Consolidated   | Standalone     |
|                | March 31, 2024 | March 31, 2023 |
| Audit fees     | 1.33           | 0.77           |
| Limited review | -              | 0.16           |
|                | <b>1.33</b>    | <b>0.93</b>    |

\*Amount inclusive of Goods and Service Tax (GST)

(This space has been intentionally left blank)



31 Exceptional items

The Group has incurred certain project fees, legal and professional fees towards its executed/ planned business expansion / tender amounting to ₹ 21.24 crores (March 31, 2023: Nil). The Group has disclosed the same as exceptional item in the Consolidated Financial Statements.

32 Earnings per share (EPS)

The following reflects the income and share data used in the basic and diluted EPS computations:

|  | (₹ in crores)                  |                              |
|--|--------------------------------|------------------------------|
|  | Consolidated<br>March 31, 2024 | Standalone<br>March 31, 2023 |
| Profit attributable to the Owners of the Company | 200.91                         | 171.45                       |
| Weighted average number of equity shares         | 1,02,52,97,268                 | 1,02,52,97,268               |
| Earnings per share - Basic and diluted - ₹       | 1.96                           | 1.67                         |

33 Related party transactions

(a) Names of related parties where control exists irrespective of whether transactions have occurred or not:

|                 |   |
|-----------------|---|
| Holding Company | - Manipal Health Enterprises Private Limited ('MHEPL')  |
| Subsidiary      | - Manipal Hospitals (East) India Private Limited ('MHEIPL') (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited ) (w.e.f September 20, 2023) |

(b) Names of other related parties as per Ind AS 24:

|   |   |
|---|---|
| Fellow subsidiaries   | - Manipal Hospitals (Dwarka) Private Limited ('MHDPL')<br>- Manipal Hospitals (Bengaluru) Private Limited ('MHBPL')<br>- Healthmap Diagnostics Private Limited<br>- Manipal Hospitals (Jaipur) Private Limited ('MHJPL') (upto July 17, 2023)<br>- Manipal Hospitals Synergie Private Limited ('MHSPL') (formerly known as Medica Synergie Private Limited) (w.e.f July 01, 2024)<br>- Manipal Hospitals Eastern India Private Limited (formerly known as Medica Hospitals Private Limited) (w.e.f July 01, 2024) |
| Other related parties<br>(Enterprises under significant influence of ultimate holding company/holding company upto July 13, 2023)<br><br>(Enterprise over which Key management personnel ("KMP") of holding company has significant influence from July 13, 2023) | - Manipal Cigna Health Insurance Company Limited<br>- Manipal Foundation<br>- MEMG International India Private Ltd<br>- UNext Learning Private Limited<br>- Manipal Academy of Higher Education   |
| Key management personnel:   | - Dr. H. Sudarshan Ballal, Director<br>- Mr. Karthik Rajagopal, Director<br>- Mr. Sameer Agarwal, Director  |

(c) Names of additional related parties as per Companies Act, 2013

|                        |                         |
|------------------------|-------------------------|
| KMP: Company Secretary | - Ms. Khadija G Vahora. |
|------------------------|-------------------------|

Transactions with the above related parties during the year ended:

| Name of related party                          | Nature of transaction  | (₹ in crores)                  |                              |
|--|--|--------------------------------|------------------------------|
|  |  | Consolidated<br>March 31, 2024 | Standalone<br>March 31, 2023 |
| Remuneration to key management personnel (KMP) | Employee Benefits  | 0.11                           | 0.11                         |
| Manipal Health Enterprises Private Limited     | Hospital Services received                                   | 12.93                          | 7.41                         |
|  | Hospital Services rendered                                   | 1.56                           | -                            |
|  | Purchase of medical pharmacies/consumables (net of returns)  | 1.67                           | 3.56                         |
|  | Sale of medical pharmacies/consumables (net of returns)      | 0.26                           | 1.88                         |
|  | Reimbursement of Expenses incurred on behalf of the group    | 206.78                         | 122.80                       |
|  | Recovery of expenses incurred on behalf of other group       | 18.04                          | 3.19                         |
|  | Amount paid to related party                                 | 198.92                         | 113.75                       |
|  | Purchase of Asset  | -                              | 0.09                         |
|  | Sale of asset  | 0.06                           | -                            |
| ManipalCigna Health Insurance Company Limited  | Insurance expenses   | 1.81                           | 1.12                         |
| Manipal Hospitals (Dwarka) Private Limited     | Interest Income on ICD                                       | 9.12                           | 12.59                        |
|  | ICD given during the year                                    | -                              | 259.80                       |
|  | ICD repayment received during the year                       | 259.80                         | -                            |
|  | Interest income received on ICD repayment                    | 19.54                          | -                            |
|  | Amount paid to related party                                 | 0.08                           | -                            |
|  | Recovery of expenses incurred on behalf of the related party | 0.08                           | -                            |
|  | Reimbursement of expenses incurred on behalf of the Group    | 0.13                           | -                            |



**Manipal Hospitals Private Limited**

**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

|   |   |       |       |
|---|---|-------|-------|
| Manipal Hospitals (Jaipur) Private Limited    | Sale of medical pharmacies/consumables (net of returns)           | -     | 0.00* |
|   | Reimbursement received from Related party                         | -     | 0.16  |
| MEMG International India Private Ltd          | Royalty charges (included under legal and professional expense)   | 11.99 | 8.64  |
| Manipal Foundation                            | Corporate Social Responsibility Expenditure                       | 2.45  | 1.00  |
| Manipal Hospitals (Bengaluru) Private Limited | Purchase of Asset   | 0.01  | 0.01  |
|   | Reimbursement of expenses incurred on behalf of the Related party | 3.14  | -     |
|   | Recovery of expenses incurred on behalf of the related party      | 1.88  | 0.03  |

\* Represents value less than Rs 0.01 crore

Balances receivable from/payable to related parties are as follows:

| Name of related party                         | Nature of balances      | ₹ in crores                    |                              |
|---|-------------------------|--------------------------------|------------------------------|
|   |                         | Consolidated<br>March 31, 2024 | Standalone<br>March 31, 2023 |
| Manipal Health Enterprises Private Limited    | Trade Payables          | 17.01                          | 14.01                        |
|   | Other payables          | 0.33                           | -                            |
| ManipalCigna Health Insurance Company Limited | Prepaid expenses        | 1.78                           | 1.50                         |
| Manipal Hospitals (Dwarka) Private Limited    | Other receivables       | 0.03                           | -                            |
|   | ICD receivable          | -                              | 259.80                       |
|   | Interest accrued on ICD | -                              | 11.33                        |
| MEMG International India Private Limited      | Trade Payables          | 5.11                           | 1.50                         |
| Manipal Hospitals (Bengaluru) Private Limited | Other receivables       | 0.02                           | 0.03                         |
|   | Trade Payables          | 1.26                           | 0.01                         |

\* Represents value less than Rs 0.01 crore

**Terms and conditions of transactions with related parties**

The sales/purchases, income/expenses, loans from/to related parties are made on terms equivalent to those that prevail in arm's length transactions. During the current and previous years, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(This space has been intentionally left blank)



34 Contingent liabilities

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| (A) Claims against the Group not acknowledged as debts |                |                |
| i) Patient Compensation                                | 155.40         | 2.37           |
| ii) Indirect Tax                                       |                |                |
| Goods and Service Tax                                  | 10.83          | 35.20          |
| Finance Act, 1994                                      | 13.39          | 11.40          |
| (B) Guarantees   |                |                |
| i) Bank guarantees                                     | 4.41           | 0.37           |
|  | <b>184.03</b>  | <b>49.34</b>   |

(i) Patient Compensation

There are certain claims made against the Group in respect of patient compensation. The cases are pending with various Consumer Disputes Redressal Commissions. Based on the legal counsel's views, the management does not expect these claims to succeed. Accordingly, no provision for liability has been recognized in the Consolidated Financial Statements.

The Group is confident that its position will be upheld for above litigations.

(ii) Indirect Tax Demand

Goods and Service Tax

(a) The Company went in for Advance Ruling seeking clarification on chargeability of GST on activities performed by its employees at the Corporate office in the course of or in relation to employment viz., accounting, other administrative and IT system maintenance for its units located in states outside of the Karnataka. The Authority for Advance Ruling passed an order calling it as supply and hence chargeable to GST. Aggrieved by the order, the company appealed against the said order with the Appellate Authority of Advance Ruling (AAAR) which again passed the order in favour of Revenue. Aggrieved by the order passed by AAAR, the Company has filed a writ petition with the Hon'ble high court of Karnataka on April 26, 2019 to quash the said order. Fresh Interlocutory Applications, challenging the validity of constitution of AAR/AAAR was listed for hearing in April 2021. The matter was heard and the respondents (Union and State) were directed to file objections. Potential liability as on March 31, 2024 is ₹ 10.71 crores (As on March 31, 2023: ₹ 9.35 crores).

(b) During the year 2016-17, while filing TRAN-1- Transitional ITC for CENVAT Credit and Value added Tax (VAT) credit, the Company has inadvertently claimed SGST credit in TRANS-1 amounting to ₹ 0.47 crores while there was no VAT credit available to be transitioned to Goods and Service Tax (GST). Upon realizing its mistake, the Company has voluntarily remitted back the same amount. Subsequently, the department issued notice for difference in credit claimed as per Tran 1 and VAT returns and has demanded interest of ₹ 0.07 crores and penalty of ₹ 0.05 crores as applicable under KGST Act. The Company has thereafter made payment of the interest in 2021. Considering the above fact, that the Company has already remitted the impugned amount even before the authorities identified along with the interest, the company believes it has a good case and the penalty imposed would be set aside.

(c) During the month of February 2023, Intimation in DRC-1A is received wherein demand is raised of ₹ 33.03 crores (₹ 18.09 crores as GST liability and ₹ 14.94 crores as interest) pertaining to incorrect apportionment of Input Tax Credit ("ITC") including non-payment of GST on corporate guarantee. For the FY 2017-18 and 2018-19 it has been alleged that the Company has inadvertently availed ITC on supply of medicines to in-patients and is liable to reverse the same. For the FY 2019-20 to 2021-22 it has been alleged that Company has short reversed input tax credit in terms of Section 17(2) of the CGST Act. As on year ended March 31, 2023, the demand got reduced to ₹ 25.38 crores (₹ 13.78 crores as GST liability and Rs 11.59 crores as interest) and the same was shown as contingent liability for the year ended March 31, 2023. Based on the legal opinion, the company has paid an amount of ₹ 13.78 crores towards the demand of GST (without interest) under protest.

Finance Act, 1994

(a) Commissioner, Central Tax (Audit-1, Commissionerate) has issued show cause notice no 54/2020-21 CTA-1/Commr. dtd December 30, 2020 towards non-reversal of Cenvat credit/non-payment of Service Tax payable under provisions of Rule 6 of the Cenvat Credit Rules, 2004 in respect of exempted services for the period from October 1, 2014 to June 30, 2017 for an amount of ₹ 10.10 crores including interest and penalty. The Company has remitted the tax amount of ₹ 3.55 crores under protest and filed response to the notice before the Principal Commissioner/ Commissioner of Central Tax, East Commissionerate on February 26, 2021. The authorities vide OIO No 57/2021 dt November 30, 2021 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with CESTAT on April 18, 2022.

(b) Deputy Commissioner, Circle IV, Central Tax (Audit-1, Commissionerate) has issued show cause notice no.47/2020-21 CTA-1/Dy Commr. dtd December 18, 2020 towards non-payment of Service Tax under reverse charge on services received from Director of the Company payable under Section 68(2) of the Finance Act, 1994 for an amount of ₹ 1.30 crores (March 31, 2023 ₹ 1.30 crores) including interest and penalty. The Company has filed its response to the show cause notice before the Deputy/Assistant Commissioner of Central Tax East division -5, Bangalore East Commissionerate on January 18, 2021. The authorities vide OIO No 199/2022 dt March 31, 2022 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with Commissioner of Service Tax (Appeals) on June 16, 2022 and remitted the tax amount of ₹ 0.31 crores under protest.

(c) During the year ended March 31, 2024, due to acquisition of Manipal Hospitals (East) India Private Limited (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited), Service tax demand of ₹1.99 crore existed towards renting of immovable property and pending before Additional Commissioner, CGST & CX, Kolkata. The authority confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company filed the appeal with Commissioner (Appeal-1). As per share purchase agreement entered into with the erstwhile shareholder of the Company, the case is fully indemnified in the event of an unfavourable outcome.

Based on the discussions, the Group had with the tax experts, they are of the view that the Group has good case on merits and has higher probability of winning the above cases, both under GST and Finance Act. Accordingly, it has been disclosed as a contingent liability.

(iii) During the year ended March 31, 2024, The Company along with MHEPL, MHBPL, MHDPL and MHEIPL have provided security to various lenders in the form of first ranking pari passu charge over Immovable properties including lease hold improvements, Movable Fixed Assets, Intangibles assets and Current Assets (as defined in the Facility Agreements) for the term loans amounting to ₹ 3,883.13 crore availed by the Company, MHEPL, MHDPL, HCMCT (Silo) and MHEIPL.

During the year ended March 31, 2023, The Company along with MHEPL, MHDPL, MHBPL and MHEIPL have provided corporate guarantee and security in the form of first charge on pari passu basis over fixed assets and current assets (as defined in the facility agreements) for the facilities amounting to ₹ 2,124.22 crore availed by the Company along with MHEPL, MHDPL and HCMCT (Silo) from various lenders.

Pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

35 Capital Commitments and other commitments

As at March 31, 2024, the Group has a commitment towards purchase of capital asset of ₹ 116.41 crores (March 31, 2023: ₹ 45.53 crores)



36 Employee benefit plan

(i) Defined contribution plan:

Amount recognised and included in note 27, Contribution to provident and other funds in statement of profit and loss of ₹ 16.68 crores (March 31, 2023 ₹ 10.32 crores)

(ii) Defined benefit plan:

The Group has a defined benefit gratuity plan. Under this plan, every employee who is entitled as per the Gratuity Act, gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The gratuity plan is a funded plan and the Group makes contributions to funds maintained with an insurance company.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the balance sheet

|  | (₹ in crores)  |                |
|--|----------------|----------------|
|  | Consolidated   | Standalone     |
|  | March 31, 2024 | March 31, 2023 |
| <b>a) Statement of profit and loss and other comprehensive income</b>                |                |                |
| <b>i) Net employee benefit expense recognized in the statement of profit or loss</b> |                |                |
| Current service cost   | 3.80           | 2.38           |
| Past service cost  | 1.49           | -              |
| Interest cost on benefit obligation  | 1.34           | 0.75           |
| Expected return on plan assets   | (0.34)         | (0.31)         |
| <b>Net benefit expense charged to statement of profit or loss</b>                    | <b>6.29</b>    | <b>2.82</b>    |
| <b>ii) Remeasurement</b>   |                |                |
| Actuarial changes arising from changes in  |                |                |
| -Financial assumptions   | 1.17           | (0.56)         |
| -Demographic assumptions   | 1.02           | -              |
| -Experience adjustments  | 0.72           | (0.24)         |
| Return on plan assets excluding interest income                                      | (0.02)         | 0.14           |
| <b>Total amount recognised in other comprehensive income</b>                         | <b>2.89</b>    | <b>(0.66)</b>  |
| <b>b) Balance Sheet</b>  |                |                |
| <b>Defined benefit obligation</b>  |                |                |
| Present value of funded defined benefit obligation                                   | 31.58          | 11.09          |
| Fair value of plan assets  | 9.11           | 4.66           |
| <b>Unfunded status</b>   | <b>22.47</b>   | <b>6.43</b>    |
| <b>Net defined benefit (asset)/liability</b>   | <b>22.47</b>   | <b>6.43</b>    |
| Non current  | 22.47          | 6.43           |
| Current  | -              | -              |
| <b>Plan (asset)/liability</b>  | <b>22.47</b>   | <b>6.43</b>    |
| <b>c) Change in projected benefit obligations</b>                                    |                |                |
| Defined benefit obligation at the beginning of the year                              | 6.43           | 6.46           |
| Additions on account of acquisition of subsidiary (refer note 40)                    | 10.31          | -              |
| Fair value of plan assets at the beginning of the year                               | 11.19          | 4.49           |
| Current service cost   | 3.80           | 2.38           |
| Past service cost  | 1.49           | -              |
| Interest cost  | 1.81           | 0.75           |
| Benefits paid  | (6.36)         | (2.19)         |
| Remeasurement of gain in other comprehensive income                                  |                |                |
| Actuarial changes arising from changes in  |                |                |
| -Financial assumptions   | 1.17           | (0.56)         |
| -Demographic assumptions   | 1.02           | -              |
| -Experience adjustments  | 0.72           | (0.24)         |
| Liabilities settled on account of intergroup transfer                                | -              | -              |
| Fair value of plan assets at the end of the year                                     | (9.11)         | (4.66)         |
| <b>Obligations at end of the year</b>  | <b>22.47</b>   | <b>6.43</b>    |
| <b>d) Movements in the fair value of plan assets are as follows</b>                  |                |                |
| Fair value of plan assets at the beginning of the year                               | 4.66           | 4.49           |
| Additions on account of acquisition of subsidiary (refer note 40)                    | 6.53           | -              |
| Interest income  | 0.81           | 0.31           |
| Actuarial gain/(loss) on plan assets   | 0.02           | (0.14)         |
| Contribution paid into the plan  | 3.45           | 2.19           |
| Benefits paid  | (6.36)         | (2.19)         |
| <b>Fair value of plan assets at the end of the year</b>                              | <b>9.11</b>    | <b>4.66</b>    |



**Defined plan asset**

Plan assets consist of assets held in a "long-term benefit fund" for the sole purpose of making future benefit payments when they fall due. Plan assets include qualifying insurance policies and are not quoted in the market.

The Group expects to pay ₹ 2.50 crore in contributions to its defined benefit plans in 2024-25.

**e) Investment details of plan assets:**

|                       |             |             |
|-----------------------|-------------|-------------|
| Insurer managed funds | 9.01        | 4.66        |
| Others                | 0.10        | -           |
|                       | <b>9.11</b> | <b>4.66</b> |

**f) The principal assumptions used in determining gratuity liability for the Group's plan are shown below:**

|                               |               |          |
|-------------------------------|---------------|----------|
| Discount rate                 | 7.15 to 7.20% | 7.45%    |
| Increase in compensation cost | 6.00%         | 6.00%    |
| Retirement Age                | 60 years      | 60 years |

**Employee turnover**

| Consolidated   |                | Standalone     |                |
|----------------|----------------|----------------|----------------|
| Age (Years)    | Rate (p.a.)    | Age (Years)    | Rate (p.a.)    |
| March 31, 2024 | March 31, 2024 | March 31, 2023 | March 31, 2023 |
| 21 - 30        | 24.04%         | 21 - 30        | 24.04%         |
| 31 - 34        | 5.81%          | 31 - 34        | 5.81%          |
| 35 - 44        | 4.73%          | 35 - 44        | 4.73%          |
| 45 - 50        | 0.75%          | 45 - 50        | 0.75%          |
| 51 - 54        | 0.10%          | 51 - 54        | 0.10%          |
| 55 - 59        | 0.03%          | 55 - 59        | 0.03%          |

Mortality rates are as per Indian Assured Lives Mortality (2012-14) Ult [March 31, 2024, Indian Assured Lives Mortality (2012-14) Ult]

The estimates of future salary increases, considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation as shown below.

|                      | Consolidated   |               | Standalone     |               |
|----------------------|----------------|---------------|----------------|---------------|
|                      | March 31, 2024 |               | March 31, 2023 |               |
|                      | 0.5% Increase  | 0.5% Decrease | 0.5% Increase  | 0.5% Decrease |
| Discount rate        | (4.16%)        | 4.49%         | (5.79%)        | 6.34%         |
| Future salary growth | 4.52%          | (4.23%)       | 6.40%          | (5.90%)       |

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

**Maturity profile of defined benefit obligation:**

|                        | Consolidated   | Standalone     |
|------------------------|----------------|----------------|
|                        | March 31, 2024 | March 31, 2023 |
| Within 1 year          | 2.98           | 0.62           |
| Between 2 and 5 years  | 13.01          | 2.70           |
| Between 6 and 10 years | 11.14          | 3.12           |
| Beyond 10 years        | 43.04          | 27.55          |

The average duration of the defined benefit planned obligations at the end of the reporting period is 9.20 years (March 31, 2023: 12.12 years).



(This space has been intentionally left blank)



37 Fair values and hierarchy

Accounting classification and fair value of financial instruments is as follows. The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value

- The fair value of the quoted mutual funds are at Level 1 of Fair value hierarchy and are measured based on Net Asset Value (NAV) in active markets at the reporting date.

- The fair value of the financial assets (other than mutual funds) and financial liabilities were based on amortised cost at the reporting date.

The following table provides the fair value measurement hierarchy of financial assets and liabilities of the Group

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2024:

|   | (₹ in crores) |          |          |               |
|---|---------------|----------|----------|---------------|
| March 31, 2024 (Consolidated)                     | Level 1       | Level 2  | Level 3  | Total         |
| <b>Financial assets (at FVTPL)</b>                |               |          |          |               |
| Investment in mutual funds (quoted) (non-current) | 44.53         | -        | -        | 44.53         |
| Investment in mutual funds (quoted) (current)     | 72.88         | -        | -        | 72.88         |
|   | <b>117.41</b> | <b>-</b> | <b>-</b> | <b>117.41</b> |

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2023:

|   | (₹ in crores) |          |          |               |
|---|---------------|----------|----------|---------------|
| March 31, 2023 (Standalone)                       | Level 1       | Level 2  | Level 3  | Total         |
| <b>Financial assets (at FVTPL)</b>                |               |          |          |               |
| Investment in mutual funds (quoted) (non-current) | 15.00         | -        | -        | 15.00         |
| Investment in mutual funds (quoted) (current)     | 208.10        | -        | -        | 208.10        |
|   | <b>223.10</b> | <b>-</b> | <b>-</b> | <b>223.10</b> |

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments:

As at March 31, 2024 (Consolidated)

|  | Note     | (₹ in crores)  |                 |                 |
|--|----------|----------------|-----------------|-----------------|
|  |          | Carrying value |                 | Total           |
|  |          | FVTPL          | Amortised Cost  |                 |
| <b>Financial assets: *</b>                                       |          |                |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1      | 44.53          | -               | 44.53           |
| Other financial assets (non-current)                             | 5.3      | -              | 35.62           | 35.62           |
| Investment in mutual funds (quoted)                              | 10.1     | 72.88          | -               | 72.88           |
| Trade receivables  | 10.2     | -              | 184.52          | 184.52          |
| Cash and cash equivalents  | 10.3     | -              | 109.26          | 109.26          |
| Bank balances other than cash and cash equivalents               | 10.4     | -              | 13.26           | 13.26           |
| Loans (current)  | 10.5     | -              | 0.39            | 0.39            |
| Other Financial assets (current)                                 | 10.6     | -              | 7.52            | 7.52            |
|  |          | <b>117.41</b>  | <b>350.57</b>   | <b>467.98</b>   |
| <b>Financial liabilities:</b>                                    |          |                |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1     | -              | 2,129.10        | 2,129.10        |
| Lease liabilities (Non-current and current)                      | 14.2     | -              | 585.48          | 585.48          |
| Trade payables   | 18.2     | -              | 538.36          | 538.36          |
| Other financial liabilities (Non-current and current)            | 14.3, 19 | -              | 20.82           | 20.82           |
|  |          | <b>-</b>       | <b>3,273.76</b> | <b>3,273.76</b> |

\* excludes investment in equity instruments



**Manipal Hospitals Private Limited****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

As at March 31, 2023 (Standalone)

|  | Note     | (₹ in crores)  |                 |                 |
|--|----------|----------------|-----------------|-----------------|
|  |          | Carrying value |                 |                 |
|  |          | FVTPL          | Amortised Cost  | Total           |
| <b>Financial assets:</b>   |          |                |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1      | 15.00          | -               | 15.00           |
| Loans (non-current)  | 5.2      | -              | 259.80          | 259.80          |
| Other financial assets (non-current)                             | 5.3      | -              | 36.45           | 36.45           |
| Investment in mutual funds (quoted)                              | 10.1     | 208.10         | -               | 208.10          |
| Trade receivables  | 10.2     | -              | 76.40           | 76.40           |
| Cash and cash equivalents  | 10.3     | -              | 20.77           | 20.77           |
| Bank balances other than cash and cash equivalents               | 10.4     | -              | 19.94           | 19.94           |
| Loans (current)  | 10.5     | -              | 0.20            | 0.20            |
| Other Financial assets (current)                                 | 10.6     | -              | 2.50            | 2.50            |
|  |          | <b>223.10</b>  | <b>416.06</b>   | <b>639.16</b>   |
| <b>Financial liabilities:</b>                                    |          |                |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1     | -              | 375.61          | 375.61          |
| Lease liabilities (Non-current and current)                      | 14.2     | -              | 537.45          | 537.45          |
| Trade payables   | 18.2     | -              | 243.45          | 243.45          |
| Other financial liabilities (Non-current and current)            | 14.3, 19 | -              | 24.70           | 24.70           |
|  |          | <b>-</b>       | <b>1,181.21</b> | <b>1,181.21</b> |

The Group does not have any financial instruments which are measured at FVTOCI

There have been no transfers among Level 1, Level 2 and Level 3 during the year ended March 31, 2024 and year ended March 31, 2023

The Group considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements at amortized cost will reasonably approximate their fair values.

*(This space has been intentionally left blank)*



38 Financial risk management

The Group's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, investments, trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Group's activities expose it to market risk, credit risk and liquidity risk. The Group's management oversees the management of these risk and works towards minimizing the potential adverse effects, if any, on its financial performance.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency rate risk. Financial instruments affected by market risk include loans and borrowings, payables, investments and deposits. The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2024 and March 31, 2023.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations with floating interest rates in form of Term loans. The Company monitors the movement in interest rates on an ongoing basis.

Exposure to interest rate risk

The interest rate profile of the Group's interest-bearing financial instruments are as follows:

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | Consolidated   | Standalone     |
|   | March 31, 2024 | March 31, 2023 |
| <b>Fixed rate instruments</b>   |                |                |
| <b>Financial asset</b>  |                |                |
| Margin money deposits with banks  | 9.18           | -              |
| Deposits with banks original maturity with more than three months but less than twelve months | 13.26          | 19.94          |
| Deposits with banks due to mature after twelve months from the reporting date                 | 13.01          | 11.10          |
| Deposits with original maturity of less than three months                                     | 10.00          | -              |

|                                      | (₹ in crores)  |                |
|--------------------------------------|----------------|----------------|
|                                      | Consolidated   | Standalone     |
|                                      | March 31, 2024 | March 31, 2023 |
| <b>Variable rate instruments</b>     |                |                |
| <b>Financial asset</b>               |                |                |
| Investments in mutual funds (quoted) | 117.41         | 223.10         |
| <b>Financial liability</b>           |                |                |
| Borrowings (non-current and current) | 2,129.10       | 375.61         |

Sensitivity analysis for variable rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in profit or loss and equity by ₹ 20.12 crores (year ended March 31, 2023: ₹ 1.07 crores).

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency). The Company monitors foreign exchange rates on an ongoing basis.

Particulars of unhedged foreign currency exposure as at the reporting date:

| Particulars       | March 31, 2024 (Consolidated) |               |
|-------------------|-------------------------------|---------------|
|                   | USD million                   | (₹ in crores) |
| Capital creditors | 0.06                          | 0.48          |
| Capital advances  | 0.01                          | 0.04          |

| Particulars                | March 31, 2023 (Standalone) |               |
|----------------------------|-----------------------------|---------------|
|                            | USD million                 | (₹ in crores) |
| Import trade payable (USD) | 0.02                        | 0.15          |
| Capital creditors          | 0.07                        | 0.57          |
| Advances to suppliers      | 0.01                        | 0.06          |
| Capital advances           | 0.08                        | 0.67          |



**Foreign currency risk sensitivity**

The sensitivity of profit or loss to changes in exchange rates arises mainly from foreign currency denominated financial instruments. The following table demonstrates the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant:

Depreciation of INR against foreign currencies by 1% results in decrease in profit or loss and equity by Nil (March 31, 2023: Nil) and appreciation of INR against foreign currencies by 1% results in increase by such amount.

**B. Credit risk**

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its trade receivables, cash and cash equivalents and financial assets.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables are monitored on a continuous basis by the management of the Group.

**(i) Trade receivables:**

The Group's exposure to credit risk is influenced mainly by the characteristics of each customer. Credit risk is controlled by analyzing credit limits and creditworthiness of payors/customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

Loss rates are based on actual credit loss experience over the past few years.

Refer note 10.2.2 for information about the exposure to credit risk and ECLs for trade receivables.

The movement in the allowance for impairment in respect of trade receivables during the year is as follows:

|   | (₹ in crores)                  |                              |
|---|--------------------------------|------------------------------|
|   | Consolidated<br>March 31, 2024 | Standalone<br>March 31, 2023 |
| Opening balance   | 14.87                          | 10.73                        |
| Additions on account of acquisition of subsidiary (refer note 40) | 4.94                           | -                            |
| Loss allowance on trade receivables (net of reversals)            | 5.71                           | 4.14                         |
| Closing balance   | <b>25.52</b>                   | <b>14.87</b>                 |

There is no significant concentration of credit risk and no single customer accounted for more than 10% of the revenue as of March 31, 2024 and March 31, 2023.

**(ii) Other receivables:**

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of other receivables based on the past and the recent collection trend. The maximum exposure to credit risk as at reporting date is primarily from other receivables amounting to ₹ 1.28 crores (March 31, 2024: ₹ 0.10 crores). The movement in allowance for impairment in respect of other receivables during the year was as follows:

|   | (₹ in crores)                  |                              |
|---|--------------------------------|------------------------------|
|   | Consolidated<br>March 31, 2024 | Standalone<br>March 31, 2023 |
| Opening balance   | -                              | -                            |
| Additions on account of acquisition of subsidiary (refer note 40) | 0.04                           | -                            |
| Loss allowance on other receivables (net)                         | 0.58                           | -                            |
| Closing balance   | <b>0.62</b>                    | -                            |

**(iii) Financial instruments and deposits:**

Credit risk on cash and cash equivalents is limited as the Group generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments of surplus funds, temporarily, are made only with approved counterparties who meet the minimum threshold requirements under the counterparty risk assessment process.



**C. Liquidity risk**

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Also, the Group has unutilized credit limits with banks.

The table below summarises the maturity profile of the Group's financial liabilities based on undiscounted contractual payments:

|  | (₹ in crores)                 |                  |          |
|--|-------------------------------|------------------|----------|
|  | March 31, 2024 (Consolidated) |                  |          |
|  | Less than 1 year              | More than 1 year | Total    |
| Borrowings (includes current maturities of long-term borrowings) | 231.01                        | 3,267.89         | 3,498.90 |
| Lease liabilities (non-current and current)                      | 73.28                         | 2,079.92         | 2,153.20 |
| Trade payables   | 538.36                        | -                | 538.36   |
| Other financial liabilities (current)                            | 20.64                         | 0.18             | 20.82    |
|  | March 31, 2023 (Standalone)   |                  |          |
|  | Less than 1 year              | More than 1 year | Total    |
| Borrowings (includes current maturities of long-term borrowings) | 79.27                         | 426.98           | 506.25   |
| Lease liabilities (non-current and current)                      | 62.26                         | 2,085.27         | 2,147.53 |
| Trade payables   | 243.45                        | -                | 243.45   |
| Other financial liabilities (current)                            | 24.70                         | -                | 24.70    |

**39A Capital management**

The primary objective of Group's capital management is to ensure that it maintains an optimum financing structure and healthy returns in order to support its business and maximize shareholder value.

The Group manages its capital structure and makes adjustments, in light of the changes in economic conditions or business requirements.

The Group monitors capital using a gearing ratio which is net debt divided by total equity plus net debt as shown below.

- Net debt includes borrowings, lease liabilities (non-current and current) less cash and cash equivalents and
- Total equity comprises of issued share capital and all other equity components attributable to equity share holder.

|   | (₹ in crores)   |                 |
|---|-----------------|-----------------|
|   | Consolidated    | Standalone      |
|   | March 31, 2024  | March 31, 2023  |
| Borrowings (note 14.1)  | 2,129.10        | 375.61          |
| Lease liabilities (note 14.2)   | 585.48          | 537.45          |
| Less: Cash and cash equivalents (note 10.3)   | (109.26)        | (20.77)         |
| Less: Investment in mutual funds (quoted) (refer note 5.1 & 10.1)                       | (117.41)        | (223.10)        |
| <b>Net debt (A)</b>   | <b>2,487.91</b> | <b>669.19</b>   |
| Total equity attributable to the equity shareholders of the Group (note 12 and note 13) | 885.64          | 687.08          |
| <b>Total capital (B)</b>  | <b>885.64</b>   | <b>687.08</b>   |
| <b>Capital and net debt (C = A+B)</b>   | <b>3,373.55</b> | <b>1,356.27</b> |
| <b>Gearing ratio (D = A / C)</b>  | <b>74%</b>      | <b>49%</b>      |

**39B** During the year ended March 31, 2023, the Income tax department conducted a search under section 132 of the Income tax Act, 1961 at the registered office of the Company and one hospital location. During the course of the search proceedings, certain information and documents were sought by the department. On March 29, 2024, Company has received the assessment order comprising demand u/s 156 of the Income Tax Act, 1961 for the Assessment Year (AY) 2019-20 amounting to ₹ 1.68 crore (including interest) & for AY 2022-23 amounting to ₹ NIL towards disallowance of certain expenses. On March 31, 2025, the Company has received assessment order with respect of above mentioned matter, comprising demand u/s 156 of the Income Tax Act, 1961 for AY 2020-21 amounting to ₹ 0.39 crore (including interest), for AY 2021-22 amounting to ₹ NIL and for AY 2023-24 amounting to ₹ 0.67 crore (including interest) towards disallowance of certain expenses. The company has filed an appeals with CIT (A).

The Company is confident that its position will be upheld for above income tax litigations and accordingly no provision has been made in the financial statements.



**40 Business combination - Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited)**

On September 20, 2023, the Company acquired 84.07% shareholding and voting shares of MHEIPL on a fully diluted basis. MHEIPL is engaged in the business of running/managing hospitals, and providing healthcare services. It was acquired for an equity value consideration of ₹ 366.06 crores. The Company also acquired Compulsorily convertible debentures of MHEIPL for a consideration of ₹ 314.57 crores. The Company acquired MHEIPL to enlarge the business of healthcare services.

Accordingly, effective such date MHEIPL is a subsidiary of the Company having 84.07% voting interest and has been included in the Consolidated Financial Statements for the year ended March 31, 2024.

The purchase price has been allocated based on management's estimates and independent appraisal of fair values as at September 20, 2023

|   |  | (₹ in crores)  |                            |                        |                          |
|---|--|----------------|----------------------------|------------------------|--------------------------|
| Component   |  | Purchase price |                            |                        |                          |
| Consideration paid ^                                  |  | 680.63         |                            |                        |                          |
| <b>Total purchase consideration at fair value (A)</b> |  | <b>680.63</b>  |                            |                        |                          |
| Assets  | Valuation methodology                                | Description    | Acquiree's carrying amount | Fair value adjustments | Purchase price allocated |
| Property, plant and equipment                         | Fair value   |                | 828.94                     | (1.30)                 | 827.64                   |
| Right of use asset                                    | Book value *   |                | 192.18                     | -                      | 192.18                   |
| Intangible asset                                      | Fair value   |                | 3.44                       | 57.40                  | 60.84                    |
| Cash and cash equivalents                             | Book value *   |                | 24.74                      | -                      | 24.74                    |
| Current assets  | Book value *@  |                | 213.20                     | -                      | 213.20                   |
| <b>Total assets</b>                                   | <b>(B)</b>   |                | <b>1,262.50</b>            | <b>56.10</b>           | <b>1,318.60</b>          |
| Liabilities   |  |                |                            |                        |                          |
| Borrowings  | Book value *   |                | 1,735.10                   | -                      | 1,735.10                 |
| Lease liability                                       | Book value *   |                | 6.04                       | -                      | 6.04                     |
| Current liabilities                                   | Book value *   |                | 205.95                     | -                      | 205.95                   |
| Deferred tax liabilities                              | Fair value   |                | -                          | 14.45                  | 14.45                    |
| <b>Total liabilities</b>                              | <b>(C)</b>   |                | <b>1,947.09</b>            | <b>14.45</b>           | <b>1,961.54</b>          |
| <b>Net assets</b>                                     | <b>(D)=(B)-(C)</b>                                   |                | <b>(684.59)</b>            | <b>41.65</b>           | <b>(642.94)</b>          |
| Non-controlling interest                              | Non-controlling interests measured at fair value (E) |                | -                          | -                      | 100.12                   |
| <b>Goodwill #</b>                                     | <b>Residual method (F)=(A)-(D)-(E)</b>               |                | <b>1,365.22</b>            | <b>(41.65)</b>         | <b>1,223.45</b>          |

\* Book values represent fair values as the assets will be realised and the liabilities will be settled at the book value post the acquisition.

# Goodwill is attributable to the expected increase in market share and the synergies expected to be achieved from control of MHEIPL. Goodwill is not income tax deductible.

^ Consideration settled through cash

@ The Company has acquired trade receivables with gross contractual amounts aggregating to ₹ 135.01 crores. The fair value of these receivables has been determined at ₹ 130.07 crores.

**Cash outflow on acquisition**

|                                       |  | (₹ in crores)           |
|---------------------------------------|--|-------------------------|
|                                       |  | Cashflow on acquisition |
| Net cash acquired with the subsidiary |  | 24.74                   |
| Consideration paid ^                  |  | (680.63)                |
| <b>Net cashflow on acquisition</b>    |  | <b>(655.89)</b>         |

The Consolidated Statement of Profit and Loss for the year ended March 31, 2024 includes revenue from operations of ₹ 568.05 crore and total comprehensive income of ₹ 4.59 crore resulting from acquisition of MHEIPL. Had the business combination occurred at the beginning of the accounting year the revenue from operations would have been higher by ₹ 506.73 crore and total comprehensive income lower by ₹ 10.78 crore, for the year ended March 31, 2024.



**41 Material partly-owned subsidiaries - Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited)**

Financial information of subsidiary that have material non-controlling interests is provided below:

**Proportion of equity interest held by the parent and non-controlling interest:**

| Name  | Country of incorporation and operation | March 31, 2024 |
|---|--|----------------|
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | India                                  | 84.07%         |
| Non-controlling interest  | India                                  | 15.93%         |

**Information regarding non-controlling interest**

(₹ in crores)

**March 31, 2024****Accumulated balances of material non-controlling interest:**

|   |         |
|---|---------|
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | (99.40) |
|---|---------|

**Profit including OCI allocated to material non-controlling interest:**

|   |      |
|---|------|
| Manipal Hospitals (East) India Private Limited ("MHEIPL") (formerly known as AMRI Hospitals Private Limited and AMRI Hospitals Limited) | 0.72 |
|---|------|

The summarised financial information of this subsidiary is provided below. This information is based on amounts before inter-company eliminations.

