ROYAL CARE HOSPITALS
making life better

H-2022-0901 | IHCO-60010614 | 1A0D86A | 2025-28

14th ANNUAL REPORT - 2025-26

1100 + Bed Super Speciality Hospital

ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED

CIN: U85100TZ2012PLC018984
1/520, Neelambur, Sulur Taluk, Coimbatore - 641 062
www.royalcarehospital.in

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ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED

CIN : U85100TZ2012PLC018984
Regd. Office : Door No. 1/520, Neelambur, Sulur Taluk, Coimbatore - 641 062
Phone : 0422-2227000, 2227126, E-mail : **accounts@royalcarehospitals.in**, Web : www.royalcarehospital.in

BOARD OF DIRECTORS:

Dr. K. Madeswaran
Chairman Cum Managing Director

Dr. K. Chockalingam
Director

Sri. K.P. Alagesan
Director

Sri. K.M. Subramanian
Director

Mrs. M. Shanmugapriya
Director

Dr. S. Kalyanakumari
Director

Dr. S. Paulvannan
Director

Sri. K.K. Chandrasekar
Director

Sri. M.P. Prabhu
Director

Dr. N. Sudhakar
Director

Dr. M. Sudhakaran
Director

Dr. V.R. Pattabhiraman
Director

Dr. P. Chokkalingam
Director

Dr. Minu Madeswaran
Director

Sri. S.P. Thiruppathy
Independent Director (upto 10.10.2025)

Sri. K. Muthusamy
Independent Director

Sri. P. Appukutty
Independent Director (w.e.f 14.08.2025)

Sri. T. Balachander
Director Finance Cum CFO

CS. K. Rangasamy
Company Secretary

STATUTORY AUDITORS:

M/s. JSR & CO
Chartered Accountants
No. 18/1, First Floor,
Govindarajulu street
Avinashi Road,
Tirupur - 641 602

INTERNAL AUDITOR:

CA. P. Vishnu Adithan
Chartered Accountant
Coimbatore - 641 012

SECRETARIAL AUDITOR:

CS. R. Mahalingam
Practising Company Secretary
Coimbatore

COST AUDITOR:

CMA. G. Sivagurunathan
Cost Accountant
Coimbatore

REGISTRAR AND SHARE TRANSFER AGENT:

MUFG INTIME INDIA PRIVATE LIMITED
(formerly Link Intime India Private Limited)
"Surya", 35, Mayflower Avenue,
Behind Senthil Nagar
Sowripalayam Road,
Coimbatore - 641 028.
Ph : 0422 4958995, 2539835/836
E-mail : **investor.helpdesk@in.mpms.mufg.com**

REGISTERED OFFICE:

Door No. 1/520, Neelambur,
Sulur Taluk,
Coimbatore - 641 062

BANKERS:

State Bank of India, Tirupur
The South Indian Bank Ltd, Tirupur

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CHAIRMAN'S MESSAGE...

DEAR SHAREHOLDERS,

With great pride, I am happy to inform you that our hospital will soon be the single largest private hospital in Coimbatore with over 1100 beds and a grand inauguration will happen within the next few months. I continue to personally oversee every detail in the construction regularly.

The new Cath Lab is functioning seamlessly and has already helped hundreds of patients recover from their illnesses rapidly. The machine was inaugurated by Shri Arun C. Bharath, the Chief Commissioner of Income Tax for Coimbatore.

The new and improved food service is serving in excess of 1500 people and almost 1200 meals to in patients every day. Two smaller eateries have been also opened inside the hospital to reduce the congestion in main dining area.

We have added about 100 new rooms to the existing number of beds already and hence are able to cater better to our patients without delay in admissions. The hospital also regularly crosses in excess of 25 to 30 surgical patients every day which is a significant mile stone.

The hospital has opened up a new pharmacy, in addition to the existing pharmacy which shall be able to cater to minimum 2000 prescriptions on a daily basis in the upcoming years and all state-of-the-art technology including automatic dispensing and A.I driven delivery system is being explored. Multi organ transplant team is functioning successfully and the investment to the theatre complex which is under construction is about 5 crore and the new transplant ICU at the cost of 3 Crore.

We have created an extremely futuristic maternity ward with water birthing, individual delivery suites, ultra-modern delivery tables and a dedicated operation theatre

for expecting mothers and the new neonatal ICU with 16 beds shall be also established at the total cost of about 4.5 Crore.

ROYAL CARE HOSPITAL IS ONE OF THE TOP **PERFORMING HOSPITALS** IN THE WORLD

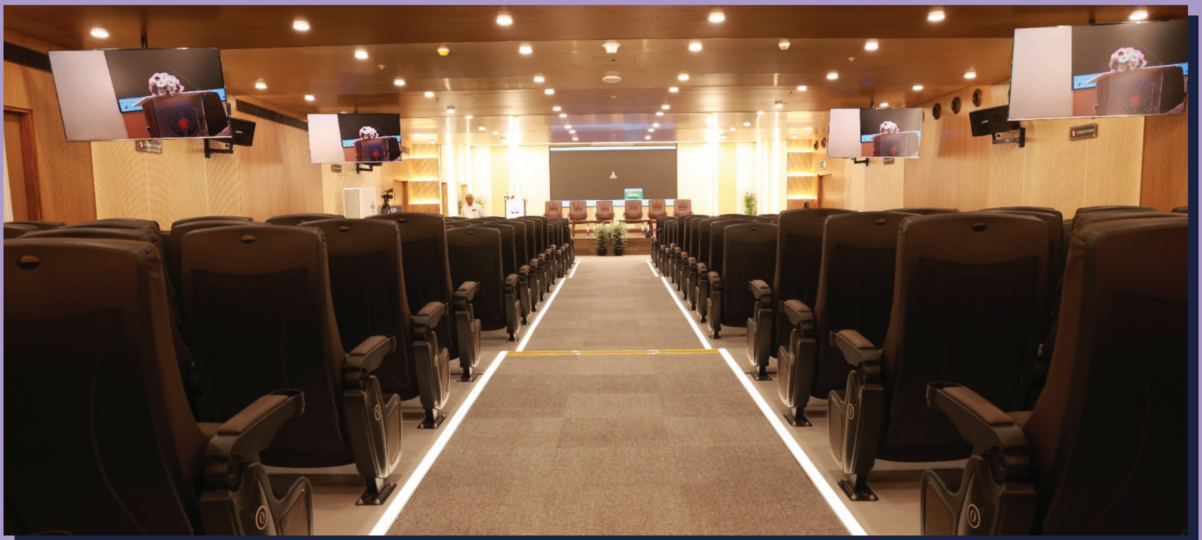
300+

ROYAL CARE MRgFUS team have successfully performed over 300 procedures in a record time with the best patient outcomes.

We continue to be the global leader in MRgFUS cases done on a monthly basis for a single centre and have successfully performed 300 procedures which is the highest in the entire Indian sub-continent.

We are performing cataract surgeries to the needy public free of cost and continue to conduct health awareness campaigns, camps to reach out to the general public. We will keep bringing newer and latest technologies into the hospital to serve the public.