**Summarised statement of profit and loss for the period starting from September 20, 2023 till March 31, 2024:**

(₹ in crores)

**March 31, 2024**

|  |             |
|--|-------------|
| Revenue from operations                          | 568.05      |
| Other income                                     | 2.60        |
| Finance Income                                   | 0.46        |
| Purchase of medical consumables                  | (153.70)    |
| Changes in inventories of medical consumables    | (3.43)      |
| Employee benefits expense                        | (78.67)     |
| Finance cost                                     | (78.79)     |
| Depreciation and amortization expense            | (34.09)     |
| Other expenses                                   | (215.78)    |
| <b>Profit before tax</b>                         | <b>6.65</b> |
| Deferred tax                                     | -           |
| <b>Profit for the period</b>                     | <b>6.65</b> |
| Other comprehensive loss for the period          | (2.06)      |
| <b>Total comprehensive income for the period</b> | <b>4.59</b> |
| Attributable to non-controlling interests        | 0.72        |
| Dividends paid to non-controlling interests      | -           |

**Summarised balance sheet as at:**

(₹ in crores)

**March 31, 2024**

|                          |                 |
|--------------------------|-----------------|
| Current assets           | 193.53          |
| Non-current assets       | 1,103.68        |
| Current liabilities      | (214.25)        |
| Non-current liabilities  | (1,762.94)      |
| <b>Equity</b>            | <b>(679.98)</b> |
| <b>Attributable to:</b>  |                 |
| Equity holders of parent | (580.58)        |
| Non-controlling interest | (99.40)         |

**Summarised cash flow information for the year ended:**

(₹ in crores)

**March 31, 2024**

|  |              |
|--|--------------|
| Operating activities                             | 289.53       |
| Investing activities                             | (67.53)      |
| Financing activities                             | (191.41)     |
| <b>Net increase in cash and cash equivalents</b> | <b>30.59</b> |



Manipal Hospitals Private Limited  
Notes to the Consolidated Financial Statements for the year ended March 31, 2024

42 Statutory Group information

| Name of the Entity   | Country of Incorporation | Relationship as at March 31, 2024 | % of effective ownership interest held (directly and indirectly) | % of voting rights held | Net Asset (total Assets minus total liabilities) |               | Share in profit and loss          |               | Share in other comprehensive income          |               | Share in total comprehensive income |               |
|--|--------------------------|-----------------------------------|--|-------------------------|--|---------------|-----------------------------------|---------------|--|---------------|-------------------------------------|---------------|
|  |                          |                                   |  |                         | March 31, 2024                                   |               | March 31, 2024                    |               | March 31, 2024                               |               | March 31, 2024                      |               |
|  |                          |                                   |  |                         | % of consolidated net assets                     | Amount        | % of consolidated profit and loss | Amount        | % of consolidated other comprehensive income | Amount        | % of total comprehensive income     | Amount        |
| Parent<br>- Manipal Hospitals Private Limited  | India                    | Parent                            |  |                         | 382.80%  | 920.43        | 97.24%                            | 233.97        | 23.14%                                       | (0.62)        | 98.07%                              | 233.35        |
| Indian Subsidiary<br>- Manipal Hospitals (East) India Private Limited<br>(Formerly known as AMRI Hospitals Private Limited)        | India                    | Subsidiary                        | 84.07%   | 83.03%                  | -241.46%   | (580.58)      | 2.33%                             | 5.60          | 64.55%                                       | (1.73)        | 1.63%                               | 3.87          |
| Non-controlling interest<br>- Manipal Hospitals (East) India Private Limited<br>(Formerly known as AMRI Hospitals Private Limited) | India                    | Subsidiary                        |  |                         | -41.34%  | (99.40)       | 0.43%                             | 1.05          | 12.31%                                       | (0.33)        | 0.30%                               | 0.72          |
| <b>Gross total</b>   |                          |                                   |  |                         | <b>100.00%</b>                                   | <b>240.45</b> | <b>100.00%</b>                    | <b>240.62</b> | <b>100.00%</b>                               | <b>(2.68)</b> | <b>100.00%</b>                      | <b>237.94</b> |
| Adjustment arising on consolidation  |                          |                                   |  |                         |  | 545.79        |                                   | (38.66)       |  | -             |                                     | (38.66)       |
| <b>Total</b>   |                          |                                   |  |                         |  | <b>786.24</b> |                                   | <b>201.96</b> |  | <b>(2.68)</b> |                                     | <b>199.28</b> |



43 Segment information:

The Board of Directors of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of healthcare services in India.

The Group is primarily engaged in the business of healthcare services, which in the opinion of CODM falls under a single business segment and accordingly, there are no additional disclosures to be provided in terms of Ind AS 108 on 'Operating Segments'.

Refer note 1 (a).

44 Corporate Social Responsibility ('CSR') expenditure

Consequent to the requirements of Section 135 and Schedule VII of the Companies Act, 2013, the companies in the Group are required to contribute 2% of its average net profits during the immediately three preceding financial years in pursuance of its Corporate Social Responsibility Policy.

The Company has constituted a CSR committee in accordance with the provisions of the Companies Act, 2013. The focus of CSR activities of the Company comprise promotion of healthcare, education, gender equality, ensuring environment sustainability, training for rural sports and rural development objects. The amount required to be spent towards the CSR activities as per Section 135 and the CSR activities undertaken by the Company is given below.

MHEIPL is not required to spend any amount towards Corporate Social Responsibility as per Section 135 of the Act since there is no average profit in the preceding three financial years calculated as per provision of the Companies Act, 2013.

(a) Gross amount approved and required to be spent by the Company during the year is ₹ 2.45 crores (March 31, 2023 ₹ 1.00 crores).

(b) Amount spent

Promoting healthcare, education, gender equality, ensuring environment sustainability, training for rural sports and rural development objects

|  | (₹ in crores) |                        |       |
|--|---------------|------------------------|-------|
|  | In cash       | Yet to be paid in cash | Total |
| Year ended March 31, 2024 (Consolidated) | 2.45          | -                      | 2.45  |
| Year ended March 31, 2023 (Standalone)   | 1.00          | -                      | 1.00  |

(c) Details related to spent / unspent obligations

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | Consolidated   | Standalone     |
|   | March 31, 2024 | March 31, 2023 |
| (i) Contribution to Public Trust                      | -              | -              |
| (ii) Contribution to Charitable Trust (refer note 33) | 2.45           | 1.00           |
| (iii) Unspent amount in relation to                   |                |                |
| - Ongoing project                                     | -              | -              |
| - Other than ongoing project                          | -              | -              |
|   | 2.45           | 1.00           |

Details of other than ongoing project

As on March 31, 2024 (Consolidated) (₹ in crores)

| Opening balance | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| -               | -  | 2.45  | 2.45                         | -               |

As on March 31, 2023 (Standalone) (₹ in crores)

| Opening balance | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| -               | -  | 1.00  | 1.00                         | -               |

45 Due to the fire incident, the hospital building of MHEIPL located at 15, Panchanantala Road, Kolkata- 700 029, the equipments, inventories and other assets installed therein had suffered massive damages. Inventories damaged by fire have been provided for in the books in earlier year. Other assets, having a written down value of ₹5.76 crores, are insured and MHEIPL has lodged claims with the insurers. The Insurance Company has issued a voucher for full and final settlement of ₹ 5.41 crores against the claim made by MHEIPL of ₹ 23.05 crores which was challenged by us and Arbitration clause invoked. However MHEIPL has adjusted the claim of ₹ 5.41 crores against the respective heads in FY 2015-16. On 17.02.2019 the arbitration tribunal has given the award of ₹ 11.53 crores plus 9% interest p a from the date of commencement of arbitration proceeding, against our claim of ₹ 23.05 crores. We have filed a petition in Kolkata High Court challenging the award given by the arbitration tribunal.

46 MHEIPL had, pursuant to the agreement dated January 01, 2007 with Murari Mohan Dass and Satrajit Ghosh Dass, agreed to purchase 33 Cottahs of land situated at 10/1, Panchanantala Road, 3F, Panchanantala Road, and 30 F, Gariahat Road, Kolkata -700029, P S Rabindrasarobar (Lake) from the landowner at a fixed price. However, the landowner refused to execute the sale deed on the agreed price and sought for enhancement of the purchase consideration. Subsequently, the landowner has filed a title suit against MHEIPL. MHEIPL also filed a specific performance of contract suit against the landowner before the Kolkata Alipore Court, and the matter is currently sub-judice.

47 Reconciliation of movements of liabilities to cash flows arising from financing activities

|   | (₹ in crores)                          |                 |                                    |                 |
|---|--|-----------------|------------------------------------|-----------------|
|   | Term loans and Loan from other parties | Lease liability | Loan for purchase of capital asset | Total           |
| Balance as on April 01, 2023 (Standalone)                         | 375.11                                 | 537.45          | 0.50                               | 913.06          |
| Additions on account of acquisition of subsidiary (refer note 40) | 1,733.46                               | 6.04            | -                                  | 1,739.50        |
| Interest accrued but not due as at April 01, 2023                 | 1.33                                   | -               | -                                  | 1.33            |
| Addition during the year  | -                                      | 44.83           | -                                  | 44.83           |
| <b>Cash flows including interest paid</b>                         |  |                 |                                    |                 |
| - Proceeds from borrowings  | 108.76                                 | -               | 1.68                               | 110.44          |
| - Repayment of borrowings / lease obligations                     | (90.09)                                | (9.69)          | (0.32)                             | (100.10)        |
| - Interest paid   | (120.92)                               | (57.90)         | (0.11)                             | (178.93)        |
| <b>Non-cash changes</b>   |  |                 |                                    |                 |
| - Lease termination/adjustments                                   | -                                      | (2.23)          | -                                  | (2.23)          |
| - Interest expense  | 119.84                                 | 66.98           | 0.11                               | 186.93          |
| Interest accrued but not due as at March 31, 2024                 | (0.25)                                 | -               | -                                  | (0.25)          |
| <b>Balance as on March 31, 2024 (Consolidated)</b>                | <b>2,127.24</b>                        | <b>585.48</b>   | <b>1.86</b>                        | <b>2,714.58</b> |



|   | (₹ in crores)                          |                 |                                    |               |
|---|--|-----------------|------------------------------------|---------------|
|   | Term loans and Loan from other parties | Lease liability | Loan for purchase of capital asset | Total         |
| Balance as on April 01, 2022 (Standalone)         | 299.86                                 | 530.60          | -                                  | 830.46        |
| Interest accrued but not due as at April 01, 2022 | 0.23                                   | -               | -                                  | 0.23          |
| Addition during the year                          | -                                      | 4.22            | -                                  | 4.22          |
| <b>Cash flows including interest paid</b>         |  |                 |                                    |               |
| - Repayment of borrowings / lease obligations     | 75.25                                  | -               | 0.50                               | 75.75         |
| - Interest paid                                   | (33.01)                                | (56.48)         | (0.01)                             | (89.50)       |
| <b>Non-cash changes</b>                           |  |                 |                                    |               |
| - Lease termination/adjustments                   | -                                      | (5.43)          | -                                  | (5.43)        |
| - Interest expense                                | 34.11                                  | 57.98           | 0.01                               | 92.10         |
| - Interest capitalised                            | -                                      | 6.56            | -                                  | 6.56          |
| Interest accrued but not due as at March 31, 2023 | (1.33)                                 | -               | -                                  | (1.33)        |
| <b>Balance as on March 31, 2023 (Standalone)</b>  | <b>375.11</b>                          | <b>537.45</b>   | <b>0.50</b>                        | <b>913.06</b> |

48 Dues to Micro and Small Enterprises as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED):

|   | (₹ in crores)  |                |
|---|----------------|----------------|
|   | Consolidated   | Standalone     |
|   | March 31, 2024 | March 31, 2023 |
| (i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end  | 10.07          | 5.89           |
| (ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end   | 0.01           | -              |
| (iii) Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year                                  | -              | -              |
| (iv) Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year | -              | -              |
| (v) Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year             | -              | -              |
| (vi) Interest due and payable towards suppliers registered under MSMED Act, for payments already made   | -              | -              |
| (vii) Further interest remaining due and payable for earlier years  | 0.13           | -              |

49 Other Statutory Information

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property  
(ii) The Group has balance with below- mentioned companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956

| Name of struck off Company          | Nature of transactions with struck-off Company | Balance outstanding                 |                                   | Relationship with the Struck off company, if any, to be disclosed |
|-------------------------------------|--|-------------------------------------|-----------------------------------|---|
|                                     |  | As at March 31, 2024 (Consolidated) | As at March 31, 2023 (Standalone) |   |
| T2K Fire & Security Private Limited | Retention Money                                | -                                   | (0.01)                            | None  |

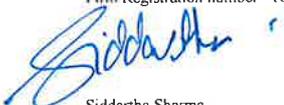
- (iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.  
(iv) The Group is in compliance with number of layers of companies, as prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.  
(v) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year  
(vi) During the year ended March 31, 2024, no funds have been advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries  
The Group has complied with relevant provisions of the applicable law for this transaction. The Group has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999), to the extent applicable, the Companies Act, 2013 for such transaction and this transaction is not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003)  
(vii) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,  
(viii) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961  
(ix) The Group has not been declared wilful defaulter by any bank or financial institution or other lender

50 Subsequent event

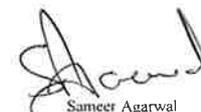
In July 2025, the Company entered into a share purchase agreement to acquire shareholding interest in one of the healthcare companies. This acquisition will provide an opportunity for the Company to expand its footprint in India, leverage and optimize costs, and generate higher scale of economies in procurement. The Transaction closure is subject to the completion of certain conditions and regulatory approval.

As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number 101248W/W - 100022

  
Siddhartha Sharma  
Partner  
Membership number 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited

  
Sameer Agarwal  
Director  
DIN 07554053

  
Dr. H. Sudarshan Ballal  
Director  
DIN 01195055

  
Khadija G Vahora  
Company Secretary  
Membership number A37266

Place Bengaluru  
Date July 31, 2025

Place Bengaluru  
Date July 31, 2025

## Independent Auditor's Report

### To the Members of Manipal Hospitals Private Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Manipal Hospitals Private Limited (the "Company") which comprise the balance sheet as at 31 March 2024, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

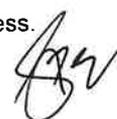
We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.



Registered Office:

## Independent Auditor's Report (Continued)

### Manipal Hospitals Private Limited

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

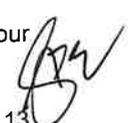
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 A. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.



**Independent Auditor's Report (Continued)**

**Manipal Hospitals Private Limited**

- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. the modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its financial statements - Refer Note 33 to the financial statements.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - d (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 45 (vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 45 (vii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
  - e. The Company has neither declared nor paid any dividend during the year.



**Independent Auditor's Report (Continued)**

**Manipal Hospitals Private Limited**

- f. Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account which have a feature of audit trail (edit log) facility, and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:
- The feature of audit trail implemented for related fields/ tables was done in a phased manner at the application level of the accounting software relating to revenue, purchases, inventory, accounts payable, accounts receivable, fixed assets and general ledger and hence was not enabled throughout the year. Additionally, audit trail for certain tables have not been enabled.
  - The feature of recording audit trail (edit log) was not enabled at the application level for direct data changes performed by users having privileged access for the accounting software used for maintaining books of accounts relating to revenue, purchases, inventory, accounts payable, accounts receivable, fixed assets and general ledger.
  - The feature of audit trail was not enabled at the database level of the accounting softwares relating to revenue, purchases, inventory, accounts payable, accounts receivable, fixed assets and general ledger.

Further, for the periods where audit trail (edit log) facility was enabled for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

- C. In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act is not applicable to the Company.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 28 May 2024

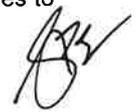
Membership No.: 118756

ICAI UDIN:24118756BKGTSU6491

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2024**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Right of Use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made investments, granted loan, provided guarantee or security to Companies and loan to other parties during the year, details of the loans are stated in sub-clause (a) below. The Company has not made any investments, granted any loans or advances in the nature of loans, secured or unsecured, provided guarantee or security to firms and limited liability partnership. The Company has not made any investments, granted any advances in the nature of loans, secured or unsecured, provided guarantee or security to other parties during the year.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has made investments, provided loans, guarantees and securities to company and loans to other parties as below:



**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2024 (Continued)**

| Particulars                                  | Security (in Rs. crore) | Guarantees (in Rs. crore) | Loans (Amount in Rs. crore) |
|--|-------------------------|---------------------------|-----------------------------|
| Aggregate amount during the year             |                         |                           |                             |
| Subsidiary*                                  | #                       | #                         | 33.46                       |
| Others                                       |                         |                           | 0.20                        |
| Balance outstanding as at balance sheet date |                         |                           |                             |
| Subsidiary*                                  | #                       | #                         | 33.46                       |
| Others                                       |                         |                           | 0.20                        |

*\*As per the Companies Act, 2013*

# During the year, the Company along with Holding company and its fellow subsidiaries has given guarantee and security to various lenders with respect to term loans amounting to Rs. 3,883.13 crore taken by the Company, its Holding Company, its subsidiary and its fellow subsidiaries. Also, refer note 33(iv) to the financial statements.

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the terms and conditions of the grant of loans provided during the year are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of loans, guarantees and security given by the Company, in our opinion the provisions of Section 185 of the Companies Act, 2013 have been complied with. Further, there are no investments, loans, guarantees and security in respect of which provisions of section 186 of the Act are applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2024 (Continued)**

- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases of professional tax and unclaimed statutory bonus.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable, except as mentioned below:

| Name of the statute  | Nature of the dues                    | Period to which the amount relates | Amount (Rs. in crore) | Due date         | Date of payment |
|--|---------------------------------------|------------------------------------|-----------------------|------------------|-----------------|
| The Payment of Bonus Act 1965 and labour welfare fund regulations of respective states | Unpaid Accumulations related to Bonus | 2015 - 16                          | 0.02                  | 30 November 2018 | Yet to be paid  |
|  |                                       | 2016 - 17                          | 0.11                  | 30 November 2019 | Yet to be paid  |
|  |                                       | 2017 - 18                          | 0.05                  | 30 November 2020 | Yet to be paid  |
|  |                                       | 2017 - 18                          | 0.04                  | 30 November 2021 | Yet to be paid  |
|  |                                       | 2018 - 19                          | 0.04                  | 30 November 2021 | Yet to be paid  |
|  |                                       | 2018 - 19                          | 0.18                  | 30 November 2022 | Yet to be paid  |

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2024 (Continued)**

| Name of the statute  | Nature of the dues | Period to which the amount relates | Amount (Rs. in crore) | Due date         | Date of payment |
|--|--------------------|------------------------------------|-----------------------|------------------|-----------------|
|  |                    | 2019 - 20                          | 0.13                  | 30 November 2022 | Yet to be paid  |
| The Employee Provident Fund and Miscellaneous Provisions Act, 1952 | Provident Fund     | March to October 2019              | 0.17                  | Various          | Yet to be paid  |

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

| Name of the statute             | Nature of the dues    | Amount (Rs. in crore) | Period to which the amount relates | Forum where dispute is pending | Remarks, if any   |
|---------------------------------|-----------------------|-----------------------|------------------------------------|--------------------------------|---|
| Goods and Service Tax Act, 2017 | Goods and Service Tax | 10.71                 | 2017 - 2024                        | High Court of Karnataka        |   |
| Goods and Service Tax Act, 2017 | Goods and Service Tax | 11.59                 | 2017 - 2022                        | High Court of Karnataka        | Out of the total disputed amount of Rs. 25.38 crore, Rs. 13.79 crore towards the demand of GST (without interest) paid under protest. |
| Finance Act, 1994               | Service Tax           | 6.55                  | 2014 - 2017                        | CESTAT                         | Out of the total disputed amount of Rs. 10.10 crore, Rs. 3.55 crore paid under protest.   |
| Finance Act, 1994               | Service Tax           | 0.99                  | 2014 - 2017                        | Commissioner of Service Tax    | Out of the total disputed amount of Rs. 1.30 crore, Rs. 0.31 crore paid   |

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2024 (Continued)**

| Name of the statute  | Nature of the dues | Amount (Rs. in crore) | Period to which the amount relates | Forum where dispute is pending       | Remarks, if any |
|----------------------|--------------------|-----------------------|------------------------------------|--------------------------------------|-----------------|
|                      |                    |                       |                                    | (Appeals)                            | under protest   |
| Income Tax Act, 1961 | Income Tax         | 0.37                  | 2021-22                            | Commissioner of Income Tax (Appeals) |                 |
| Income Tax Act, 1961 | Income Tax         | 1.69                  | 2018-19                            | Commissioner of Income Tax (Appeals) |                 |

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiary (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2024 (Continued)**

information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company is a private limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.  
(b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.  
(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.  
(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.  
(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



B S R & Co. LLP

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited for the year ended 31 March 2024 (Continued)**

- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 28 May 2024

Membership No.: 118756

ICAI UDIN:24118756BKGTSU6491

**Annexure B to the Independent Auditor's Report on the financial statements of Manipal Hospitals Private Limited for the year ended 31 March 2024**

**Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

**(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Opinion**

We have audited the internal financial controls with reference to financial statements of Manipal Hospitals Private Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

**Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor's Responsibility**

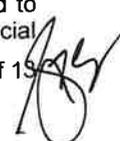
Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

**Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial



**Annexure B to the Independent Auditor's Report on the financial statements of Manipal Hospitals Private Limited for the year ended 31 March 2024 (Continued)**

statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 28 May 2024

Membership No.: 118756

ICAI UDIN:24118756BKGTSU6491

**Manipal Hospitals Private Limited**  
**Balance Sheet as at**

|  |      | (Rs. in crores) |                 |
|--|------|-----------------|-----------------|
|  |      | March 31, 2024  | March 31, 2023  |
| <b>ASSETS</b>  |      |                 |                 |
| <b>Non-current assets</b>  |      |                 |                 |
| Property, plant and equipment  | 3.1  | 726.41          | 724.50          |
| Capital work-in-progress   | 3.2  | 9.66            | 11.34           |
| Right-of-use assets  | 4.1  | 403.97          | 395.40          |
| Intangible assets  | 4.2  | 38.31           | 16.20           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 5.1  | 726.68          | 15.00           |
| Loans  | 5.2  | 33.46           | 259.80          |
| Other non-current financial assets   | 5.3  | 24.69           | 36.45           |
| Deferred tax assets (net)  | 17   | 14.44           | 3.59            |
| Income tax assets (net)  | 6    | 58.64           | 46.61           |
| Other non-current assets   | 7    | 2.77            | 3.91            |
|  |      | <b>2,039.03</b> | <b>1,512.80</b> |
| <b>Current assets</b>  |      |                 |                 |
| Inventories  | 9    | 27.27           | 27.70           |
| <b>Financial assets</b>  |      |                 |                 |
| Investments  | 10.1 | 61.40           | 208.10          |
| Trade receivables  | 10.2 | 84.31           | 76.40           |
| Cash and cash equivalents  | 10.3 | 60.94           | 20.77           |
| Other bank balances  | 10.4 | 7.90            | 19.94           |
| Loans  | 10.5 | 0.20            | 0.20            |
| Other current financial assets   | 10.6 | 3.89            | 2.50            |
| Other current assets   | 11   | 29.75           | 31.08           |
|  |      | <b>275.66</b>   | <b>386.69</b>   |
| Assets held for sale   | 8    | 6.50            | 6.50            |
| <b>Total assets</b>  |      | <b>2,321.19</b> | <b>1,905.99</b> |
| <b>EQUITY AND LIABILITIES</b>  |      |                 |                 |
| <b>Equity</b>  |      |                 |                 |
| Equity share capital   | 12   | 1,025.30        | 1,025.30        |
| Other equity   | 13   | (104.87)        | (338.22)        |
| <b>Total equity</b>  |      | <b>920.43</b>   | <b>687.08</b>   |
| <b>Liabilities</b>   |      |                 |                 |
| <b>Non-current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 14.1 | 374.42          | 327.46          |
| Lease liabilities  | 14.2 | 558.02          | 529.02          |
| Provisions   | 15   | 7.71            | 6.43            |
| Other non-current liabilities  | 16   | -               | 0.20            |
|  |      | <b>940.15</b>   | <b>863.11</b>   |
| <b>Current liabilities</b>   |      |                 |                 |
| <b>Financial liabilities</b>   |      |                 |                 |
| Borrowings   | 18.1 | 54.68           | 48.15           |
| Lease liabilities  | 14.2 | 11.49           | 8.43            |
| Trade payables   | 18.2 | -               | -               |
| - total outstanding dues of micro enterprises and small enterprises                      |      | 5.40            | 5.89            |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |      | 352.26          | 237.56          |
| Other current financial liabilities  | 19   | 8.56            | 24.70           |
| Other current liabilities  | 21   | 16.99           | 17.44           |
| Current tax liabilities (net)  | 22   | 0.47            | 5.32            |
| Provisions   | 20   | 10.76           | 8.31            |
|  |      | <b>460.61</b>   | <b>355.80</b>   |
| <b>Total equity and liabilities</b>  |      | <b>2,321.19</b> | <b>1,905.99</b> |
| <b>Material Accounting policies</b>  | 2.2  |                 |                 |

The accompanying notes are an integral part of financial statements  
As per our report of even date attached

For BSR & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022

  
Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited

  
Sameer Agarwal  
Director  
DIN: 07554053

  
Karthik Rajagopal  
Director  
DIN: 06652382

  
Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 28, 2024

Place : Bengaluru  
Date : May 28, 2024

Manipal Hospitals Private Limited  
Statement of Profit and Loss for the year ended

|  |      | (Rs. in crores) |                 |
|--|------|-----------------|-----------------|
|  | Note | March 31, 2024  | March 31, 2023  |
| <b>Income</b>  |      |                 |                 |
| Revenue from operations  | 23   | 1,787.81        | 1,456.83        |
| Other income   | 24   | 17.24           | 13.31           |
| Finance income   | 25   | 12.84           | 15.03           |
| <b>Total income</b>  |      | <b>1,817.89</b> | <b>1,485.17</b> |
| <b>Expenses</b>  |      |                 |                 |
| Purchase of medical consumables and pharmacy items                         |      | 315.71          | 285.12          |
| Changes in inventories of medical consumables and pharmacy items           | 26   | 0.43            | (3.64)          |
| Employee benefits expense  | 27   | 209.71          | 180.77          |
| Finance costs  | 28   | 123.70          | 99.67           |
| Depreciation and amortisation expense                                      | 29   | 105.48          | 86.89           |
| Other expenses   | 30   | 746.63          | 623.54          |
| <b>Total expenses</b>  |      | <b>1,501.66</b> | <b>1,272.35</b> |
| <b>Profit before tax</b>   |      | <b>316.23</b>   | <b>212.82</b>   |
| <b>Tax expense</b>   |      |                 |                 |
| Current tax  | 17   | 92.89           | 40.68           |
| Deferred tax   | 17   | (10.63)         | 0.69            |
| <b>Total tax expense</b>   |      | <b>82.26</b>    | <b>41.37</b>    |
| <b>Profit for the year</b>   |      | <b>233.97</b>   | <b>171.45</b>   |
| <b>Other comprehensive income (OCI)</b>                                    |      |                 |                 |
| <b>Items that will not be reclassified subsequently to profit or loss:</b> |      |                 |                 |
| Re-measurement gain of defined benefit plans                               |      | (0.83)          | 0.66            |
| Income tax effect on above   |      | 0.21            | (0.17)          |
| <b>OCI for the year (net of tax)</b>                                       |      | <b>(0.62)</b>   | <b>0.49</b>     |
| <b>Total comprehensive income for the year</b>                             |      | <b>233.35</b>   | <b>171.94</b>   |
| <b>Earnings per equity share</b>   |      |                 |                 |
| [nominal value of share Rs. 10 (March 31, 2023: Rs. 10)]                   | 31   |                 |                 |
| Basic (Rs.)  |      | 2.28            | 1.67            |
| Diluted (Rs.)  |      | 2.28            | 1.67            |
| <b>Material Accounting policies</b>  | 2.2  |                 |                 |

The accompanying notes are an integral part of financial statements

As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN: 07554053



Karthik Rajagopal  
Director  
DIN: 06652382



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 28, 2024

Place : Bengaluru  
Date : May 28, 2024

Manipal Hospitals Private Limited  
Statement of Changes in Equity for the year ended March 31, 2024

(a) Equity share capital\*

|  | Nos.           | (Rs. in crores) |
|--|----------------|-----------------|
| Equity shares of Rs. 10 each, issued, subscribed and fully paid-up |                |                 |
| Balance as at April 01, 2022                                       | 1,02,52,97,268 | 1,025.30        |
| Change in equity share capital during the year                     | -              | -               |
| Balance as at March 31, 2023                                       | 1,02,52,97,268 | 1,025.30        |
| Change in equity share capital during the year                     | -              | -               |
| Balance as at March 31, 2024                                       | 1,02,52,97,268 | 1,025.30        |

\*Also, refer note 12

(b) Other equity\*\*

|                               | Reserves and Surplus |                   |   |  | Total other equity |
|-------------------------------|----------------------|-------------------|---|--|--------------------|
|                               | Securities premium   | Retained earnings | Amalgamation adjustment deficit account | Re-measurement gain/(loss) on defined benefit plan |                    |
| Balance as at April 01, 2022  | 246.89               | (697.97)          | (59.11)                                 | 0.03   | (510.16)           |
| Profit for the year           | -                    | 171.45            | -                                       | -  | 171.45             |
| OCI for the year (net of tax) | -                    | -                 | -                                       | 0.49   | 0.49               |
| Balance as at March 31, 2023  | 246.89               | (526.52)          | (59.11)                                 | 0.52   | (338.22)           |
| Profit for the year           | -                    | 233.97            | -                                       | -  | 233.97             |
| OCI for the year (net of tax) | -                    | -                 | -                                       | (0.62)   | (0.62)             |
| Balance as at March 31, 2024  | 246.89               | (292.55)          | (59.11)                                 | (0.10)   | (104.87)           |

\*\*Also, refer note 13

Note : There are no changes in the accounting policies or prior period events during the current year or previous year.

Below is the nature and purpose of each reserve:

- Securities premium** - Securities premium is used to record the premium received on issue of shares.
- Re-measurement gain/(loss) on defined benefit plan** - Represents remeasurement gains / (losses) on defined benefit plans (net of tax).
- Retained earnings** - Retained earnings comprises of prior and current period's undistributed earnings after tax.
- Amalgamation adjustment deficit account** - It represents excess of consideration over carrying value of net assets (including reserves) in case of common control business combination. When there is a surplus in the Statement of profit and loss, this debit can be adjusted against that surplus.

Material accounting policies (refer note 2.2)

The accompanying notes are an integral part of financial statements

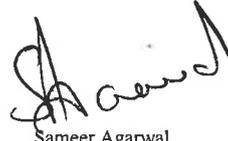
As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Sameer Agarwal  
Director  
DIN: 07554053



Karthik Rajagopal  
Director  
DIN: 06652382



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 28, 2024

Place : Bengaluru  
Date : May 28, 2024

Manipal Hospitals Private Limited  
Statement of Cash flow for the year ended

|   | (Rs. in crores) |                 |
|---|-----------------|-----------------|
|   | March 31, 2024  | March 31, 2023  |
| <b>A. Cash flows from operating activities</b>  |                 |                 |
| Profit before tax   | 316.23          | 212.82          |
| Adjustments for:  |                 |                 |
| Depreciation and amortisation expense   | 105.48          | 86.89           |
| Bad debts/ advances written off   | 12.58           | 7.30            |
| Loss allowance on trade receivables (net of reversals)                                | (0.64)          | 4.45            |
| Profit on sale of investments in mutual funds (net)                                   | (11.35)         | (10.92)         |
| Profit on sale of assets  | (2.37)          | -               |
| Fair value (gain)/loss on financial instruments at FVTPL                              | (2.26)          | 0.18            |
| Finance income  | (12.84)         | (15.03)         |
| Finance costs   | 114.99          | 92.54           |
| <b>Operating profit before working capital changes</b>                                | <b>519.82</b>   | <b>378.23</b>   |
| <b>Movements in working capital :</b>   |                 |                 |
| Change in trade receivables   | (19.85)         | (38.93)         |
| Change in loans   | -               | (0.20)          |
| Change in other assets  | 1.32            | (8.42)          |
| Change in inventories   | 0.43            | (3.65)          |
| Change in other financial assets  | 0.98            | 9.70            |
| Change in trade payables  | 14.26           | 50.46           |
| Change in provisions  | 2.44            | 3.22            |
| Change in other liabilities   | (0.65)          | 8.51            |
| Change in other financial liabilities   | 0.12            | 0.07            |
| Cash generated from operations  | <b>518.87</b>   | <b>398.99</b>   |
| Income tax paid   | (109.90)        | (19.95)         |
| <b>Net cash generated from operating activities</b>                                   | <b>408.97</b>   | <b>379.04</b>   |
| <b>B. Cash flow from investing activities</b>   |                 |                 |
| Acquisition of property, plant and equipment and intangible assets                    | (85.68)         | (142.42)        |
| Acquisition of subsidiary (refer note 5.1)  | (654.53)        | -               |
| Investment in others  | (1.16)          | -               |
| Loans given to related parties  | (33.46)         | (259.80)        |
| Loans repaid by related parties   | 259.80          | -               |
| Investment made in bank deposits (having original maturity of more than three months) | (1.41)          | (12.21)         |
| Maturity of bank deposits (having original maturity of more than three months)        | 14.96           | 10.16           |
| Proceeds from the sale of investments in mutual funds                                 | 1,372.83        | 1,144.82        |
| Purchase of investments in mutual funds   | (1,212.47)      | (1,103.99)      |
| Interest received   | 21.99           | 2.93            |
| <b>Net cash used in investing activities</b>  | <b>(319.13)</b> | <b>(360.51)</b> |
| <b>C. Cash flow from financing activities</b>   |                 |                 |
| Proceeds of long-term borrowings  | 108.76          | 114.92          |
| Repayment of long-term borrowings   | (56.63)         | (39.67)         |
| Proceeds of borrowings for purchase of vehicle  | 1.68            | 0.52            |
| Repayment of borrowings for purchase of vehicle                                       | (0.32)          | (0.02)          |
| Interest and processing charges paid  | (37.66)         | (33.01)         |
| Interest and processing charges paid for capital asset borrowings                     | (0.11)          | (0.01)          |
| Payment of lease obligations - including interest                                     | (65.39)         | (56.48)         |
| <b>Net cash used in financing activities</b>  | <b>(49.67)</b>  | <b>(13.75)</b>  |
| <b>Net increase in cash and cash equivalents</b>                                      | <b>40.17</b>    | <b>4.78</b>     |
| Cash and cash equivalents at the beginning of the year                                | 20.77           | 15.99           |
| <b>Cash and cash equivalents at the end of the year (refer note 10.3)</b>             | <b>60.94</b>    | <b>20.77</b>    |
| <b>Components of cash and cash equivalents for the purpose of cash flow statement</b> |                 |                 |
| Cash on hand  | 0.92            | 0.55            |
| With banks - on current accounts  | 50.02           | 20.22           |
| - deposits with original maturity of less than three months                           | 10.00           | -               |
| <b>Total cash and cash equivalents</b>  | <b>60.94</b>    | <b>20.77</b>    |
| <b>Material Accounting policies</b>   | <b>2.2</b>      |                 |

Refer Note 41 for Reconciliation of movement of liabilities to cash flows arising from financing activities.

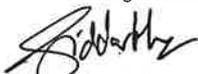
The above Cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

The accompanying notes are an integral part of financial statements

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants  
Firm Registration number : 101248W/W - 100022

  
Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited

  
Sameer Agarwal  
Director  
DIN: 07554053

  
Karthik Rajagopal  
Director  
DIN: 06652382

  
Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 28, 2024

Place : Bengaluru  
Date : May 28, 2024

**1 Corporate information**

Manipal Hospitals Private Limited ("the Company") was established in the year 2003 and commissioned its first operating hospital in the year 2005. The Company is a private limited company incorporated under the provisions of the Companies Act of India. The registered office of the Company is located at Bengaluru. The Company operates through various Hospitals/Clinics providing Healthcare services in India.

**2.1 Basis of preparation of the financial statements**

**(a) Statement of compliance**

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013.

The financial statements are approved for issue by the Company's Board of Directors on May 28, 2024

Details of the material accounting policies are included in Note 2.2

**(b) Functional and presentation currency**

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts are in Indian Rupees crores except share data and per share data, unless otherwise stated.

**(c) Basis of measurement**

The financial statements have been prepared on accrual and going concern basis and the historical cost basis except for the following items:

| Items                                    | Measurement   |
|--|---|
| Certain financial assets and liabilities | Fair value  |
| Net defined asset / liability            | Fair Value of plan asset less present value of defined benefit obligation |

**(d) Use of estimates and judgments**

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**Judgments, assumptions and estimation uncertainties**

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

**Judgements:-**

- Note 14.2 - Leases and lease classification
- Note 15 and 20- Provisions
- Note 17 - Income taxes including deferred tax
- Note 6 and 33 - Provision for Income tax and other contingencies

**Estimates:-**

- Note 2.2 (c) and (d) - useful life of property, plant and equipment, intangible assets and right of use assets
- Note 5.2, 10.2, 10.5, 10.6 - Impairment of financial assets
- Note 27, 35 - Employee benefits expense, wages and bonus; key actuarial assumptions
- Note 36 - Financial instruments

**(e) Measurement of fair values**

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in the note 36 - financial instruments.

**2.2 Summary of material accounting policies**

**(a) Investment in subsidiaries**

A subsidiary is an entity that is controlled by another entity. The investments in subsidiaries are carried at cost as per IND AS 27. Investment accounted for at cost is accounted for in accordance with IND AS 105 when they are classified as held for sale and Investment carried at cost is tested for impairment as per IND AS 36. On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**(b) Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is treated as current when:

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.



(c) Property plant and equipment

Property, plant and equipment including capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, import duties, cost of replacing part of the plant and equipment, borrowing costs if the recognition criteria are met and directly attributable cost of bringing the asset to its location and condition necessary for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably.

Property, plant and equipment under installation or construction as at the balance sheet date is shown as capital work-in-progress and the related advances are shown as under Non current assets.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| Category of assets                    | Useful life estimated by management | Useful life as per Schedule II |
|---------------------------------------|-------------------------------------|--------------------------------|
| Building                              | 23 - 30 years                       | 30 years                       |
| Leasehold improvements                | Lease term                          | NA                             |
| Equipment's                           | 13 years                            | 10 - 15 years                  |
| Electrical installations              | 7 years                             | 10 years                       |
| Furniture and fixtures                | 7 years                             | 10 years                       |
| Other fixtures (included in Building) | 2 years                             | 10 years                       |
| Computers                             | 3 years                             | 3 - 6 years                    |
| Vehicles                              | 3-7 years                           | 6 - 10 years                   |

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

Second hand assets are depreciated over the estimated useful life as per technical estimates.

Leasehold land/Leasehold improvements/Leasehold Building are depreciated over the primary lease period or useful life, whichever is shorter, on a straight-line basis.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The management has estimated, supported by technical assessment, the useful life of the category of assets, which are lower than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

(d) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

A summary of amortization policies applied to the Company's intangible assets is as below:

| Category of assets              | Useful life estimated by management |
|---------------------------------|-------------------------------------|
| Computer software - application | 3-5 years                           |
| Computer software - generic     | 1 year                              |

With effect from April 1, 2020, based on technical evaluation, the Company had revised the estimated useful life of certain categories of property, plant and equipment's and intangible assets. The change in accounting estimate is applied prospectively in accordance with IND AS 8, 'Accounting policies, changes in accounting estimates and errors' and had an impact on the depreciation expense. The financial impact due to change in estimate is given below:

| Year ending                      | (Rs. in crores)<br>(Decrease)/ increase in depreciation and amortisation charge |
|----------------------------------|---|
| March 31, 2021                   | 2.53  |
| March 31, 2022                   | (4.53)  |
| March 31, 2023                   | (9.72)  |
| March 31, 2024                   | (5.61)  |
| March 31, 2025                   | (5.26)  |
| March 31, 2026                   | (7.42)  |
| March 31, 2027                   | (6.77)  |
| March 31, 2028                   | (6.23)  |
| March 31, 2029                   | (4.51)  |
| March 31, 2030                   | (4.10)  |
| March 31, 2031 to March 31, 2040 | (46.60)   |
| March 31, 2041 to March 31, 2050 | 23.24   |
| March 31, 2051 to March 31, 2060 | 41.33   |
| March 31, 2061 to March 31, 2070 | 30.61   |
| March 31, 2071 to March 31, 2080 | 3.05  |



(e) **Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows till perpetuity.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

Impairment losses of continuing operations, including impairment of inventories, are recognised in the statement of profit and loss.

For all assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

(f) **Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(g) **Leases**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Company as a lessee**

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently re-measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short term leases of all assets that have a lock in lease term of 12 months or less, except where it anticipates renewals and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(h) **Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial assets**

**Initial recognition and measurement**

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (i) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.



#### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- i) Financial assets at amortised cost (debt instruments)
- ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- iv) Financial assets at fair value through profit or loss

#### Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Company's financial assets at amortised cost includes trade receivables. For more information on receivables, refer to Note 10.2.

#### Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

#### Embedded Derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

#### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- i) The rights to receive cash flows from the asset have expired, or
- ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and other financial assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Financial liabilities

##### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

##### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)



**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

**Financial liabilities at amortised cost (Loans and borrowings)**

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

**Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**(i) Inventories**

Inventories of pharmacy items and medical consumables are valued at lower of cost or net realizable value. Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location after adjusting for Goods and Services Tax (GST) wherever applicable, applying the first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs to be incurred to make the sale. Adequate provision is made for slow moving, non-moving and expired inventory, as determined necessary. The comparison of cost and net realizable value is made on an item by item basis.

**(j) Non-current assets or disposal group held for sale**

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell.

Any impairment loss on a disposal group is allocated first to goodwill, and then to the remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, investment property or biological assets, which continue to be measured in accordance with the Group's other accounting policies. Impairment losses on initial classification as held for sale or held for distribution and subsequent gains and losses on remeasurement are recognised in profit or loss. Once classified as held for sale, intangible assets, property, plant and equipment and investment properties are no longer amortised or depreciated, and equity-accounted investee is no longer equity accounted.

Non-current assets classified as held-for-sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

**(k) Revenue recognition**

Revenue from contracts with customers is recognised as per Ind AS 115, "Revenue from contract with customers", when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services, taking into consideration defined terms of payment and excluding taxes or duties collected on behalf of the government.

**Disaggregation of revenue**

The Company disaggregates revenue into revenue from rendering hospital services, pharmacy sales and other operating income. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of Company's revenues and cash flows are affected by industry, market and other economic factors.

The specific recognition criteria described below must also be met before revenue is recognised:

**Operating Income**

Revenue from Hospital services is recognised as and when the services are performed, unless significant future uncertainties exists, while revenue from sale of pharmacy items is recognised when the control of the goods have passed to the buyer, usually on delivery of the goods. The Company assesses the distinct performance obligations in the contract and measures to at an amount that reflects the consideration it expects to receive, net of Goods and Services Tax and adjusted for discounts and concessions.

**Interest Income**

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit or loss.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "finance income" in the statement of profit and loss.

**Contract balances**

**Trade receivables**

Unbilled receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (i) Financial instruments – initial recognition and subsequent measurement.

**Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs its obligation under the contract.



(l) **Foreign currencies**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The Company's financial statements are presented in INR, which is also the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are recorded on initial recognition in the functional currency using the exchange rate prevailing at the date of the transaction. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on the settlement or translation of monetary items are recognised in the statement of profit or loss.

(m) **Retirement and other employee benefits**

Defined contribution plan

Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution schemes. The Company recognizes contribution payable to the schemes as an expense, when an employee renders the related service. The Company has no obligation, other than the contribution payable to the fund.

Defined benefit plan- gratuity

The Company operates a defined benefit plan for its employees for gratuity. The costs of providing benefits under this plan is determined on the basis of actuarial valuation at each year end using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

Past service costs are recognised in the statement of profit or loss on the earlier of:

- The date of the plan amendment or curtailment and
- The date that the Company recognises related restructuring costs

Interest is calculated by applying the discount rate to the defined benefit liability. The Company recognises the following changes in the defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Interest expense

Other long-term employee benefits - compensated absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date.

(n) **Taxes**

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amounts are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences except:

- where deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit or loss is recognised outside the statement of profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and to the same taxation authority.

(o) **Earnings Per Share (EPS)**

Basic EPS amounts are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit/(loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be antidilutive.



(p) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit or loss net off any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

*Decommissioning liability*

The Company records a provision for decommissioning costs to dismantle and remove the leasehold improvements from the leased premises. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

*Onerous contracts*

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.

(q) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent liabilities and commitments are reviewed by the management at each balance sheet date.

(r) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(s) Segment accounting policies

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM"). The Board of Directors of the Company has been identified as the Chief Operating Decision Maker. (refer note 39 on segment reporting).

(t) Corporate Social Responsibility (CSR) expenditure

CSR expenditure as per provisions of section 135 of Companies Act, 2013 read with The Companies (Corporate Social Responsibility Policy) Rules, 2014, is charged to the statement of profit and loss as an expense as and when incurred.

(u) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated. Bank overdrafts are classified as part of cash and cash equivalent, as they form an integral part of an entity's cash management.

(v) Share capital

*Equity shares*

Incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with Ind AS 12.

(w) Standards issued but not effective

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.



Manipal Hospitals Private Limited  
Notes to financial statements for the year ended March 31, 2024

3.1 Property, plant and equipment

|                        | Freehold land | Leasehold land | Leasehold Improvements | Buildings | Plant and equipment | Facility and office equipment | Furniture and fixtures | Computer equipment | Vehicles | Electrical installation and equipment | Total    |
|------------------------|---------------|----------------|------------------------|-----------|---------------------|-------------------------------|------------------------|--------------------|----------|---------------------------------------|----------|
| (Rs. in crores)        |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| <b>Cost</b>            |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2022      | 70.34         | 18.63          | 2.85                   | 369.36    | 354.43              | 120.45                        | 38.99                  | 37.24              | 0.85     | 63.99                                 | 1,077.13 |
| Additions              | -             | -              | 142.52                 | 0.37      | 111.14              | 1.53                          | 3.95                   | 15.78              | 0.70     | 43.27                                 | 319.26   |
| Disposals/ adjustments |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At March 31, 2023      | 70.34         | 18.63          | 145.37                 | 369.73    | 465.57              | 121.98                        | 42.94                  | 53.02              | 1.55     | 107.26                                | 1,396.39 |
| Additions              | -             | -              | 2.05                   | 3.51      | 44.89               | 0.18                          | 3.58                   | 9.88               | 2.38     | 5.41                                  | 71.88    |
| Disposals/ adjustments | 2.13          | -              | -                      | (0.01)    | (7.13)              | (2.03)                        | (0.93)                 | (1.53)             | (0.57)   | (0.02)                                | (10.09)  |
| At March 31, 2024      | 72.47         | 18.63          | 147.42                 | 373.23    | 503.33              | 120.13                        | 45.59                  | 61.37              | 3.36     | 112.65                                | 1,458.18 |
| <b>Depreciation</b>    |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At April 01, 2022      | 26.98         | -              | 0.00*                  | 143.25    | 216.59              | 102.85                        | 34.74                  | 32.76              | 0.83     | 53.73                                 | 611.73   |
| Charge for the year    | -             | -              | 6.25                   | 6.84      | 25.34               | 6.67                          | 2.82                   | 5.38               | 0.08     | 6.78                                  | 60.16    |
| Disposals              | -             | -              | -                      | -         | -                   | -                             | -                      | -                  | -        | -                                     | -        |
| At March 31, 2023      | 26.98         | -              | 6.25                   | 150.09    | 241.93              | 109.52                        | 37.56                  | 38.14              | 0.91     | 60.51                                 | 671.89   |
| Charge for the year    | -             | -              | 5.92                   | 10.73     | 29.30               | 4.66                          | 2.87                   | 8.06               | 0.31     | 9.72                                  | 71.57    |
| Disposals              | -             | -              | -                      | (0.01)    | (6.77)              | (2.01)                        | (0.91)                 | (1.53)             | (0.44)   | (0.02)                                | (11.69)  |
| At March 31, 2024      | 26.98         | -              | 12.17                  | 160.81    | 264.46              | 112.17                        | 39.52                  | 44.67              | 0.78     | 70.21                                 | 731.77   |
| <b>Net book value</b>  |               |                |                        |           |                     |                               |                        |                    |          |                                       |          |
| At March 31, 2023      | 43.36         | 18.63          | 139.12                 | 219.64    | 223.64              | 12.46                         | 5.38                   | 14.88              | 0.64     | 46.75                                 | 724.50   |
| At March 31, 2024      | 45.49         | 18.63          | 135.25                 | 212.42    | 238.87              | 7.96                          | 6.07                   | 16.70              | 2.58     | 42.44                                 | 726.41   |

Refer note 14.1 for details of Property, plant and equipment pledged as security for borrowings.

\* Represents value less than Rs.0.01 crore

Notes:

(a) Leasehold land represents lease term ranging from 999 years to perpetuity.

(b) During the year, the Company has capitalised an aggregate borrowing cost of Rs. Nil as at March 31, 2024 (as at March 31, 2023: Rs. 6.56 crores), on assets lying in capital work in progress.



3.2 Capital Work-in-progress

|   | (Rs. in crores) |
|---|-----------------|
| <b>Cost</b>   | <b>Total</b>    |
| At April 01, 2022   | 176.53          |
| Additions during the year   | 146.10          |
| Capitalisation of interest on lease liability for ROU under development | 6.56            |
| Capitalisation of depreciation on Right of use assets under development | 1.41            |
| Transferred to Property, plant and equipment                            | (319.26)        |
| <b>At March 31, 2023</b>  | <b>11.34</b>    |
| Additions during the year   | 70.20           |
| Transferred to Property, plant and equipments                           | (71.88)         |
| <b>At March 31, 2024</b>  | <b>9.66</b>     |

Capital work in progress ageing schedule

As at March 31, 2024

| Particulars                    | Amount in CWIP for a period of |             |             |                   |          | Total       |
|--------------------------------|--------------------------------|-------------|-------------|-------------------|----------|-------------|
|                                | Less than 1 year               | 1-2 years   | 2-3 years   | More than 3 years |          |             |
| Projects in progress           | 5.87                           | 3.49        | 0.30        | -                 | -        | 9.66        |
| Projects temporarily suspended | -                              | -           | -           | -                 | -        | -           |
| <b>Total</b>                   | <b>5.87</b>                    | <b>3.49</b> | <b>0.30</b> | <b>-</b>          | <b>-</b> | <b>9.66</b> |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget.

As at March 31, 2023

| Particulars                    | Amount in CWIP for a period of |             |           |                   |          | Total        |
|--------------------------------|--------------------------------|-------------|-----------|-------------------|----------|--------------|
|                                | Less than 1 year               | 1-2 years   | 2-3 years | More than 3 years |          |              |
| Projects in progress           | 3.49                           | 7.85        | -         | -                 | -        | 11.34        |
| Projects temporarily suspended | -                              | -           | -         | -                 | -        | -            |
| <b>Total</b>                   | <b>3.49</b>                    | <b>7.85</b> | <b>-</b>  | <b>-</b>          | <b>-</b> | <b>11.34</b> |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget.

4.1 Right of use assets

|   | (Rs. in crores)             |              |             |              |               |
|---|-----------------------------|--------------|-------------|--------------|---------------|
|   | Right-of-use assets         |              |             |              |               |
|   | Leasehold land & building * | Equipments   | Vehicles    | Computers    | Total         |
| <b>Cost</b>                             |                             |              |             |              |               |
| At April 01, 2022                       | 471.51                      | 16.20        | 0.68        | 9.12         | 497.51        |
| Additions                               | 3.10                        | -            | -           | 1.21         | 4.31          |
| Disposals                               | (5.21)                      | -            | -           | -            | (5.21)        |
| <b>At March 31, 2023</b>                | <b>469.40</b>               | <b>16.20</b> | <b>0.68</b> | <b>10.33</b> | <b>496.61</b> |
| Additions                               | 28.94                       | -            | -           | 5.43         | 34.37         |
| Disposals or Adjustments                | -                           | (4.14)       | -           | -            | (4.14)        |
| <b>At March 31, 2024</b>                | <b>498.34</b>               | <b>12.06</b> | <b>0.68</b> | <b>15.76</b> | <b>526.84</b> |
| <b>Amortisation</b>                     |                             |              |             |              |               |
| At April 01, 2022                       | 67.54                       | 7.63         | 0.66        | 1.02         | 76.85         |
| Charge for the year                     | 16.53                       | 1.49         | 0.02        | 4.90         | 22.94         |
| Disposals or Adjustments                | -                           | -            | -           | -            | -             |
| Charge for the year transferred to CWIP | 1.42                        | -            | -           | -            | 1.42          |
| <b>At March 31, 2023</b>                | <b>85.49</b>                | <b>9.12</b>  | <b>0.68</b> | <b>5.92</b>  | <b>101.21</b> |
| Charge for the year                     | 19.07                       | 0.93         | -           | 1.66         | 21.66         |
| Disposals or Adjustments                | -                           | -            | -           | -            | -             |
| <b>At March 31, 2024</b>                | <b>104.56</b>               | <b>10.05</b> | <b>0.68</b> | <b>7.58</b>  | <b>122.87</b> |
| <b>Net book value</b>                   |                             |              |             |              |               |
| At March 31, 2023                       | 383.91                      | 7.08         | -           | 4.41         | 395.40        |
| At March 31, 2024                       | 393.78                      | 2.01         | -           | 8.18         | 403.97        |

\* Refer note 14.1 for details of assets pledged as security for borrowings.



4.2 Intangible assets

|                       | (Rs. in crores)          |
|-----------------------|--------------------------|
|                       | <u>Intangible assets</u> |
|                       | <u>Computer software</u> |
| <b>Cost</b>           |                          |
| At April 01, 2022     | 27.22                    |
| Additions             | 18.84                    |
| Disposals             | -                        |
| At March 31, 2023     | <u>46.06</u>             |
| Additions             | 34.36                    |
| Disposals             | -                        |
| At March 31, 2024     | <u><u>80.42</u></u>      |
| <b>Amortisation</b>   |                          |
| At April 01, 2022     | 26.07                    |
| Charge for the year   | 3.79                     |
| Disposals             | -                        |
| At March 31, 2023     | <u>29.86</u>             |
| Charge for the year   | 12.25                    |
| Disposals             | -                        |
| At March 31, 2024     | <u><u>42.11</u></u>      |
| <b>Net book value</b> |                          |
| At March 31, 2023     | <u>16.20</u>             |
| At March 31, 2024     | <u><u>38.31</u></u>      |



5 Non-current financial assets

5.1 Investments

|   | No of units     |                | Amounts              |                 |
|---|-----------------|----------------|----------------------|-----------------|
|   | March 31, 2024  | March 31, 2023 | March 31, 2024       | March 31, 2023  |
|   | (Rs. in crores) |                |                      |                 |
| <b>Investments carried at cost (unquoted)</b>   |                 |                |                      |                 |
| <b>A) Investment in equity shares of subsidiary company</b>   |                 |                |                      |                 |
| AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) ('AMRI')<br>[shares of Rs. 10 each fully paid-up, refer note 5.1.1] | 5,71,12,194     | -              | 396.00               | -               |
| (A)   |                 |                | <u>396.00</u>        | <u>-</u>        |
| <b>B) Investment in Compulsory convertible debentures of subsidiary company</b>   |                 |                |                      |                 |
| AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) ('AMRI')<br>[refer note 5.1.1]                                      | 850             | -              | 314.57               | -               |
| (B)   |                 |                | <u>314.57</u>        | <u>-</u>        |
| <b>Aggregate value of unquoted investments carried at cost (A+B)</b>  |                 |                | <u><b>710.57</b></u> | <u><b>-</b></u> |
| <b>Investments at fair value through Profit and Loss</b>  |                 |                |                      |                 |
| <b>Investments in other companies</b>   |                 |                |                      |                 |
| O2 Renewable Energy X Private Limited   | 1,15,900        | -              | 0.12                 | -               |
| -Equity shares of Rs 10 each fully paid up  | 10,424          | -              | 1.04                 | -               |
| -Compulsory convertible debentures of Rs.1000 each<br>[Refer note 5.1.2]  | (C)             |                | <u>1.16</u>          | <u>-</u>        |
| <b>Investments in mutual funds (quoted)*</b>  |                 |                |                      |                 |
| Bandhan Crisil Gilt 2028 Index Fund Direct Growth   | 1,02,34,712     | 1,02,34,712    | 12.05                | 11.21           |
| Bandhan Gilt 2027 Index Fund - Direct Plan - Growth   | 24,70,105       | 34,70,747      | 2.90                 | 3.79            |
| Aggregate book value/market value of quoted (D)   |                 |                | <u>14.95</u>         | <u>15.00</u>    |
| Information about the company's exposure to credit and market risks, and fair value measurement, is included in Note 36 & 37                  |                 |                |                      |                 |
| * Refer note 14.1 for details of Investments pledged as security for borrowings   |                 |                |                      |                 |
| <b>Aggregate value of investments carried at fair value through Profit and Loss (C+D)</b>   |                 |                | <u>16.11</u>         | <u>15.00</u>    |
| <b>Aggregate value of investments (A+B+C+D)</b>   |                 |                | <u>726.68</u>        | <u>15.00</u>    |
| Aggregate value of investments  |                 |                | <u>726.68</u>        | <u>15.00</u>    |

5.1.1 On September 20, 2023 the Company along with its affiliates, acquired 5,71,12,194 equity shares and 850 compulsorily convertible debentures of AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) from existing shareholders aggregating to 84.07% shareholding of AMRI Hospitals Private Limited on a fully diluted basis.

5.1.2 On October 23, 2023, the Company acquired 1,15,900 equity shares and 10,424 Series B compulsory convertible debentures of O2 Renewable Energy X Private Limited.

5.2 Loans (Unsecured considered good unless otherwise stated)

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| Inter Corporate Deposit given to related parties (refer note 5.2.1)  | 34.92           | 271.13         |
| Less: Interest accrued on inter corporate deposits to related parties - disclosed under Other non-current financial assets | (1.46)          | (11.33)        |
|  | <u>33.46</u>    | <u>259.80</u>  |

5.2.1 Term of the loan as given below:

| Name of the loanee  | Rate of Interest | Repayment         | Secured/ unsecured | March 31, 2024 | Movement during the year | March 31, 2023 |
|---|------------------|-------------------|--------------------|----------------|--------------------------|----------------|
| Inter Corporate Deposit   |                  |                   |                    |                |                          |                |
| Manipal Hospitals (Dwarka) Private Limited ('MHDPL')                      | 10.00%           | Thirty-Six months | Unsecured          | -              | (259.80)                 | 259.80         |
| AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) | 9.00%            | Thirty-Six months | Unsecured          | 33.46          | 33.46                    | -              |

The intercorporate deposit has been made available for the purpose of meeting its general corporate requirements.

Provisions of section 186 of the Companies Act, 2013, except sub section (1), are not applicable, as the Company is engaged in the business of providing infrastructural facilities as specified in Schedule VI of the Companies Act, 2013.

5.3 Other non-current financial assets (Secured considered good unless otherwise stated)

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| Margin money deposit with banks (refer note 5.3.1)   | 0.50            | -              |
| Deposits with banks due to mature after twelve months from the reporting date (refer note 5.3.2) | 6.78            | 11.10          |
| Interest accrued on inter corporate deposits to related parties (refer note 5.3.3)               | 1.46            | 11.33          |
| Security deposits  | <u>15.95</u>    | <u>14.02</u>   |
|  | <u>24.69</u>    | <u>36.45</u>   |

(5.3.1) Margin money deposits with a carrying amount of Rs. 0.50 crores (March 31, 2023: Rs. Nil) are subject to charge to secure the Company's letter of credit facility for capital purchases and as performance guarantee

(5.3.2) It includes Debt Service Reserve Account maintained by the company with Banks amounting to Rs. 6.74 crores (March 31, 2023 : Rs 11.10 crores)

(5.3.3) Receivable from related parties (refer note 32)

6 Income tax assets (net)

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| Income tax assets (net of provision for income tax) | 58.64           | 46.61          |
|   | <u>58.64</u>    | <u>46.61</u>   |

7 Other non-current assets (Unsecured considered good unless otherwise stated)

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| Capital advances                        |                 |                |
| Considered good                         | 2.20            | 3.35           |
| Considered doubtful                     | <u>17.88</u>    | <u>17.88</u>   |
| Provision for doubtful capital advances | 20.08           | 21.23          |
|   | <u>(17.88)</u>  | <u>(17.88)</u> |
| Prepaid expenses                        | 2.20            | 3.35           |
|   | <u>0.57</u>     | <u>0.56</u>    |
|   | <u>2.77</u>     | <u>3.91</u>    |



| 8 | Assets held for sale | (Rs. in crores) |                |
|---|----------------------|-----------------|----------------|
|   |                      | March 31, 2024  | March 31, 2023 |
|   | Land                 | 6.50            | 6.50           |
|   |                      | 6.50            | 6.50           |

(8.1) Land held for sale pertains to land situated at Meerut Rs 6.50 crores (March 31, 2023: Rs 6.50 crores).

| 9 | Inventories (valued at lower of cost and net realizable value) | (Rs. in crores) |                |
|---|--|-----------------|----------------|
|   |  | March 31, 2024  | March 31, 2023 |
|   | Pharmacy items   | 13.01           | 11.74          |
|   | Medical consumables  | 14.26           | 15.96          |
|   |  | 27.27           | 27.70          |

Refer note 14.1 for details of Inventories pledged as security for borrowings.

10 Current financial assets

10.1 Investments

|  | (Rs. in crores) |                |                |                |
|--|-----------------|----------------|----------------|----------------|
|  | No of units     |                | Amounts        |                |
|  | March 31, 2024  | March 31, 2023 | March 31, 2024 | March 31, 2023 |
| <b>Investments at fair value through Profit and Loss</b>       |                 |                |                |                |
| <b>Investments in mutual funds (quoted)*</b>                   |                 |                |                |                |
| ABSL CRISIL IBX AAA Jun 2023 Index Direct Growth               | -               | 2,95,45,757    | -              | 31.12          |
| Nippon India Nifty SDL Plus G-Sec Jun 2028                     | 49,99,750       | 49,99,750      | 5.52           | 5.13           |
| DSP Low Duration Fund Direct Growth                            | -               | 70,44,786      | -              | 12.20          |
| DSP Savings Fund Direct Growth                                 | -               | 17,61,468      | -              | 8.10           |
| SBI Savings Fund-Growth  | -               | 45,29,679      | -              | 17.02          |
| ICICI Liquid Fund Direct Growth                                | -               | 2,86,140       | -              | 9.53           |
| Nippon India mmf   | -               | 14,326         | -              | 5.08           |
| ICICI Overnight Fund Direct Growth                             | -               | 16,763         | -              | 2.02           |
| Nippon Liquid Fund Direct Growth                               | -               | 14,605         | -              | 8.04           |
| ABSL MMF Direct Growth   | -               | 8,84,259       | -              | 27.96          |
| ICICI Corporate Bond Fund Direct Growth                        | -               | 1,94,36,152    | -              | 50.59          |
| ICICI Money Market Fund - Direct Plan - Growth                 | 75,568          | 3,15,596       | 2.64           | 10.24          |
| Bandhan Corporate Bond Fund - Direct Growth                    | -               | 24,51,910      | -              | 4.07           |
| Bandhan Banking & FSU Direct Growth                            | -               | 77,77,058      | -              | 16.61          |
| Bandhan Gilt 2027 Index Fund - Direct Plan - Growth            | 13,60,607       | 3,59,965       | 1.60           | 0.39           |
| ICICI Saving Fund - Direct Plan - Growth                       | 1,13,757        | -              | 5.68           | -              |
| Axis Money Manager Fund-Direct Plan-Growth                     | 99,138          | -              | 13.01          | -              |
| SBI Magnum Low Duration Fund - Direct Plan - Growth            | 40,689          | -              | 13.42          | -              |
| HDFC Money Manager Fund - Direct Plan - Growth                 | 36,851          | -              | 19.53          | -              |
| <b>Aggregate book value/market value of quoted investments</b> |                 |                | <b>61.40</b>   | <b>208.10</b>  |

\*Information about the company's exposure to credit and market risks, and fair value measurement, is included in Note 36 & 37

10.2 Trade receivables (Unsecured considered good unless otherwise stated)

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| Considered good                            | 84.31           | 76.40          |
| Credit impaired                            | 14.52           | 14.87          |
|  | 98.83           | 91.27          |
| Less: Allowance for bad and doubtful debts | (14.52)         | (14.87)        |
|  | <b>84.31</b>    | <b>76.40</b>   |

Refer note 14.1 for details of Trade receivables pledged as security for borrowings.

(10.2.1) There are no trade receivables which have significant increase in credit risk.

(10.2.2) Ageing for trade receivables and unbilled revenue due from transaction date for each of the category is as follows:

As at 31 March 2024

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |             |           |                   |              | Total |
|---|--|--------------------|-------------------|-------------|-----------|-------------------|--------------|-------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years   | 2-3 years | More than 3 years |              |       |
| Undisputed Trade Receivables - considered good                                | 49.35  | 34.26              | 0.70              | -           | -         | -                 | 84.31        |       |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Undisputed Trade receivable - credit impaired                                 | -  | 4.25               | 9.65              | 0.62        | -         | -                 | 14.52        |       |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -           | -         | -                 | -            |       |
| <b>Total</b>  | <b>49.35</b>   | <b>38.51</b>       | <b>10.35</b>      | <b>0.62</b> | <b>-</b>  | <b>-</b>          | <b>98.83</b> |       |

\* includes unbilled revenue of Rs 9.53 crores as considered good.

As at 31 March 2023

| Particulars   | Outstanding for following periods from due date of payment |                    |                   |             |           |                   |              | Total |
|---|--|--------------------|-------------------|-------------|-----------|-------------------|--------------|-------|
|   | Not due*   | Less than 6 Months | 6 months - 1 year | 1-2 years   | 2-3 years | More than 3 years |              |       |
| Undisputed Trade Receivables - considered good                                | 55.78  | 20.10              | 0.52              | -           | -         | -                 | 76.40        |       |
| Undisputed Trade Receivables - which have significant increase in credit risk | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Undisputed Trade receivable - credit impaired                                 | 0.11   | 3.52               | 10.71             | 0.53        | -         | -                 | 14.87        |       |
| Disputed Trade receivables - considered good                                  | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Disputed Trade receivables - which have significant increase in credit risk   | -  | -                  | -                 | -           | -         | -                 | -            |       |
| Disputed Trade receivables - credit impaired                                  | -  | -                  | -                 | -           | -         | -                 | -            |       |
| <b>Total</b>  | <b>55.89</b>   | <b>23.62</b>       | <b>11.23</b>      | <b>0.53</b> | <b>-</b>  | <b>-</b>          | <b>91.27</b> |       |

\* includes unbilled revenue of Rs 9.10 crores as considered good.



10.3 Cash and cash equivalents

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| Balances with banks:  |                 |                |
| - On current accounts                                       | 50.02           | 20.22          |
| - Deposits with original maturity of less than three months | 10.00           | -              |
| Cash on hand  | 0.92            | 0.55           |
| <b>Total cash and cash equivalents</b>                      | <b>60.94</b>    | <b>20.77</b>   |

10.4 Bank balances other than cash and cash equivalents above

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| Bank deposits due to mature within twelve months from the reporting date* | 7.90            | 19.94          |
|   | <b>7.90</b>     | <b>19.94</b>   |

\* It includes margin money deposits of Rs Nil (March 31, 2023: Rs 19.94 crores) with banks through deposits given as security for obtaining bank guarantees

10.5 Loans (Unsecured considered good unless otherwise stated)

|                    | (Rs. in crores) |                |
|--------------------|-----------------|----------------|
|                    | March 31, 2024  | March 31, 2023 |
| Loans to employees | 0.20            | 0.20           |
|                    | <b>0.20</b>     | <b>0.20</b>    |

10.6 Other current financial assets (Unsecured considered good unless otherwise stated)

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| Margin money deposit with banks           | 2.31            | -              |
| Interest accrued on fixed deposits        | 0.53            | 0.97           |
| Other receivables*                        |                 |                |
| Considered good                           | 0.64            | 0.10           |
| Considered doubtful                       | 0.18            | -              |
| Less: Provision against other receivables | (0.18)          | -              |
| <b>Net other receivables</b>              | <b>0.64</b>     | <b>0.10</b>    |
| Security deposits                         | 0.41            | 1.43           |
|   | <b>3.89</b>     | <b>2.50</b>    |

\* includes receivables from related parties (refer note 32)

11 Other current assets (Unsecured considered good unless otherwise stated)

|                                     | (Rs. in crores) |                |
|-------------------------------------|-----------------|----------------|
|                                     | March 31, 2024  | March 31, 2023 |
| Prepaid expenses                    | 5.81            | 1.86           |
| Advances to suppliers               | 4.97            | 9.73           |
| Balance with government authorities | 18.97           | 19.49          |
|                                     | <b>29.75</b>    | <b>31.08</b>   |



12 Equity Share capital

|  | (Rs. in crores) |                 |
|--|-----------------|-----------------|
|  | March 31, 2024  | March 31, 2023  |
| <b>12.1 Authorised shares (Nos.)</b><br>1,104,950,000 (March 31, 2023: 1,104,950,000) Equity shares of Rs 10/- each                            | 1,104.95        | 1,104.95        |
| <b>12.2 Issued, subscribed and fully paid-up shares (Nos.)</b><br>1,025,297,268 (March 31, 2023: 1,025,297,268) Equity Shares of Rs. 10/- each | 1,025.30        | 1,025.30        |
| <b>Total issued, subscribed and fully paid-up share capital</b>  | <b>1,025.30</b> | <b>1,025.30</b> |

12.3 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year:

|                              | March 31, 2024        |                 | March 31, 2023        |                 |
|------------------------------|-----------------------|-----------------|-----------------------|-----------------|
|                              | Nos.                  | (Rs. in crores) | Nos.                  | (Rs. in crores) |
| At the beginning of the year | 1,02,52,97,268        | 1,025.30        | 1,02,52,97,268        | 1,025.30        |
| Add : Issued during the year | -                     | -               | -                     | -               |
| At the end of the year       | <b>1,02,52,97,268</b> | <b>1,025.30</b> | <b>1,02,52,97,268</b> | <b>1,025.30</b> |

12.4 Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year, the Company has not declared any dividend.

In the event of liquidation of the Company, the assets available for distribution to the shareholders shall be distributed as follows:

(i) first towards distribution to certain equity shareholders on paripassu basis on the total amount invested by them; (ii) second towards other shareholders on pro-rata basis in proportion to their inter se number of equity shares of the Company, until they have collectively received an amount equal to the face value of the equity shares held by them; and (iii) any balance assets to all shareholders pro-rata to their holding in the Company.

12.5 Shares held by holding company

|  | March 31, 2024 |                 | March 31, 2023 |                 |
|--|----------------|-----------------|----------------|-----------------|
|  | Nos.           | (Rs. in crores) | Nos.           | (Rs. in crores) |
| Manipal Health Enterprises Private Limited * | 1,02,52,97,268 | 1,025.30        | 1,02,52,97,268 | 1,025.30        |

\*Includes 10,000 (March 31,2023: 10,000) equity shares of Rs 10 each held by nominee director on behalf of the holding company.

12.6 Details of shareholders holding more than 5% shares in the company:

|   | March 31, 2024   |                        | March 31, 2023   |                        |
|---|------------------|------------------------|------------------|------------------------|
|   | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Equity shares of Rs. 10 each fully paid<br>Manipal Health Enterprises Private Limited | 1,02,52,97,268   | 100.00%                | 1,02,52,97,268   | 100.00%                |

As per the records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

12.7 Details of shareholding by the promoter of the company

As at March 31, 2024

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |
|  | <b>1,02,52,97,268</b>                      | <b>-</b>               | <b>1,02,52,97,268</b>                | <b>100.00%</b>    | <b>0.00%</b>             |

As at March 31, 2023

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |
|  | <b>1,02,52,97,268</b>                      | <b>-</b>               | <b>1,02,52,97,268</b>                | <b>100.00%</b>    | <b>100%</b>              |

12.8 As at March 31, 2024 and March 31, 2023, the Company does not have any shares reserved for issue under options and contracts or commitments for the sale of shares.

13 Other equity

|  | (Rs. in crores) |                 |
|--|-----------------|-----------------|
|  | March 31, 2024  | March 31, 2023  |
| <b>13.1 Securities premium</b>                                 |                 |                 |
| Balance at the beginning of the year                           | 246.89          | 246.89          |
| Add: Addition during the year                                  | -               | -               |
| <b>Balance at the end of the year</b>                          | <b>246.89</b>   | <b>246.89</b>   |
| <b>13.2 Re-measurement gain/(loss) on defined benefit plan</b> |                 |                 |
| Balance at the beginning of the year                           | 0.52            | 0.03            |
| OCI for the year (net of tax)                                  | (0.62)          | 0.49            |
| <b>Balance at the end of the year</b>                          | <b>(0.10)</b>   | <b>0.52</b>     |
| <b>13.3 Retained earnings</b>                                  |                 |                 |
| Balance at the beginning of the year                           | (526.52)        | (697.97)        |
| Add: Profit for the year                                       | 233.97          | 171.45          |
| <b>Balance at the end of the year</b>                          | <b>(292.55)</b> | <b>(526.52)</b> |
| <b>13.4 Amalgamation adjustment deficit account</b>            |                 |                 |
| Balance at the beginning of the year                           | (59.11)         | (59.11)         |
| Add: Addition during the year                                  | -               | -               |
| <b>Balance at the end of the year</b>                          | <b>(59.11)</b>  | <b>(59.11)</b>  |
| <b>Total of other equity</b>                                   | <b>(104.87)</b> | <b>(338.22)</b> |



14 Non-current financial liabilities

14.1 Borrowings (secured unless other-wise stated)

|  |       | (Rs. in crores) |                |
|--|-------|-----------------|----------------|
|  |       | March 31, 2024  | March 31, 2023 |
| <b>Borrowings</b>  |       |                 |                |
| Term loan from banks (refer note 14.1.1 to 14.1.4)                                 |       | 427.24          | 365.11         |
| Loan from other parties (unsecured)  |       | -               | 10.00          |
| Loan for purchase of capital asset (refer note 14.1.4)                             |       | 1.86            | 0.50           |
|  | (A)   | 429.10          | 375.61         |
| <b>Less: Current maturities - disclosed under the head 'short term borrowings'</b> |       |                 |                |
| Term loan from banks   |       | 54.37           | 48.06          |
| Loan for purchase of capital asset   |       | 0.31            | 0.09           |
|  | (B)   | 54.68           | 48.15          |
|  | (A-B) | 374.42          | 327.46         |

14.1.1 Principal Outstanding (net of transaction cost)

|                                     |  |        |        |
|-------------------------------------|--|--------|--------|
| <b>Term loan</b>                    |  |        |        |
| Term loans from banks               |  | 427.24 | 365.11 |
| Loan from other parties (unsecured) |  | -      | 10.00  |
| Loan for purchase of capital asset  |  | 1.86   | 0.50   |
|                                     |  | 429.10 | 375.61 |

14.1.2 Rate of Interest

|                                     |  |                 |                  |
|-------------------------------------|--|-----------------|------------------|
| <b>Term loan</b>                    |  |                 |                  |
| Term loans from banks               |  | (8.4% to 8.72%) | (8.72% to 9.06%) |
| Loan from other parties (unsecured) |  | -               | 11.50%           |
| Loan for purchase of capital asset  |  | (8.6% to 9.40%) | (9.25% to 9.40%) |

14.1.3 Repayment Terms

|                                    |  |  |                               |
|------------------------------------|--|--|-------------------------------|
| <b>Term loan</b>                   |  |  | <b>Year of full repayment</b> |
| Term loans from banks              |  |  | 2027 to 2036                  |
| Loan for purchase of capital asset |  |  | 2027 to 2030                  |

14.1.4 The terms and conditions of all the term loans from banks and financial institutions are similar and are as follows:

During the year ended March 31, 2024, the Company entered into facility agreements with its lenders and offered consolidated security as below:-

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the Company along with MHEPL, MHDPL, MHBPL & AMRI other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements.
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by the company
- Irrevocable and unconditional corporate guarantee by MHEPL, MHBPL & MHDPL. Subsequent to the acquisition of AMRI during the year, AMRI assets are also offered to lenders for security.
- Non disposal undertaking by MHEPL in respect of each shareholding aggregating up to 100% (One hundred percent) in the company.
- The Company obtained vehicle under financing arrangements from Bank and secured against such vehicle.

During the year ended March 31, 2023, the terms and conditions of all the term loans from banks and financial institutions are as follows:

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the Company along with MHDPL, MHJPL, MHEPL and MHBPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements.
- Irrevocable and unconditional corporate guarantee by MHBPL, MHDPL, MHJPL and MHEPL.
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by MHEPL.
- Non disposal undertaking by MHEPL in respect of each shareholding aggregating up to 100% (One hundred percent) in the company.
- The Company obtained vehicle under financing arrangements from Bank and secured against such vehicle.