The hospital has, for the first time in India launched the **DAISY** Award program for the nurses with 6 nurses chosen by the American organisation as the best nurses and awarded the prestigious trophy which is hand carved from Zimbabwe. These international accreditations including the ones we acquired last year like **JCI from USA, SRC from USA, CARF from USA** etc, has put the hospital on the global market and gains the trust of international patient community. We dedicate all these achievements to your constant support.



The hospital also constructed a 250 seat capacity conference hall for academic development and information sharing from the hospital to the public and other Healthcare professionals with high end acoustics and perfect architecture at a cost of about 5 crore. It shall soon become the flagship auditorium for academically inclined professionals.

Dr.K.Madeswaran
Chairman

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the **14th Annual General Meeting of the Members of ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED** will be held on Saturday the **12th day of September, 2026 at 03.00 P.M** at **2nd Floor, The Royal Forum (Auditorium) at PHASE III (C Block)** at the Registered Office of the Company situated at **Door No.1/520, Neelambur, Sulur Taluk, Coimbatore -641 062**, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended **31st March, 2026**, and the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of **Sri. THANGAVELU BALACHANDER (DIN: 09216680)** Director, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of **Dr. MINU MADESWARAN (DIN: 10383360)** Director, who retires by rotation and being eligible offers herself for re-appointment.
4. To appoint a Director in place of **Dr.K.CHOCKALINGAM (DIN: 02558069)** Director, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint a Director in place of **Sri. K.P.ALAGESAN (DIN: 06389316)** Director, who retires by rotation and being eligible offers himself for re-appointment.
6. To appoint a Director in place of **Ms.M.SHANMUGAPRIYA (DIN: 07340739)** Director, who retires by rotation and being eligible offers herself for re-appointment.
7. **Declaration of dividend**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT dividend at the rate of ₹ **0.20 (₹ Twenty Paise only)** per equity share of ₹ 10/- each (on fully paid-up equity shares), as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31st March 2026."

SPECIAL BUSINESS:

8. **To Approve the Material Related party Transactions.**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

   " RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (the 'Act'), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rule, 2014, the company's policy on Related party transactions, and any other applicable provisions including any amendments thereof for the time being in force, consent of the members be and is hereby accorded to the Board of Directors of the company to enter into contract(s)/ arrangement(s)/transaction(s) with the company, a Company in which certain directors of our company is interested in the capacity as a Director of the said other company , a related party with in the meaning of Section 2 (76) of the Act, for the following transactions , on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value for the financial year 2026-27, **provided that said contract(s)/arrangement(s)/ transaction(s) so carried out shall be exceeding the threshold limit specified under this act, at arm's length basis and as in the ordinary and extra ordinary course of business of the company.**

S.No	Name of the Related Party	Nature of Transaction/Information	Maximum aggregate value of transactions	Period
1	M/s. Sabari Constructions Technologies Private Ltd	Expansion of Hospital Building and other allied Services – Phase III Project. Having 6.51 lakhs Sq.ft. and bed capacity of 537 Nos.	₹ 255.58 Crore In FY 2026-27 (Against overall contract value of ₹ 505.58 Crores)	FY 2026-27 (Contract period from FY 2023-24 to FY 2026-27)
2	M/s. RMC Medical Services Private Ltd	Purchase of Medicines/Surgical/ Consumable items	₹ 100 Crore	FY 2026-27

RESOLVED FURTHER THAT Dr.K.Madeswaran, Managing Director (DIN 06389218) and Mr. T.Balachander Director Finance (DIN 09216680) and Mr. K.Rangasamy (ACS 21157) Company Secretary of the Company be and are hereby severally authorized to execute the above contract(s)/arrangement(s)/transactions(s) to the said related parties and to do such other acts, things deeds and matters as may be necessary, expedient and desirable for the purpose of giving effect to the above resolution."

9. **Alteration of Articles of Association for sitting fees to board of directors.**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 14, 197(5) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to such approvals as may be necessary, the consent of the Members be and is hereby accorded to **amend existing Article No.39 of the Articles of Association of the Company relating to payment of sitting fees to Directors.**

RESOLVED FURTHER THAT the existing Article No. 39:

'The Directors shall be entitled to receive sitting fees not exceeding ₹ 500 per meeting be substituted with the following:

'The Directors may be paid sitting fees for attending meetings of the Board of Directors and/or Committees thereof, as may be determined by the Board of Directors from time to time, **subject to the provisions of the Companies Act, 2013 and the Rules made thereunder and within the maximum limit prescribed therein.'**

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to file necessary forms with the Registrar of Companies as may be required to give effect to this resolution."

10. **Re-appointment of Cost Auditor and fix his remuneration.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as on **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force) **CMA. G. Sivagurunathan Cost Accountant (Membership No. 23127)** Coimbatore appointed by the Board of Directors of the Company on recommendation of the Audit Committee to conduct the audit of cost records of the company for the financial year 2026-27 on a remuneration of ₹ **1,00,000/-** (Rupees One Lakh Only) Plus GST and out-of-pocket expenses if any for the purpose of audit.

11. Increase in the Authorized Share Capital of the Company and Consequent Alteration of Clause V of the Memorandum of Association.

To consider and if thought fit, to pass with or without modification, the following resolution as an **ordinary resolution:**

RESOLVED THAT pursuant to Sections 13,61,64 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company, consent of the Board of Directors be and is hereby accorded and subject to the approval of the members of the company **to increase the Authorized share capital** of the company **from ₹ 250,00,00,000/-** (₹ Two Hundred and Fifty Crore only) divided into **25,00,00,000** (Twenty- Five Crore) Ordinary equity shares of face value of ₹ **10/-** (₹ Ten Only) each to ₹ **270,02,50,000/-** (₹ Two Hundred and Seventy Crore and Two Lakh Fifty Thousand only) divided into;

(i) **27,00,00,000** (Twenty-Seven Crore) **Ordinary Equity shares** of face value of ₹ **10/-** (₹ Ten Only) each aggregating to ₹ **270,00,00,000/-** (₹ Two Hundred and Seventy Crore only)

(ii) **25,000** (Twenty-Five Thousand) **Equity Shares with Differential Voting Rights** (DVR) of face value of ₹ **10/-** (₹ Ten Only) each aggregating to ₹ **2,50,000/-** (₹ Two Lakh Fifty Thousand only).

RESOLVED FURTHER THAT pursuant to Section 13 and other applicable provisions of the Companies Act, 2013, Clause V of the Memorandum of Association of the Company be and is hereby substituted with the following:

V. The Authorised Share Capital of the Company is ₹ 270,02,50,000/- (₹ Two Hundred and Seventy Crore and Two Lakh Fifty Thousand only) comprising;

a. Divided into **27,00,00,000** (Twenty-Seven Crore) **Ordinary Equity Shares** of face value of ₹ **10/-** each aggregating to ₹ **270,00,00,000/-** (₹ Two Hundred and Seventy Crore Only); and

b. Divided into **25,000** (Twenty-Five Thousand) Equity Shares with **Differential Voting Rights** of face value of ₹ **10/-** each aggregating to ₹ **2,50,000/-** (₹ Two Lakh Fifty Thousand Only)

with the power to increase or reduce the Capital of the Company and divide the shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to determine, vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or by the Articles of Association of the Company for the time being.''