14.2 Lease liabilities

|                                   |  | (Rs. in crores) |                |
|-----------------------------------|--|-----------------|----------------|
|                                   |  | March 31, 2024  | March 31, 2023 |
| Opening balance                   |  | 537.45          | 530.60         |
| Add: New leases during the year   |  | 33.40           | 4.22           |
| Add: Interest accrued             |  | 66.28           | 57.98          |
| Add: Interest Capitalised         |  | -               | 6.56           |
| Less: Interest paid               |  | (57.22)         | (56.48)        |
| Less: Lease paid                  |  | (8.17)          | -              |
| Less: Lease reversals/adjustments |  | (2.23)          | (5.43)         |
|                                   |  | 569.51          | 537.45         |
| Non-current                       |  | 558.02          | 529.02         |
| Current                           |  | 11.49           | 8.43           |

14.2.1 Notes

The Company has taken on lease certain land and building for hospital operations, hostels for staff, equipment's, office spaces and vehicles for use in the course of its business.

Refer notes 2.2(g) in relation to accounting policy for leases.

Refer note 4.1 for depreciation charge for right-of-use assets by class of underlying asset and additions to right-of-use assets and the carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset.

Refer note 30.1 in relation to short term leases and leases of low-value assets accounted for applying paragraph 6 of Ind AS 116.

Refer note 37C disclosure on maturity analysis of lease payments

Refer note 41 disclosure on cash outflows for leases liabilities

15 Provisions

|                        |  | (Rs. in crores) |                |
|------------------------|--|-----------------|----------------|
|                        |  | March 31, 2024  | March 31, 2023 |
| <b>Non-current</b>     |  |                 |                |
| Provision for gratuity |  | 7.71            | 6.43           |
|                        |  | 7.71            | 6.43           |



|    |                                      | (Rs. in crores) |                |
|----|--------------------------------------|-----------------|----------------|
|    |                                      | March 31, 2024  | March 31, 2023 |
| 16 | <b>Other non-current liabilities</b> |                 |                |
|    | Deferred income - Non-Current        | -               | 0.20           |
|    |                                      | -               | 0.20           |

Deferred income pertains to amount relating to Export Promotion Capital Goods Scheme received on medical equipment's imported during the year ended March 31, 2020.

17 **Income Tax**  
The major components of income tax expense for the year ended March 31, 2024 and March 31, 2023 are:

|                                      |   | (Rs. in crores) |                |
|--------------------------------------|---|-----------------|----------------|
|                                      |   | March 31, 2024  | March 31, 2023 |
| <b>Statement of Profit and loss:</b> |   |                 |                |
| <b>Current income tax:</b>           |   |                 |                |
|                                      | Current income tax charge   | 92.64           | 40.68          |
|                                      | Adjustment of tax relating to earlier years                           | 0.25            | -              |
|                                      |   | 92.89           | 40.68          |
| <b>Deferred tax charge:</b>          |   |                 |                |
|                                      | Origination and reversal of temporary differences                     | (10.63)         | 0.69           |
|                                      | <b>Income tax expense reported in the statement of profit or loss</b> | <b>82.26</b>    | <b>41.37</b>   |

**OCI section**

Deferred tax arising on income and expense recognised in other comprehensive income during the year  
Tax on net loss on remeasurement of defined benefit plan  
**Income tax charge reported in OCI**

|  |  | (Rs. in crores) |                |
|--|--|-----------------|----------------|
|  |  | March 31, 2024  | March 31, 2023 |
|  |  | 0.21            | (0.17)         |
|  | <b>Income tax charge reported in OCI</b> | <b>0.21</b>     | <b>(0.17)</b>  |

**Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:**

|  |   | (Rs. in crores) |                |
|--|---|-----------------|----------------|
|  |   | March 31, 2024  | March 31, 2023 |
|  | Accounting profit/ (loss) before income tax                             | 316.23          | 212.82         |
|  | At India's statutory income tax rate of 25.17% (March 31, 2023: 25.17%) | 79.59           | 53.56          |
|  | Tax effect of non-deductible expenses                                   | 6.28            | (12.19)        |
|  | Others  | (3.61)          | -              |
|  |   | 82.26           | 41.37          |

**Deferred tax**

|  | (Rs. in crores)             |                |  |                |
|--|-----------------------------|----------------|--|----------------|
|  | Recognised in balance sheet |                | Recognised in profit and loss and other comprehensive income |                |
|  | March 31, 2024              | March 31, 2023 | March 31, 2024   | March 31, 2023 |
| Property plant equipment and Intangible assets:<br>Impact of difference between tax depreciation as per Income Tax Act, 1961 over depreciation/ amortization as per Companies Act, 2013. | (150.77)                    | (151.51)       | (0.73)   | (5.89)         |
| Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis *  | 152.14                      | 143.01         | (9.13)   | (3.51)         |
| Allowance for bad and doubtful debts   | 3.65                        | 3.74           | 0.09   | (1.04)         |
| Fair valuation of investments in mutual funds  | (0.70)                      | (1.07)         | (0.37)   | 0.11           |
| Others   | 10.12                       | 9.42           | (0.70)   | 11.19          |
| <b>Deferred tax expense</b>  |                             |                | (10.84)  | 0.86           |
| <b>Net deferred tax Assets</b>   | 14.44                       | 3.59           |  |                |

\* Includes items under 43B such as Leave encashment, gratuity, bonus and amounts routed through Other Comprehensive Income pertaining to remeasurement of defined benefit plan.

**Reflected in the balance sheet as follows:**

|  |                                  | (Rs. in crores) |                |
|--|----------------------------------|-----------------|----------------|
|  |                                  | March 31, 2024  | March 31, 2023 |
|  | Deferred tax assets              | 165.91          | 156.17         |
|  | Deferred tax liabilities         | (151.47)        | (152.58)       |
|  | <b>Deferred tax Assets (net)</b> | <b>14.44</b>    | <b>3.59</b>    |

The Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

DTA has not been recognised on temporary differences in relation to indexation benefit on investment in subsidiary amounting to Rs. 710.57 crores (March 31, 2023 Rs. Nil), as the Company is able to control the timing of reversal of temporary difference and it is probable that temporary differences will not reverse in foreseeable future.

18 **Current financial liabilities**  
18.1 **Short term borrowings**

|  |  | (Rs. in crores) |                |
|--|--|-----------------|----------------|
|  |  | March 31, 2024  | March 31, 2023 |
|  | Current maturities of long-term borrowings | 54.37           | 48.06          |
|  | Loan for purchase of capital asset         | 0.31            | 0.09           |
|  |  | 54.68           | 48.15          |



18.2 Trade payables

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| Trade payables   |                 |                |
| - total outstanding dues of micro enterprises and small enterprises*                     | 5.40            | 5.89           |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | 352.26          | 237.56         |
|  | <u>357.66</u>   | <u>243.45</u>  |

\*Also refer note 44

(18.2.1) For details relating to payable to related parties refer note 32

(18.2.2) There were no disputed dues from Micro enterprises and small enterprises and other creditors

As at 31 March 2024

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due<br>(Including provision<br>for expense)            | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | 4.88   | 0.52             |             | -           | -                 | 5.40          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 317.68   | 27.02            | 5.71        | 1.33        | 0.52              | 352.26        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>322.56</b>  | <b>27.54</b>     | <b>5.71</b> | <b>1.33</b> | <b>0.52</b>       | <b>357.66</b> |

As at 31 March 2023

| Particulars  | Outstanding for following periods from due date of payment |                  |             |             |                   | Total         |
|--|--|------------------|-------------|-------------|-------------------|---------------|
|  | Not due<br>(Including provision<br>for expense)            | Less than 1 year | 1-2 years   | 2-3 years   | More than 3 years |               |
| Total outstanding dues of micro enterprises and small enterprises                      | -  | 5.89             | -           | -           | -                 | 5.89          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 221.09   | 13.71            | 1.53        | 0.38        | 0.85              | 237.56        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -           | -           | -                 | -             |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -           | -           | -                 | -             |
| <b>Total</b>   | <b>221.09</b>  | <b>19.60</b>     | <b>1.53</b> | <b>0.38</b> | <b>0.85</b>       | <b>243.45</b> |

19 Other current financial liabilities

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| Interest accrued but not due on borrowings * | 0.09            | 1.33           |
| Capital creditors **                         | 7.11            | 20.71          |
| Sundry deposits                              | 0.31            | 0.19           |
| Retention money                              | 1.05            | 2.47           |
|  | <u>8.56</u>     | <u>24.70</u>   |

\* The details of interest rates, repayment and other terms are disclosed under note 14.1

\*\* As at March 31, 2024, outstanding amount of Rs 0.39 crores (March 31, 2023: Rs 0.85 crores) is due to micro and small enterprises. There are no interest due or outstanding on the same. There were no amounts paid to micro and small enterprises beyond the due date during the current and the previous years.

20 Provisions

|                                    | (Rs. in crores) |                |
|------------------------------------|-----------------|----------------|
|                                    | March 31, 2024  | March 31, 2023 |
| <b>Current</b>                     |                 |                |
| Provision for compensated absences | 10.76           | 8.31           |
|                                    | <u>10.76</u>    | <u>8.31</u>    |

21 Other current liabilities

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| Deferred income                                   | -               | 0.07           |
| Statutory dues                                    | 8.87            | 8.80           |
| Advance received from customer [refer note 23(b)] | 8.12            | 8.57           |
|   | <u>16.99</u>    | <u>17.44</u>   |

22 Current tax liabilities (net)

|                               | (Rs. in crores) |                |
|-------------------------------|-----------------|----------------|
|                               | March 31, 2024  | March 31, 2023 |
| Current tax liabilities (net) | 0.47            | 5.32           |
|                               | <u>0.47</u>     | <u>5.32</u>    |



23 Revenue from operations

(Rs. in crores)

|                                 | March 31, 2024  | March 31, 2023  |
|---------------------------------|-----------------|-----------------|
| Hospital services               | 1,821.26        | 1,578.74        |
| Pharmacy sales                  | 62.22           | 50.70           |
| Less: Discounts                 | (105.62)        | (180.72)        |
| <b>Total (a)</b>                | <b>1,777.86</b> | <b>1,448.72</b> |
| <b>Other operating revenues</b> |                 |                 |
| Rental income                   | 1.82            | 0.54            |
| Parking charges                 | 0.53            | 0.20            |
| Others                          | 7.60            | 7.37            |
| <b>Total (b)</b>                | <b>9.95</b>     | <b>8.11</b>     |
| <b>Total (a+b)</b>              | <b>1,787.81</b> | <b>1,456.83</b> |

- a) The revenue from contracts with customer at disaggregation is provided above.  
b) Changes in contract liabilities- Advance received from customers

(Rs. in crores)

|  | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| <b>Balance at the beginning of the year</b>  | <b>8.57</b>    | <b>6.62</b>    |
| Less: Revenue recognised that was included in the balance at the beginning of the year (refer note 21) | (8.57)         | (6.62)         |
| Add: Increase due to advance from patients received (refer note 21)                                    | 8.12           | 8.57           |
| <b>Balance at the end of the year</b>  | <b>8.12</b>    | <b>8.57</b>    |
| <b>Expected revenue recognition from remaining performance obligations:</b>                            |                |                |
| - Within one year  | 8.12           | 8.57           |

- c) Contract balances

(Rs. in crores)

|                                  | March 31, 2024 | March 31, 2023 |
|----------------------------------|----------------|----------------|
| Receivables                      |                |                |
| - Trade receivables              | 84.31          | 76.40          |
| Contract liabilities             |                |                |
| - Advance received from customer | 8.12           | 8.57           |

Trade receivable are non-interest bearing and are generally on a terms of 30 to 120 days.

Contract liabilities relates to the advances received from the customers to deliver the hospital service. There is no significant changes in the contract liabilities during the year.

- d) The company performance obligation is to provide the hospital service to patients, this is part of a contract that has an original expected duration of less than one year, hence the company has taken the practical expedient related to performance obligation disclosure as provided by Ind AS 115.

24 Other income

(Rs. in crores)

|   | March 31, 2024 | March 31, 2023 |
|---|----------------|----------------|
| Profit on sale of investments in mutual funds (net)   | 11.35          | 10.92          |
| Fair value gain on financial instruments at FVTPL     | 2.26           | -              |
| Profit on sale of property, plant and equipment (net) | 2.37           | -              |
| Interest income on income tax refund                  | 1.26           | 2.15           |
| Others  | -              | 0.24           |
| <b>Total</b>  | <b>17.24</b>   | <b>13.31</b>   |

25 Finance income

(Rs. in crores)

|   | March 31, 2024 | March 31, 2023 |
|---|----------------|----------------|
| Interest on inter corporate deposit (Refer note 32)   | 10.74          | 12.59          |
| Interest income on financial assets at amortised cost | 0.72           | 0.77           |
| Interest income on bank deposits                      | 1.38           | 1.67           |
| <b>Total</b>  | <b>12.84</b>   | <b>15.03</b>   |

26 Changes in inventories of medical consumables and pharmacy items

(Rs. in crores)

|  | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| <b>Pharmacy items</b>                  |                |                |
| Inventory at the beginning of the year | 11.74          | 9.42           |
| Less: Inventory at the end of the year | (13.01)        | (11.74)        |
|  | (1.27)         | (2.32)         |
| <b>Other medical consumables</b>       |                |                |
| Inventory at the beginning of the year | 15.96          | 14.64          |
| Less: Inventory at the end of the year | (14.26)        | (15.96)        |
|  | 1.70           | (1.32)         |
| <b>Total</b>                           | <b>0.43</b>    | <b>(3.64)</b>  |



**Manipal Hospitals Private Limited**  
**Notes to financial statements for the year ended March 31, 2024**

| 27 | Employee benefits expense *                               | (Rs. in crores) |                |
|----|---|-----------------|----------------|
|    |   | March 31, 2024  | March 31, 2023 |
|    | Salaries, wages and bonus                                 | 180.14          | 156.84         |
|    | Contribution to provident and other funds (refer note 35) | 12.40           | 10.32          |
|    | Gratuity expenses (refer note 35)                         | 2.52            | 2.38           |
|    | Staff welfare expenses                                    | 14.65           | 11.23          |
|    |   | <b>209.71</b>   | <b>180.77</b>  |

\* includes transactions with related parties (refer note 32)

| 28 | Finance costs   | (Rs. in crores) |                |
|----|---|-----------------|----------------|
|    |   | March 31, 2024  | March 31, 2023 |
|    | Bank charges  | 8.71            | 7.13           |
|    | Interest  |                 |                |
|    | - on bank loan  | 34.53           | 32.13          |
|    | - on defined benefit obligation (refer note 35)       | 0.46            | 0.44           |
|    | - on leases   | 66.28           | 57.98          |
|    | - on vehicle loan                                     | 0.11            | 0.01           |
|    | - on self-assessment tax                              | 0.13            | -              |
|    | - on others   | 11.59           | -              |
|    | Loan processing fees                                  |                 |                |
|    | - on financial liabilities measured at amortised cost | 1.89            | 1.98           |
|    | <b>Total finance costs</b>                            | <b>114.99</b>   | <b>92.54</b>   |
|    |   | <b>123.70</b>   | <b>99.67</b>   |

| 29 | Depreciation and amortisation expense                          | (Rs. in crores) |                |
|----|--|-----------------|----------------|
|    |  | March 31, 2024  | March 31, 2023 |
|    | Depreciation of property, plant and equipment (refer note 3.1) | 71.57           | 60.16          |
|    | Amortisation of right of use assets (refer note 4.1)           | 21.66           | 22.94          |
|    | Amortisation of intangible assets (refer note 4.2)             | 12.25           | 3.79           |
|    |  | <b>105.48</b>   | <b>86.89</b>   |

| 30 | Other expenses   | (Rs. in crores) |                |
|----|--|-----------------|----------------|
|    |  | March 31, 2024  | March 31, 2023 |
|    | Doctors professional fees                              | 438.84          | 370.44         |
|    | House keeping, including consumables                   | 24.09           | 33.03          |
|    | Power and fuel and other utilities                     | 35.34           | 33.62          |
|    | Security charges                                       | 12.06           | 5.73           |
|    | Rent (refer note 30.1)                                 | 19.24           | 15.65          |
|    | Contractual manpower                                   | 39.25           | 12.23          |
|    | Rates and taxes  | 19.02           | 1.61           |
|    | Insurance  | 2.93            | 1.58           |
|    | Repairs and maintenance                                |                 |                |
|    | - Buildings  | 2.16            | 4.78           |
|    | - Plant and machinery                                  | 17.94           | 17.31          |
|    | - Others   | 25.10           | 33.37          |
|    | Corporate social responsibility (refer note 40)        | 2.45            | 1.00           |
|    | Advertising and sales promotion                        | 60.86           | 38.06          |
|    | Travelling and conveyance                              | 6.08            | 4.28           |
|    | Communication costs                                    | 2.21            | 1.77           |
|    | Printing and stationery                                | 6.57            | 5.73           |
|    | Legal and professional fees**                          | 16.44           | 28.03          |
|    | Payment to auditors                                    | 1.06            | 0.93           |
|    | Bad debts/advances written off                         | 12.58           | 7.30           |
|    | Loss allowance on trade receivables (net of reversals) | (0.64)          | 4.45           |
|    | Loss allowance on other receivables (net of reversals) | 0.00*           | -              |
|    | Fair value loss on financial instruments at FVTPL      | -               | 0.18           |
|    | Foreign exchange loss (net)                            | 0.10            | 0.04           |
|    | Miscellaneous expenses                                 | 2.95            | 2.42           |
|    |  | <b>746.63</b>   | <b>623.54</b>  |

\* Represents value less than Rs.0.01 crore

\*\* includes transactions with related parties (refer note 32)

30.1 Represents amounts incurred by the Company towards expenses relating to short-term leases, leases of low-value assets and ineligible GST on lease payments written off. Also refer note 2.2(g).

30.2 **Payment to auditors\***

|                | (Rs. in crores) |                |
|----------------|-----------------|----------------|
|                | March 31, 2024  | March 31, 2023 |
| Audit fees     | 1.06            | 0.77           |
| Limited review | -               | 0.16           |
|                | <b>1.06</b>     | <b>0.93</b>    |

\*Amount inclusive of Goods and Service Tax (GST).



**31 Earnings per share (EPS)**

The following reflects the income and share data used in the basic and diluted EPS computations:

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| Profit/ (Loss) attributable to the equity shareholders for basic EPS | 233.97          | 171.45         |
| Weighted average number of equity shares                             | 1,02,52,97,268  | 1,02,52,97,268 |
| Earnings per share - Basic and diluted - Rs                          | 2.28            | 1.67           |

**32 Related party transactions**

(a) Names of related parties where control exists irrespective of whether transactions have occurred or not:

|                 |  |
|-----------------|--|
| Holding Company | - Manipal Health Enterprises Private Limited ('MHEPL')   |
| Subsidiary      | - AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) (w.e.f September 20, 2023) |

(b) Names of other related parties as per Ind AS 24 with whom transactions have taken place during the year:

|  |  |
|--|--|
| Fellow subsidiaries  | - Manipal Hospitals (Jaipur) Private Limited (upto July 17, 2023)<br>- Manipal Hospitals (Dwarka) Private Limited<br>- Manipal Hospitals (Bengaluru) Private Limited |
| Other related parties<br>(Enterprises under significant influence of ultimate holding company/holding company upto July 13, 2023)<br><br>(Enterprise over which KMP of holding company has significant influence from July 13, 2023) | - Manipal Cigna Health Insurance Company Limited<br>- Manipal Foundation<br>- MEMG International India Pvt Ltd   |
| Key management personnel: Directors  | - Dr. H. Sudarshan Ballal, Director<br>- Mr. Karthik Rajagopal, Director<br>- Mr. Sameer Agarwal, Director   |

(d) Names of additional related parties as per Companies Act, 2013:

|                   |                        |
|-------------------|------------------------|
| Company Secretary | - Ms. Khadija G Vahora |
|-------------------|------------------------|

Transactions with the above related parties during the year ended:

| Name of related party                          | Nature of transaction   | (Rs. in crores)   |                |
|--|---|---|----------------|
|  |   | March 31, 2024  | March 31, 2023 |
| Remuneration to key management personnel (KMP) | Employee Benefits   | 0.11  | 0.11           |
| Manipal Health Enterprises Private Limited     | Healthcare Services received  | 12.93   | 7.41           |
|  | Purchase of medical consumables   | 1.67  | 3.56           |
|  | Expenses incurred on behalf of the company  | 206.78  | 122.80         |
|  | Healthcare Services rendered  | 1.56  | -              |
|  | Purchase of Asset   | -   | 0.09           |
|  | Sale of Asset   | 0.06  | -              |
|  | Recovery of expenses incurred on behalf of other company                            | 17.71   | 3.19           |
|  | Sale of medical pharmacies/consumables (net of returns)                             | 0.26  | 1.88           |
|  | Amount paid to related party  | 198.92  | 113.75         |
|  | Manipal Hospitals (Jaipur) Private Limited  | Sale of medical pharmacies/consumables (net of returns) | -              |
| Reimbursement received from Related party      |   | -   | 0.16           |
| Manipal Cigna Health Insurance Company Limited | Insurance expenses  | 1.81  | 1.12           |
| Manipal Hospitals (Dwarka) Private Limited     | ICD given   | -   | 259.80         |
|  | Interest on ICD Loan  | 9.12  | 12.59          |
|  | Repayment of ICD  | 259.80  | -              |
|  | Interest received on ICD  | 19.54   | -              |
|  | Amount paid to related party  | 0.08  | -              |
|  | Recovery of expenses incurred on behalf of the related party                        | 0.08  | -              |
|  | Reimbursement of expenses incurred on behalf of the Company                         | 0.13  | -              |
| MEMG International India Pvt Ltd               | Royalty charges/Back office charges (included under legal and professional expense) | 8.66  | 8.64           |
| Manipal Foundation                             | Corporate Social Responsibility Expenditure   | 2.45  | 1.00           |
| Manipal Hospitals (Bengaluru) Private Limited  | Purchase of Asset   | 0.01  | 0.01           |
|  | Reimbursement of expenses incurred on behalf of the Related party                   | 3.14  | -              |
|  | Expense incurred on behalf of the Related party                                     | 1.88  | 0.03           |



**Manipal Hospitals Private Limited**  
**Notes to financial statements for the year ended March 31, 2024**

|   |   |        |   |
|---|---|--------|---|
| AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) | Investment in equity shares                     | 396.00 | - |
|   | Investment in compulsory convertible debentures | 314.57 | - |
|   | Interest on ICD Loan                            | 1.62   | - |
|   | Healthcare Services rendered                    | 0.05   | - |
|   | Healthcare Services received                    | 0.09   | - |

\*Represents value less than Rs. 0.01 crore

Balances receivable from/payable to related parties are as follows:

|   |                         | (Rs. in crores) |                |
|---|-------------------------|-----------------|----------------|
| Name of related party   | Nature of balances      | March 31, 2024  | March 31, 2023 |
| Manipal Health Enterprises Private Limited                                | Trade Payables          | 17.01           | 14.01          |
| ManipalCigna Health Insurance Company Limited                             | Prepaid expenses        | 1.78            | 1.5            |
| Manipal Hospitals (Dwarka) Private Limited                                | ICD                     | -               | 259.80         |
|   | Interest accrued on ICD | -               | 11.33          |
|   | Other receivables       | 0.03            | -              |
| MEMG International India Pvt Ltd  | Trade Payables          | 1.78            | 1.50           |
| Manipal Hospitals (Bengaluru) Private Limited                             | Other receivables       | 0.02            | 0.03           |
|   | Other Payables          | 1.26            | 0.01           |
| AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) | ICD                     | 33.46           | -              |
|   | Interest accrued on ICD | 1.46            | -              |
|   | Trade Payables          | 0.04            | -              |

**Terms and conditions of transactions with related parties**

The sales/purchases, income/expenses, loans from/to related parties are made on terms equivalent to those that prevail in arm's length transactions. During the current and previous years, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(This space has been intentionally left blank)



33 Contingent liabilities

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| (A) Claims against the Company not acknowledged as debts |                 |                |
| i) Patient Compensation                                  | 3.45            | 2.37           |
| ii) Indirect Tax   |                 |                |
| Goods and Service Tax Act, 2017                          | 10.83           | 35.20          |
| Finance Act, 1994  | 11.40           | 11.40          |
| (B) Guarantees   |                 |                |
| i) Bank guarantees                                       | 0.43            | 0.37           |
|  | <b>26.11</b>    | <b>49.34</b>   |

**(i) Patient Compensation**

There are certain claims made against the Company in respect of patient compensation. The cases are pending with various Consumer Disputes Redressal Commissions. Based, on the legal counsel's views, the management does not expect these claims to succeed. Accordingly, no provision for liability has been recognized in the financial statements.

The Company is confident that its position will be upheld for above litigations and accordingly no provision has been made in the Financial Statements.

**(ii) Indirect Tax Demand**

**Goods and Service Tax Act, 2017**

(a) The Company went in for Advance Ruling seeking clarification on chargeability of GST on activities performed by its employees at the Corporate office in the course of or in relation to employment viz., accounting, other administrative and IT system maintenance for its units located in states outside of the Karnataka. The Authority for Advance Ruling passed an order calling it as supply and hence chargeable to GST which may result in cash outflow as mentioned above including interest till 31 March 2022. Aggrieved by the order, the company appealed against the said order with the Appellate Authority of Advance Ruling (AAAR) which again passed the order in favour of Revenue. Impugned by the order passed by AAAR, the Company has filed a writ petition with the Honourable High Court of Karnataka on 26th April 2019 to quash the said order. Fresh Interlocutory Applications, challenging the validity of constitution of AAR/AAAR was listed for hearing in April 2021. The matter was heard and the respondents (Union and State) were directed to file objections. Expected liability as on March 31, 2024 is Rs. 10.71 crores (As on 31st March 2023: 9.35 crores).

(b) During the year 2016-17, while filing TRAN-1- Transitional ITC for CENVAT Credit and Value Added Tax (VAT) credit, the Company has inadvertently claimed SGST credit in TRANS-1 amounting to Rs.0.47 crores while there was no VAT credit available to be transitioned to Goods and Service Tax (GST). Upon realizing its mistake, the Company has voluntarily remitted back the same amount. Subsequently, the department issued notice for difference in credit claimed as per TRANS-1 and VAT returns and has demanded interest of Rs. 0.07 crores and penalty of Rs. 0.05 crores as applicable under KGST Act. The Company has thereafter made payment of the interest in 2021. Considering the above fact, that the Company has already remitted the impugned amount even before the authorities identified along with the interest, the company believes it has a good case and the penalty imposed would be set aside.

(c) During the month of February 2023, Intimation in DRC-1A is received wherein demand is raised of Rs.33.03 crores (Rs.18.09 crores as GST liability and Rs.14.94 crores as interest) pertaining to incorrect apportionment of Input Tax Credit ('ITC') including non-payment of GST on corporate guarantee. For the FY 2017-18 and 2018-19 it has been alleged that the Company has inadvertently availed ITC on supply of medicines to in-patients and is liable to reverse the same. For the FY 2019-20 to 2021-22 it has been alleged that Company has short reversed input tax credit in terms of Section 17(2) of the CGST Act. As on year ended March 31, 2023, the demand got reduced to Rs.25.38 crores (Rs.13.78 crores as GST liability and Rs.11.59 crores as interest) and the same was shown as contingent liability for the year ended March 31, 2023. Based on the legal opinion, the company has paid an amount of Rs.13.78 crores towards the demand of GST (without interest) under protest.

**Finance Act, 1994**

(a) Commissioner, Central Tax (Audit-1, Commissionerate) has issued show cause notice no.54/2020-21 CTA-1/Commr. dtd.30.12.2020 towards non-reversal of Cenvat credit/non-payment of Service Tax payable under provisions of Rule 6 of the Cenvat Credit Rules, 2004 in respect of exempted services for the period from 01-10-2014 to 30-06-2017 for an amount of Rs. 10.10 crores including interest and penalty. The Company has remitted the tax amount of 3.55 crores under protest and filed response to the notice before the Principal Commissioner/ Commissioner of Central Tax, East Commissionerate on February 26, 2021. The authorities vide OIO No. 57/2021 dt. 30.11.2021 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with CESTAT on 18th April 2022.

(b) Deputy Commissioner, Circle IV, Central Tax (Audit-1, Commissionerate) has issued show cause notice no.47/2020-21 CTA-1/Dy Commr. dtd.18.12.2020 towards non-payment of Service Tax under reverse charge on services received from Director of the Company payable under Section 68(2) of the Finance Act, 1994 for an amount of Rs. 1.30 crores (March 31, 2023: 1.30 crores) including interest and penalty. The Company has filed its response to the show cause notice before the Deputy/Assistant Commissioner of Central Tax East division -5, Bangalore East Commissionerate on January 18, 2021. The authorities vide OIO No. 199/2022 dt. 31.03.2022 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the Company has filed the appeal with Commissioner of Service Tax (Appeals) on 16th June 2022 and remitted the tax amount of Rs. 0.31 crores under protest.

Based on the discussions, the Company had with the tax experts, they are of the view that the Company has good case on merits and has higher probability of winning the above cases, both under GST and Finance Act. Accordingly, it has been disclosed as a contingent liability.

(iii) The Company along with MHEPL, MHBPL, MHDPL and AMRI have offered covenant to pay and security in the form of first charge on pari passu basis over fixed assets and current assets (as defined in the facility agreements) for the term loans amounting to Rs. 3,883.13 crores availed by the Company, MHEPL, MHDPL, HCMCT (Silo) and AMRI from various lenders.

Pending resolution of the respective proceedings, it is not practicable for the company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

34 Capital Commitments and other commitments

As at March 31, 2024, the company has a commitment towards purchase of capital asset of Rs. 61.90 crores (March, 31 2023: Rs. 45.53 crores)



35 Employee benefit plan

(i) Defined contribution plan:

Amount recognised and included in note 27, 'Contribution to provident and other funds' in statement of profit and loss of Rs 12.40 crores (March 31, 2023: Rs 10.32 crores)

(ii) Defined benefit plan:

The Company has a defined benefit gratuity plan. Under this plan, every employee who has completed five years or more of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The gratuity plan is a funded plan and the Company makes contributions to funds maintained with an insurance company.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the balance sheet

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| <b>a) Statement of profit and loss and other comprehensive income</b>                |                 |                |
| <b>i) Net employee benefit expense recognized in the statement of profit or loss</b> |                 |                |
| Current service cost   | 2.52            | 2.38           |
| Interest cost on benefit obligation  | 0.80            | 0.75           |
| Expected return on plan assets   | (0.34)          | (0.31)         |
| <b>Net benefit expense charged to statement of profit or loss</b>                    | <b>2.98</b>     | <b>2.82</b>    |
| <b>ii) Remeasurement</b>   |                 |                |
| Actuarial changes arising from changes in financial assumptions                      | 0.38            | (0.56)         |
| Actuarial changes arising from changes in demographic assumptions                    | -               | -              |
| Experience adjustments   | 0.49            | (0.24)         |
| Return on plan assets excluding interest income                                      | (0.04)          | 0.14           |
| <b>Total amount recognised in other comprehensive income</b>                         | <b>0.83</b>     | <b>(0.66)</b>  |
| <b>b) Balance Sheet</b>  |                 |                |
| <b>Defined benefit obligation</b>  |                 |                |
| Present value of funded defined benefit obligation                                   | 12.75           | 11.09          |
| Fair value of plan assets  | 5.04            | 4.66           |
| <b>Unfunded status</b>   | <b>7.71</b>     | <b>6.43</b>    |
| <b>Net liability arising from defined benefit obligation</b>                         |                 |                |
| Non current  | 7.71            | 6.43           |
| Current  | -               | -              |
| <b>Plan Liability</b>  | <b>7.71</b>     | <b>6.43</b>    |
| <b>c) Change in projected benefit obligations</b>                                    |                 |                |
| Defined benefit obligation at the beginning of the year                              | 6.43            | 6.46           |
| Fair value of plan assets at the beginning of the year                               | 4.66            | 4.49           |
| Current service cost   | 2.52            | 2.38           |
| Past service cost  | -               | -              |
| Interest cost  | 0.80            | 0.75           |
| Benefits paid  | (2.53)          | (2.19)         |
| Remeasurement of gain in other comprehensive income:                                 |                 |                |
| Actuarial gain arising from change in financial assumptions                          | 0.38            | (0.56)         |
| Actuarial loss arising from change in demographic assumptions                        | -               | -              |
| Actuarial (gain)/loss on account of experience adjustments                           | 0.49            | (0.24)         |
| Fair value of plan assets at the end of the year                                     | (5.04)          | (4.66)         |
| <b>Obligations at end of the year</b>  | <b>7.71</b>     | <b>6.43</b>    |
| <b>d) Movements in the fair value of plan assets are as follows</b>                  |                 |                |
| Fair value of plan assets at the beginning of the year                               | 4.66            | 4.49           |
| Interest income  | 0.34            | 0.31           |
| Actuarial gain/(loss) on plan assets   | 0.04            | (0.14)         |
| Contribution paid into the plan  | 2.53            | 2.19           |
| Benefits paid  | (2.53)          | (2.19)         |
| <b>Fair value of plan assets at the end of the year</b>                              | <b>5.04</b>     | <b>4.66</b>    |

**Defined plan asset**

Plan assets consist of assets held in a "long-term benefit fund" for the sole purpose of making future benefit payments when they fall due. Plan assets include qualifying insurance policies and are not quoted in the market

The Company expects to pay Rs. 0.50 crore in contributions to its defined benefit plans in 2024-25

**e) The principal assumptions used in determining gratuity liability for the Company's plan are shown below:**

|                               | 7.20%    | 7.45%    |
|-------------------------------|----------|----------|
| Discount rate                 | 6.00%    | 6.00%    |
| Increase in compensation cost |          |          |
| Retirement Age                | 60 years | 60 years |

**Employee turnover**

| Age (Years)    |                | Rate (p.a.)    |                |
|----------------|----------------|----------------|----------------|
| March 31, 2024 | March 31, 2024 | March 31, 2023 | March 31, 2023 |
| 21 - 30        | 24.04%         | 21 - 30        | 24.04%         |
| 31 - 34        | 5.81%          | 31 - 34        | 5.81%          |
| 35 - 44        | 4.73%          | 35 - 44        | 4.73%          |
| 45 - 50        | 0.75%          | 45 - 50        | 0.75%          |
| 51 - 54        | 0.10%          | 51 - 54        | 0.10%          |
| 55 - 59        | 0.03%          | 55 - 59        | 0.03%          |

Mortality rates are as per Indian Assured lives Mortality (2012-14) Ult [March 31, 2023: Indian Assured lives Mortality (2012-14) Ult]

The estimates of future salary increases, considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation as shown below:

|                      | March 31, 2024           |                        | March 31, 2023           |                        |
|----------------------|--------------------------|------------------------|--------------------------|------------------------|
|                      | 0.5% Increase<br>(5.79%) | 0.5% Decrease<br>6.34% | 0.5% Increase<br>(5.79%) | 0.5% Decrease<br>6.34% |
| Discount rate        |                          |                        |                          |                        |
| Future salary growth | 6.39%                    | (5.88%)                | 6.40%                    | (5.90%)                |

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

**Maturity profile of defined benefit obligation:**

|                        |       |       |
|------------------------|-------|-------|
| Within 1 year          | 0.67  | 0.62  |
| Between 2 and 5 years  | 3.33  | 2.70  |
| Between 6 and 10 years | 3.75  | 3.12  |
| Beyond 10 years        | 29.94 | 27.55 |

The average duration of the defined benefit planned obligations at the end of the reporting period is 12.11 years ( March 31, 2023 : 12.12 years)



**36 Fair values and hierarchy**

Accounting classification and fair value of financial instruments is as follows. The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value:

- The fair value of the quoted mutual funds are at Level 1 of Fair value hierarchy and are measured based on Net Asset Value (NAV) in active markets at the reporting date.
- The fair value of the financial assets (other than mutual funds) and financial liabilities were based on amortised cost at the reporting date.

The following table provides the fair value measurement hierarchy of financial assets and liabilities of the Company:

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2024:

| March 31, 2024                                    | (Rs. in crores) |          |          |              |
|---|-----------------|----------|----------|--------------|
|   | Level 1         | Level 2  | Level 3  | Total        |
| <b>Financial assets (at FVTPL)</b>                |                 |          |          |              |
| Investment in mutual funds (quoted) (non-current) | 14.95           | -        | -        | 14.95        |
| Investment in mutual funds (quoted) (current)     | 61.40           | -        | -        | 61.40        |
|   | <b>76.35</b>    | <b>-</b> | <b>-</b> | <b>76.35</b> |

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2023:

| March 31, 2023                                    | (Rs. in crores) |          |          |               |
|---|-----------------|----------|----------|---------------|
|   | Level 1         | Level 2  | Level 3  | Total         |
| <b>Financial assets (at FVTPL)</b>                |                 |          |          |               |
| Investment in mutual funds (quoted) (non-current) | 15.00           | -        | -        | 15.00         |
| Investment in mutual funds (quoted) (current)     | 208.10          | -        | -        | 208.10        |
|   | <b>223.10</b>   | <b>-</b> | <b>-</b> | <b>223.10</b> |

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

As at March 31, 2024

|  | Note | (Rs. in crores) |                 |                 |
|--|------|-----------------|-----------------|-----------------|
|  |      | Carrying value  |                 |                 |
|  |      | FVTPL           | Amortised Cost  | Total           |
| <b>Financial assets:</b>   |      |                 |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1  | 14.95           | -               | 14.95           |
| Loans (non-current)  | 5.2  | -               | 33.46           | 33.46           |
| Other Financial assets (non-current)                             | 5.3  | -               | 24.69           | 24.69           |
| Investment in mutual funds (quoted) (current)                    | 10.1 | 61.40           | -               | 61.40           |
| Trade receivables  | 10.2 | -               | 84.31           | 84.31           |
| Cash and cash equivalents  | 10.3 | -               | 60.94           | 60.94           |
| Other bank balances  | 10.4 | -               | 7.90            | 7.90            |
| Loans (current)  | 10.5 | -               | 0.20            | 0.20            |
| Other financial assets (current)                                 | 10.6 | -               | 3.89            | 3.89            |
|  |      | <b>76.35</b>    | <b>215.39</b>   | <b>291.74</b>   |
| <b>Financial liabilities:</b>                                    |      |                 |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1 | -               | 429.10          | 429.10          |
| Lease liabilities (Non-current and current)                      | 14.2 | -               | 569.51          | 569.51          |
| Trade payables   | 18.2 | -               | 357.66          | 357.66          |
| Other current financial liabilities                              | 19   | -               | 8.56            | 8.56            |
|  |      | -               | <b>1,364.83</b> | <b>1,364.83</b> |



**Manipal Hospitals Private Limited**  
**Notes to financial statements for the year ended March 31, 2024**

As at March 31, 2023

|  |      | (Rs. in crores) |                 |                 |
|--|------|-----------------|-----------------|-----------------|
|  |      | Carrying value  |                 |                 |
|  | Note | FVTPL           | Amortised Cost  | Total           |
| <b>Financial assets:</b>   |      |                 |                 |                 |
| Investment in mutual funds (quoted) (non-current)                | 5.1  | 15.00           | -               | 15.00           |
| Loans (non-current)  | 5.2  | -               | 259.80          | 259.80          |
| Other financial assets (non-current)                             | 5.3  | -               | 36.45           | 36.45           |
| Investment in mutual funds (quoted)                              | 10.1 | 208.10          | -               | 208.10          |
| Trade receivables  | 10.2 | -               | 76.40           | 76.40           |
| Cash and cash equivalents  | 10.3 | -               | 20.77           | 20.77           |
| Other bank balances  | 10.4 | -               | 19.94           | 19.94           |
| Loans (current)  | 10.5 | -               | 0.20            | 0.20            |
| Other Financial assets (current)                                 | 10.6 | -               | 2.50            | 2.50            |
|  |      | <b>223.10</b>   | <b>416.06</b>   | <b>639.16</b>   |
| <b>Financial liabilities:</b>                                    |      |                 |                 |                 |
| Borrowings (includes current maturities of long-term borrowings) | 14.1 | -               | 375.61          | 375.61          |
| Lease liabilities (Non-current and current)                      | 14.2 | -               | 537.45          | 537.45          |
| Trade payables   | 18.2 | -               | 243.45          | 243.45          |
| Other current financial liabilities                              | 19   | -               | 24.70           | 24.70           |
|  |      | -               | <b>1,181.21</b> | <b>1,181.21</b> |

The Company does not have any financial instruments which are measured at FVTOCI

There have been no transfers among Level 1, Level 2 and Level 3 during the year ended 31st March 2024 and year ended 31st March 2023

The management assessed that fair value of cash and cash equivalents and other bank balances, trade receivables, trade payables and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

*(This space has been intentionally left blank)*



37 Financial risk management

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, investments, trade and other receivables and cash and cash equivalents that are derived directly from its operations. The Company's activities expose it to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risk and works towards minimizing the potential adverse effects, if any, on its financial performance.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency rate risk. Financial instruments affected by market risk include loans and borrowings, payables, investments and deposits. The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2024 and March 31, 2023.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates in form of Term loans.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments are as follows:

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| <b>Fixed rate instruments</b>   |                 |                |
| <b>Financial asset</b>  |                 |                |
| Margin money deposits with banks  | 2.81            | -              |
| Bank deposits due to mature within twelve months from the reporting date      | 7.90            | 19.94          |
| Deposits with banks due to mature after twelve months from the reporting date | 6.78            | 11.10          |
| Deposits with original maturity of less than three months                     | 10.00           | -              |

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2023 |
| <b>Variable rate instruments</b>                 |                 |                |
| <b>Financial asset</b>                           |                 |                |
| Inter Corporate Deposit given to related parties | 33.46           | 259.80         |
| Investments in mutual funds (quoted)             | 76.35           | 223.10         |
| <b>Financial liability</b>                       |                 |                |
| Borrowings (non-current and current)             | 429.10          | 375.61         |

Sensitivity analysis for fixed rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in interest cost by Rs. 0.27 crores (year ended March 31, 2023: Rs. 0.31 crores).

Sensitivity analysis for variable rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in interest cost by Rs. 5.39 crores (year ended March 31, 2023: Rs. 5.99 crores).

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Particulars of unhedged foreign currency exposure as at the reporting date:

| Particulars                | March 31, 2024 |                 | March 31, 2023 |                 |
|----------------------------|----------------|-----------------|----------------|-----------------|
|                            | USD (million)  | (Rs. in crores) | USD million    | (Rs. in crores) |
| Import trade payable (USD) | -              | -               | 0.02           | 0.15            |
| Capital creditors          | 0.06           | 0.48            | 0.07           | 0.57            |
| Advances to suppliers      | -              | -               | 0.01           | 0.06            |
| Capital advances           | 0.01           | 0.04            | 0.08           | 0.67            |

Foreign currency risk sensitivity

The sensitivity of profit or loss to changes in exchange rates arises mainly from foreign currency denominated financial instruments. The following table demonstrates the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant:

Depreciation of INR against USD by 1% results in decrease in profit before tax by Rs. Nil (March 31, 2023: Nil) and appreciation of INR against USD by 1% results in increase by such amount.

B. Credit risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its trade receivables, cash and cash equivalents and financial assets.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables are monitored on a continuous basis by the management.

(i) Trade and other receivables:

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables based on the past and the recent collection trend. The maximum exposure to credit risk as at reporting date is primarily from trade receivables amounting to Rs. 84.13 crores (March 31, 2023 Rs. 76.40 crores). The movement in allowance for impairment in respect of trade and other receivables during the year was as follows:

|                                   | (Rs. in crores) |                |
|-----------------------------------|-----------------|----------------|
|                                   | March 31, 2024  | March 31, 2023 |
| Opening balance                   | 14.87           | 10.73          |
| Loss allowance (net of reversals) | (0.35)          | 4.14           |
| Closing balance                   | 14.52           | 14.87          |

There is no significant concentration of credit risk and no single customer accounted for more than 10% of the revenue as of March 31, 2024 and March 31, 2023.



(iii) Financial instruments and deposits:

Credit risk on cash and cash equivalents is limited as the Company generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments of surplus funds, temporarily, are made only with approved counterparties, mainly mutual funds and fixed deposits who meet the minimum threshold requirements under the counterparty risk assessment process.

C. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Also, the Company has unutilized credit limits with banks.

The table below summarises the maturity profile of the Company's financial liabilities based on undiscounted contractual payments:

|  | (Rs. in crores)       |                  |          |
|--|-----------------------|------------------|----------|
|  | March 31, 2024        |                  |          |
|  | Less than 1 year      | More than 1 year | Total    |
| Borrowings (includes current maturities of long-term borrowings) | 89.62                 | 505.84           | 595.45   |
| Lease liabilities (non-current and current)                      | 68.86                 | 2,062.13         | 2,130.99 |
| Trade payables   | 357.66                | -                | 357.66   |
| Other current financial liabilities                              | 8.56                  | -                | 8.56     |
|  | <b>March 31, 2023</b> |                  |          |
|  | Less than 1 year      | More than 1 year | Total    |
| Borrowings (includes current maturities of long-term borrowings) | 79.27                 | 426.98           | 506.25   |
| Lease liabilities (non-current and current)                      | 62.26                 | 2,085.27         | 2,147.53 |
| Trade payables   | 243.45                | -                | 243.45   |
| Other current financial liabilities                              | 24.70                 | -                | 24.70    |

38A Capital management

The primary objective of Company's capital management is to ensure that it maintains an optimum financing structure and healthy returns in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments, in light of the changes in economic conditions or business requirements.

The Company monitors capital using a gearing ratio which is net debt divided by total equity plus net debt as shown below.

- Net debt includes borrowings (long term and short term) less cash and cash equivalents and
- Total equity comprises of issued share capital and all other equity components attributable to equity share holder.

|  | (Rs. in crores) |                 |
|--|-----------------|-----------------|
|  | March 31, 2024  | March 31, 2023  |
| Borrowings (note 14.1)   | 429.10          | 375.61          |
| Lease liabilities (note 14.2)  | 569.51          | 537.45          |
| Less: Cash and cash equivalents (note 10.3)  | (60.94)         | (20.77)         |
| Less: Investment in mutual funds (quoted) (refer note 5.1 & 10.1)  | (76.35)         | (223.10)        |
| Net debt (A)   | <b>861.32</b>   | <b>669.19</b>   |
| Total equity attributable to the equity share holders of the Company (excluding share based incentive reserve) (note 12 and note 13) | 920.43          | 687.08          |
| Total capital (B)  | <b>920.43</b>   | <b>687.08</b>   |
| Capital and net debt (C = A+B)   | <b>1,781.75</b> | <b>1,356.27</b> |
| Gearing ratio (D = A / C)  | 48%             | 49%             |

38B During the year ended March 31, 2023, the Income tax department conducted a search under section 132 of the Income tax Act, 1961 at the registered office of the Company and one hospital location. During the course of the search proceedings, certain information and documents were sought by the department. On March 29, 2024, Company has received assessment orders, with respect of abovementioned matter, comprising demand u/s 156 of the Income-tax Act, 1961 for the Assessment Year (AY) 2019-20 amounting to Rs.1.69 crores (including interest) and AY 2022-23 amounting to Rs.0.37 crores (including interest) towards disallowance of certain expenses. The company has filed an appeals with CIT (A).

The Company is confident that its position will be upheld for above litigations and accordingly the outcome of these will not have material effect on the Financial Statements.



39 Segment information:

The Board of Directors of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of healthcare services in India.

The Company is primarily engaged in a single segment (business and geographical) i.e., Healthcare services in India. As the Company's business activity primarily falls within a single business and geographical segment, there are no additional disclosures to be provided in terms of Ind AS 108 on 'Operating Segments'.

40 Corporate Social Responsibility ('CSR') expenditure

Consequent to the requirements of Section 135 and Schedule VII of the Companies Act, 2013, the Company is required to contribute 2% of its average net profits during the immediately three preceding financial years in pursuance of its Corporate Social Responsibility Policy.

(a) Gross amount required to be spent by the Company during the year is Rs. 2.45 crores (March 31, 2023: Rs. 1 crore).

(b) Amount spent:

Promoting healthcare, education, gender equality, ensuring environment sustainability, training for rural sports and rural development objects.

|                           | (Rs. in crores) |                        |       |
|---------------------------|-----------------|------------------------|-------|
|                           | In cash         | Yet to be paid in cash | Total |
| Year ended March 31, 2024 | 2.45            | -                      | 2.45  |
| Year ended March 31, 2023 | 1.00            | -                      | 1.00  |

(c) Details related to spent / unspent obligations:

(i) Contribution to Public Trust

(ii) Contribution to Charitable Trust (refer note 32)

(iii) Unspent amount in relation to:

- Ongoing project
- Other than ongoing project

|   | (Rs. in crores) |                |
|---|-----------------|----------------|
|   | March 31, 2024  | March 31, 2023 |
| (i) Contribution to Public Trust                      | -               | -              |
| (ii) Contribution to Charitable Trust (refer note 32) | 2.45            | 1.00           |
| (iii) Unspent amount in relation to:                  | -               | -              |
| - Ongoing project                                     | -               | -              |
| - Other than ongoing project                          | -               | -              |
|   | 2.45            | 1.00           |

Details of other than ongoing project

As on March 31, 2024

|                 | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| Opening balance | -  | 2.45  | 2.45                         | -               |

As on March 31, 2023

|                 | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| Opening balance | -  | 1.00  | 1.00                         | -               |

41 Reconciliation of movements of liabilities to cash flows arising from financial liabilities

|   | (Rs. in crores) |                 |                                    |         |
|---|-----------------|-----------------|------------------------------------|---------|
|   | Term loans      | Lease liability | Loan for purchase of capital asset | Total   |
| Debt as at April 01, 2023                         | 375.11          | 537.45          | 0.50                               | 913.06  |
| Interest accrued but not due as at March 31, 2023 | 1.33            | -               | -                                  | 1.33    |
| Addition during the year                          | -               | 33.40           | -                                  | 33.40   |
| Cash flows including interest paid                | -               | -               | -                                  | -       |
| - Cash flows (net)                                | 52.13           | (8.17)          | 1.36                               | 45.32   |
| - Interest paid                                   | (37.66)         | (57.22)         | (0.11)                             | (94.99) |
| Non-cash changes                                  | -               | -               | -                                  | -       |
| - Leases reversal/Adjustments                     | -               | (2.23)          | -                                  | (2.23)  |
| - Interest expense                                | 36.42           | 66.28           | 0.11                               | 102.81  |
| - Interest capitalised                            | -               | -               | -                                  | -       |
| Interest accrued but not due as at March 31, 2024 | (0.09)          | -               | -                                  | (0.09)  |
| Debt as at March 31, 2024                         | 427.24          | 569.51          | 1.86                               | 998.61  |
| Debt as at April 01, 2022                         | 299.86          | 530.60          | -                                  | 830.46  |
| Interest accrued but not due as at March 31, 2022 | 0.23            | -               | -                                  | 0.23    |
| Addition during the year                          | -               | 4.22            | -                                  | 4.22    |
| Cash flows including interest paid                | -               | -               | -                                  | -       |
| - Cash flows (net)                                | 75.25           | -               | 0.50                               | 75.75   |
| - Interest paid                                   | (33.01)         | (56.48)         | (0.01)                             | (89.50) |
| Non-cash changes                                  | -               | -               | -                                  | -       |
| - Leases reversal/Adjustments                     | -               | (5.43)          | -                                  | (5.43)  |
| - Interest expense                                | 34.11           | 57.98           | 0.01                               | 92.10   |
| - Interest capitalised                            | -               | 6.56            | -                                  | 6.56    |
| Interest accrued but not due as at March 31, 2023 | (1.33)          | -               | -                                  | (1.33)  |
| Debt as at March 31, 2023                         | 375.11          | 537.45          | 0.50                               | 913.06  |

42 Below are the details of subsidiary along with proportion of ownership interest held and country of incorporation

Investment in subsidiary:

| Name of the Company   | Country of Incorporation | Percentage of ownership interest held (directly and indirectly) and voting rights held as at |                |
|---|--------------------------|--|----------------|
|   |                          | March 31, 2024   | March 31, 2023 |
| AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) | India                    | 84.07%   | -              |



43 Accounting ratios

i) Current ratio

The current ratio is used to assess a company's short term liquidity. It is calculated by dividing the current assets by current liabilities.

ii) Debt-equity ratio

"Total debt" is defined as aggregate of non-current borrowings and current maturities of long term-borrowings and total equity includes issued capital and all other equity reserves

iii) Debt service coverage ratio

The Debt Service Coverage Ratio (DSCR) measures the ability of a company to use its operating income to repay all its debt obligations, including repayment of principal and interest on both short-term and long-term debt. It is calculated by dividing net operating income by the total debt service (Interest and principal).

iv) Return on equity ratio

Equal to profit for the year divided by the equity during that period, and is expressed as a percentage.

v) Inventory turnover ratio

Inventory turnover indicates the rate at which a company sells and replaces its stock of goods during a particular period. The inventory turnover ratio formula is the cost of goods sold divided by the average inventory for the same period.

vi) Trade receivables turnover ratio

Accounts receivable turnover ratio is calculated by dividing your revenue from operations by your average accounts receivable. The ratio is used to measure how effective a company is at extending credits and collecting debts.

vii) Trade payables turnover ratio

This ratio is used to measure the number of times the business is paying off its creditors or suppliers in an accounting period. It is computed by dividing the total purchases by average accounts payable.

viii) Net capital turnover ratio

It is calculated by dividing annual sales by average stockholder equity (net worth). The ratio indicates how much a company could grow its current capital investment level.

ix) Net profit ratio

The net profit percentage is the ratio of after-tax profits to net sales. It reveals the remaining profit after all costs of production, administration, and financing have been deducted from sales, and income taxes recognized.

x) Return on capital employed

Return on Capital Employed is calculated by dividing our EBIT during a given period by Capital Employed (net worth, total debt, deferred tax liability) during that period.

xi) Return on investment

Return on investment (ROI) is a performance measure used to evaluate the efficiency or profitability of an investment or compare the efficiency of a number of different investments. To calculate ROI, the benefit (or return) of an investment is divided by the cost of the investment.

| Ratio                                | Numerator   | Denominator  | As at<br>March 31, 2024 | As at<br>March 31, 2023 | % change | Reason for variance  |
|--------------------------------------|---|--|-------------------------|-------------------------|----------|--|
| i) Current ratio                     | Current assets  | Current liabilities  | 0.60                    | 1.09                    | -45%     | The change is majorly due to decrease in Investment as compared to prior years |
| ii) Debt-equity ratio                | Total Debt  | Total Equity   | 0.47                    | 0.55                    | -15%     | NA   |
| iii) Debt service coverage ratio     | Earnings available for debt service=<br>Net Profit after tax+ Non cash<br>operating expenses+ Interest +<br>Other adjustments like loss on sale<br>of fixed assets, etc | Debt service= Interest &<br>lease payments + Principal<br>Repayments     | 2.43                    | 2.55                    | -4%      | NA   |
| iv) Return on equity ratio %         | Net Profit after tax  | Average Shareholders<br>equity   | 0.29                    | 0.29                    | -2%      | NA   |
| v) Inventory turnover ratio          | Cost of Goods sold = opening<br>inventory + purchases - closing<br>inventory  | Average Inventory  | 11.50                   | 10.88                   | 6%       | NA   |
| vi) Trade receivables turnover ratio | Revenue from operations   | Average Accounts<br>Receivable   | 22.25                   | 23.19                   | -4%      | NA   |
| vii) Trade payables turnover ratio   | Total Purchases   | Average Trade Payables   | 1.05                    | 1.29                    | -18%     | NA   |
| viii) Net capital turnover ratio     | Net sales   | Average Shareholders<br>equity   | 2.22                    | 2.42                    | -8%      | NA   |
| ix) Net profit ratio %               | Net Profit  | Net Sales  | 13.09%                  | 11.77%                  | -11%     | NA   |
| x) Return on capital employed %      | Earnings before interest and taxes  | Capital Employed = Net<br>Worth + Total Debt +<br>Deferred Tax Liability | 32.95%                  | 29.86%                  | 10%      | NA   |
| xi) Return on investment %           | Interest (Finance Income)   | Investment   | 5.02%                   | 5.38%                   | -7%      | NA   |



44 Dues to Micro and Small Enterprises as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED):

|  | (Rs. in crores) |                |
|--|-----------------|----------------|
|  | March 31, 2024  | March 31, 2024 |
| (i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 5.40            | 5.89           |
| (ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end        | -               | -              |
| (vi) Interest due and payable towards suppliers registered under MSMED Act, for payments already made    | -               | -              |
| (vii) Further interest remaining due and payable for earlier years                                       | -               | -              |

45 Other Statutory Information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property  
(ii) The Company has balance with below- mentioned companies struck off under section 248 of Companies Act, 2013:

| Name of struck off Company          | Nature of transactions with struck-off Company | Balance outstanding  |                      | Relationship with the Struck off company, if any, to be disclosed |
|-------------------------------------|--|----------------------|----------------------|---|
|                                     |  | As at March 31, 2024 | As at March 31, 2023 |   |
| T2K Fire & Security Private Limited | Retention Money                                | -                    | (0.01)               | None  |

- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.  
(iv) The Company is in compliance with number of layers of companies, as prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017,  
(v) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.  
(vi) During the year ended March 31, 2024, no funds have been advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries  
(vii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,  
(viii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

46 During the year ended March 31, 2024, the Company has acquired 84.07% shareholding in AMRI Hospitals Private Limited (formerly known as AMRI Hospitals Limited) (AMRI) and consequently AMRI has become the subsidiary of the Company. The Company has not prepared the Consolidated Financial Statements for the period ended March 31, 2024 as required under Ind AS 110 - Consolidated Financial Statements. The Company has availed the exemption available under Ind AS 110 whereby AMRI shall be included in the consolidated financial statement of Manipal Health Enterprises Private Limited, Holding Company. For this purpose, the shareholders of the Company has provided consent for consolidation of AMRI in Manipal Health Enterprises Private Limited.

47 The Company has changed the presentation of the values in the financial statements from lakhs to the nearest crores.

As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited



Mr. Sameer Agarwal  
Director  
DIN: 07554053

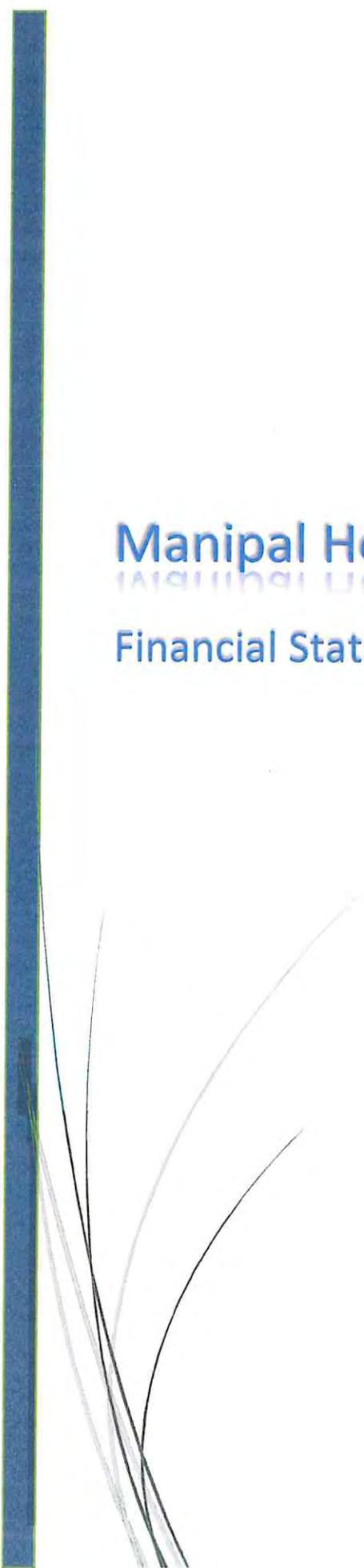
Mr. Karthik Rajagopal  
Director  
DIN: 06652382



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 28, 2024

Place : Bengaluru  
Date : May 28, 2024



# Manipal Hospitals Private Limited

Financial Statements Year ended March 31, 2023

# B S R & Co. LLP

Chartered Accountants

Embassy Golf Links Business Park,  
Pebble Beach, B Block, 3rd Floor,  
No. 13/2, off Intermediate Ring Road,  
Bengaluru 560 071 India  
Tel: +91 80 4682 3000  
Fax: +91 80 4682 3999

## Independent Auditor's Report

To the Members of Manipal Hospitals Private Limited (formerly known as  
Columbia Asia Hospitals Private Limited)

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) (the "Company") which comprise the balance sheet as at 31 March 2023, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for

Registered Office:

B S R & Co. (a partnership firm with Registration No. BA61223) converted into B S R & Co. LLP (a Limited Liability Partnership with LLP Registration No. AAB-8181) with effect from October 14, 2013

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center, Western Express Highway, Goregaon (East), Mumbai - 400063

## Independent Auditor's Report (Continued)

### Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)

assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Report on Other Legal and Regulatory Requirements

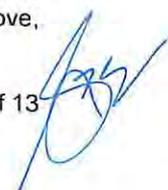
1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central

Independent Auditor's Report (Continued)

Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)

Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

- 2 A. As required by Section 143(3) of the Act, we report that:
- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2023 on its financial position in its financial statements - Refer Note 33 to the financial statements.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - d (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 44 (vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 44 (vii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.



**Independent Auditor's Report (Continued)**

**Manipal Hospitals Private Limited (formerly known as Columbia Asia  
Hospitals Private Limited)**

- e. The Company has neither declared nor paid any dividend during the year.
- f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.
- C. In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act is not applicable to the Company.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 31 May 2023

Membership No.: 118756

ICAI UDIN:23118756BGZJKR9131

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023**

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Right of Use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. The Company has granted loan, provided guarantee or security to Companies and loan to other parties during the year, details of the loans are stated in sub-clause (a) below. The Company has not granted any loans, secured or unsecured, to firms, limited liability partnership during the year.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loan, guarantees and securities to companies and loans to other parties as below:



**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023 (Continued)**

| Particulars                                  | Security (in Rs. Lakhs) | Guarantees (in Rs. Lakhs) | Loans (Amount in Rs. Lakhs) |
|--|-------------------------|---------------------------|-----------------------------|
| Aggregate amount during the year             |                         |                           |                             |
| Fellow Subsidiary*                           | #                       | #                         | 25,980.00                   |
| Others                                       |                         |                           | 19.86                       |
| Balance outstanding as at balance sheet date |                         |                           |                             |
| Fellow Subsidiary*                           | #                       | #                         | 25,980.00                   |
| Others                                       |                         |                           | 19.86                       |

\*As per the Companies Act, 2013

# During the year, the Company along with Holding company and its fellow subsidiaries has given guarantee and security to various lenders with respect to term loans amounting to Rs. 212,422 Lakhs taken by the Company, its Holding Company and its fellow subsidiaries. Also, refer note 14.1.4 to the financial statements.

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the terms and conditions of the grant of loans provided during the year are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of loans, guarantees and security given by the Company, in our opinion the provisions of Section 185 of the Companies Act, 2013 have been complied with. Further, there are no investments, loans, guarantees and security in respect of which provisions of section 186 of the Act are applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023 (Continued)**

rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable, except as mentioned below:

| Name of the statute  | Nature of the dues                    | Period to which the amount relates | Amount (Rs. in lakhs) | Due date         | Date of payment |
|--|---------------------------------------|------------------------------------|-----------------------|------------------|-----------------|
| The Payment of Bonus Act 1965 and labour welfare fund regulations of respective states | Unpaid Accumulations related to Bonus | 2015 - 16                          | 1.60                  | 30 November 2018 | Yet to be paid  |
|  |                                       | 2016 - 17                          | 10.92                 | 30 November 2019 | Yet to be paid  |
|  |                                       | 2017 - 18                          | 5.00                  | 30 November 2020 | Yet to be paid  |
|  |                                       | 2017 - 18                          | 4.37                  | 30 November 2021 | Yet to be paid  |
|  |                                       | 2018 - 19                          | 3.92                  | 30 November 2021 | Yet to be paid  |
|  |                                       | 2018 - 19                          | 17.55                 | 30 November 2022 | Yet to be paid  |
|  |                                       | 2019 - 20                          | 13.32                 | 30 November 2022 | Yet to be       |

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023 (Continued)**

| Name of the statute  | Nature of the dues | Period to which the amount relates | Amount (Rs. in lakhs) | Due date | Date of payment |
|--|--------------------|------------------------------------|-----------------------|----------|-----------------|
|  |                    |                                    |                       |          | paid            |
| The Employee Provident Fund and Miscellaneous Provisions Act, 1952 | Provident Fund     | March to October 2019              | 17.36                 | Various  | Yet to be paid  |

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

| Name of the statute             | Nature of the dues    | Amount (Rs. in lakhs) | Period to which the amount relates | Forum where dispute is pending          | Remarks, if any  |
|---------------------------------|-----------------------|-----------------------|------------------------------------|---|--|
| Goods and Service Tax Act, 2017 | Goods and Service Tax | 935.00                | 2017 - 2023                        | High Court of Karnataka                 |  |
| Goods and Service Tax Act, 2017 | Goods and Service Tax | 1,159.05              | 2017 - 2022                        | Deputy Commissioner of Commercial Taxes | Out of the total disputed amount of Rs. 2,537.69 lakhs, Rs. 1,378.64 lakhs towards the demand of GST (without interest) paid under protest |
| Finance Act, 1994               | Service Tax           | 655.43                | 2014 - 2017                        | CESTAT                                  | Out of the total disputed amount of Rs. 1,010.43 lakhs, Rs. 355 lakhs paid under protest   |
| Finance Act, 1994               | Service Tax           | 99.22                 | 2014 - 2017                        | Commissioner of Service Tax (Appeal)    | Out of the total disputed amount of Rs. 129.84 lakhs, Rs. 30.62  |

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023 (Continued)**

| Name of the statute | Nature of the dues | Amount (Rs. in lakhs) | Period to which the amount relates | Forum where dispute is pending | Remarks, if any          |
|---------------------|--------------------|-----------------------|------------------------------------|--------------------------------|--------------------------|
|                     |                    |                       |                                    | (s)                            | lakhs paid under protest |

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(e) is not applicable.
- (f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(f) is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company is a private limited company and accordingly the requirements as stipulated by

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023 (Continued)**

the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly,

B S R & Co. LLP

**Annexure A to the Independent Auditor's Report on the Financial Statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023 (Continued)**

clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248WW-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 31 May 2023

Membership No.: 118756

ICAI UDIN:23118756BGZJKR9131

**Annexure B to the Independent Auditor's Report on the financial statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023**

**Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

**(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Opinion**

We have audited the internal financial controls with reference to financial statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

**Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

**Annexure B to the Independent Auditor's Report on the financial statements of Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) for the year ended 31 March 2023 (Continued)**

**Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248WW-100022



**Siddhartha Sharma**

*Partner*

Place: Bengaluru

Date: 31 May 2023

Membership No.: 118756

ICAI UDIN:23118756BGZJKR9131

Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)  
Balance Sheet as at March 31, 2023

|  |      | (Rs. in lakhs)     |                    |
|--|------|--------------------|--------------------|
|  |      | March 31, 2023     | March 31, 2022     |
| <b>ASSETS</b>  |      |                    |                    |
| <b>Non-current assets</b>  |      |                    |                    |
| Property, plant and equipment  | 3.1  | 72,449.63          | 46,539.64          |
| Capital work-in-progress   | 3.2  | 1,134.15           | 17,652.86          |
| Right-of-use assets  | 4.1  | 39,539.68          | 42,066.29          |
| Other intangible assets  | 4.2  | 1,620.26           | 115.21             |
| <b>Financial assets</b>  |      |                    |                    |
| Investments  | 5.1  | 1,499.65           | 18.46              |
| Loans  | 5.2  | 25,980.00          | -                  |
| Other non-current financial assets   | 5.3  | 3,645.19           | 1,387.73           |
| Deferred tax assets (net)  | 17   | 359.45             | 445.45             |
| Income tax assets (net)  | 6    | 4,660.72           | 6,201.95           |
| Other non-current assets   | 7    | 391.28             | 1,016.37           |
|  |      | <b>1,51,280.01</b> | <b>1,15,443.96</b> |
| <b>Current assets</b>  |      |                    |                    |
| Inventories  | 9    | 2,770.34           | 2,405.23           |
| <b>Financial assets</b>  |      |                    |                    |
| Investments  | 10.1 | 20,809.85          | 25,299.45          |
| Trade receivables  | 10.2 | 7,639.89           | 4,922.34           |
| Cash and cash equivalents  | 10.3 | 2,077.55           | 1,598.86           |
| Other bank balances  | 10.4 | 1,993.55           | 2,677.71           |
| Loans  | 10.5 | 19.86              | 0.17               |
| Other current financial assets   | 10.6 | 250.47             | 1,387.89           |
| Other current assets   | 11   | 3,107.59           | 2,258.30           |
|  |      | <b>38,669.10</b>   | <b>40,549.95</b>   |
| Assets held for sale   | 8    | 650.00             | 650.00             |
| <b>Total assets</b>  |      | <b>1,90,599.11</b> | <b>1,56,643.91</b> |
| <b>EQUITY AND LIABILITIES</b>  |      |                    |                    |
| <b>Equity</b>  |      |                    |                    |
| Equity share capital   | 12   | 1,02,530.00        | 1,02,530.00        |
| Other equity   | 13   | (33,821.56)        | (51,015.69)        |
| <b>Total equity</b>  |      | <b>68,708.44</b>   | <b>51,514.31</b>   |
| <b>Liabilities</b>   |      |                    |                    |
| <b>Non-current liabilities</b>   |      |                    |                    |
| <b>Financial liabilities</b>   |      |                    |                    |
| Borrowings   | 14.1 | 32,745.94          | 25,824.77          |
| Lease liabilities  | 14.2 | 52,901.68          | 52,264.99          |
| Long term provisions   | 15   | 643.22             | 646.54             |
| Other non-current liabilities  | 16   | 19.74              | 24.79              |
|  |      | <b>86,310.58</b>   | <b>78,761.09</b>   |
| <b>Current liabilities</b>   |      |                    |                    |
| <b>Financial liabilities</b>   |      |                    |                    |
| Borrowings   | 18.1 | 4,814.97           | 4,161.16           |
| Lease liabilities  | 14.2 | 843.44             | 795.37             |
| Trade payables   | 18.2 |                    |                    |
| - total outstanding dues of micro enterprises and small                                  |      | 588.56             | 461.37             |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |      | 23,756.13          | 18,837.25          |
| Other current financial liabilities  | 19   | 2,470.18           | 698.18             |
| Other current liabilities  | 21   | 1,743.92           | 887.96             |
| Current tax liabilities (net)  | 22   | 532.04             | -                  |
| Short-term provisions  | 20   | 830.85             | 527.22             |
|  |      | <b>35,580.09</b>   | <b>26,368.51</b>   |
| <b>Total equity and liabilities</b>  |      | <b>1,90,599.11</b> | <b>1,56,643.91</b> |

The accompanying notes are an integral part of financial statements

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

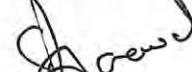
Firm Registration number : 101248W/W - 100022



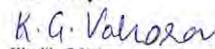
Siddhartha Sharma  
Partner  
Membership number: 118756



For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited (formerly known as Columbia Asia  
Hospitals Private Limited)

  
Shree Agarwal  
Director  
DIN: 07554053

  
Karthik Rajgopal  
Director  
DIN: 06652182

  
Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 31, 2023

Place : Bengaluru  
Date : May 24, 2023

**Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)**  
**Statement of Profit and Loss for the year ended March 31, 2023**

|  | Note | (Rs. in lakhs)     |                    |
|--|------|--------------------|--------------------|
|  |      | March 31, 2023     | March 31, 2022     |
| <b>Income</b>  |      |                    |                    |
| Revenue from operations  | 23   | 1,45,683.58        | 1,20,914.96        |
| Other income   | 24   | 1,330.55           | 1,160.56           |
| Finance income   | 25   | 1,503.09           | 352.45             |
| <b>Total income</b>  |      | <b>1,48,517.22</b> | <b>1,22,427.97</b> |
| <b>Expenses</b>  |      |                    |                    |
| Purchase of medical consumables and pharmacy items                         |      | 28,512.98          | 28,630.74          |
| Changes in inventories of medical consumables and pharmacy items           | 26   | (365.11)           | (782.60)           |
| Employee benefits expense  | 27   | 18,077.34          | 16,284.50          |
| Finance costs  | 28   | 9,966.12           | 9,133.45           |
| Depreciation and amortisation expense                                      | 29   | 8,689.18           | 6,100.65           |
| Other expenses   | 30   | 62,354.02          | 46,361.65          |
| <b>Total expenses</b>  |      | <b>1,27,234.53</b> | <b>1,05,728.39</b> |
| <b>Profit before tax</b>   |      | <b>21,282.69</b>   | <b>16,699.58</b>   |
| <b>Tax expense</b>   |      |                    |                    |
| Current tax  | 17   | 4,068.26           | -                  |
| Deferred tax   | 17   | 69.47              | (554.26)           |
| <b>Total tax expense/(credit)</b>  |      | <b>4,137.73</b>    | <b>(554.26)</b>    |
| <b>Profit for the year</b>   |      | <b>17,144.96</b>   | <b>17,253.84</b>   |
| <b>Other comprehensive income (OCI)</b>                                    |      |                    |                    |
| <b>Items that will not be reclassified subsequently to profit or loss:</b> |      |                    |                    |
| Re-measurement gain of defined benefit plans                               |      | 65.70              | 432.34             |
| Income tax effect on above   |      | (16.53)            | (108.81)           |
| <b>OCI for the year (net of tax)</b>                                       |      | <b>49.17</b>       | <b>323.53</b>      |
| <b>Total comprehensive income for the year</b>                             |      | <b>17,194.13</b>   | <b>17,577.37</b>   |
| <b>Earnings per equity share</b>   |      |                    |                    |
| [nominal value of share Rs. 10 (March 31, 2022: Rs. 10)]                   | 31   |                    |                    |
| Basic (Rs.)  |      | 1.67               | 1.68               |
| Diluted (Rs.)  |      | 1.67               | 1.68               |
| <b>Significant Accounting policies</b>                                     | 2.2  |                    |                    |

The accompanying notes are an integral part of financial statements

As per our report of even date attached

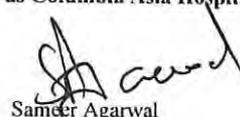
**For B S R & Co. LLP**  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022



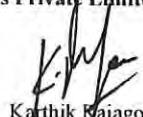
Siddhartha Sharma  
Partner  
Membership number: 118756



**For and on behalf of the Board of Directors of**  
**Manipal Hospitals Private Limited (formerly known**  
**as Columbia Asia Hospitals Private Limited)**



Sameer Agarwal  
Director  
DIN: 07554053



Karthik Rajagopal  
Director  
DIN: 06652382



Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 31, 2023

Place : Bengaluru  
Date : May 24, 2023

Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)  
Statement of Changes in Equity for the year ended 31 March, 2023

(a) Equity share capital\*

Equity shares of Rs. 10 each, issued, subscribed and fully paid-up

|  | Nos.           | (Rs. in lakhs) |
|--|----------------|----------------|
| Balance as at April 01, 2021                   | 1,02,52,97,268 | 1,02,530.00    |
| Change in equity share capital during the year | -              | -              |
| Balance as at March 31, 2022                   | 1,02,52,97,268 | 1,02,530.00    |
| Change in equity share capital during the year | -              | -              |
| Balance as at March 31, 2023                   | 1,02,52,97,268 | 1,02,530.00    |

\*Also, refer note 12

(b) Other equity\*\*

|  | (Rs. in lakhs)     |                               |                   |                     |   |  |                    |
|--|--------------------|-------------------------------|-------------------|---------------------|---|--|--------------------|
|  | Securities premium | Share based incentive reserve | Retained earnings | Financial guarantee | Amalgamation adjustment deficit account | Re-measurement gain/(loss) on defined benefit plan | Total other equity |
| Balance as at April 01, 2021   | 24,689.00          | 5,411.35                      | (92,473.29)       | 11.65               | (5,911.00)                              | (320.77)   | (68,593.06)        |
| Profit for the year  | -                  | -                             | 17,253.84         | -                   | -                                       | -  | 17,253.84          |
| OCI for the year (net of tax)  | -                  | -                             | -                 | -                   | -                                       | 323.53   | 323.53             |
| Total comprehensive income   | 24,689.00          | 5,411.35                      | (75,219.45)       | 11.65               | (5,911.00)                              | 2.76   | (51,015.69)        |
| Transactions with owners, recorded directly in equity                          |                    |                               |                   |                     |   |  |                    |
| Contributions by and distributions to owners                                   |                    |                               |                   |                     |   |  |                    |
| Transferred on closure of guarantee  | -                  | -                             | 11.65             | (11.65)             | -                                       | -  | -                  |
| Transferred on account of settlement/closure of the share based incentive plan | -                  | (5,411.35)                    | 5,411.35          | -                   | -                                       | -  | -                  |
| Balance as at March 31, 2022   | 24,689.00          | -                             | (69,796.45)       | -                   | (5,911.00)                              | 2.76   | (51,015.69)        |
| Profit for the year  | -                  | -                             | 17,144.96         | -                   | -                                       | -  | 17,144.96          |
| OCI for the year (net of tax)  | -                  | -                             | -                 | -                   | -                                       | 49.17  | 49.17              |
| Total comprehensive income   | 24,689.00          | -                             | (52,651.49)       | -                   | (5,911.00)                              | 51.93  | (33,821.56)        |
| Balance as at March 31, 2023   | 24,689.00          | -                             | (52,651.49)       | -                   | (5,911.00)                              | 51.93  | (33,821.56)        |

\*\*Also, refer note 13

Note : There are no changes in the accounting policies or prior period events during the current year or previous year.