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient for giving effect to the above Resolutions, including filing the prescribed e-Forms with the Registrar of Companies, executing all necessary documents and writings, and to settle any question or difficulty that may arise in this regard without requiring the Board of Directors to secure any further consent or approval of the Members of the Company."

12. Alteration of Articles of Association of the Company to enable the issue of Equity Shares with Differential Rights (DR)

To consider and if thought fit, to pass with or without modification, the following resolution as a **special resolution:**

RESOLVED THAT pursuant to the provisions of Sections 5, 14, 43(a) (ii) and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), and subject to such approvals, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded to alter the Articles of Association of the Company by inserting the following new Article 6 (a) after existing Article No. 6 in Articles of Association of the company under the heading **"Issue of Equity Shares with Differential Rights (DR) "**

Article 6 (a): Issue of Equity Shares with Differential Rights (DR)

Notwithstanding anything contained elsewhere in these Articles, **the Company shall have the power to issue and allot equity shares with differential rights as to dividend, voting or otherwise , to such persons, including promoters and directors, and on such terms and conditions and to such extent, including up to the maximum percentage or proportion as may be permitted under the applicable provisions of the Companies Act, 2013 and the rules made thereunder, as amended from time to time**, as may be approved by the Board and the Members of the Company, in accordance with the provisions of the Companies Act, 2013, the Companies (Share Capital and Debentures) Rules, 2014, and any other applicable laws, rules, regulations or statutory modifications thereof.'

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including filing the necessary forms with the Registrar of Companies and making such modifications as may be required by any statutory or regulatory authority."

13. To issue of 25,000 (Twenty Five Thousand) Equity Shares with Differential Voting Rights (DVR) on Private Placement Basis.

To consider and if thought fit, to pass with or without modification, the following resolution as a **special resolution:**

"RESOLVED THAT pursuant to Sections 42, 43(a)(ii), 62(1)(c) and other applicable provisions of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014, as may be amended from time to time, and other applicable rules made thereunder, and pursuant to the Memorandum and Articles of Association of the Company, the consent of the Members be and is hereby accorded to the Board of Directors to issue and allot **25,000 (Twenty Five Thousand) Equity Shares** with **Differential Voting Rights (DVR)** of face value of ₹ **10/-** each on a private placement basis at an issue price of ₹ 74.40 per share (including premium of ₹64.40 per share) aggregating to ₹ **18,60,000/- (₹ Eighteen Lakh Sixty Thousand Only)** to the following proposed allottees on such terms and conditions and in such manner, as the Board may think fit in its absolute discretion.

S. No	Name and address of the allottee	PAN / E Mail/ Occupation / Nationality	No. of Equity shares with DVR allotted	Face value per share (Rs.)	Premium per share (Rs.)	Issue Price Per Share (Rs.)	Total amount
1	Dr.K.MADESWARAN 14, Ram Residency, Co-Operative Colony, Uppilipalayam, Coimbatore – 641 015.	PAN: AFIP-M5970J Email: ccare1961 @ gmail.com Occupation: Doctor Nationality: Indian	25,000	10/-	64.40	74.40	18,60,000/-
			25,000				**18,60,000/-**

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the Board of Directors be and are hereby severally authorized to record the name of the proposed allotees and to issue the Private Placement Offer cum Application Letter in Form PAS-4, to the proposed allotees, inviting them to subscribe to the equity shares with DVR proposed to be issued on a private placement basis, and maintain the complete record of private placement offers (in the Form PAS-5) in accordance with the provisions of the Companies Act , 2013 read with applicable rules made thereunder.

RESOLVED FURTHER THAT Equity Shares with Differential Voting Rights (DVR) shall rank pari passu with the existing equity shares in all respects **except that they shall carry the following differential rights:**

(a) The Equity Share with differential voting right issued shall at all times carry differential voting rights equal to 74% (seventy four percent) of the total voting power as defined in section 2(89) of the Companies Act, 2013.

(b) The Equity Share with differential voting right shall also be entitled all other rights as are available to ordinary equity shares of the Company in relation to dividend, bonus issue, rights issue etc.

RESOLVED FURTHER THAT the application monies received by the Company from the proposed allotees towards subscription of the equity shares with DVR pursuant to the private placement shall be kept by the Company in a separate bank account opened by the Company, the details of which are set out below, and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013 and the rules made thereunder:

Beneficiary Name	ROYALCARE SUPER SPECIALITY HOSPTIAL LIMITED
Name of Bank	State Bank of India
Bank Branch	SME OB Branch. Tirupur
Account No	41948240893
IFSC	SBIN0007023

RESOLVED FURTHER THAT the valuation report dated 10.08.2026 issued by **Mr. M. ALAGAR., Registered Valuer**. IBBI Reg No. IBBI/RV/03/2018/10227 and placed before the members, be and are hereby taken on record.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolutions and the offer, issue and allotment of the equity shares with Differential Voting Rights (DVR) by way of private placement, any Director or the Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents, writings, forms and filings as may be necessary, desirable or expedient, including but not limited to:

(i) finalising the terms and conditions of the issue;

(ii) finalising, issuing and, where necessary, modifying the private placement offer-cum-application letter in Form PAS-4 and maintaining the record of private placement in Form PAS-5;

(iii) issuing and allotting the equity shares with Differential Voting Rights (DVR) to the proposed allotees;

(iv) making all requisite filings with the Ministry of Corporate Affairs and any other governmental or regulatory authority;

(v) making such disclosures to the proposed allottees as may be required under applicable law;

(vi) accepting or making such modifications, alterations or amendments as may be required or considered necessary in connection with the foregoing; and

(vii) settling any questions, difficulties or doubts that may arise in relation to the offer, issue, allotment or implementation of the foregoing resolutions, and generally to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to these resolutions.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, any Director or Company Secretary be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/ or other charges and also to enter into and execute all such arrangements, agreements, memoranda, and documents as may be required, with such agencies, as may be required and as permitted by applicable law.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any Committee of Directors, any Director(s), and/or Officer(s) of the Company.

14. Rescission of the Unutilised Authority Granted for Issue of Equity Shares on a Private Placement Basis

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT in partial modification of the Special Resolution passed by the Members of the Company at the Extraordinary General Meeting held on **13th September, 2025,** whereby the Board of Directors was authorised to offer, issue and allot up to **6,00,00,000 (Six Crore)** Equity Shares of the Company on a private placement basis pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the consent of the Members be and is hereby accorded to **rescind the unutilised authority** in respect of the balance **4,26,50,000 (Four Crore and Twenty Six Lakhs and Fifty Thousand) Equity Shares**, which have not been offered, subscribed, allotted or otherwise issued by the Company.

RESOLVED FURTHER THAT it is hereby confirmed that the issue and allotment of **1,73,50,000 (One Crore Seventy-Three Lakhs and Fifty Thousand Only) Equity Shares** already made pursuant to the aforesaid Special Resolution shall remain valid, binding and effective for all purposes and shall not be affected by this Resolution.