Below is the nature and purpose of each reserve:

1. **Securities premium** - Securities premium is used to record the premium received on issue of shares.
2. **Share based incentive reserve** - Represents the reserve towards the share based incentive programs which was operated by the erstwhile ultimate holding company, International Columbia US LLC to certain employees and directors of the Company. During the previous year ended March 31, 2022, on account of settlement/closure of the share based incentive program due to acquisition of the company by MHEPL, the reserve was closed and it's transferred to retained earnings.
3. **Re-measurement gain/(loss) on defined benefit plan** - Represents remeasurement gains / (losses) on defined benefit plans (net of tax).
4. **Retained earnings** - Retained earnings comprises of prior and current period's undistributed earnings after tax.
5. **Financial guarantee** - This represents the guarantee provided by the erstwhile holding Company against the term loans availed by the Company. During the previous year ended March 31, 2022, on account of acquisition of the company by MHEPL, the guarantee got closed.
6. **Amalgamation adjustment deficit account** - It represents excess of consideration over carrying value of net assets (including reserves) in case of common control business combination. When there is a surplus in the Statement of profit and loss, this debit can be adjusted against that surplus.

Significant accounting policies (refer note 2.2)

The accompanying notes are an integral part of financial statements

As per our report of even date attached

For BSR & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022

Siddhartha Sharma  
Partner  
Membership number: 118756



For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited (formerly  
known as Columbia Asia Hospitals Private Limited)

Samuel Agarwal  
Director  
DIN: 07554053

Karthik Rajagopal  
Director  
DIN: 06652382

K. G. Vahora  
Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 31, 2023

Place : Bengaluru  
Date : May 24, 2023

Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)  
Cash flow statement for the year ended 31 March 2023

(Rs. in lakhs)

|   | March 31, 2023     | March 31, 2022     |
|---|--------------------|--------------------|
| <b>A. Cash flows from operating activities</b>  |                    |                    |
| Profit before tax   | 21,282.69          | 16,699.58          |
| Adjustments for:  |                    |                    |
| Depreciation and amortisation expense   | 8,689.18           | 6,100.65           |
| Bad debts/ advances written off   | 729.99             | 541.94             |
| Provision for doubtful debts (net of reversals)                                       | 445.44             | 30.64              |
| Profit on sale of investments in mutual funds (net)                                   | (1,091.88)         | (253.63)           |
| Fair value loss on financial instruments at FVTPL                                     | 17.58              | (383.93)           |
| Finance income  | (1,503.09)         | (352.45)           |
| Finance costs   | 9,253.26           | 8,488.31           |
| <b>Operating profit before working capital changes</b>                                | <b>37,823.17</b>   | <b>30,871.11</b>   |
| <b>Movements in working capital :</b>   |                    |                    |
| (Increase) in trade receivables   | (3,892.98)         | (811.66)           |
| (Increase)/decrease in loans  | (19.69)            | 57.28              |
| (Increase) in other assets  | (841.62)           | (1,575.55)         |
| (Increase) in inventories   | (365.11)           | (615.52)           |
| Decrease/(Increase) in other financial assets   | 969.96             | (1,211.29)         |
| Increase in trade payables  | 5,046.07           | 8,223.99           |
| Increase in provisions  | 322.19             | 408.96             |
| Increase/(Decrease) in other liabilities  | 850.91             | (83.05)            |
| Increase/(Decrease) in other financial liabilities                                    | 7.07               | (922.29)           |
| Cash generated from operations  | <b>39,899.97</b>   | <b>34,341.98</b>   |
| Income tax (paid)/received (net of refund)  | (1,994.99)         | (2,797.13)         |
| <b>Net cash generated from operating activities</b>                                   | <b>37,904.98</b>   | <b>31,544.85</b>   |
| <b>B. Cash flow from investing activities</b>   |                    |                    |
| Acquisition of property, plant and equipment and intangible assets                    | (14,241.81)        | (6,444.94)         |
| Loans given to related parties  | (25,980.00)        | -                  |
| Investment made in bank deposits (having original maturity of more than three months) | (1,221.35)         | -                  |
| Maturity of bank deposits (having original maturity of more than three months)        | 1,016.00           | 4,737.95           |
| Proceeds from the sale of investments in mutual funds                                 | 1,14,481.83        | 51,643.14          |
| Purchase of investments in mutual funds   | (1,10,399.12)      | (74,573.03)        |
| Interest received   | 292.97             | 295.00             |
| <b>Net cash generated/(used) in investing activities</b>                              | <b>(36,051.48)</b> | <b>(24,341.88)</b> |
| <b>C. Cash flow from financing activities</b>   |                    |                    |
| Proceeds of long-term borrowings  | 11,491.48          | -                  |
| Repayment of long-term borrowings   | (3,966.50)         | (4,383.61)         |
| Proceeds of borrowings for purchase of vehicle  | 52.05              | -                  |
| Repayment of borrowings for purchase of vehicle                                       | (2.05)             | -                  |
| Interest and processing charges paid  | (3,301.04)         | (3,796.04)         |
| Interest and processing charges paid for capital asset borrowings                     | (1.04)             | -                  |
| Payment of lease obligations - including interest                                     | (5,647.71)         | (4,160.87)         |
| <b>Net cash generated/(used) in financing activities</b>                              | <b>(1,374.81)</b>  | <b>(12,340.52)</b> |
| <b>Net increase/(decrease) in cash and cash equivalents</b>                           | <b>478.69</b>      | <b>(5,137.55)</b>  |
| Cash and cash equivalents at the beginning of the year                                | 1,598.86           | 6,736.41           |
| <b>Cash and cash equivalents at the end of the year (refer note 10.3)</b>             | <b>2,077.55</b>    | <b>1,598.86</b>    |

Significant Accounting policies

2.2

Refer Note 41 for Reconciliation of movement of liabilities to cash flows arising from financing activities.

The above Cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

The accompanying notes are an integral part of financial statements

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants  
Firm Registration number : 101248W/W - 100022

Siddhartha Sharma  
Partner  
Membership number: 118756

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited (formerly known as Columbia  
Asia Hospitals Private Limited)

Sumeer Agarwal  
Director  
DIN: 07554053

Karthik Rajagopal  
Director  
DIN: 06652382

K.G. Vahora  
Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 31, 2023

Place : Bengaluru  
Date : May 24, 2023

**I Corporate information**

Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited) (the Company) was established in the year 2003 and commissioned its first operating hospital in the year 2005. The Company is a private limited company incorporated under the provisions of the Companies Act of India. The registered office of the Company is located at Bengaluru. The Company operates through various Hospitals/Clinics providing Healthcare services in India.

Effective 26 October 2021, the name of the company has been changed from Columbia Asia Hospitals Private Limited to Manipal Hospitals Private Limited.

**2.1 Basis of preparation of the financial statements**

**(a) Statement of compliance**

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013.

The financial statements are approved for issue by the Company's Board of Directors on May 24, 2023.

Details of the accounting policies are included in Note 2.2

**(b) Functional and presentation currency**

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts are in Indian Rupees lakhs except share data and per share data, unless otherwise stated.

**(c) Basis of measurement**

The financial statements have been prepared on accrual and going concern basis and the historical cost basis except for the following items:

| Items                                    | Measurement   |
|--|---|
| Certain financial assets and liabilities | Fair value  |
| Net defined asset / liability            | Fair Value of plan asset less present value of defined benefit obligation |

**(d) Use of estimates and judgments**

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**Judgments, assumptions and estimation uncertainties**

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

**Judgements:-**

- Note 14.2 - Leases and lease classification
- Note 15 and 20- Provisions
- Note 17 - Income taxes including deferred tax
- Note 6 and 33 - Provision for Income tax and other contingencies

**Estimates:-**

- Note 2.2 (b) and (c) - useful life of property, plant and equipment, intangible assets and right of use assets
- Note 5.2, 10.2, 10.5, 10.6 - Impairment of financial assets
- Note 27, 35 - Employee benefits expense, wages and bonus; key actuarial assumptions
- Note 36 - Financial instruments

**(e) Measurement of fair values**

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in the note 36 - financial instruments.

**2.2 Summary of significant accounting policies**

**(a) Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is treated as current when :

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.



(b) Property plant and equipment

Property, plant and equipment including capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, import duties, cost of replacing part of the plant and equipment, borrowing costs if the recognition criteria are met and directly attributable cost of bringing the asset to its location and condition necessary for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably.

Property, plant and equipment under installation or construction as at the balance sheet date is shown as capital work-in-progress and the related advances are shown as under Non current assets.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| Category of assets                    | Useful life estimated by management | Useful life as per Schedule II |
|---------------------------------------|-------------------------------------|--------------------------------|
| Building                              | 23 - 30 years                       | 30 years                       |
| Leasehold improvements                | Lease term                          | NA                             |
| Equipment's                           | 13 years                            | 10 - 15 years                  |
| Electrical installations              | 7 years                             | 10 years                       |
| Furniture and fixtures                | 7 years                             | 10 years                       |
| Other fixtures (included in Building) | 2 years                             | 10 years                       |
| Computers                             | 3 years                             | 3 - 6 years                    |
| Vehicles                              | 3-7 years                           | 6 - 10 years                   |

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

Second hand assets are depreciated over the estimated useful life as per technical estimates.

Leasehold land/Leasehold improvements/Leasehold Building are depreciated over the primary lease period or useful life, whichever is shorter, on a straight-line basis.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The management has estimated, supported by technical assessment, the useful life of the category of assets, which are lower than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

(c) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

A summary of amortization policies applied to the Company's intangible assets is as below:

| Category of assets              | Useful life estimated by management |
|---------------------------------|-------------------------------------|
| Computer software - application | 3-5 years                           |
| Computer software - generic     | 1 year                              |

With effect from April 1, 2020, based on technical evaluation, the Company had revised the estimated useful life of certain categories of property, plant and equipment's and intangible assets. The change in accounting estimate is applied prospectively in accordance with IND AS 8, 'Accounting policies, changes in accounting estimates and errors' and had an impact on the depreciation expense. The financial impact due to change in estimate is given below:

| Year ending                      | (Rs. in lakhs)   |
|----------------------------------|--|
|                                  | (Decrease)/ increase in depreciation and amortisation charge |
| March 31, 2021                   | 253.38   |
| March 31, 2022                   | (452.61)   |
| March 31, 2023                   | (972.26)   |
| March 31, 2024                   | (560.60)   |
| March 31, 2025                   | (526.10)   |
| March 31, 2026                   | (742.46)   |
| March 31, 2027                   | (676.91)   |
| March 31, 2028                   | (623.18)   |
| March 31, 2029                   | (451.18)   |
| March 31, 2030                   | (410.40)   |
| March 31, 2031 to March 31, 2040 | (4,660.35)   |
| March 31, 2041 to March 31, 2050 | 2,323.73   |
| March 31, 2051 to March 31, 2060 | 4,132.98   |
| March 31, 2061 to March 31, 2070 | 3,061.19   |
| March 31, 2071 to March 31, 2080 | 304.77   |



(d) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows till perpetuity. Impairment losses of continuing operations, including impairment of inventories, are recognised in the statement of profit and loss.

For all assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

(e) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(f) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right of use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease or transition to Ind AS 116 "Leases", whichever earlier. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently re-measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short term leases of all assets that have a lock in lease term of 12 months or less, except where it anticipates renewals and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(g) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (i) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.



#### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- i) Financial assets at amortised cost (debt instruments)
- ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- iv) Financial assets at fair value through profit or loss

#### Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Company's financial assets at amortised cost includes trade receivables. For more information on receivables, refer to Note 10.2.

#### Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

#### Embedded Derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

#### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- i) The rights to receive cash flows from the asset have expired, or
- ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and other financial assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Financial liabilities

##### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

##### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)



**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

**Financial liabilities at amortised cost (Loans and borrowings)**

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

**Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**(h) Inventories**

Inventories of pharmacy items and medical consumables are valued at lower of cost or net realizable value. Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location after adjusting for Goods and Services Tax (GST) wherever applicable, applying the first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs to be incurred to make the sale. Adequate provision is made for slow moving, non-moving and expired inventory, as determined necessary. The comparison of cost and net realizable value is made on an item by item basis.

**Non-current assets or disposal group held for sale**

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell.

Any impairment loss on a disposal group is allocated first to goodwill, and then to the remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, investment property or biological assets, which continue to be measured in accordance with the Group's other accounting policies. Impairment losses on initial classification as held for sale or held for distribution and subsequent gains and losses on remeasurement are recognised in profit or loss. Once classified as held for sale, intangible assets, property, plant and equipment and investment properties are no longer amortised or depreciated, and equity-accounted investee is no longer equity accounted.

Non-current assets classified as held-for-sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

**(i) Revenue recognition**

Revenue from contracts with customers is recognised as per Ind AS 115, "Revenue from contract with customers", when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services, taking into consideration defined terms of payment and excluding taxes or duties collected on behalf of the government.

**Disaggregation of revenue**

The Company disaggregates revenue into revenue from rendering hospital services, pharmacy sales and other operating income. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of Company's revenues and cash flows are affected by industry, market and other economic factors.

The specific recognition criteria described below must also be met before revenue is recognised:

**Operating Income**

Revenue from Hospital services is recognised as and when the services are performed, unless significant future uncertainties exists, while revenue from sale of pharmacy items is recognised when the control of the goods have passed to the buyer, usually on delivery of the goods. The Company assesses the distinct performance obligations in the contract and measures to at an amount that reflects the consideration it expects to receive, net of Goods and Services Tax and adjusted for discounts and concessions.

**Interest Income**

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit or loss.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "finance income" in the statement of profit and loss.

**Contract balances**

**Unbilled revenue**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. The Company based on the contractual terms and past experience determines the performance obligation satisfaction over time. Unbilled revenue is recognised for the service rendered where patients are not discharged and final invoice is not raised for the service.

**Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (i) Financial instruments – initial recognition and subsequent measurement.

*Contract liabilities*

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs its obligation under the contract.

(j) **Foreign currencies**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The Company's financial statements are presented in INR, which is also the Company's functional and presentation currency.

*Transactions and balances*

Foreign currency transactions are recorded on initial recognition in the functional currency using the exchange rate prevailing at the date of the transaction. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on the settlement or translation of monetary items are recognised in the statement of profit or loss.

(k) **Retirement and other employee benefits**

Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution schemes. The Company recognizes contribution payable to the schemes as an expense, when an employee renders the related service. The Company has no obligation, other than the contribution payable to the fund.

The Company operates a defined benefit plan for its employees for gratuity. The costs of providing benefits under this plan is determined on the basis of actuarial valuation at each year end using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

Past service costs are recognised in the statement of profit or loss on the earlier of:

- The date of the plan amendment or curtailment and
- The date that the Company recognises related restructuring costs

Interest is calculated by applying the discount rate to the defined benefit liability. The Company recognises the following changes in the defined benefit obligation as an expense in the statement of profit and loss:

- (i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements, and
- (ii) Interest expense

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date.

(l) **Taxes**

*Current income tax*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amounts are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

*Deferred tax*

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences except:

- where deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit or loss is recognised outside the statement of profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and to the same taxation authority.

(m) **Earnings Per Share (EPS)**

Basic EPS amounts are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit/(loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)**  
**Notes to financial statements for the year ended March 31, 2023**

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be antidilutive.

**(n) Provisions**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit or loss net off any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

**Decommissioning liability**

The Company records a provision for decommissioning costs to dismantle and remove the leasehold improvements from the leased premises. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

**Onerous contracts**

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.

**(o) Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent liabilities and commitments are reviewed by the management at each balance sheet date.

**(p) Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**(q) Segment accounting policies**

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") The Board of Directors of the Company has been identified as the Chief Operating Decision Maker. (refer note 38 on segment reporting)

**(r) Corporate Social Responsibility (CSR) expenditure**

CSR expenditure as per provisions of section 135 of Companies Act, 2013 read with The Companies (Corporate Social Responsibility Policy) Rules, 2014, is charged to the statement of profit and loss as an expense as and when incurred.

**(s) Cash flow statement**

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated. Bank overdrafts are classified as part of cash and cash equivalent, as they form an integral part of an entity's cash management.

**(u) Share capital**

**(i) Equity shares**

Incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with Ind AS 12.

**(v) Standards issued but not effective**

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective from April 01, 2023.



**(i) Definition of Accounting Estimates - Amendments to Ind AS 8**

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after April 01, 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period.

The amendments are not expected to have a material impact on the Company's financial statements.

**(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1**

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments to Ind AS 1 are applicable for annual periods beginning on or after April 01, 2023. Consequential amendments have been made in Ind AS 107.

The Company is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

**(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12**

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations. Consequential amendments have been made in Ind AS 101. The amendments to Ind AS 12 are applicable for annual periods beginning on or after April 01, 2023.

The Company is currently assessing the impact of the amendments.



**Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)**  
Notes to financial statements for the period ended March 31, 2023

**3.1 Property, plant and equipment**

|                        | Freehold land | Leasehold land | Leasehold Improvements | Buildings | Plant and equipment | Facility and office equipment | Furniture and fixtures | Computer equipment | Vehicles | Electrical installation and equipment | Total       |
|------------------------|---------------|----------------|------------------------|-----------|---------------------|-------------------------------|------------------------|--------------------|----------|---------------------------------------|-------------|
| <b>Cost</b>            |               |                |                        |           |                     |                               |                        |                    |          |                                       |             |
| At April 01, 2021      | 7,034.00      | 1,863.00       | -                      | 36,757.00 | 34,338.00           | 11,910.00                     | 3,841.00               | 3,596.00           | 85.00    | 6,089.00                              | 1,05,513.00 |
| Additions              | -             | -              | 285.03                 | 179.20    | 1,105.20            | 134.78                        | 58.29                  | 128.40             | -        | 310.08                                | 2,400.98    |
| Disposals/ adjustments | -             | -              | -                      | -         | -                   | -                             | -                      | -                  | -        | -                                     | -           |
| At March 31, 2022      | 7,034.00      | 1,863.00       | 285.03                 | 36,936.20 | 35,443.20           | 12,044.78                     | 3,899.29               | 3,724.40           | 85.00    | 6,399.08                              | 1,07,713.98 |
| Additions              | -             | -              | 14,251.98              | 37.49     | 11,113.83           | 152.90                        | 394.80                 | 1,578.26           | 69.74    | 4,326.83                              | 31,925.83   |
| Disposals/ adjustments | -             | -              | -                      | -         | -                   | -                             | -                      | -                  | -        | -                                     | -           |
| At March 31, 2023      | 7,034.00      | 1,863.00       | 14,537.01              | 36,973.69 | 46,557.03           | 12,197.68                     | 4,294.09               | 5,302.66           | 154.74   | 10,725.91                             | 1,39,639.81 |
| <b>Depreciation</b>    |               |                |                        |           |                     |                               |                        |                    |          |                                       |             |
| At April 01, 2021      | 2,698.00      | -              | -                      | 13,637.22 | 19,660.85           | 9,690.65                      | 3,241.48               | 2,867.34           | 83.00    | 4,959.45                              | 56,837.99   |
| Charge for the year    | -             | -              | 0.18                   | 687.93    | 1,998.36            | 594.82                        | 232.55                 | 408.63             | 0.34     | 413.54                                | 4,336.35    |
| Disposals              | -             | -              | -                      | -         | -                   | -                             | -                      | -                  | -        | -                                     | -           |
| At March 31, 2022      | 2,698.00      | -              | 0.18                   | 14,325.15 | 21,659.21           | 10,285.47                     | 3,474.03               | 3,275.97           | 83.34    | 5,372.99                              | 61,174.34   |
| Charge for the year    | -             | -              | 624.59                 | 683.82    | 2,534.52            | 666.93                        | 281.80                 | 538.38             | 7.70     | 678.09                                | 6,015.84    |
| Disposals              | -             | -              | -                      | -         | -                   | -                             | -                      | -                  | -        | -                                     | -           |
| At March 31, 2023      | 2,698.00      | -              | 624.77                 | 15,008.97 | 24,193.73           | 10,952.40                     | 3,755.83               | 3,814.35           | 91.04    | 6,051.08                              | 67,190.18   |
| <b>Net book value</b>  |               |                |                        |           |                     |                               |                        |                    |          |                                       |             |
| At March 31, 2022      | 4,336.00      | 1,863.00       | 284.85                 | 22,611.05 | 13,783.99           | 1,759.31                      | 425.26                 | 448.43             | 1.66     | 1,026.09                              | 46,539.64   |
| At March 31, 2023      | 4,336.00      | 1,863.00       | 13,912.24              | 21,964.72 | 22,363.30           | 1,245.28                      | 538.26                 | 1,488.31           | 63.70    | 4,674.83                              | 72,449.63   |

Refer note 14.1 for details of Property, plant and equipment pledged as security for borrowings.

Refer note 2.2(b) for change in estimation of useful life of equipment's

Notes:

(a) Lease held in perpetuity within the extended limits of the Pune and Kolkata Municipal Corporation.

(b) During the year, the Company has capitalised an aggregate borrowing cost of Rs. 655.55 lakhs as at March 31, 2023 (as at March 31, 2022: Rs. 1706 lakhs), on assets lying in capital work in progress.

(c) The property, plant and equipment of the Company are physically verified by Management in accordance with a phased programme designed to cover all items of Property, plant and equipment over a period of 3 years.



**Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)**  
**Notes to financial statements for the period ended March 31, 2023**

**3.2 Capital Work-in-progress**

|   | (Rs. in lakhs)     |
|---|--------------------|
| <b>Cost</b>   |                    |
| <b>At April 01, 2021</b>  | <b>Total</b>       |
| Additions during the year   | 11,122.32          |
| Capitalisation of interest on lease liability for ROU under development | 4,910.21           |
| Capitalisation of depreciation on Right of use assets under development | 1,706.81           |
| Transferred to Property, plant and equipment                            | 404.40             |
| <b>At March 31, 2022</b>  | <b>(490.88)</b>    |
| Additions during the year   | 17,652.86          |
| Capitalisation of interest on lease liability for ROU under development | 14,609.73          |
| Capitalisation of depreciation on Right of use assets under development | 655.55             |
| Transferred to Property, plant and equipments                           | 141.84             |
| <b>At March 31, 2023</b>  | <b>(31,925.83)</b> |
|   | <b>1,134.15</b>    |

**Capital work in progress ageing schedule**

**As at 31 March 2023**

| Particulars                    | Amount in CWIP for a period of |               |           |                   | Total           |
|--------------------------------|--------------------------------|---------------|-----------|-------------------|-----------------|
|                                | Less than 1 year               | 1-2 years     | 2-3 years | More than 3 years |                 |
| Projects in progress           | 349.15                         | 785.00        | -         | -                 | 1,134.15        |
| Projects temporarily suspended | -                              | -             | -         | -                 | -               |
| <b>Total</b>                   | <b>349.15</b>                  | <b>785.00</b> | <b>-</b>  | <b>-</b>          | <b>1,134.15</b> |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget.

**As at 31 March 2022**

| Particulars                    | Amount in CWIP for a period of |                  |               |                   | Total            |
|--------------------------------|--------------------------------|------------------|---------------|-------------------|------------------|
|                                | Less than 1 year               | 1-2 years        | 2-3 years     | More than 3 years |                  |
| Projects in progress           | 5,356.59                       | 10,522.62        | 551.99        | 1,221.66          | 17,652.86        |
| Projects temporarily suspended | -                              | -                | -             | -                 | -                |
| <b>Total</b>                   | <b>5,356.59</b>                | <b>10,522.62</b> | <b>551.99</b> | <b>1,221.66</b>   | <b>17,652.86</b> |

There are no material capital work-in-progress for which the completion is overdue or has exceeded its cost compared to its original budget.



Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)  
Notes to financial statements for the period ended March 31, 2023

4.1 Right of use assets

|   | Right-of-use assets         |            |          |           | (Rs. in lakhs) |
|---|-----------------------------|------------|----------|-----------|----------------|
|   | Leasehold land & building * | Equipments | Vehicles | Computers |                |
| <b>Cost</b>                             |                             |            |          |           |                |
| At April 01, 2021                       | 46,468.62                   | 1,620.00   | 68.00    | -         | 48,156.62      |
| Additions                               | 682.58                      | -          | -        | 911.99    | 1,594.57       |
| Disposals                               | -                           | -          | -        | -         | -              |
| At March 31, 2022                       | 47,151.20                   | 1,620.00   | 68.00    | 911.99    | 49,751.19      |
| Additions                               | 309.72                      | -          | -        | 121.07    | 430.79         |
| Disposals or Adjustments                | (521.38)                    | -          | -        | -         | (521.38)       |
| At March 31, 2023                       | 46,939.54                   | 1,620.00   | 68.00    | 1,033.06  | 49,660.60      |
| <b>Amortisation</b>                     |                             |            |          |           |                |
| At April 01, 2021                       | 4,996.22                    | 566.00     | 44.00    | -         | 5,606.22       |
| Charge for the year                     | 1,353.29                    | 196.81     | 22.10    | 102.08    | 1,674.28       |
| Disposals or Adjustments                | -                           | -          | -        | -         | -              |
| Charge for the year transferred to CWIP | 404.40                      | -          | -        | -         | 404.40         |
| At March 31, 2022                       | 6,753.91                    | 762.81     | 66.10    | 102.08    | 7,684.90       |
| Charge for the year                     | 1,653.67                    | 148.65     | 1.84     | 490.02    | 2,294.18       |
| Disposals or Adjustments                | -                           | -          | -        | -         | -              |
| Charge for the year transferred to CWIP | 141.84                      | -          | -        | -         | 141.84         |
| At March 31, 2023                       | 8,549.42                    | 911.46     | 67.94    | 592.10    | 10,120.92      |
| <b>Net book value</b>                   |                             |            |          |           |                |
| At March 31, 2022                       | 40,397.29                   | 857.19     | 1.90     | 809.91    | 42,066.29      |
| At March 31, 2023                       | 38,390.12                   | 708.54     | 0.06     | 440.96    | 39,539.68      |

\* Refer note 14.1 for details of assets pledged as security for borrowings.



Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)

Notes to financial statements for the year ended March 31, 2023

4.2 Other Intangible assets

|                       | (Rs. in lakhs)                 |
|-----------------------|--------------------------------|
|                       | <u>Other intangible assets</u> |
|                       | <u>Computer software</u>       |
| <b>Cost</b>           |                                |
| At April 01, 2021     | 2,717.00                       |
| Additions             | 4.93                           |
| Disposals             | -                              |
| At March 31, 2022     | <u>2,721.93</u>                |
| Additions             | 1,884.20                       |
| Disposals             | -                              |
| At March 31, 2023     | <u>4,606.13</u>                |
| <b>Amortisation</b>   |                                |
| At April 01, 2021     | 2,516.72                       |
| Charge for the year   | 90.00                          |
| Disposals             | -                              |
| At March 31, 2022     | <u>2,606.72</u>                |
| Charge for the year   | 379.15                         |
| Disposals             | -                              |
| At March 31, 2023     | <u>2,985.87</u>                |
| <b>Net book value</b> |                                |
| At March 31, 2022     | <u>115.21</u>                  |
| At March 31, 2023     | <u>1,620.26</u>                |



5 Non-current financial assets

5.1 Investments\*

A) Investments at fair value through Profit and Loss

|  | No of units    |                | Amounts        |                |
|--|----------------|----------------|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 | March 31, 2023 | March 31, 2022 |
| ICICI Corporate Bond Fund Direct Growth                  | -              | 73,100         | -              | 18.46          |
| Bandhan Crisil Gilt 2028 Index Fund Direct Growth        | 1,02,34,712    | -              | 1,120.63       | -              |
| Bandhan Crisil IBX Gilt June 2027 Index Fund Direct Plan | 31,70,747      | -              | 379.02         | -              |
|  |                |                | 1,499.65       | 18.46          |

Information about the company's exposure to credit and market risks, and fair value measurement, is included in Note 36 & 37  
\* Refer note 14.1 for details of Investments pledged as security for borrowings.

5.2 Loans (Unsecured considered good unless otherwise stated)

|  | (Rs. in lakhs) |                |
|--|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 |
| Inter Corporate Deposit given to related parties   | 27,112.75      | -              |
| Less: Interest accrued on inter corporate deposits to related parties - disclosed under Other non-current financial assets | (1,132.75)     | -              |
|  | 25,980.00      | -              |

5.2.1 Term of the loan as given below:

| Name of the loanee  | Rate of Interest | Repayment         | Secured/ unsecured | March 31, 2023 | Movement during the year | March 31, 2022 |
|---|------------------|-------------------|--------------------|----------------|--------------------------|----------------|
| Manipal Hospitals (Dwarka) Private Limited<br>Inter Corporate Deposit | 10.00%           | Thirty-Six months | Unsecured          | 25,980.00      | 25,980.00                | -              |

The intercorporate deposit has been made available for the purpose of meeting its general corporate requirements.

Provisions of section 186 of the Companies Act, 2013, except sub section (1), are not applicable, as the Company is engaged in the business of providing infrastructural facilities as specified in Schedule VI of the Companies Act, 2013.

5.3 Other non-current financial assets (Secured considered good unless otherwise stated)

|  | (Rs. in lakhs) |                |
|--|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 |
| Deposits with banks due to mature after twelve months from the reporting date* | 1,110.16       | 220.65         |
| Interest accrued on inter corporate deposits to related parties                | 1,132.75       | -              |
| Security deposits  | 1,402.28       | 1,167.08       |
|  | 3,645.19       | 1,387.73       |

\*It includes margin money deposits of Rs 1,110.16 lakhs (March 31, 2022: Rs 220.65 lakhs) with banks as debt service reserve account and deposits given as security for obtaining bank guarantees

6 Income tax assets (net)

|   | (Rs. in lakhs) |                |
|---|----------------|----------------|
|   | March 31, 2023 | March 31, 2022 |
| Income tax assets (net of provision for income tax) | 4,660.72       | 6,201.95       |
|   | 4,660.72       | 6,201.95       |

7 Other non-current assets (Unsecured considered good unless otherwise stated)

|   | (Rs. in lakhs) |                |
|---|----------------|----------------|
|   | March 31, 2023 | March 31, 2022 |
| Capital advances                        |                |                |
| Considered good                         | 334.63         | 952.05         |
| Considered doubtful                     | 1,787.99       | 1,787.99       |
| Provision for doubtful capital advances | 2,122.62       | 2,740.04       |
|   | (1,787.99)     | (1,787.99)     |
| Prepaid expenses                        | 334.63         | 952.05         |
|   | 36.65          | 64.32          |
|   | 391.28         | 1,016.37       |

8 Assets held for sale

|      | (Rs. in lakhs) |                |
|------|----------------|----------------|
|      | March 31, 2023 | March 31, 2022 |
| Land | 650.00         | 650.00         |
|      | 650.00         | 650.00         |

(8.1) Land held for sale pertains to land situated at Meerut Rs.650 lakhs (March 31, 2022: Rs.650 lakhs)

9 Inventories (valued at lower of cost and net realizable value)

|                     | (Rs. in lakhs) |                |
|---------------------|----------------|----------------|
|                     | March 31, 2023 | March 31, 2022 |
| Pharmacy items      | 1,174.63       | 941.66         |
| Medical consumables | 1,595.71       | 1,463.37       |
|                     | 2,770.34       | 2,405.23       |

Refer note 14.1 for details of Inventories pledged as security for borrowings.

10 Current financial assets

10.1 Investments

|  | No of units    |                | Amounts        |                |
|--|----------------|----------------|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 | March 31, 2023 | March 31, 2022 |
| Investments in mutual funds (quoted)*                    |                |                |                |                |
| ABSL CRISIL IBX AAA Jun 2023 Index Direct Growth         | 2,95,45,757    | -              | 3,111.61       | -              |
| Nippon India Nifty SDL Plus G-Sec Jun 2028               | 49,99,750      | -              | 512.82         | -              |
| DSP Low Duration Fund Direct Growth                      | 70,44,786      | -              | 1,219.77       | -              |
| Axis Money Manager Fund Direct Growth                    | -              | 1,02,375       | -              | 1,179.14       |
| DSP Savings Fund Direct Growth                           | 17,61,468      | -              | 810.07         | -              |
| SBI Savings Fund-Growth                                  | 45,29,679      | -              | 1,701.86       | -              |
| ICICI Liquid Fund Direct Growth                          | 2,86,140       | -              | 953.38         | -              |
| Nippon India mmf   | 14,326         | -              | 508.21         | -              |
| ICICI Overnight Fund Direct Growth                       | 16,763         | -              | 202.57         | -              |
| Nippon Liquid Fund Direct Growth                         | 14,605         | -              | 804.27         | -              |
| ABSL MMF Direct Growth                                   | 8,84,259       | 13,43,257      | 2,795.97       | 4,015.13       |
| ABSL Corporate Bond Fund Direct Growth                   | -              | 20,26,897      | -              | 1,848.64       |
| HDFC Corporate Bond Fund Direct Growth                   | -              | 1,61,97,261    | -              | 4,289.26       |
| HDFC Low Duration Fund Direct Growth                     | -              | 22,20,327      | -              | 1,105.46       |
| TATA Banking & PSU Fund Direct Growth                    | -              | 78,80,603      | -              | 936.07         |
| ICICI SAVINGS Funds Direct Growth                        | -              | 4,13,746       | -              | 1,811.02       |
| ICICI Corporate Bond Fund Direct Growth                  | 1,94,36,152    | 1,04,78,954    | 5,058.80       | 2,576.39       |
| ICICI MMF Direct Growth                                  | 3,15,596       | 4,56,822       | 1,023.51       | 1,401.96       |
| Bandhan Corporate Bond Fund - Direct Growth              | 24,31,910      | 1,66,97,558    | 407.07         | 2,678.32       |
| Bandhan Banking & PSU Direct Growth                      | 77,77,058      | 29,91,404      | 1,660.63       | 610.22         |
| Bandhan Crisil IBX Gilt June 2027 Index Fund Direct Plan | 3,59,965       | 38,30,712      | 39.31          | 404.68         |
| SBI floating Rate Debt Direct Growth                     | -              | 1,33,69,419    | -              | 1,424.10       |
| Nippon India Floating Rate Fund                          | -              | 26,99,900      | -              | 1,019.06       |
| Investments at fair value through Profit and Loss        |                |                | 20,809.85      | 25,299.45      |

\*Information about the company's exposure to credit and market risks, and fair value measurement, is included in Note 36 & 37



10.2 Trade receivables (Unsecured considered good unless otherwise stated)

|  | (Rs. in lakhs) |                |
|--|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 |
| Considered good                            | 7,639.89       | 4,922.34       |
| Credit impaired                            | 1,486.57       | 1,072.61       |
|  | 9,126.46       | 5,994.95       |
| Less: Allowance for bad and doubtful debts | (1,486.57)     | (1,072.61)     |
|  | 7,639.89       | 4,922.34       |

Refer note 14.1 for details of Trade receivables pledged as security for borrowings.  
(10.2.1) There are no trade receivables which have significant increase in credit risk.  
(10.2.2) Aging for trade receivables and unbilled revenue due from transaction date for each of the category is as follows:

As at 31 March 2023

| Particulars   | Not due* | Outstanding for following periods from due date of payment |                   |           |           |                   | Total    |
|---|----------|--|-------------------|-----------|-----------|-------------------|----------|
|   |          | Less than 6 Months   | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years |          |
| Undisputed Trade Receivables - considered good                                | 5,578.07 | 2,010.31   | 51.51             | -         | -         | -                 | 7,639.89 |
| Undisputed Trade Receivables - which have significant increase in credit risk | -        | -  | -                 | -         | -         | -                 | -        |
| Undisputed Trade receivable - credit impaired                                 | 11.37    | 351.49   | 1,070.73          | 52.98     | -         | -                 | 1,486.57 |
| Disputed Trade receivables - considered good                                  | -        | -  | -                 | -         | -         | -                 | -        |
| Disputed Trade receivables - which have significant increase in credit risk   | -        | -  | -                 | -         | -         | -                 | -        |
| Disputed Trade receivables - credit impaired                                  | -        | -  | -                 | -         | -         | -                 | -        |
| Total   | 5,589.44 | 2,361.80   | 1,122.24          | 52.98     | -         | -                 | 9,126.46 |

\* includes unbilled revenue of Rs 910.42 lakhs (March 31, 2022: 617.38 lakhs) as considered good.

As at 31 March 2022

| Particulars   | Unbilled revenue | Outstanding for following periods from due date of payment |                    |                   |           |           | Total    |
|---|------------------|--|--------------------|-------------------|-----------|-----------|----------|
|   |                  | Not due  | Less than 6 Months | 6 months - 1 year | 1-2 years | 2-3 years |          |
| Undisputed Trade Receivables - considered good                                | 617.38           | 3,786.23   | 490.89             | 0.00              | 4.03      | 3.81      | 4,922.34 |
| Undisputed Trade Receivables - which have significant increase in credit risk | -                | -  | -                  | -                 | -         | -         | -        |
| Undisputed Trade receivable - credit impaired                                 | -                | 441.90   | 509.18             | 121.53            | -         | -         | 1,072.61 |
| Disputed Trade receivables - considered good                                  | -                | -  | -                  | -                 | -         | -         | -        |
| Disputed Trade receivables - which have significant increase in credit risk   | -                | -  | -                  | -                 | -         | -         | -        |
| Disputed Trade receivables - credit impaired                                  | -                | -  | -                  | -                 | -         | -         | -        |
| Total   | 637.38           | 4,228.13   | 1,000.07           | 121.53            | 4.03      | 3.81      | 5,994.95 |

10.3 Cash and cash equivalents

|                                 | (Rs. in lakhs) |                |
|---------------------------------|----------------|----------------|
|                                 | March 31, 2023 | March 31, 2022 |
| Balances with banks:            |                |                |
| - On current accounts           | 2,022.18       | 1,543.72       |
| Cash on hand                    | 55.37          | 55.14          |
| Total cash and cash equivalents | 2,077.55       | 1,598.86       |

10.4 Bank balances other than cash and cash equivalents above

|   | (Rs. in lakhs) |                |
|---|----------------|----------------|
|   | March 31, 2023 | March 31, 2022 |
| Bank deposits due to mature within twelve months from the reporting date* | 1,993.55       | 2,677.71       |
|   | 1,993.55       | 2,677.71       |

\* It includes margin money deposits of Rs 1993.55 lakhs (March 31, 2022: Rs 2,677.71 lakhs) with banks through deposits given as security for obtaining bank guarantees

10.5 Loans (Unsecured considered good unless otherwise stated)

|                    | (Rs. in lakhs) |                |
|--------------------|----------------|----------------|
|                    | March 31, 2023 | March 31, 2022 |
| Loans to employees | 19.86          | 0.17           |
|                    | 19.86          | 0.17           |

10.6 Other current financial assets (Unsecured considered good unless otherwise stated)

|                                    | (Rs. in lakhs) |                |
|------------------------------------|----------------|----------------|
|                                    | March 31, 2023 | March 31, 2022 |
| Interest accrued on fixed deposits | 97.31          | -              |
| Other receivables*                 | 10.34          | 1,138.88       |
| Security deposits - ST             | 142.82         | 249.01         |
|                                    | 250.47         | 1,387.89       |

\* includes receivables from related parties (refer note 32)

11 Other current assets (Unsecured considered good unless otherwise stated)

|                                     | (Rs. in lakhs) |                |
|-------------------------------------|----------------|----------------|
|                                     | March 31, 2023 | March 31, 2022 |
| Prepaid expenses                    | 185.58         | 182.86         |
| Advances to suppliers               | 972.66         | 1,637.64       |
| Balance with government authorities | 1,949.35       | 437.80         |
|                                     | 3,107.59       | 2,258.30       |

(This space has been intentionally left blank)



12 Equity Share capital

|      |  | (Rs. in lakhs)             |                            |
|------|--|----------------------------|----------------------------|
|      |  | March 31, 2023             | March 31, 2022             |
| 12.1 | Authorised shares (Nos.)<br>1,104,950,000 (March 31, 2022: 1,104,950,000) Equity shares of Rs.10/- each  | 1,10,495.00                | 1,10,495.00                |
| 12.2 | Issued, subscribed and fully paid-up shares (Nos.)<br>1,025,297,268 (March 31, 2022: 1,025,297,268) Equity Shares of Rs. 10/- each<br>Total issued, subscribed and fully paid-up share capital | 1,02,530.00<br>1,02,530.00 | 1,02,530.00<br>1,02,530.00 |

12.3 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year:

|                              |  | March 31, 2023 |                | March 31, 2022 |                |
|------------------------------|--|----------------|----------------|----------------|----------------|
|                              |  | Nos.           | (Rs. in lakhs) | Nos.           | (Rs. in lakhs) |
| At the beginning of the year |  | 1,02,52,97,268 | 1,02,530.00    | 1,02,52,97,268 | 1,02,530.00    |
| Add : Issued during the year |  | -              | -              | -              | -              |
| At the end of the year       |  | 1,02,52,97,268 | 1,02,530.00    | 1,02,52,97,268 | 1,02,530.00    |

12.4 Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year, the Company has not declared any dividend.