RESOLVED FURTHER THAT upon this Resolution becoming effective, the authority conferred upon the Board of Directors under the aforesaid Special Resolution shall, to the extent of the unutilised portion relating to **4,26,50,000 Equity Shares, stand withdrawn and shall cease to have any force or effect.**

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things, execute all such documents, writings and instruments, and make such statutory filings and disclosures as may be necessary, desirable or expedient to give effect to this Resolution and to settle any question, difficulty or doubt that may arise in connection therewith."

15. Issue of Equity Shares on Private Placement Basis.

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modifications and re-enactment thereof for the time being in force), and subject to such approvals, permissions and sanctions as may be required, and subject to the relevant provisions of memorandum of association and articles of association of the Company, consent of the members be and are hereby accorded to the Board of Directors of the Company **to offer, issue and allot up to 4,39,91,522 (Four Crore Thirty Nine Lakh and Ninety One Thousand and Five Hundred Twenty Two Only) Equity Shares of ₹ 10/- each at an issue price of ₹ 62/- per share (including premium of ₹ 52/- per share), on a private placement basis, to Dr. K. Madeswaran ("Identified Promoter"), for an aggregate consideration not exceeding ₹ 272,74,74,364/- (₹ Two Hundred Seventy Two Crore and Seventy Four Lakh and Seventy Four Thousand Three Hundred Sixty Four Only)**, on such terms and conditions as may be determined by the Board.

S. No	Name and address of the allottee	PAN / E Mail/ Occupation / Nationality	No. of equity shares	Total Consider-ation (in ₹)	Subscription Amount (in ₹)	Amount to be paid on calls (in ₹)
1	Dr.K.MADESWARAN 14, Ram Residency, Co-Operative Colony, Uppilipalayam, Coimbatore – 641 015.	PAN: AFIP-M5970J Email: ccare1961 @ gmail.com Occupation: Doctor Nationality: Indian	4,39,91,522	272,74,74,364/-	27,27,47,436/-	245,47,26,928/-
			4,39,91,522	272,74,74,364/-	27,27,47,436/-	245,47,26,928/-

RESOLVED FURTHER THAT the said **Equity Shares** shall be issued as **partly paid-up shares**, with application and allotment money of ₹ **6.20** (₹ Six Rupees and Twenty Paise Only) per share payable **at the time of subscription and the balance amount payable in one or more calls as may be determined by the Board of Directors.**

RESOLVED FURTHER THAT the Board may from time to time make one or more calls on partly paid-up equity shares to make it fully paid-up ensuring that all such equity shares are fully paid-up.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013 the Board of Directors be and are hereby severally authorized to record the name of the Identified Promoter and to issue the Private Placement Offer cum Application Letter in Form PAS-4, to the Identified Promoter, inviting him to subscribe to the partly paid-up equity shares proposed to be issued on a private placement basis, and the consent of the members of the Company be and are hereby accorded to the issuance of the same.

RESOLVED FURTHER THAT the application monies received by the Company from the Identified Promoter towards subscription of the equity shares pursuant to the private placement shall be kept by the Company in a separate bank account opened by the Company, the details of which are set out below, and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013 and the rules made thereunder:

Beneficiary Name	ROYALCARE SUPER SPECIALITY HOSPTIAL LIMITED
Name of Bank	State Bank of India
Bank Branch	SME OB Branch. Tirupur
Account No	41948240893
IFSC	SBIN0007023

RESOLVED FURTHER THAT the valuation reports dated 10.08.2026 issued by **Mr. M. ALAGAR., Registered Valuer.** IBBI Reg No. IBBI/RV/03/2018/10227 and placed before the members, be and are hereby taken on record.

RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue and allotment of the equity shares, any Director, or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, and pay such fees and incur such expenses in relation to the foregoing resolutions, as they may deem appropriate in their absolute discretion, which shall include but not be limited to (i) filing requisite documents/ forms with the Ministry of Corporate Affairs and other applicable regulatory authorities (ii) finalize all the terms and conditions for issuance of the equity shares to the Identified Promoter; (iii) finalize, amend, issue the private placement offer cum application letter in Form PAS-4, and such other documents, as may be required and to issue and allot equity shares as contemplated in the foregoing resolutions; (iv) accepting any alterations or modifications to any of the foregoing, (v) effect any modification to the foregoing and the decision of the Board shall be final and conclusive (including the maintenance of record of offers made in Form PAS-5, as prescribed under the Companies (Prospectus and Allotment of Securities) Rules, 2014).

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution under Section 42 and 62, and other applicable provisions of the Companies Act, 2013, any Director, or Company Secretary of the Company, be and is hereby severally authorized to complete all statutory and regulatory filings and make the disclosures to the proposed allottee and to take all such steps, including but not limited to issuing and circulating the private placement offer cum application letter in Form PAS-4 to the Identified Promoter and to do all such acts, deeds, matters and things, as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to the offer / issue, allotment, utilization of the proceeds and to finalize and execute such documents and writings as may be necessary or desirable as the Board may deem fit without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, any Director or Company Secretary be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/ or other charges and also to enter into and execute all such arrangements, agreements, memoranda, and documents as may be required, with such agencies, as may be required and as permitted by applicable law.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any Committee of Directors, any Director(s), and/or Officer(s) of the Company.

For and on behalf of the board

Place: Coimbatore
Date: 12.08.2026

(Sd/-) CS K.Rangasamy
Company Secretary

Notes:

1. The members entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.
2. In case of joint holders attending the meeting, only such joint holders whose name appears at the top in the hierarchy of names shall be entitled to vote.
3. Members / proxies should bring the attendance slips duly filled in and signed for attending the meeting. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
4. The statement of material facts pursuant to Section 102 (1) of the Companies Act, 2013 in respect of **Item No. 8, 9, 10, 11, 12, 13, 14 & 15 of the Notice is annexed hereto.**
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Private Ltd (MIIPL) for facilitating voting through electronic means, as the authorized agency.

The facility of casting votes by a member using remote e-voting system as well as e-voting at the time of the AGM will be provided by MUFG Intime India Private Ltd (MIIPL).

6. Members holding shares in dematerialised form (electronic form) are requested to intimate any change in their address, bank mandate, Residential Status, PAN, category as per Income Tax Act etc. directly to their respective Depository Participants.
7. Members are requested to note that the Company's shares are under compulsory demat for all investors. Members are, therefore, requested to dematerialise their shareholding to avoid any inconvenience.
8. The Results shall be declared within 48 hours after the close of AGM of the Company. The Results declared along with the Scrutinizer's Report shall be displayed on the Company's website www.royalcarehospital.in and on the website of **MUFG Intime India Private Ltd (MIIPL)** within the aforesaid period.
9. **DIVIDEND**

The Board of Directors of the Company have recommended a Final Dividend of ₹ 0.20 per equity share (i.e. 2% of face value) of ₹ 10/- each to the Shareholders for the Financial Year 2025-26, subject to the approval of the Shareholders at the AGM. It has been decided to pay the dividend to those Shareholders whose name appears on the Register of Members / Beneficial Owners as furnished by National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on September 05, 2026 (hereinafter referred to as Record Date). The dividend will be paid to the Shareholders within 30 days from the date of declaration at the Annual General Meeting.

TAX ON DIVIDEND

Pursuant to the Income Tax Act, 2025, dividend income is taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Income Tax Act, 2025 and the amendments thereof. The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and RTA (if shares held in physical form).

Resident individual shareholders who had registered their valid PAN and who are not liable to pay income tax, can submit an annual declaration in Form No. 121, to avail the benefit of non-deduction of tax at source. The said form can be downloaded at **https://web.in.mpms.mufg.com/admin/DownloadFiles/Form-No-121.pdf** and the duly signed form to be submitted through the e-mail of the company i.e. **accounts@royalcarehospitals.in** latest by September 01, 2026. Shareholders are requested to note that in case their PAN is not registered, tax will be deducted at a higher rate of 20%.

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 41, any other document which may be required to avail the tax treaty benefits. Form 41 can be downloaded at **https://web.in.mpms.mufg.com/admin/DownloadFiles/Form-No-41.pdf** and the duly signed form to be submitted through the e-mail of the company i.e. **accounts@royalcarehospitals.in** latest by September 01, 2026.

10. **Voting through electronic means:**

    In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote by electronic means and the business may be transacted through e-Voting Services provided by **MUFG Intime India Private Ltd (MIIPL):**

    a) The remote e-voting period commences on **09.09.2026 (9.00 am) and ends on 11.09.2026 (5.00 pm)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of 05.09.2026** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

    b) **CS. R. Mahalingam Practising Company Secretary (Membership No. FCS 7709; CP 8399),** Coimbatore have been appointed as the **Scrutinizer to scrutinize the e-voting process** (including remote e-voting of members at the AGM) in a fair and transparent manner.

    c) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM but shall not be entitled to cast their vote again.

    d) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date (record date) of 05.09.2026.**

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on **09.09.2026 (Wednesday) at 09.00 A.M. and ends on 11.09.2026 (Friday) at 05.00 P.M.** The remote e-voting module shall be disabled by MUFG Intime India Private Ltd (MIIPL) for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date **(cut-off date) i.e. 05.09.2026 (Saturday)**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date, being 05.09.2026 (Saturday).**

<u>Remote e-Voting Instructions for shareholders:</u>

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: **<u>https://eservices.nsdl.com</u>** and click on “Beneficial Owner” icon under “IDeAS Login Section”.

b) Click on “Beneficial Owner” icon under “IDeAS Login Section”.

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.

d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: **https://eservices.nsdl.com** and select "Register Online for IDeAS Portal" or click on **https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp**

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

METHOD 2 - NSDL e-voting website

a) Visit URL: **https://www.evoting.nsdl.com**

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

a) Visit URL: **https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp**

b) Enter your 8 - character DP ID, 8 - character Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: **https://web.cdslindia.com/myeasitoken/Home/Login** or www.cdslindia.com & click on New System Myeasi Tab.

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: **https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration** / **https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration**

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

a) Visit URL: **https://www.cdslindia.com**

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL /CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to **NSDL/CDSL** Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: **https://instavote.linkintime.co.in** & click on "Login" under 'SHARE HOLDER' tab.

b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: **https://instavote.linkintime.co.in** & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID

2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.
   a. Shareholders holding shares in NSDL form, shall provide 'D' above
   b. Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
5. Set the password of your choice.

   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: **https://instavote.linkintime.co.in**

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to **insta.vote@linkintime.co.in**.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: **https://instavote.linkintime.co.in** and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu Section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2) 'Investor's Name - Enter Investor's Name as updated with DP.

3) 'Investor PAN' - Enter your 10-digit PAN.

4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: **https://instavote.linkintime.co.in** and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: **https://instavote.linkintime.co.in** and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at **enotices@in.mpms.mufg.com** or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: **https://instavote.linkintime.co.in**

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: **https://instavote.linkintime.co.in**

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: **https://instavote.linkintime.co.in**

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

InstaVote Support Desk
M/s. MUFG Intime India Private Limited (formerly known as "M/s. Link Intime India Private Limited")

EXPLANATORY STATEMENT REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 ANNEXED HERETO AND FORMS PART OF THE NOTICE DATED 12.08.2026.

Item No. 8

The Board of directors in their meeting held on **28th March, 2026,** has approved the said transactions with related parties as set out in resolution **no. 8** of notice.

The following disclosure (s) in respect of the above transactions to the related party is made in accordance with the provisions of Section 188 of the Companies, Act, 2013 and Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014.

S.No	Name of the Related Party	Name of the Director or KMP who is related if any	Nature of Relationship	Nature of Transactions and Information	Maximum aggregate value of transactions
1	M/s. Sabari Construc-tions Tech-nologies Private Ltd	Dr. K. Madeswaran - Managing Director	Brother of Sri. K.Vangatachalapathy (MD of M/s. Sabari Constructions Technologies Private Ltd)	Expansion of Hospital Building and other allied Services – Phase III Project. Having 6.51 lakhs Sq.ft. and bed capacity of 537 Nos.	₹ 255.58 Crore In FY 2026-27 (Against overall contract value of ₹ 505.58 Crore)
2	M/s. RMC Medical Services Private Ltd	Dr.K.Madeswaran-Director Dr.K.Chockalingam-Director	Both are Director in RMC Medical Services Private Ltd	Purchase of Medicines/ Surgical/ Consumable items	₹ 100.00 Crore

Members are hereby informed that pursuant to Second proviso of Section 188(1) of the Companies Act, 2013, no member of the company shall vote on such resolution to approve any contract or arrangement or transaction which may be entered into by the company, if such member is a related party.

Accordingly, the consent of members is sought for passing a special resolution set out in **item no 8 of the notice.**

None of the Directors, Key Managerial Personnel of the company / their relatives are in any way, except Dr.K.Madeswaran, Managing Director (DIN 06389218) and Dr.K.Chockalingam, Director (DIN. 02558069) is concerned or interested in the resolution set out in **item no. 8 of the notice.**

The Board recommends the special resolution set out in **Item no. 8 of notice** for the approval of the members.

Item No.9

The existing Articles of Association of the Company permit the sitting fees payable to Directors to ₹ 500/- per meeting. In view of increased responsibilities and time commitment of Directors, the Board considers it appropriate to align the Articles with the provisions of Section 197(5) of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, which presently permit payment of sitting fees up to ₹ 1,00,000/- per meeting as may be decided by the Board. **The proposed amendment will provide flexibility to the Board to determine the sitting fees from time to time within the statutory ceiling.**

None of the Directors, Key Managerial Personnel or their relatives, except to the extent of their entitlement to sitting fees as Directors, is concerned or interested in the resolution set out in **item no.9 of the notice.**

The Board recommends the Special Resolution set out in **Item no. 9 of notice** for the approval of the members.

Item No.10

The Board of Directors on the recommendation of the Audit Committee has approved the appointment of **CMA G. Sivagurunathan**., Cost Accountant (Membership No. 23127), Coimbatore, as Cost Auditor to conduct audit of cost records of the company for the financial year ending 31st March 2027 and fixed his remuneration as **₹ 1,00,000/-** (Rupees One Lakh Only) plus GST and reimbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, **the remuneration payable to the Cost Auditor for the financial year ending 31st March 2027** fixed subject to the approval of members at the ensuing Annual General Meeting.