In the event of liquidation of the Company, the assets available for distribution to the shareholders shall be distributed as follows:

(i) first towards distribution to certain equity shareholders on paripassu basis on the total amount invested by them; (ii) second towards other shareholders on pro-rata basis in proportion to their inter se number of equity shares of the Company, until they have collectively received an amount equal to the face value of the equity shares held by them; and (iii) any balance assets to all shareholders pro-rata to their holding in the Company.

12.5 Shares held by holding company

|  |  | (Rs. in lakhs) |                |                |                |
|--|--|----------------|----------------|----------------|----------------|
|  |  | March 31, 2023 |                | March 31, 2022 |                |
|  |  | Nos.           | (Rs. in lakhs) | Nos.           | (Rs. in lakhs) |
| Manipal Health Enterprises Private Limited * |  | 1,02,52,97,268 | 1,02,529.73    | 1,02,52,97,268 | 1,02,529.73    |

\*Includes 10,000 (March 31,2022: 10,000) equity shares of Rs 10 each held by nominee director on behalf of the holding company.

12.6 Details of shareholders holding more than 5% shares in the company:

|   |  | March 31, 2023   |                        | March 31, 2022    |                        |
|---|--|------------------|------------------------|-------------------|------------------------|
|   |  | Number of shares | % holding in the class | Number of shares  | % holding in the class |
| Equity shares of Rs. 10 each fully paid<br>Manipal Health Enterprises Private Limited |  | 1,02,52,97,268   | 100.00%                | 1,02,52,97,268.00 | 100.00%                |

As per the records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

12.7 Details of shareholding by the promoter of the company

As at March 31, 2023

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| Manipal Health Enterprises Private Limited | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |
|  | 1,02,52,97,268                             | -                      | 1,02,52,97,268                       | 100.00%           | 0.00%                    |

As at March 31, 2022

| Promoter Name                              | No. of shares at the beginning of the year | Change during the year | No. of shares at the end of the year | % of Total Shares | % change during the year |
|--|--|------------------------|--------------------------------------|-------------------|--------------------------|
| International Columbia 2004, Mauritius     | 1,02,52,87,268                             | (1,02,52,87,268)       | -                                    | 0.00%             | -100.00%                 |
| Manipal Health Enterprises Private Limited | -  | 1,02,52,97,268         | 1,02,52,97,268                       | 100.00%           | 100.00%                  |
|  | 1,02,52,87,268                             | 10,000                 | 1,02,52,97,268                       | 100.00%           | 100%                     |

12.8 As at March 31, 2023 and March 31, 2022, the Company does not have any shares reserved for issue under options and contracts or commitments for the sale of shares.

13 Other equity

|  |  | (Rs. in lakhs) |                |
|--|--|----------------|----------------|
|  |  | March 31, 2023 | March 31, 2022 |
| 13.1   | Securities premium                                 |                |                |
| Balance at the beginning of the year                         |  | 24,689.00      | 24,689.00      |
| Add: Addition during the year                                |  | -              | -              |
| Balance at the end of the year                               |  | 24,689.00      | 24,689.00      |
| 13.2   | Share based incentive reserve                      |                |                |
| Balance at the beginning of the year                         |  | -              | 5,411.35       |
| Share based payment expenses                                 |  | -              | -              |
| Less: on account of closure of share based incentive reserve |  | -              | (5,411.35)     |
| Balance at the end of the year                               |  | -              | -              |
| 13.3   | Re-measurement gain/(loss) on defined benefit plan |                |                |
| Balance at the beginning of the year                         |  | 2.76           | (320.77)       |
| OCI for the year (net of tax)                                |  | 49.17          | 323.53         |
| Balance at the end of the year                               |  | 51.93          | 2.76           |
| 13.4   | Retained earnings                                  |                |                |
| Balance at the beginning of the year                         |  | -              | (92,473.29)    |
| Add: Profit/(Loss) for the year                              |  | (69,796.45)    | 17,253.84      |
| Add: Transferred on closure of guarantee                     |  | 17,144.96      | -              |
| Add: on account of closure of share based incentive reserve  |  | -              | 11.65          |
| Balance at the end of the year                               |  | (52,651.49)    | (69,796.45)    |

|      |  |                    |                    |
|------|--|--------------------|--------------------|
| 13.5 | <b>Financial guarantee</b>                     |                    |                    |
|      | Balance at the beginning of the year           | -                  | 11.65              |
|      | Add: Addition during the year                  | -                  | -                  |
|      | Less: Transferred on closure of guarantee      | -                  | -                  |
|      | <b>Balance at the end of the year</b>          | -                  | <b>(11.65)</b>     |
| 13.6 | <b>Amalgamation adjustment deficit account</b> |                    |                    |
|      | Balance at the beginning of the year           | (5,911.00)         | (5,911.00)         |
|      | Add: Addition during the year                  | -                  | -                  |
|      | <b>Balance at the end of the year</b>          | <b>(5,911.00)</b>  | <b>(5,911.00)</b>  |
|      | <b>Total of other equity</b>                   | <b>(33,821.56)</b> | <b>(51,015.69)</b> |

**14 Non-current financial liabilities**

**14.1 Borrowings (secured unless other-wise stated)**

**Borrowings**

Term loan from banks (refer note 14.1.1 to 14.1.4)  
Loan from other parties (unsecured)  
Loan for purchase of capital asset (refer note 14.1.4)

Less: Current maturities - disclosed under the head 'short term borrowings'

Term loan from banks  
Loan for purchase of capital asset

**Non- Current Borrowings**

|       | (Rs. in lakhs)   |                  |
|-------|------------------|------------------|
|       | March 31, 2023   | March 31, 2022   |
| (A)   | 37,560.91        | 29,985.93        |
| (B)   | 4,814.97         | 4,161.16         |
| (A-B) | <b>32,745.94</b> | <b>25,824.77</b> |

**14.1.1 Principal Outstanding (net of transaction cost)**

**Term loan**

Term loans from banks  
Loan from other parties (unsecured)  
Loan for purchase of capital asset

|                  |                  |
|------------------|------------------|
| 36,510.91        | 28,985.93        |
| 1,000.00         | 1,000.00         |
| 50.00            | -                |
| <b>37,560.91</b> | <b>29,985.93</b> |

**14.1.2 Rate of Interest**

**Term loan**

Term loans from banks  
Loan from other parties (unsecured)  
Loan for purchase of capital asset

|                  |                 |
|------------------|-----------------|
| (8.72% to 9.06%) | (7.15% to 9.3%) |
| 11.50%           | 11.50%          |
| (9.25% to 9.40%) | -               |

**14.1.3 Repayment Terms**

**Term loan**

Term loans from banks  
Loan from other parties (unsecured)  
Loan for purchase of capital asset

Quarterly instalments, over period of 5-10 years  
Single tranche repayment in June 2026  
Monthly instalments, over period 4 to 7 years

**14.1.4 The terms and conditions of all the term loans from banks and financial institutions are similar and are as follows:**

- A first pari-passu charge over all movable, immovable fixed assets and current assets of the Company along with MHDPL, MHUPL, MHEPL and MHBPL other than fixed Deposits and mutual funds kept as DSRA & immovable properties mentioned as excluded properties in facility agreements.
- Irrevocable and unconditional corporate guarantee by MHBPL, MHDPL, MHUPL and MHEPL.
- Exclusive security interest over the amount in the Debt Service Reserve Accounts required to be maintained by MHEPL.
- Non disposal undertaking by MHEPL in respect of each shareholding aggregating up to 100% (One hundred percent) in the company.
- The Company obtained vehicle under financing arrangements from Bank and secured against such vehicle.

**\*During the year ended March 31, 2022, the terms and conditions of all the term loans from banks and financial institutions are as follows:**

- Pari passu first charge by way of equitable mortgage on all the property, plant and equipment, leasehold rights present and future (movable and immovable) including the identified immovable properties and first charge by way of hypothecation of all present and future current assets including all receivables and first charge by way of hypothecation on all intangible assets including but not limited to goodwill, uncalled capital, present and future.
- In the prior years, 90% of shares of the Company have been pledged. Subsequently on account of acquisition of the shares of the company by Manipal Health Enterprises Private Limited (MHEPL), the security got released.
- During the year ended March 31, 2022, a non disposal undertaking is provided by MHEPL in respect of its shareholding aggregating upto 100% (one hundred percent) in the company

**14.2 Lease liabilities**

**Opening balance**

Add: New leases during the year  
Add: Interest accrued  
Add: Interest Capitalised  
Less: Interest paid  
Less: Lease reversals/ adjustments

Non-current  
Current

|                  | (Rs. in lakhs)   |                |
|------------------|------------------|----------------|
|                  | March 31, 2023   | March 31, 2022 |
| 53,060.36        | 49,451.78        |                |
| 421.16           | 1,594.57         |                |
| 5,797.57         | 4,468.07         |                |
| 655.55           | 1,706.81         |                |
| (5,647.71)       | (4,160.87)       |                |
| (541.81)         | -                |                |
| <b>53,745.12</b> | <b>53,060.36</b> |                |
| 52,901.68        | 52,264.99        |                |
| 843.44           | 795.37           |                |

**14.2.1 Notes**

The Company has taken on lease certain land and building for hospital operations, hostels for staff, equipment's, office spaces and vehicles for use in the course of its business.

Refer notes 2.2(f) in relation to accounting policy for leases.

Refer note 4.1 for depreciation charge for right-of-use assets by class of underlying asset and additions to right-of-use assets and the carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset.

Refer note 30.1 in relation to short term leases and leases of low-value assets accounted for applying paragraph 6 of Ind AS 116.



15 Provisions

|                        |  | (Rs. in lakhs) |                |
|------------------------|--|----------------|----------------|
|                        |  | March 31, 2023 | March 31, 2022 |
| <b>Non-current</b>     |  |                |                |
| Provision for gratuity |  |                |                |
|                        |  | 643.22         | 646.54         |
|                        |  | <b>643.22</b>  | <b>646.54</b>  |

16 Other non-current liabilities  
Deferred income - Non-Current

|  |  | (Rs. in lakhs) |                |
|--|--|----------------|----------------|
|  |  | March 31, 2023 | March 31, 2022 |
|  |  | 19.74          | 24.79          |
|  |  | <b>19.74</b>   | <b>24.79</b>   |

Deferred income pertains to amount relating to Export Promotion Capital Goods Scheme received on medical equipment's imported during the year ended March 31, 2020.

17 Income Tax

The major components of income tax expense for the year ended March 31, 2023 and March 31, 2022 are:

|   |  | (Rs. in lakhs)  |                 |
|---|--|-----------------|-----------------|
|   |  | March 31, 2023  | March 31, 2022  |
| <b>Statement of Profit and loss:</b>              |  |                 |                 |
| <b>Current income tax:</b>                        |  |                 |                 |
| Current income tax charge                         |  |                 |                 |
|   |  | 4,068.26        | -               |
| <b>Deferred tax charge:</b>                       |  |                 |                 |
| Origination and reversal of temporary differences |  |                 |                 |
|   |  | 69.47           | (554.26)        |
|   |  | <b>4,137.73</b> | <b>(554.26)</b> |

OCI section

Deferred tax arising on income and expense recognised in other comprehensive income during the year

Tax on net loss on remeasurement of defined benefit plan

Income tax charge reported in OCI

|  |  |                |                 |
|--|--|----------------|-----------------|
|  |  | (16.53)        | (108.81)        |
|  |  | <b>(16.53)</b> | <b>(108.81)</b> |

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

|   |  | (Rs. in lakhs)  |                 |
|---|--|-----------------|-----------------|
|   |  | March 31, 2023  | March 31, 2022  |
| Accounting profit/ (loss) before income tax                             |  |                 |                 |
|   |  | 21,282.69       | 16,699.58       |
| At India's statutory income tax rate of 25.17% (March 31, 2022: 25.17%) |  |                 |                 |
|   |  | 5,356.43        | 4,202.95        |
| Utilization of deferred tax on unabsorbed depreciation                  |  |                 |                 |
|   |  | -               | (6,019.87)      |
| Tax effect of non-deductible expenses                                   |  |                 |                 |
|   |  | (1,218.70)      | 1,262.66        |
|   |  | <b>4,137.73</b> | <b>(554.26)</b> |

Deferred tax

|   | (Rs. in lakhs)              |                |  |                |
|---|-----------------------------|----------------|--|----------------|
|   | Recognised in balance sheet |                | Recognised in profit and loss and other comprehensive income |                |
|   | March 31, 2023              | March 31, 2022 | March 31, 2023   | March 31, 2022 |
| Property plant equipment and Intangible assets:   |                             |                |  |                |
| Impact of difference between tax depreciation as per Income Tax Act, 1961 over depreciation/ amortization as per Companies Act, 2013. | (15,151.21)                 | (15,739.72)    | (588.51)   | 10,055.35      |
| Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis * | 14,301.16                   | 13,949.79      | (351.37)   | (13,250.56)    |
| Allowance for bad and doubtful debts  | 374.14                      | 269.96         | (104.18)   | (269.96)       |
| Fair valuation of investments in mutual funds   | (107.28)                    | (96.62)        | 10.66  | 75.66          |
| Deferred tax on losses  | -                           | -              | -  | 4,696.29       |
| Others  | 942.64                      | 2,062.04       | 1,119.41   | (2,062.04)     |
| Minimum alternate tax credit asset  | -                           | -              | -  | 201.00         |
| Deferred tax expense  | -                           | -              | 86.01  | (554.26)       |
| Net deferred tax Assets   | 359.45                      | 445.45         |  |                |

\* Includes items under 43B such as Leave encashment, gratuity, bonus and amounts routed through Other Comprehensive Income pertaining to remeasurement of defined benefit plan.

Reflected in the balance sheet as follows:

|                           |  | (Rs. in lakhs) |                |
|---------------------------|--|----------------|----------------|
|                           |  | March 31, 2023 | March 31, 2022 |
| Deferred tax assets       |  | 15,617.94      | 16,281.79      |
| Deferred tax liabilities  |  | (15,258.49)    | (15,836.34)    |
| Deferred tax Assets (net) |  | <b>359.45</b>  | <b>445.45</b>  |

The Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

18 Current financial liabilities  
18.1 Short term borrowings

|  |  | (Rs. in lakhs)  |                 |
|--|--|-----------------|-----------------|
|  |  | March 31, 2023  | March 31, 2022  |
| Current maturities of long-term borrowings |  |                 |                 |
|  |  | 4,806.35        | 4,161.16        |
| Loan for purchase of capital asset         |  |                 |                 |
|  |  | 8.62            | -               |
|  |  | <b>4,814.97</b> | <b>4,161.16</b> |



18.2 Trade payables

|  | (Rs. in lakhs)   |                  |
|--|------------------|------------------|
|  | March 31, 2023   | March 31, 2022   |
| Trade payables   |                  |                  |
| - total outstanding dues of micro enterprises and small enterprises*                     | 588.56           | 461.37           |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | 23,756.13        | 18,837.25        |
|  | <u>24,344.69</u> | <u>19,298.62</u> |

\*Also refer note 43

As at 31 March 2023

| Particulars  | Outstanding for following periods from due date of payment |                  |               |              |                   | Total            |
|--|--|------------------|---------------|--------------|-------------------|------------------|
|  | Not due<br>(Including provision<br>for expense)            | Less than 1 year | 1-2 years     | 2-3 years    | More than 3 years |                  |
| Total outstanding dues of micro enterprises and small enterprises                      | -  | 588.56           | -             | -            | -                 | 588.56           |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 22,108.49  | 1,371.42         | 152.99        | 38.35        | 84.87             | 23,756.13        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -                | -             | -            | -                 | -                |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -                | -             | -            | -                 | -                |
| <b>Total</b>   | <b>22,108.49</b>   | <b>1,959.98</b>  | <b>152.99</b> | <b>38.35</b> | <b>84.87</b>      | <b>24,344.69</b> |

As at 31 March 2022

| Particulars  | Outstanding for following periods from due date of payment |                 |               |                   | Total            |
|--|--|-----------------|---------------|-------------------|------------------|
|  | Less than 1 year #   | 1-2 years       | 2-3 years     | More than 3 years |                  |
| Total outstanding dues of micro enterprises and small enterprises                      | 458.07   | 2.10            | 0.75          | 0.45              | 461.37           |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 17,294.39  | 1,339.58        | 133.33        | 69.95             | 18,837.25        |
| Disputed dues of micro enterprises and small enterprises                               | -  | -               | -             | -                 | -                |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -  | -               | -             | -                 | -                |
| <b>Total</b>   | <b>17,752.46</b>   | <b>1,341.68</b> | <b>134.08</b> | <b>70.40</b>      | <b>19,298.62</b> |

# including provision for expenses

18.2.1 There were no disputed dues from Micro enterprises and small enterprises and other creditors.

19 Other current financial liabilities

|  | (Rs. in lakhs)  |                |
|--|-----------------|----------------|
|  | March 31, 2023  | March 31, 2022 |
| Interest accrued but not due on borrowings * | 133.21          | 23.42          |
| Capital creditors **                         | 2,071.04        | 146.31         |
| Sundry deposits                              | 18.74           | 11.67          |
| Retention money                              | 247.19          | 516.78         |
|  | <u>2,470.18</u> | <u>698.18</u>  |

\* The details of interest rates, repayment and other terms are disclosed under note 14.1

\*\* As at March 31, 2023, outstanding amount of Rs 85.15 lakhs (March 31, 2022: Rs Nil) is due to micro and small enterprises. There are no interest due or outstanding on the same. There were no amounts paid to micro and small enterprises beyond the due date during the current and the previous years.

20 Provisions

| Current                            | (Rs. in lakhs) |                |
|------------------------------------|----------------|----------------|
|                                    | March 31, 2023 | March 31, 2022 |
| Provision for compensated absences | 830.85         | 527.22         |
|                                    | <u>830.85</u>  | <u>527.22</u>  |

21 Other current liabilities

|   | (Rs. in lakhs)  |                |
|---|-----------------|----------------|
|   | March 31, 2023  | March 31, 2022 |
| Deferred income - current                         |                 |                |
| Statutory dues                                    | 6.73            | 6.73           |
| Advance received from customer [refer note 23(b)] | 879.89          | 48.69          |
| Other payables                                    | 857.30          | 661.55         |
|   | -               | 170.99         |
|   | <u>1,743.92</u> | <u>887.96</u>  |

22 Current tax liabilities (net)

|                               | (Rs. in lakhs) |                |
|-------------------------------|----------------|----------------|
|                               | March 31, 2023 | March 31, 2022 |
| Current tax liabilities (net) | 532.04         | -              |
|                               | <u>532.04</u>  | <u>-</u>       |

(This space has been intentionally left blank)

|                                    | (Rs. in lakhs)     |                    |
|------------------------------------|--------------------|--------------------|
|                                    | March 31, 2023     | March 31, 2022     |
| <b>23 Revenue from operations*</b> |                    |                    |
| Hospital services                  | 1,57,874.26        | 1,22,657.71        |
| Pharmacy sales                     | 5,070.39           | 17,207.50          |
| Less: Discounts                    | (18,072.44)        | (18,976.21)        |
| <b>Total (a)</b>                   | <b>1,44,872.21</b> | <b>1,20,889.00</b> |
| <b>Other operating revenues</b>    |                    |                    |
| Rental income                      | 53.76              | 9.52               |
| Parking charges                    | 20.36              | 0.06               |
| Others                             | 737.25             | 16.38              |
| <b>Total (b)</b>                   | <b>811.37</b>      | <b>25.96</b>       |
| <b>Total (a+b)</b>                 | <b>1,45,683.58</b> | <b>1,20,914.96</b> |

\* includes transactions with related parties (refer note 32)

a) The revenue from contracts with customer at disaggregation is provided above.

b) Changes in contract liabilities- Advance received from customers

|  | (Rs. in lakhs) |                |
|--|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 |
| <b>Balance at the beginning of the year</b>  | <b>661.55</b>  | <b>674.80</b>  |
| Less: Revenue recognised that was included in the balance at the beginning of the year (refer note 21) | (661.55)       | (674.80)       |
| Add: Increase due to advance from patients received (refer note 21)                                    | 857.30         | 661.55         |
| <b>Balance at the end of the year</b>  | <b>857.30</b>  | <b>661.55</b>  |
| <b>Expected revenue recognition from remaining performance obligations:</b>                            |                |                |
| - Within one year  | 857.30         | 661.55         |

c) Contract balances

|                                  | (Rs. in lakhs) |                |
|----------------------------------|----------------|----------------|
|                                  | March 31, 2023 | March 31, 2022 |
| Receivables                      |                |                |
| - Trade receivables              | 7,639.89       | 4,922.34       |
| Contract liabilities             |                |                |
| - Advance received from customer | 857.30         | 661.55         |

Trade receivable are non-interest bearing and are generally on a terms of 30 days.

Contract liabilities relates to the advances received from the customers to deliver the hospital service. There is no significant changes in the contract liabilities during the year.

|   | (Rs. in Lakhs) |                |
|---|----------------|----------------|
|   | March 31, 2023 | March 31, 2022 |
| Amounts included in contract liabilities at the beginning of the year | 661.55         | 674.80         |
| Revenue recognised in the reporting period                            | 661.55         | 674.80         |

d) The company performance obligation is to provide the hospital service to patients, this is part of a contract that has an original expected duration of less than one year, hence the company has taken the practical expedient related to performance obligation disclosure as provided by Ind AS 115.

|   | (Rs. in lakhs)  |                 |
|---|-----------------|-----------------|
|   | March 31, 2023  | March 31, 2022  |
| <b>24 Other income</b>                              |                 |                 |
| Profit on sale of investments in mutual funds (net) | 1,091.88        | 253.63          |
| Fair value gain on financial instruments at FVTPL   | -               | 383.93          |
| Foreign exchange gain (net)                         | -               | 1.36            |
| Interest income on income tax refund                | 214.77          | -               |
| Others  | 23.90           | 521.64          |
|   | <b>1,330.55</b> | <b>1,160.56</b> |

|   | (Rs. in lakhs)  |                |
|---|-----------------|----------------|
|   | March 31, 2023  | March 31, 2022 |
| <b>25 Finance income</b>                              |                 |                |
| Interest on inter corporate deposit (Refer note 32)   | 1,258.61        | -              |
| Interest income on financial assets at amortised cost | 77.37           | 57.45          |
| Interest income on bank deposits                      | 167.11          | 295.00         |
|   | <b>1,503.09</b> | <b>352.45</b>  |

|   | (Rs. in lakhs)  |                 |
|---|-----------------|-----------------|
|   | March 31, 2023  | March 31, 2022  |
| <b>26 Changes in inventories of medical consumables and pharmacy items*</b> |                 |                 |
| <b>Pharmacy items</b>   |                 |                 |
| Inventory at the beginning of the year                                      | 941.66          | 542.08          |
| Less: Inventory at the end of the year                                      | (1,174.63)      | (941.66)        |
|   | (232.97)        | (399.58)        |
| <b>Other medical consumables</b>  |                 |                 |
| Inventory at the beginning of the year                                      | 1,463.57        | 1,080.55        |
| Less: Inventory at the end of the year                                      | (1,595.71)      | (1,463.57)      |
|   | (132.14)        | (383.02)        |
|   | <b>(365.11)</b> | <b>(782.60)</b> |

\* includes transactions with related parties (refer note 32)



**Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)**  
**Notes to financial statements for the year ended March 31, 2023**

|           |   | (Rs. in lakhs)   |                  |
|-----------|---|------------------|------------------|
|           |   | March 31, 2023   | March 31, 2022   |
| <b>27</b> | <b>Employee benefits expense *</b>                        |                  |                  |
|           | Salaries, wages and bonus                                 | 15,683.88        | 13,184.80        |
|           | Contribution to provident and other funds (refer note 35) | 1,032.39         | 824.35           |
|           | Gratuity expenses (refer note 35)                         | 237.78           | 220.26           |
|           | Staff welfare expenses                                    | 1,123.29         | 2,055.09         |
|           |   | <b>18,077.34</b> | <b>16,284.50</b> |

\* includes transactions with related parties (refer note 32)

|           |   | (Rs. in lakhs)  |                 |
|-----------|---|-----------------|-----------------|
|           |   | March 31, 2023  | March 31, 2022  |
| <b>28</b> | <b>Finance costs</b>                                  |                 |                 |
|           | Bank charges  | 712.86          | 645.14          |
|           | Interest  |                 |                 |
|           | - on bank loan  | 3,213.06        | 3,810.51        |
|           | - on defined benefit obligation                       | 43.82           | 43.22           |
|           | - on leases   | 5,797.57        | 4,468.07        |
|           | - on vehicle loan                                     | 1.04            |                 |
|           | Loan processing fees                                  |                 |                 |
|           | - on financial liabilities measured at amortised cost | 197.77          | 166.51          |
|           | <b>Total finance costs</b>                            | <b>9,253.26</b> | <b>8,488.31</b> |
|           |   | <b>9,966.12</b> | <b>9,133.45</b> |

|           |  | (Rs. in lakhs)  |                 |
|-----------|--|-----------------|-----------------|
|           |  | March 31, 2023  | March 31, 2022  |
| <b>29</b> | <b>Depreciation and amortisation expense</b>                   |                 |                 |
|           | Depreciation of property, plant and equipment (refer note 3.1) | 6,015.84        | 4,336.32        |
|           | Amortisation of right of use assets (refer note 4.1)           | 2,294.19        | 1,674.28        |
|           | Amortisation of other intangible assets (refer note 4.2)       | 379.15          | 90.05           |
|           |  | <b>8,689.18</b> | <b>6,100.65</b> |

|           |   | (Rs. in lakhs)   |                  |
|-----------|---|------------------|------------------|
|           |   | March 31, 2023   | March 31, 2022   |
| <b>30</b> | <b>Other expenses</b>                             |                  |                  |
|           | Doctors professional fees                         | 37,043.87        | 27,667.76        |
|           | House keeping, including consumables              | 3,303.47         | 4,155.92         |
|           | Power and fuel and other utilities                | 3,361.87         | 2,716.25         |
|           | Security charges                                  | 573.48           | 174.23           |
|           | Rent (refer note 30.1)                            | 1,564.70         | 555.02           |
|           | Contractual manpower                              | 1,222.67         | 275.25           |
|           | Rates and taxes                                   | 160.95           | 304.15           |
|           | Insurance   | 158.05           | 209.39           |
|           | Repairs and maintenance                           |                  |                  |
|           | - Buildings                                       | 477.71           | 902.57           |
|           | - Plant and machinery                             | 1,730.92         | 1,666.31         |
|           | - Others  | 3,337.32         | 2,348.95         |
|           | Corporate social responsibility (refer note 40)   | 100.00           | -                |
|           | Advertising and sales promotion                   | 3,805.71         | 1,083.99         |
|           | Travelling and conveyance                         | 428.46           | 267.17           |
|           | Communication costs                               | 176.96           | 235.55           |
|           | Printing and stationery                           | 573.24           | 426.01           |
|           | Legal and professional fees*                      | 2,802.63         | 2,505.77         |
|           | Payment to auditors                               | 93.22            | 61.00            |
|           | Bad debts/advances written off                    | 729.99           | 541.94           |
|           | Provision for doubtful debts (net of reversals)   | 445.44           | 30.64            |
|           | Fair value loss on financial instruments at FVTPL | 17.58            | -                |
|           | Foreign exchange loss (net)                       | 3.62             | -                |
|           | Miscellaneous expenses                            | 242.16           | 233.78           |
|           |   | <b>62,354.02</b> | <b>46,361.65</b> |

\* includes transactions with related parties

**30.1** Represents amounts incurred by the Company towards expenses relating to short-term leases, leases of low-value assets and ineligible GST on lease payments written off. Also refer note 2.2(f).

**30.2 Payment to auditors**

|  |                           | (Rs. in lakhs) |                |
|--|---------------------------|----------------|----------------|
|  |                           | March 31, 2023 | March 31, 2022 |
|  | Audit fees                | 76.70          | 42.00          |
|  | Limited review            | 16.52          | 14.00          |
|  | Reimbursement of expenses | -              | 5.00           |
|  |                           | <b>93.22</b>   | <b>61.00</b>   |

(This space has been intentionally left blank)

31 Earnings per share (EPS)

The following reflects the income and share data used in the basic and diluted EPS computations:

|  | (Rs. in lakhs) |                |
|--|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 |
| Profit/ (Loss) attributable to the equity shareholders for basic EPS | 17,144.96      | 17,253.84      |
| Weighted average number of equity shares                             | 1,02,52,97,268 | 1,02,52,97,268 |
| Earnings per share - Basic and diluted - Rs                          | 1.67           | 1.68           |

32 Related party transactions

(a) Names of related parties where control exists irrespective of whether transactions have occurred or not:

|                          |   |
|--------------------------|---|
| Holding Company          | - International Columbia 2004, Mauritius (upto April 30, 2021)<br>- Manipal Health Enterprises Private Limited (w.e.f April 30, 2021) |
| Ultimate holding company | - International Columbia US, LLC, USA (upto April 30, 2021)<br>- MEMG International Limited, Mauritius (w.e.f April 30, 2021)         |

(b) Names of other related parties as per Ind AS 24 with whom transactions have taken place during the year:

|  |   |
|--|---|
| Fellow subsidiaries  | - Columbia Asia Healthcare Sdn Bhd, Malaysia (upto April 30, 2021)<br>- Columbia Africa Healthcare Limited, Kenya (upto April 30, 2021)<br>- PT Belefina Sarana Medika, Indonesia (upto April 30, 2021)<br>- Columbia Pacific Communities Pvt Ltd, India (upto April 30, 2021)<br>- Manipal Hospitals (Jaipur) Private Limited (w.e.f April 30, 2021)<br>- Manipal Hospitals (Dwarka) Private Limited (w.e.f April 30, 2021)<br>- Manipal Hospitals (Bengaluru) Private Limited (w.e.f Jun 30, 2021)<br>- Human Care Medical Charitable Trusts (w.e.f April 30, 2021)<br>- Healthmap Diagnostics Private limited (w.e.f April 30, 2021)<br>- Medcis Pathlabs India Private limited (w.e.f March 31, 2022) |
| Relative of key management personnel   | - Dr. Govind Nandakumar (upto July 05, 2021)<br>- Dr. Pallavi Patri (upto July 05, 2021)  |
| Gratuity trust   | - Columbia Asia Group Gratuity Trust (upto April 30, 2021)  |
| Enterprises owned by key management personnel  | - Saphagiri Centre for Specialty Surgery (upto July 05, 2021)   |
| Other related parties<br>(Enterprises under significant influence of ultimate holding company/holding company) | - Manipal Cigna Health Insurance Company Limited (w.e.f April 30, 2021)<br>- Manipal Foundation (w.e.f April 30, 2021)<br>- MEMG International India Pvt Ltd (w.e.f April 30, 2021)   |
| Key management personnel: Directors  | - Dr. Nandakumar Jairam, Director and Chief Executive Officer (upto July 05, 2021)<br>- Mr. M S Jagannath, Director and Chief Financial Officer (upto June 30, 2021)<br>- Mr. Matthew Powell, Director (upto April 30, 2021)<br>- Mr. Nathan Allen McLemore, Additional Director (upto April 30, 2021)<br>- Mr. James Lewis Thayer, Additional Director (upto April 30, 2021)<br>- Dr. H. Sudarshan Ballal, Director (w.e.f April 30, 2021)<br>- Mr. Karthik Rajagopal, Director (w.e.f April 30, 2021)<br>- Mr. Sameer Agarwal, Director (w.e.f April 30, 2021)  |

(d) Names of additional related parties as per Companies Act, 2013:

|                   |   |
|-------------------|---|
| Company Secretary | - Mr. M S Jagannath (upto April 30, 2021)<br>- Ms. Khadija G Vahora (w.e.f. April 30, 2021) |
|-------------------|---|

Transactions with the above related parties during the year ended:

| Name of related party                          | Nature of transaction                                    | (Rs. in lakhs) |                |
|--|--|----------------|----------------|
|  |  | March 31, 2023 | March 31, 2022 |
| Saphagiri Centre for Specialty Surgery         | Doctor professional fees                                 | -              | 2.29           |
| Dr. Govind Nandakumar                          | Doctor professional fees                                 | -              | 5.40           |
| Dr. Pallavi Patri                              | Doctor professional fees                                 | -              | 3.60           |
| Columbia Africa Healthcare Limited, Kenya      | Licence and service fee                                  | -              | 2.20           |
|  | Teleradiology Services                                   | -              | 2.97           |
| Columbia Pacific Communities Pvt Ltd           | Healthcare Services (income)                             | -              | 2.43           |
|  | Project service expenses                                 | -              | 8.10           |
| Remuneration to key management personnel (KMP) | Employee Benefits  | 10.91          | 29.66          |
| Manipal Health Enterprises Private Limited     | Healthcare Services received                             | 741.49         | 311.23         |
|  | Purchase of medical consumables                          | 355.69         | 1,191.30       |
|  | Expenses incurred on behalf of the company               | 12,279.80      | 66.24          |
|  | Healthcare Services rendered                             | -              | 58.39          |
|  | Purchase of Asset  | 8.70           | -              |
|  | Recovery of expenses incurred on behalf of other company | 319.46         | -              |
|  | Sale of medical pharmacies/ consumables (net of returns) | 188.00         | 807.67         |
|  | Reimbursement received from Related party                | 11,374.68      | -              |

**Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)**

**Notes to financial statements for the year ended March 31, 2023**

|   |   |           |        |
|---|---|-----------|--------|
| Manipal Hospitals (Jaipur) Private Limited    | Sale of medical pharmacies/ consumables (net of returns)            | 0.04      | 15.74  |
|   | Reimbursement received from Related party                           | 15.78     | -      |
| ManipalCigna Health Insurance Company Limited | Insurance expenses  | 112.18    | 513.78 |
| Manipal Hospitals (Dwarka) Private Limited    | ICD given   | 25,980.00 | -      |
|   | Interest on ICD Loan  | 1,258.61  | -      |
| MEMG International India Pvt Ltd              | Back-office charges (included under legal and professional expense) | 864.04    | -      |
| Manipal Foundation                            | Corporate Social Responsibility Expenditure                         | 100.00    | -      |
| Manipal Hospitals (Bengaluru) Private Limited | Purchase of Asset   | 1.11      | -      |
|   | Expense incurred on behalf of the Related party                     | 3.21      | -      |

Balances receivable from/(payable to) related parties are as follows:

| Name of related party                         | Nature of balances      | (Rs. in lakhs) |                |
|---|-------------------------|----------------|----------------|
|   |                         | March 31, 2023 | March 31, 2022 |
| Manipal Health Enterprises Private Limited    | Other receivables       | -              | 1,316.35       |
|   | Trade Payables          | (1,400.59)     | (1,221.60)     |
| Manipal Hospitals (Jaipur) Private Limited    | Trade receivables       | -              | 15.74          |
| ManipalCigna Health Insurance Company Limited | Prepaid expenses        | 146.95         | 101.4          |
| Manipal Hospitals (Dwarka) Private Limited    | ICD                     | 25,980.00      | -              |
|   | Interest accrued on ICD | 1,132.75       | -              |
| MEMG International India Pvt Ltd              | Trade Payables          | 150.33         | -              |
| Manipal Hospitals (Bengaluru) Private Limited | Other receivables       | 3.21           | -              |
|   | Other Payables          | (1.11)         | -              |

**Terms and conditions of transactions with related parties**

The sales/purchases, income/expenses, loans from/to related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. During the current and previous years, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.



33 Contingent liabilities

|  | (Rs. in lakhs)  |                 |
|--|-----------------|-----------------|
|  | March 31, 2023  | March 31, 2022  |
| (A) Claims against the Company not acknowledged as debts |                 |                 |
| i) Patient Compensation                                  | 236.50          | 216.00          |
| ii) Indirect Tax   |                 |                 |
| Goods and Service Tax Act, 2017                          | 3,519.64        | 847.89          |
| Finance Act, 1994  | 754.65          | 781.99          |
| (B) Guarantees   |                 |                 |
| i) Bank guarantees                                       | 36.91           | 217.97          |
|  | <u>4,547.70</u> | <u>2,063.85</u> |

**(i) Patient Compensation**

There are certain claims made against the Company in respect of patient compensation. The cases are pending with various Consumer Disputes Redressal Commissions. Based, on the legal counsel's views, the management does not expect these claims to succeed. Accordingly, no provision for liability has been recognized in the financial statements.