Accordingly, the consent of members is sought for passing an ordinary resolution set out in **item no 10 of the notice.**

None of the Directors, Key Managerial Personnel of the company / their relatives are in any way, concerned or interested financially in the resolution set out in **item no. 10 of the notice.**

The Board recommends the ordinary resolution set out in **Item no. 10 of notice** for the approval of the members.

Item No.11

The Company proposes to increase its Authorised Share capital for issue of Ordinary Equity Shares and also issue Equity Shares with Differential Voting Rights (DVR). The existing authorised share capital does not provide for a separate class of Equity Shares with Differential Voting Rights (DVR). Accordingly, the board at its meeting held on 12.08.2026 subject to approval of the members of the Company by way of ordinary resolution, has proposed to increase the authorised share capital by creating a class of Equity Shares with Differential Voting Rights (DVR).

In order to reflect the increase in Authorized share capital of the Company, and in order to conform to the requirements of the Companies Act, 2013, Clause V(a) of the Memorandum of Association of the Company must be amended. A draft of the amended Memorandum of Association with the following Clause V(a) was tabled and initialed for discussion:

V. The Authorized Share Capital of the Company is ₹ **270,02,50,000/- (₹ Two Hundred and Seventy Crore and Two Lakh Fifty Thousand Only)** comprising;

a. Divided into **27,00,00,000** (Twenty-Seven Crore) **Ordinary Equity Shares** of face value of ₹ **10/-** each aggregating to ₹ **270,00,00,000/-** (₹ Two Hundred and Seventy Crore Only); and

b. Divided into **25,000** (Twenty-Five Thousand) **Equity Shares with Differential Voting Rights (DVR) of face value of ₹ 10/-** each aggregating to ₹ **2,50,000/-** (₹ Two Lakh Fifty Thousand Only)

with the power to increase or reduce the Capital of the Company and divide the shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to determine, vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or by the Articles of Association of the Company for the time being.''

As Per section 13 of Companies Act, 2013, the alteration of the memorandum of association of the Company requires the approval of shareholders. The Board recommends the aforesaid Ordinary Resolution for your approval.

None of the Director is concerned or interested in the resolution set out in **item no.11 of the notice.**

Item No. 12

The existing Articles of Association of the Company do not contain enabling provisions permitting the **issue of equity shares carrying differential rights as to voting, dividend or otherwise.**

In order to enable the Company issue equity shares with differential rights, the Board proposes **to amend the Articles of Association to incorporate enabling provisions authorising the Company to issue equity shares with differential rights as to dividend, voting or otherwise** in accordance with the Companies Act, 2013 and the applicable rules.

The proposed amendment only empowers the Company to issue such shares in future, subject to obtaining all statutory approvals and passing the requisite resolutions whenever such an issue is proposed. This resolution does not itself approve the issue or allotment of any equity shares with Differential Rights (DR).

The Board of Directors recommends the Special Resolution for approval of the Members as set out in **item no.12 of the notice.**

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

Item No.13

The Board of Directors has considered it appropriate to issue Equity Shares with Differential Voting Rights (DVR) to the proposed allottees on a private placement basis in the best long term interest of the Company and to ensure continued stability in the management of the Company by the existing promoters of the Company by strengthening the promoters' control through the equity shares issued with DVR. The proposed issue of DVR will enable the promoters to continue to provide long-term strategic direction and management to the Company.

The issue is proposed in accordance with the provisions of Sections 42, 62(1)(c), 43(a)(ii) and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Accordingly, the approval of the shareholders is being sought, by way of a special resolution, **to offer, issue and allot 25,000 (Twenty Five Thousand) Equity Shares with Differential Voting Rights (DVR).**

The particulars of the issuance and allotment terms for the proposed allotees in pursuance to this aforesaid private placement shall be as under:

The terms and conditions of the Equity shares with DVR and the other relevant details as prescribed under Rule 4 of (Share Capital and Debentures) Rules, 2014 are given as under:

1	The total number of shares to be issued with differential rights	25,000 (Twenty Five Thousand) Equity shares with Differential Voting Rights (DVR).
2	The details of the differential rights	Issue of Equity shares **with Differential Voting Rights (DVR)** ranking pari passu with existing equity shares in the paid-up capital of the Company **except that they shall carry the following differential rights:** (a) **The Equity Share** with **differential voting right** issued shall **at all times carry voting rights equal to 74%** (Seventy Four percent) of the **total voting power** as defined in section 2(89) of the Companies Act, 2013. (b) The Equity Share with differential voting right shall also be entitled all other rights as are available to ordinary equity shares of the Company **in relation to dividend, bonus issue, rights issue etc.**

<table>
<tr><td>3</td><td>The percentage of the shares with differential rights to the total post issue paid up equity share capital including equity shares with differential rights issued at any point of time</td><td>10.50 %</td></tr>
<tr><td>4</td><td>The reasons or justification for the issue</td><td>To strengthen the control over the total voting power.</td></tr>
<tr><td>5</td><td>The price at which such shares are proposed to be issued either at par or at premium</td><td>Issue price of ₹ 74.40 per DVR equity share at a premium of ₹ 64.40 per DVR equity share.</td></tr>
<tr><td>6</td><td>The basis on which the price has been arrived at</td><td>The issue price of ₹ 74.40 per DVR equity share has been arrived at on the basis of the valuation report obtained from the registered valuer dated 10.08.2026.</td></tr>
<tr><td>7 (a)</td><td>Details of total number of shares proposed to be allotted to promoters, directors and key managerial personnel</td><td><table><tr><th>Sl. No</th><th>Name of the allottee</th><th>No. of Equity shares with DVR to be allotted</th></tr><tr><td>1</td><td>Dr.K.Madeswaran (Promoter)</td><td>25,000</td></tr></table></td></tr>
<tr><td>8</td><td>The percentage of voting right which the equity share capital with differential voting right shall carry to the total voting right of the aggregate equity share capital</td><td>Not more than 74%</td></tr>
<tr><td>8</td><td>The scale or proportion in which the voting rights of such class or type of shares shall vary</td><td>Will be 74% of the total voting power as provided in Rule 4 of the Companies(Share Capital and Debentures)Rules, 2014</td></tr>
<tr><td>9</td><td>The change in control, if any, in the company that may occur consequent to the issue of equity shares with differential voting rights</td><td>No change in control is envisaged consequent to the preferential offer and the control of the promoter is fortified.</td></tr>
<tr><td>10</td><td>The diluted EPS pursuant to the issue of such shares, calculated in accordance with the applicable accounting standards</td><td>Earing per equity shares (Face value of ₹ 10/-) Basic / Diluted ₹ 0.39 Per shares</td></tr>
</table>

Disclosures under Section 62 of the Companies Act, 2013 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 are detailed below:

Sl No	Heading	Particulars
1	The objects of the issue	To strengthen control over the total voting power
2	The total number of shares or other securities to be issued	25,000 (Twenty Five Thousand) equity shares Differential Voting Rights (DVR).
3	The price or price band at/within which the allotment is proposed	Issue price of ₹ 74.40 per DVR equity share
4	Basis on which the price has been arrived at along with report of the registered valuer	The issue price of ₹ 74.40 per DVR equity share has been arrived at on the basis of the valuation report obtained from the registered valuer dated 10.08.2026.
5	Relevant date with reference to which the price has been arrived at	The relevant date for determining the issue price is 30.06.2026
6	The class or classes of persons to whom the allotment is proposed to be made	1. Dr. K. Madeswaran - Promoter