**(ii) Indirect Tax Demand**

**Goods and Service Tax Act, 2017**

(a) The Company went in for Advance Ruling seeking clarification on chargeability of GST on activities performed by its employees at the Corporate office in the course of or in relation to employment viz., accounting, other administrative and IT system maintenance for its units located in states outside of the Karnataka. The Authority for Advance Ruling passed an order calling it as supply and hence chargeable to GST which may result in cash outflow as mentioned above including interest till 31 March 2022. Aggrieved by the order, the company appealed against the said order with the Appellate Authority of Advance Ruling (AAAR) which again passed the order in favour of Revenue. Impugned by the order passed by AAAR, the Company has filed a writ petition with the Honourable high court of Karnataka on 26th April 2019 to quash the said order. Fresh Interlocutory Applications, challenging the validity of constitution of AAR/AAAR was listed for hearing in April 2021. The matter was heard and the respondents (Union and State) were directed to file objections. Expected liability as on March 31, 2023 is Rs. 935 lakhs (As on 31st March 2022: 843.23 lacs).

(b) During the year 2016-17, while filing TRAN-1- Transitional ITC for CENVAT Credit and Value added Tax (VAT) credit, the Company has inadvertently claimed SGST credit in TRANS-1 amounting to Rs. 46.64 lakhs while there was no VAT credit available to be transitioned to Goods and Service Tax (GST). Upon realizing its mistake, the Company has voluntarily remitted back the same amount. Subsequently, the department issued notice for difference in credit claimed as per Tran 1 and VAT returns and has demanded interest of Rs. 6.89 lakhs and penalty of Rs. 4.66 lakhs as applicable under KGST Act. The Company has thereafter made payment of the interest in 2021. Considering the above fact, that the Company has already remitted the impugned amount even before the authorities identified along with the interest, the company believes it has a good case and the penalty imposed would be set aside.

(c) During the month of February 2023, Intimation in DRC-1A is received wherein demand is raised of Rs.3303 lakhs (Rs.1809 lakhs as GST liability and Rs.1494 lakhs as interest) pertaining to incorrect apportionment of Input Tax Credit ('ITC') including non-payment of GST on corporate guarantee. For the FY 2017-18 and 2018-19 it has been alleged that the Company has inadvertently availed ITC on supply of medicines to in-patients and is liable to reverse the same. For the FY 2019-20 to 2021-22 it has been alleged that Company has short reversed input tax credit in terms of Section 17(2) of the CGST Act. As on year ended March 31, 2023, the demand got reduced to Rs.2538 lakhs (Rs.1378 lakhs as GST liability and Rs.1159 lakhs as interest). Based on the legal opinion, the company has paid an amount of Rs.1378 lakhs towards the demand of GST (without interest) under protest.

**Finance Act, 1994**

(a) Commissioner, Central Tax (Audit-1, Commissionerate) has issued show cause notice no.54/2020-21 CTA-1/Commr. dtd.30.12.2020 towards non-reversal of Cenvat credit/non-payment of Service Tax payable under provisions of Rule 6 of the Cenvat Credit Rules, 2004 in respect of exempted services for the period from 01-10-2014 to 30-06-2017 for an amount of Rs. 1010.43 lakhs including interest and penalty. The Company has remitted the tax amount of 355 lakhs under protest and filed response to the notice before the Principal Commissioner/ Commissioner of Central Tax, East Commissionerate on February 26, 2021. The authorities vide OIO No. 57/2021 dt. 30.11.2021 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the appellant files the appeal with CESTAT on 18th April 2022.

(b) Deputy Commissioner, Circle IV, Central Tax (Audit-1, Commissionerate) has issued show cause notice no.47/2020-21 CTA-1/Dy Commr. dtd.18.12.2020 towards non-payment of Service Tax under reverse charge on services received from Director of the Company payable under Section 68(2) of the Finance Act, 1994 for an amount of Rs. 129.84 lakhs (March 31, 2022: 126.56 lakhs) including interest and penalty. The Company has filed its response to the show cause notice before the Deputy/Assistant Commissioner of Central Tax East division -5, Bangalore East Commissionerate on January 18, 2021. The authorities vide OIO No. 199/2022 dt. 31.03.2022 confirmed the aforesaid demand including interest and penalty. Aggrieved by the impugned order, the appellant files the appeal with Commissioner of Service Tax (Appeals) on 16th June 2022 and remitted the tax amount of Rs. 30.62 lakhs under protest.

Based on the discussions, the Company had with the tax experts, they are of the view that the Company has good case on merits and has higher probability of winning the above cases, both under GST and Finance Act. Accordingly, it has been disclosed as a contingent liability.

(iii) The Company along with MHEPL, MHBPL, MHDPL, and MHJPL have provided corporate guarantee and security in the form of first charge on pari passu basis over fixed assets and current assets (as defined in the facility agreements) for the term loans amounting to Rs. 212,422 lakhs availed by the Company, MHEPL, MHDPL and HCMCT (Silo) from various lenders.

34 Capital Commitments and other commitments

As at March 31, 2023, the company has a commitment towards purchase of capital asset of Rs. 4,553.01 lakhs (March, 31 2022: Rs. 6,627.69 lakhs)

35 Employee benefit plan

(i) Defined contribution plan:

Amount recognised and included in note 27, 'Contribution to provident and other funds' in statement of profit and loss of Rs. 1032.39 lakhs (March 31, 2022: Rs. 824.35 lakhs).

(ii) Defined benefit plan:

The Company has a defined benefit gratuity plan. Under this plan, every employee who has completed five years or more of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The gratuity plan is a funded plan and the Company makes contributions to funds maintained with an insurance company.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the balance sheet

|  | (Rs. in lakhs) |                 |
|--|----------------|-----------------|
|  | March 31, 2023 | March 31, 2022  |
| <b>a) Statement of profit and loss and other comprehensive income</b>                |                |                 |
| <b>i) Net employee benefit expense recognized in the statement of profit or loss</b> |                |                 |
| Current service cost   | 237.78         | 216.96          |
| Past service cost  | -              | 3.30            |
| Interest cost on benefit obligation  | 75.01          | 59.12           |
| Expected return on plan assets   | (31.19)        | (15.90)         |
| <b>Net benefit expense charged to statement of profit or loss</b>                    | <b>281.60</b>  | <b>263.48</b>   |
| <b>ii) Remeasurement</b>   |                |                 |
| Actuarial changes arising from changes in financial assumptions                      | (55.74)        | (1,525.58)      |
| Actuarial changes arising from changes in demographic assumptions                    | -              | 1,164.83        |
| Experience adjustments   | (24.42)        | (63.44)         |
| Return on plan assets excluding interest income                                      | 14.46          | (8.15)          |
| <b>Total amount recognised in other comprehensive income</b>                         | <b>(65.70)</b> | <b>(432.34)</b> |
| <b>b) Balance Sheet</b>  |                |                 |
| <b>Defined benefit obligation</b>  |                |                 |
| Present value of funded defined benefit obligation                                   | 1,109.07       | 1,095.66        |
| Fair value of plan assets  | 465.85         | 449.12          |
| <b>Unfunded status</b>   | <b>643.22</b>  | <b>646.54</b>   |
| <b>Net liability arising from defined benefit obligation</b>                         |                |                 |
| Non current  | 643.22         | 646.54          |
| Current  | -              | -               |
| <b>Plan Liability</b>  | <b>643.22</b>  | <b>646.54</b>   |
| <b>c) Change in projected benefit obligations</b>                                    |                |                 |
| Defined benefit obligation at the beginning of the year                              | 646.54         | 864.39          |
| Fair value of plan assets at the beginning of the year                               | 449.12         | 473.44          |
| Current service cost   | 237.78         | 216.96          |
| Past service cost  | -              | 3.30            |
| Interest cost  | 75.01          | 59.13           |
| Benefits paid  | (219.22)       | (97.37)         |
| <b>Remeasurement of gain in other comprehensive income:</b>                          |                |                 |
| Actuarial gain arising from change in financial assumptions                          | (55.74)        | (1,525.58)      |
| Actuarial loss arising from change in demographic assumptions                        | -              | 1,164.83        |
| Actuarial (gain)/loss on account of experience adjustments                           | (24.42)        | (63.44)         |
| Fair value of plan assets at the end of the year                                     | (465.85)       | (449.12)        |
| <b>Obligations at end of the year</b>  | <b>643.22</b>  | <b>646.54</b>   |
| <b>d) Movements in the fair value of plan assets are as follows</b>                  |                |                 |
| Fair value of plan assets at the beginning of the year                               | 449.12         | 473.44          |
| Interest income  | 31.19          | 15.90           |
| Actuarial gain/(loss) on plan assets   | (14.46)        | 8.15            |
| Contribution paid into the plan  | 219.22         | 49.00           |
| Benefits paid  | (219.22)       | (97.37)         |
| <b>Fair value of plan assets at the end of the year</b>                              | <b>465.85</b>  | <b>449.12</b>   |
| <b>Defined plan asset</b>  |                |                 |

Plan assets consist of assets held in a "long-term benefit fund" for the sole purpose of making future benefit payments when they fall due. Plan assets include qualifying insurance policies and are not quoted in the market.

e) The principal assumptions used in determining gratuity liability for the Company's plan are shown below:

|                               |          |          |
|-------------------------------|----------|----------|
| Discount rate                 | 7.45%    | 7.05%    |
| Increase in compensation cost | 6.00%    | 6.00%    |
| Retirement Age                | 60 years | 60 years |

Employee turnover

| Age (Years)    |                | Rate (p.a.)    |                |
|----------------|----------------|----------------|----------------|
| March 31, 2023 | March 31, 2023 | March 31, 2022 | March 31, 2022 |
| 21 - 30        | 24.04%         | 21 - 30        | 24.04%         |
| 31 - 34        | 5.81%          | 31 - 34        | 5.81%          |
| 35 - 44        | 4.73%          | 35 - 44        | 4.73%          |
| 45 - 50        | 0.75%          | 45 - 50        | 0.75%          |
| 51 - 54        | 0.10%          | 51 - 54        | 0.10%          |
| 55 - 59        | 0.03%          | 55 - 59        | 0.03%          |

Mortality rates are as per Indian Assured lives Mortality (2012-14) Ult [March 31, 2022: Indian Assured lives Mortality (2012-14) Ult.]

The estimates of future salary increases, considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.



**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

|                      | March 31, 2023 |               | March 31, 2022 |               |
|----------------------|----------------|---------------|----------------|---------------|
|                      | 0.5% Increase  | 0.5% Decrease | 0.5% Increase  | 0.5% Decrease |
| Discount rate        | (5.79%)        | 6.34%         | (5.99%)        | 6.56%         |
| Future salary growth | 6.40%          | (5.90%)       | 6.60%          | (6.07%)       |

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

**Maturity profile of defined benefit obligation:**

|                        | March 31, 2023 | March 31, 2022 |
|------------------------|----------------|----------------|
| Within 1 year          | 62.10          | 63.39          |
| Between 2 and 5 years  | 269.80         | 255.90         |
| Between 6 and 10 years | 3,067.42       | 2,917.92       |

The average duration of the defined benefit planned obligations at the end of the reporting period is 12.12 years (March 31, 2022 : 12.53 years)



### 36 Fair values and hierarchy

Accounting classification and fair value of financial instruments is as follows. The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value:

- The fair value of the quoted mutual funds are at Level 1 of Fair value hierarchy and are measured based on Net Asset Value (NAV) in active markets at the reporting date.

- The fair value of the financial assets (other than mutual funds) and financial liabilities were based on amortised cost at the reporting date.

The following table provides the fair value measurement hierarchy of financial assets and liabilities of the Company:

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2023:

| March 31, 2023                                    | (Rs. in lakhs)   |         |         |                  |
|---|------------------|---------|---------|------------------|
|   | Level 1          | Level 2 | Level 3 | Total            |
| <b>Financial assets (at FVTPL)</b>                |                  |         |         |                  |
| Investment in mutual funds (quoted) (non-current) | 1,499.65         | -       | -       | 1,499.65         |
| Investment in mutual funds (quoted) (current)     | 20,809.85        | -       | -       | 20,809.85        |
|   | <u>22,309.50</u> | -       | -       | <u>22,309.50</u> |

Quantitative disclosures fair value measurement hierarchy valued as at March 31, 2022:

| March 31, 2022                                    | (Rs. in lakhs)   |         |         |                  |
|---|------------------|---------|---------|------------------|
|   | Level 1          | Level 2 | Level 3 | Total            |
| <b>Financial assets (at FVTPL)</b>                |                  |         |         |                  |
| Investment in mutual funds (quoted) (non-current) | 18.46            | -       | -       | 18.46            |
| Investment in mutual funds (quoted) (current)     | 25,299.45        | -       | -       | 25,299.45        |
|   | <u>25,317.91</u> | -       | -       | <u>25,317.91</u> |

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

As at March 31, 2023

|  | Note | (Rs. in lakhs)   |                    |                    |
|--|------|------------------|--------------------|--------------------|
|  |      | Carrying value   |                    |                    |
|  |      | FVTPL            | Amortised Cost     | Total              |
| <b>Financial assets: *</b>                                       |      |                  |                    |                    |
| Investment in mutual funds (quoted) (non-current)                | 5.1  | 1,499.65         | -                  | 1,499.65           |
| Loans (non-current)  | 5.2  | -                | 25,980.00          | 25,980.00          |
| Other Financial assets (non-current)                             | 5.3  | -                | 3,645.19           | 3,645.19           |
| Investment in mutual funds (quoted) (current)                    | 10.1 | 20,809.85        | -                  | 20,809.85          |
| Trade receivables  | 10.2 | -                | 7,639.89           | 7,639.89           |
| Cash and cash equivalents  | 10.3 | -                | 2,077.55           | 2,077.55           |
| Other bank balances  | 10.4 | -                | 1,993.55           | 1,993.55           |
| Loans (current)  | 10.5 | -                | 19.86              | 19.86              |
| Other financial assets (current)                                 | 10.6 | -                | 250.47             | 250.47             |
|  |      | <u>22,309.50</u> | <u>41,606.51</u>   | <u>63,916.01</u>   |
| <b>Financial liabilities:</b>                                    |      |                  |                    |                    |
| Borrowings (includes current maturities of long-term borrowings) | 14.1 | -                | 37,560.91          | 37,560.91          |
| Lease liabilities (Non-current and current)                      | 14.2 | -                | 53,745.12          | 53,745.12          |
| Trade payables   | 18.2 | -                | 24,344.69          | 24,344.69          |
| Other current financial liabilities                              | 19   | -                | 2,470.18           | 2,470.18           |
|  |      | -                | <u>1,18,120.90</u> | <u>1,18,120.90</u> |

\*excludes investment in equity instruments

**Manipal Hospitals Private Limited (formerly known as Columbia Asia Hospitals Private Limited)**  
**Notes to financial statements for the year ended March 31, 2023**

As at March 31, 2022

|  |      | (Rs. in lakhs)   |                    |                    |
|--|------|------------------|--------------------|--------------------|
|  |      | Carrying value   |                    |                    |
|  |      | FVTPL            | Amortised Cost     | Total              |
| <b>Financial assets:</b>   |      |                  |                    |                    |
| Investment in mutual funds (quoted) (non-current)                | 5.2  | 18.46            | -                  | 18.46              |
| Other financial assets (non-current)                             | 5.3  | -                | 1,387.73           | 1,387.73           |
| Investment in mutual funds (quoted)                              | 10.1 | 25,299.45        | -                  | 25,299.45          |
| Trade receivables  | 10.2 | -                | 4,922.34           | 4,922.34           |
| Cash and cash equivalents  | 10.3 | -                | 1,598.86           | 1,598.86           |
| Other bank balances  | 10.4 | -                | 2,677.71           | 2,677.71           |
| Loans (current)  | 10.5 | -                | 0.17               | 0.17               |
| Other Financial assets (current)                                 | 10.6 | -                | 1,387.89           | 1,387.89           |
|  |      | <b>25,317.91</b> | <b>11,974.70</b>   | <b>37,292.61</b>   |
| <b>Financial liabilities:</b>                                    |      |                  |                    |                    |
| Borrowings (includes current maturities of long-term borrowings) | 14.1 | -                | 29,985.93          | 29,985.93          |
| Lease liabilities (Non-current and current)                      | 14.2 | -                | 53,060.36          | 53,060.36          |
| Trade payables   | 18.2 | -                | 19,298.62          | 19,298.62          |
| Other current financial liabilities                              | 19   | -                | 698.18             | 698.18             |
|  |      | -                | <b>1,03,043.09</b> | <b>1,03,043.09</b> |

The Company does not have any financial instruments which are measured at FVTOCI

There have been no transfers among Level 1, Level 2 and Level 3 during the years ended March 31, 2023, March 31, 2022.

The management assessed that fair value of cash and cash equivalents and other bank balances, trade receivables, trade payables and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.




37 Financial risk management

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, investments, trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Company's activities expose it to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risk and works towards minimizing the potential adverse effects, if any, on its financial performance.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency rate risk. Financial instruments affected by market risk include loans and borrowings, payables, investments and deposits. The sensitivity analyses in the following sections relate to the position as at March 31, 2023 and March 31, 2022. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2023 and March 31, 2022.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates in form of Term loans.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments are as follows:

| Fixed rate instruments  | (Rs. in lakhs) |                |
|---|----------------|----------------|
|   | March 31, 2023 | March 31, 2022 |
| <b>Financial asset</b>  |                |                |
| Bank deposits due to mature within twelve months from the reporting date      | 1,993.55       | 2,677.71       |
| Deposits with banks due to mature after twelve months from the reporting date | 1,110.16       | 220.65         |

| Variable rate instruments            | (Rs. in lakhs) |                |
|--------------------------------------|----------------|----------------|
|                                      | March 31, 2023 | March 31, 2022 |
| <b>Financial asset</b>               |                |                |
| Investments in mutual funds (quoted) | 22,309.50      | 25,299.45      |
| <b>Financial liability</b>           |                |                |
| Borrowings (non-current and current) | 37,560.91      | 29,985.93      |

Sensitivity analysis for fixed rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in interest cost by Rs. 31.03 lakhs (year ended March 31, 2022: Rs. 28.98 lakhs).

Sensitivity analysis for variable rate instruments

Based on the closing balance of variable instruments, an increase/ decrease in interest rate by 1%, with all other variables remaining constant would result in increase/ decrease in interest cost by Rs. 598.70 lakhs (year ended March 31, 2022: Rs. 552.85 lakhs).

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Particulars of unhedged foreign currency exposure as at the reporting date:

| Particulars                | March 31, 2023 |                | March 31, 2022 |                |
|----------------------------|----------------|----------------|----------------|----------------|
|                            | USD (million)  | (Rs. in lakhs) | USD million    | (Rs. in lakhs) |
| Import trade payable (USD) | 0.02           | 14.75          | -              | -              |
| Capital creditors          | 0.07           | 56.82          | -              | -              |
| Advances to suppliers      | 0.01           | 6.02           | -              | -              |
| Capital advances           | 0.08           | 67.44          | -              | -              |

Foreign currency risk sensitivity

The sensitivity of profit or loss to changes in exchange rates arises mainly from foreign currency denominated financial instruments. The following table demonstrates the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant:

Depreciation of INR against USD by 1% results in decrease in profit before tax by Rs. Nil lakhs (March 31, 2022: Nil) and appreciation of INR against USD by 1% results in increase by such amount.

B. Credit risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its trade receivables, cash and cash equivalents and financial assets.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables are monitored on a continuous basis by the management.

(i) Trade and other receivables:

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables based on the past and the recent collection trend. The maximum exposure to credit risk as at reporting date is primarily from trade receivables amounting to Rs. 7639.89 lakhs (March 31, 2022: Rs. 4,922.34 lakhs). The movement in allowance for impairment in respect of trade and other receivables during the year was as follows:

|                                 | (Rs. in lakhs) |                |
|---------------------------------|----------------|----------------|
|                                 | March 31, 2023 | March 31, 2022 |
| Opening balance                 | 1,072.61       | 932.31         |
| Provision during the year (net) | 413.96         | 140.30         |
| Closing balance                 | 1,486.57       | 1,072.61       |

There is no significant concentration of credit risk and no single customer accounted for more than 10% of the revenue as of March 31, 2023 and March 31, 2022.

(ii) Financial instruments and deposits:

Credit risk on cash and cash equivalents is limited as the Company generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments of surplus funds, temporarily, are made only with approved counterparties, mainly mutual funds and fixed deposits who meet the minimum threshold requirements under the counterparty risk assessment process.

C. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Also, the Company has unutilized credit limits with banks.

The table below summarises the maturity profile of the Company's financial liabilities based on undiscounted contractual payments:

|  | (Rs. in lakhs)        |                  |             |
|--|-----------------------|------------------|-------------|
|  | March 31, 2023        |                  |             |
|  | Less than 1 year      | More than 1 year | Total       |
| Borrowings (includes current maturities of long-term borrowings) | 7,926.57              | 42,697.53        | 50,624.10   |
| Lease liabilities (non-current and current)                      | 6,226.18              | 2,08,526.83      | 2,14,753.01 |
| Trade payables   | 24,344.69             | -                | 24,344.69   |
| Other current financial liabilities                              | 2,470.18              | -                | 2,470.18    |
|  | <b>March 31, 2022</b> |                  |             |
|  | Less than 1 year      | More than 1 year | Total       |
| Borrowings (includes current maturities of long-term borrowings) | 6,433.62              | 31,300.58        | 37,734.20   |
| Lease liabilities (non-current and current)                      | 3,796.15              | 1,32,824.23      | 1,36,620.38 |
| Trade payables   | 19,298.62             | -                | 19,298.62   |
| Other current financial liabilities                              | 698.18                | -                | 698.18      |

38 Capital management

The primary objective of Company's capital management is to ensure that it maintains an optimum financing structure and healthy returns in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments, in light of the changes in economic conditions or business requirements.

The Company monitors capital using a gearing ratio which is net debt divided by total equity plus net debt as shown below.

- Net debt includes borrowings (long term and short term) less cash and cash equivalents and
- Total equity comprises of issued share capital and all other equity components attributable to equity share holder.

|  | (Rs. in lakhs)     |                    |
|--|--------------------|--------------------|
|  | March 31, 2023     | March 31, 2022     |
| Borrowings (note 14.1)   | 37,560.91          | 29,985.93          |
| Lease liabilities (note 14.2)  | 53,745.12          | 53,060.36          |
| Less: Cash and cash equivalents (note 10.3)  | (2,077.55)         | (1,598.86)         |
| Less: Investment in mutual funds (quoted) (refer note 5.1 & 10.1)  | (22,309.50)        | (25,299.45)        |
| Net debt (A)   | <b>66,918.98</b>   | <b>56,147.98</b>   |
| Total equity attributable to the equity share holders of the Company (excluding share based incentive reserve) (note 12 and note 13) | 68,708.44          | 51,514.31          |
| Total capital (B)  | <b>68,708.44</b>   | <b>51,514.31</b>   |
| Capital and net debt (C = A+B)   | <b>1,35,627.42</b> | <b>1,07,662.29</b> |
| Gearing ratio (D = A / C)  | 49%                | 52%                |

**39 Segment information:**

The Board of Directors of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of healthcare services in India.

The Company is primarily engaged in a single segment (business and geographical) i.e., Healthcare services in India. As the Company's business activity primarily falls within a single business and geographical segment, there are no additional disclosures to be provided in terms of Ind AS 108 on 'Operating Segments'.

**40 Corporate Social Responsibility ('CSR') expenditure**

Consequent to the requirements of Section 135 and Schedule VII of the Companies Act, 2013, the Company is required to contribute 2% of its average net profits during the immediately three preceding financial years in pursuance of its Corporate Social Responsibility Policy.

(a) Gross amount required to be spent by the Company during the year is Rs. 100 lakhs (March 31, 2022: Rs. Nil)

(b) Amount spent:

Promoting healthcare, education, gender equality, ensuring environment sustainability, training for rural sports and rural development objects.

|                           | (Rs. in lakhs) |                        |        |
|---------------------------|----------------|------------------------|--------|
|                           | In cash        | Yet to be paid in cash | Total  |
| Year ended March 31, 2023 | 100.00         | -                      | 100.00 |
| Year ended March 31, 2022 | -              | -                      | -      |

(c) Details related to spent / unspent obligations:

|   | (Rs. in lakhs) |                |
|---|----------------|----------------|
|   | March 31, 2023 | March 31, 2022 |
| (i) Contribution to Public Trust                      | -              | -              |
| (ii) Contribution to Charitable Trust (refer note 32) | 100.00         | -              |
| (iii) Unspent amount in relation to:                  |                |                |
| - Ongoing project                                     | -              | -              |
| - Other than ongoing project                          | -              | -              |
|   | <b>100.00</b>  | <b>-</b>       |

Details of other than ongoing project

As on March 31, 2023

|                 | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| Opening balance | -  | 100.00                                      | 100.00                       | -               |

As on March 31, 2022

|                 | Amount deposited in Specified Fund of Sch. vii within 6 months | Amount required to be spent during the year | Amount spent during the year | Closing balance |
|-----------------|--|---|------------------------------|-----------------|
| Opening balance | -  | -   | -                            | -               |

**41 Reconciliation of movements of liabilities to cash flows arising from financial liabilities**

|   | (Rs. in lakhs)   |                  |                                    |                  |
|---|------------------|------------------|------------------------------------|------------------|
|   | Term loans       | Lease liability  | Loan for purchase of capital asset | Total            |
| Debt as at April 01, 2022                         | 29,985.93        | 53,060.36        | -                                  | 83,046.29        |
| Interest accrued but not due as at March 31, 2022 | 23.42            | -                | -                                  | 23.42            |
| Addition during the year                          | -                | 421.16           | -                                  | 421.16           |
| Cash flows including interest paid                |                  |                  |                                    |                  |
| - Cash flows (net)                                | 7,524.98         | -                | 50.00                              | 7,574.98         |
| - Interest paid                                   | (3,301.04)       | (5,647.71)       | (1.04)                             | (8,949.79)       |
| Non-cash changes                                  |                  |                  |                                    |                  |
| - Leases reversal/Adjustments                     | -                | (541.81)         | -                                  | (541.81)         |
| - Interest expense                                | 3,410.83         | 5,797.57         | 1.04                               | 9,209.44         |
| - Interest capitalised                            | -                | 655.55           | -                                  | 655.55           |
| Interest accrued but not due as at March 31, 2023 | (133.21)         | -                | -                                  | (133.21)         |
| Debt as at March 31, 2023                         | <b>37,510.91</b> | <b>53,745.12</b> | <b>50.00</b>                       | <b>91,306.03</b> |
|   | Term loans       | Lease liability  | Loan for purchase of capital asset | Total            |
| Debt as at April 01, 2021                         | 34,203.03        | 49,451.78        | -                                  | 83,654.81        |
| Interest accrued but not due as at March 31, 2021 | 8.95             | -                | -                                  | 8.95             |
| Addition during the year                          | -                | 1,594.57         | -                                  | 1,594.57         |
| Cash flows including interest paid                |                  |                  |                                    |                  |
| - Cash flows (net)                                | (4,383.61)       | -                | -                                  | (4,383.61)       |
| - Interest paid                                   | (3,796.04)       | (4,160.87)       | -                                  | (7,956.91)       |
| Non-cash changes                                  |                  |                  |                                    |                  |
| - Interest expense                                | 3,977.02         | 4,468.07         | -                                  | 8,445.09         |
| - Interest capitalised                            | -                | 1,706.81         | -                                  | 1,706.81         |
| Interest accrued but not due as at March 31, 2022 | (23.42)          | -                | -                                  | (23.42)          |
| Debt as at March 31, 2022                         | <b>29,985.93</b> | <b>53,060.36</b> | <b>-</b>                           | <b>83,046.29</b> |

**42 Accounting ratios**

**i) Current ratio**

The current ratio is used to assess a company's short term liquidity. It is calculated by dividing the current assets by current liabilities.

**ii) Debt-equity ratio**

"Total debt" is defined as aggregate of non-current borrowings and current maturities of long term-borrowings and total equity includes issued capital and all other equity reserves.

**iii) Debt service coverage ratio**

The Debt Service Coverage Ratio (DSCR) measures the ability of a company to use its operating income to repay all its debt obligations, including repayment of principal and interest on both short-term and long-term debt. It is calculated by dividing net operating income by the total debt service (Interest and principal).



**iv) Return on equity ratio**

Equal to profit for the year divided by the equity during that period, and is expressed as a percentage.

**v) Inventory turnover ratio**

Inventory turnover indicates the rate at which a company sells and replaces its stock of goods during a particular period. The inventory turnover ratio formula is the cost of goods sold divided by the average inventory for the same period.

**vi) Trade receivables turnover ratio**

Accounts receivable turnover ratio is calculated by dividing your revenue from operations by your average accounts receivable. The ratio is used to measure how effective a company is at extending credits and collecting debts.

**vii) Trade payables turnover ratio**

This ratio is used to measure the number of times the business is paying off its creditors or suppliers in an accounting period. It is computed by dividing the total purchases by average accounts payable.

**viii) Net capital turnover ratio**

It is calculated by dividing annual sales by average stockholder equity (net worth). The ratio indicates how much a company could grow its current capital investment level.

**ix) Net profit ratio**

The net profit percentage is the ratio of after-tax profits to net sales. It reveals the remaining profit after all costs of production, administration, and financing have been deducted from sales, and income taxes recognized.

**x) Return on capital employed**

Return on Capital Employed is calculated by dividing our EBIT during a given period by Capital Employed (net worth, total debt, deferred tax liability) during that period.

**xi) Return on investment**

Return on investment (ROI) is a performance measure used to evaluate the efficiency or profitability of an investment or compare the efficiency of a number of different investments. To calculate ROI, the benefit (or return) of an investment is divided by the cost of the investment.

| Ratio                                | Numerator   | Denominator  | As at<br>31 March 2023 | As at<br>31 March 2022 | % change | Reason for variance   |
|--------------------------------------|---|--|------------------------|------------------------|----------|---|
| i) Current ratio                     | Current assets  | Current liabilities  | 1.09                   | 1.54                   | -29%     | The change is majorly due to increase in company's trade payable balance  |
| ii) Debt-equity ratio                | Total Debt  | Total Equity   | 0.55                   | 0.01                   | 6770%    | The change is due to significant increase in borrowings in the current year as compared to prior year             |
| iii) Debt service coverage ratio     | Earnings available for debt service= Net Profit after tax+ Non cash operating expenses+ Interest + Other adjustments like loss on sale of fixed assets, etc | Debt service= Interest & lease payments + Principal Repayments     | 2.55                   | 2.44                   | 4%       | NA  |
| iv) Return on equity ratio %         | Net Profit after tax  | Average Shareholders equity  | 0.29                   | 0.40                   | 29%      | The change is due to increase in other equity in the current year, majorly due to profits earned during the year. |
| v) Inventory turnover ratio          | Cost of Goods sold = opening inventory + purchases - closing inventory  | Average Inventory  | 10.88                  | 13.28                  | -18%     | NA  |
| vi) Trade receivables turnover ratio | Revenue from operations   | Average Accounts Receivable  | 23.19                  | 25.18                  | -8%      | NA  |
| vii) Trade payables turnover ratio   | Total Purchases   | Average Trade Payables   | 1.29                   | 1.89                   | -32%     | On account of better negotiations and cost management in the current year   |
| viii) Net capital turnover ratio     | Net sales   | Average Shareholders equity  | 2.42                   | 2.83                   | -14%     | NA  |
| ix) Net profit ratio %               | Net Profit  | Net Sales  | 11.77%                 | 14.27%                 | 18%      | NA  |
| x) Return on capital employed %      | Earnings before interest and taxes  | Capital Employed = Net Worth + Total Debt + Deferred Tax Liability | 29.86%                 | 31.70%                 | -6%      | NA  |
| xi) Return on investment %           | Interest (Finance Income)   | Investment   | 5.38%                  | 10.18%                 | -47%     | The decrease in interest income is mainly on account of maturity of fixed deposit in previous year.               |



43 Dues to Micro and Small Enterprises as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED):

- (i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end  
(ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end  
(vi) Interest due and payable towards suppliers registered under MSMED Act, for payments already made  
(vii) Further interest remaining due and payable for earlier years

|  | (Rs. in lakhs) |                |
|--|----------------|----------------|
|  | March 31, 2023 | March 31, 2022 |
| (i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 588.56         | 461.37         |
| (ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end        | -              | 0.21           |
| (vi) Interest due and payable towards suppliers registered under MSMED Act, for payments already made    | -              | 0.21           |
| (vii) Further interest remaining due and payable for earlier years                                       | -              | 15.00          |

44 Other Statutory Information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.  
(ii) The Company has balance with below- mentioned companies struck off under section 248 of Companies Act, 2013:

| Name of struck off Company          | Nature of transactions with struck-off Company | Balance outstanding  |                      | Relationship with the Struck off company, if any, to be disclosed |
|-------------------------------------|--|----------------------|----------------------|---|
|                                     |  | As at March 31, 2023 | As at March 31, 2022 |   |
| T2K Fire & Security Private Limited | Retention Money                                | (1.04)               | (1.04)               | None  |

- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.  
(iv) The Company is in compliance with number of layers of companies, as prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.  
(v) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.  
(vi) During the year ended March 31, 2023, no funds have been advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries  
(vii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,  
(viii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961  
As per our report of even date attached

For B S R & Co. LLP  
Chartered Accountants  
Firm Registration number : 101248W/W - 100022

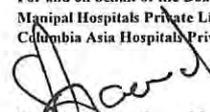
  
Siddhartha Sharma  
Partner

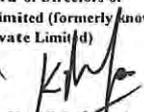
Membership number: 118756



Place : Bengaluru  
Date : May 31, 2023

For and on behalf of the Board of Directors of  
Manipal Hospitals Private Limited (formerly known as  
Columbia Asia Hospitals Private Limited)

  
Mr. Sameer Agarwal  
Director  
DIN: 07554053

  
Mr. Karthik Bhatnagar  
Director  
DIN: 06652382

  
K.G. Vahora

Khadija G Vahora  
Company Secretary  
Membership number: A37266

Place : Bengaluru  
Date : May 24, 2023



## SCHEDULE III

### DUE DILIGENCE CERTIFICATE ISSUED BY THE DEBENTURE TRUSTEE

August 28, 2025

To,

**National Stock Exchange of India Ltd.**

Exchange Plaza, Plot no. C/1, G Block,  
Bandra Kurla Complex  
Bandra (E) Mumbai - 400 051

**BSE Limited**

14<sup>th</sup> Floor, BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

Dear Sir / Madam,

**Sub.: Issue By Manipal Hospitals Private Limited (“Company” Or “Issuer”) Of listed, rated, unsecured, redeemable, non-convertible debentures of face value of Rs. 1,00,000/- (Indian Rupees One Lakh) each, for an amount aggregating up to 5310,00,00,000/- (Indian Rupees Five Thousand Three Hundred and Ten Crores only), in [multiple series/ tranches], On a Private Placement Basis (“Issue”) to Be Listed On The National Stock Exchange Of India Limited And/or BSE Limited.**

We, Vistra ITCL (India) Limited (herein after referred to as “**Debenture Trustee**”), the Debenture Trustee to the above-mentioned forthcoming issue, state as follows as on date:

- 1) We have examined documents pertaining to the said Issue and other such relevant documents, reports and certifications as provided to us.
- 2) On the basis of such examination and of the discussions with the Issuer, its directors and other officers, other agencies and on independent verification of the various relevant documents, reports and certifications as provided to us, WE CONFIRM that as on date:
  - a) All disclosures made in the offer document with respect to the debt securities are true, fair and adequate to enable the investors to make a well informed decision as to the investment in the proposed issue.
  - b) Issuer has disclosed all covenants proposed to be included in debenture trust deed (including any side letter, accelerated payment clause etc.), offer document/ placement memorandum.
  - c) Issuer has given an undertaking that the debenture trust deed shall be executed before the filing of listing application.

We have satisfied ourselves about the ability of the Issuer to service the debt securities as on date, basis the information/documents shared with us as on date.

**For Vistra ITCL (India) Limited**

Jatin Khimji  
Chonani

Digitally signed by: Jatin  
Khimji Chonani  
DN: CN = Jatin Khimji  
Chonani C = IN O = Personal  
Date: 2025.08.28 12:17:19 +  
05'30'

**Name: Jatin Chonani**  
**Designation: Compliance Officer**  
**Place: Mumbai**

## ANNEXURE I

### IN-PRINCIPLE APPROVAL



DCS/COMP/AA/IP-PPDI/103/25-26

September 01, 2025

#### **Manipal Hospitals Private Limited**

The Annexe, #98/2, Rustom Bagh, Off HAL Airport Road,  
Bangalore, Karnataka – 560 017

Dear Sir/Madam

#### **Re: Private Placement of Listed, Rated, Unsecured, Redeemable, Non-Convertible Debentures (The "Debentures") in multiple series/one or more tranches Under GID Dated September 01, 2025**

We acknowledge receipt of your application on the online portal on September 01, 2025, seeking In-principle approval for issue of captioned security. In this regard, the Exchange is pleased to grant in-principle approval for listing of captioned security subject to fulfilling the following conditions at the time of seeking listing:

1. Filing of listing application.
2. Payment of fees as may be prescribed from time to time.
3. Compliance with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and circulars issued thereunder and also Compliance with provisions of Companies Act 2013.
4. Receipt of Statutory & other approvals & compliance of guidelines issued by the statutory authorities including SEBI, RBI, DCA etc. as may be applicable.
5. Compliance with change in the guidelines, regulations, directions, circulars of the Exchange, SEBI or any other statutory authorities, documentary requirements from time to time.
6. Compliance with below mentioned circular dated June 10, 2020 issued by BSE before opening of the issue to the investors.:  
<https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20200610-31>
7. Issuers, for whom use of EBP is not mandatory, specific attention is drawn towards compliance with Chapter XV of SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and BSE Circular No 20210519-29 dated May 19, 2021. Accordingly, Issuers of privately placed debt securities in terms of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 or ILDM Regulations for whom accessing the electronic book platform (EBP) is not mandatory shall upload details of the issue with any one of the EBPs within one working day of such issuance. The details can be uploaded using the following links [Electronic Issuance - Bombay Stock Exchange Limited \(bseindia.com\)](#).

8. It is advised that Face Value of NCDs issue through private placement basis should be kept as per Chapter V of SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021

9. *Issuers are hereby advised to comply with signing of agreements with both the depositories as per Regulation 7 of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021.*

10. *Company is further requested to comply with SEBI Circular SEBI/HO/DDHS/DDHS-RACPOD1/CIR/P/2023/56 dated April 13, 2023, (if applicable) read along with BSE Circular <https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20230428-18> and ensure compliance of the same.*

This In-Principle Approval is valid for a period of 1 year from the date of issue of this letter or period of 1 year from the date of opening of the first offer of debt securities under the General information Document, which ever applicable. The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and circulars issued thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Guidelines/Regulations issued by the statutory authorities etc. Further, it is subject to payment of all applicable charges levied by the Exchange for usage of any system, software or similar such facilities provided by BSE which the Company shall avail to process the application of securities for which approval is given vide this letter.

Yours faithfully,  
For BSE Limited



Prasad Bhide  
Assistant Vice President



Akshay Arolikar  
Manager