7	Intention of promoters, directors or key managerial personnel to subscribe to the offer	Contribution being made by the promoters, as part of this offer, being 25,000 equity shares with Differential Voting Rights (DVR) of issue price ₹ 74.40 (Face value of ₹ 10/- each and premium of ₹ 64.40 each) for consideration of ₹ 18,60,000/- are as follows: Dr. K. Madeswaran - Promoters: ₹ 18,60,000/-
8	The proposed time within which the allotment shall be completed	The allotment to be made pursuant to the special resolution and shall be completed within the period prescribed under the Companies Act, 2013 and the rules made thereunder.
9	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them	Dr. K. Madeswaran, Promoter Percentage of Post preferential offer capital 10.50% including the DVR.
10	The change in control, if any, in the company that would occur consequent to the preferential offer	Control will continue to be there with the present promoters of the Company.
11	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	During the year, the company has made one allotment of 11,00,000 equity shares of ₹ 10/- each at price of ₹ 62/- per share on preferential basis / private placement to 5 members during the BM dated 09.04.2026, (Current Financial year 2026-27) till the date of Notice.
12	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	Not applicable
13	The pre issue and post issue shareholding pattern of the company as per the format prescribed in the rule	**See Annexure-A below**
14	Class of Shares	Issue of Equity shares **with Differential Voting Rights (DVR)** ranking pari passu with existing equity shares in the paid-up capital of the Company except that they shall carry differential voting equal to 74% (seventy four percent) of the total voting power as defined in section 2(89) of the Companies Act, 2013.
15	Date of passing Board Resolution	12.08.2026
16	Amount which the Company intends to raise by way of the preferential offer of equity shares	Aggregate consideration not exceeding ₹ 18,60,000/- (₹ Eighteen Lakh Sixty Thousand Only)
17	Name and address of the Registered Valuer who performed the valuation	Mr. M. ALAGAR., Registered Valuer. IBBI Reg No. IBBI/RV/03/2018/10227.No. 250A, Maxworth Nagar, 4^{th} Street, Kolathur, Chennai - 600 117

Annexure-A

PRE-AND POST ISSUE SHAREHOLDING PATTERN [see item 13 above]

Sr. No	Category	Pre – Issue 31.07.2026		#Post - Issue	
		No of Shares held	% of Shareholding	No of Shares held	% of Shareholding
A	**Promoters Holding**				
1	Indian				
	Individuals	2,73,58,273	13.28	2,73,58,273	13.28
	Bodies Corporate				
2	Foreign Promoters				
	Sub Total (A)	**2,73,58,273**	**13.28**	**2,73,58,273**	**13.28**
B	**Non Promoters Holdings:**				
1	Institutional Investors				
2	Non Institution				
	Private Corporate Bodies	1,75,80,792	8.53	1,75,80,792	8.53
	Directors and Relatives	8,80,70,843	42.75	8,80,70,843	42.75
	Indian Public	7,25,34,070	35.21	7,25,34,070	35.20
	Others (including NRI's)	4,64,500	0.23	4,64,500	0.23
	Sub Total (B)	**17,86,50,205**	**86.72**	**17,86,50,205**	**86.71**
3	*Preferential Offer – (issue of Equity Shares with DVR to Promoter)	-		25,000	0.01
	Grand Total(A+B+C)	**20,60,08,478**	**100.00**	**20,60,33,478**	**100.00**

#The post issue shareholding will be based on the

*1.outcome of the preferential offer of issue of Equity Shares with DVR to Promoter to be allotted by the Board of Directors and based on the final /actual allotment to be made. Hence the entire shareholding of preferential offer is shown separately above in the above Table in Post –**Issue under *Preferential offer (issue of Equity Shares with DVR to Promoter).**

DISCLOSURES UNDER SECTION 42 OF THE COMPANIES ACT, 2013 AND RULE 14 OF THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014 IS GIVEN BELOW:

1. **Particulars of the offer including the date of passing the Board Resolution:** The Board of Directors at their meeting held on 12.08.2026 have proposed to seek the approval of the shareholders by way of special resolution under section 42, 43(a)(ii), 62(1)(c), and other applicable provisions of the Companies Act, 2013 to offer, issue and allot Upto 25,000 (Twenty Five Thousand) DVR Equity Shares on private placement basis.

2. **Kinds of Securities offered and the price at which security is being offered:**

   DVR Equity Shares. Issue Price of ₹ 74.40 per DVR equity share as determined by the Board of Directors of the Company on the basis of valuation report obtained from a registered valuer.

3. **Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:** The issue price of ₹ 74.40 per DVR equity share (includes premium of ₹ 64.40 per DVR equity share) has been arrived at on the basis of the valuation report obtained from a registered valuer dated 10.08.2026.

4. **Name and address of valuer who performed valuation:** Mr. M. Alagar, Registered Valuer. IBBI Reg No. IBBI/RV/03/2018/10227.No. 250A, Maxworth Nagar, 4th Street, Kolathur, Chennai - 600 117

5. **Amount which the Company intends to raise by way of such Securities:** Aggregate consideration not exceeding ₹ 18,60,000 (₹ Eighteen Lakh Sixty Thousand Only).

6. **Material terms of raising such Securities, proposed time schedule, purposes or objects of offer, contribution being made by the Promoters or Directors either as part of the offer or separately in furtherance of objects principal terms of assets charged as Securities:**

   Material terms: The Board of Directors of the Company shall offer issue and allot upto 25,000 (Twenty Five Thousand) DVR Equity Shares of the Company on Private Placement basis to the Allottees as stated in the resolution.

   Proposed time schedule: The allotment shall be completed within the period prescribed under the Companies Act, 2013 and the rules made thereunder from the date of receipt of application moneys

   Objects of the Issue : To strengthen control over the total voting power and amount shall utilized for working capital and other general corporate purpose relating to the business of the company.

   Contribution being made by the Promoters or directors: Dr. K. Madeswaran, Promoter of the Company intends to subscribe to the entire proposed issue.

   Principal terms of assets charged as Securities: Not applicable

Section 62 of the Companies Act, 2013 provides that when it is proposed to increase the issued capital of the Company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in the manner as laid down in Section unless shareholders in general meeting decides otherwise by passing a Special Resolution. Therefore, your Board seeks the consent of the shareholders by way of special resolution as detailed in the Notice.

None of the Directors of the Company, Key Managerial Persons and their relatives is interested in the resolution, except to the extent of their shareholding and/or proposed subscription, if any.

The Board recommends the special resolution set out in **Item no. 13 of notice** for the approval of the members.

Item No.14

The Members of the Company had, at the **Extraordinary General Meeting held on 13th September, 2025,** approved the issue of up to **6,00,00,000 Equity Shares** on a private placement basis.

Pursuant to the said approval, the Company has issued and allotted **1,73,50,000 (One Crore Seventy-Three Lakhs and Fifty Thousand Only) Equity Shares**. The balance **4,26,50,000 Equity Shares** approved under the said resolution have neither been offered nor allotted, and the Board does not propose to utilise the remaining authority.

Accordingly, in the interest of maintaining clarity in the Company's capital authorisations and corporate records, the Board of Directors of the Company at its meeting held on 12th August, 2026 has recommended that the Members formally rescind the unutilised portion of the earlier approval relating to the balance **4,26,50,000 Equity Shares,** the proposed resolution will not affect the validity of the equity shares already issued and allotted pursuant to the earlier approval.

None of the Directors of the Company, Key Managerial Persons and their relatives is interested in the resolution, except to the extent of their shareholding and/or proposed subscription, if any.

The Board recommends the special resolution set out in **Item no. 14 of notice** for the approval of the members.

Item No.15

To meet the long-term capital requirements, to establish the new centers at Bengaluru and in Tamil Nadu, and to meet working capital requirements of above, and other general corporate purposes relating to the business of the company, additional funds are required by the Company. Accordingly, to meet the aforesaid business requirements, the Board of Directors of the Company, at its meeting held on 12th August 2026, subject to approval of the members of the Company by way of a special resolution, has proposed to **offer, issue and allot upto 4,39,91,522 (Four Crore Thirty Nine Lakh and Ninety One Thousand and Five Hundred Twenty Two Only) partly paid up Equity Shares** of face value of ₹ 10/- each at an issue price of ₹ 62/- per share (including premium of ₹ 52/- per share), on a private placement basis, to **Dr. K. Madeswarana ("Identified Promoter")**, for an aggregate consideration not exceeding ₹ 272,74,74,364/- (₹ Two Hundred Seventy Two Crore and Seventy Four Lakh and Seventy Four Thousand Three Hundred Sixty Four Only).

As per Section 42 and Section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the applicable Rules made thereunder, approval of shareholders by way of Special Resolution is required for the proposed issue of up to 4,39,91,522 (Four Crore Thirty Nine Lakh and Ninety One Thousand and Five Hundred Twenty Two Only) partly paid up Equity Shares on a private placement basis to the Identified Promoter, subject to compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Accordingly, the approval of the shareholders is being sought, by way of a special resolution, **to offer, issue and allot in one or more tranches of up to 4,39,91,522** (Four Crore Thirty Nine Lakh and Ninety One Thousand and Five Hundred Twenty Two Only) **partly paid up Equity Shares to the Identified Promoter**, on a private placement basis, in one or more tranches.

The particulars of the issuance and allotment terms to the proposed issuance in pursuance to this aforesaid private placement shall be as under:

Disclosures under Section 62 of the Companies Act, 2013 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 are detailed as below:

Sl No	Heading	Particulars
1	Class of Shares	Equity shares
2	Date of passing the Board Resolution	12.08.2026
3	Objects of the issue	To expand the capital base and meet long-term capital requirements, establish the new center at Bangalore and various places in Tamil Nadu, working capital requirements and other general corporate purposes relating to the business of the company.
4	Total number of shares or other securities to be issued	Up to 4,39,91,522 (Four Crore Thirty Nine Lakh and Ninety One Thousand and Five Hundred Twenty Two Only) partly paid-up Equity Shares.
5	Payment terms of the Issue	• Application Money: ₹ 6.20 per share. (Face value of ₹ 1.00 and Premium of ₹ 5.20 per share) • The balance amount shall be payable in one or more calls as may be determined by the Board.
6	Amount which the Company intends to raise by way of the preferential offer of equity shares	Aggregate consideration not exceeding ₹ 272,74,74,364/- (₹ Two Hundred Seventy Two Crore and Seventy Four Lakh and Seventy Four Thousand Three Hundred Sixty Four Only)

7	The price or price band at/within which the allotment is proposed	Issue price of ₹ 62/- per equity share
8	Basis on which the price has been arrived at along with report of the registered valuer	The issue price of ₹ 62/- per equity share has been arrived at on the basis of the valuation report obtained from the registered valuer dated 10.08.2026
9	Name and address of the Registered Valuer who performed the valuation	Mr. M. ALAGAR., Registered Valuer. IBBI Reg No. IBBI/RV/03/2018/10227.No. 250A, Maxworth Nagar, 4th Street, Kolathur, Chennai - 600 117
10	Relevant date with reference to which the price has been arrived at	The relevant date for determining the issue price is 30.06.2026
11	The class or classes of persons to whom the allotment is proposed to be made	Promoter - Dr. K. Madeswaran
12	Intention of promoters, directors or key managerial personnel to subscribe to the offer	None of the promoters, directors or key managerial personnel of the Company intends to subscribe to proposed issue of partly paid up equity shares
13	The proposed time within which the allotment shall be completed	The allotment shall be completed within the period prescribed under the Companies Act, 2013 and the rules made thereunder
14	The name of the proposed allottees and the percentage of post preferential offer capital that may be held by them	Promoter - Dr. K. Madeswaran Percentage of Post preferential offer capital 26.25%
15	The change in control, if any, in the company that would occur consequent to the preferential offer	No change in control is envisaged consequent to the preferential offer .
16	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	During the year, the company has made one allotment of 11,00,000 equity shares of ₹ 10/- each at price of ₹ 62/- per share on preferential basis /private placement to 5 members during the BM dated 09.04.2026, (Current Financial year 2026-27) till the date of Notice.
17	The justification for the allotment proposed to be made for consideration other than cash together with the valuation report of the registered valuer	Not applicable
18	The pre issue and post issue shareholding pattern of the company in the following format	**See Annexure-A below**

Annexure-A

PRE-AND POST ISSUE SHAREHOLDING PATTERN [see item 18 above]

Sr. No	Category	Pre – Issue 31.07.2026		#Post - Issue	
		No of Shares held	% of Shareholding	No of Shares held	% of Shareholding
A	**Promoters Holding**				
1	Indian				
	Individuals	2,73,58,273	13.28	2,73,58,273	10.94
	Bodies Corporate				
2	Foreign Promoters				
	Sub Total (A)	**2,73,58,273**	**13.28**	**2,73,58,273**	**10.94**
B	**Non Promoters Holdings:**				
1	*Institutional Investors	-	-	-	-
2	Non Institution				
	Private Corporate Bodies	1,75,80,792	8.53	1,75,80,792	7.03
	Directors and Relatives	8,80,70,843	42.75	8,80,70,843	35.22
	Indian Public	7,25,34,070	35.21	7,25,34,070	29.01
	Others (including NRI's)	4,64,500	0.23	4,64,500	0.19
	Sub Total (B)	**17,86,50,205**	**86.72**	**17,86,50,205**	**71.45**
C	***Preferential Offer- (Issue of Equity shares with DVR to Promoter)**	-	-	25,000	0.01
D	****Preferential Offer- (Issue of Partly Paid-up equity shares to Promoter))**	-	-	4,39,91,522	17.59
	Grand Total(A+B+C+D)	**20,60,08,478**	**100.00**	**25,00,25,000**	**100.00**

#The post issue shareholding will be based on the

*1. outcome of the preferential offer of issue of Equity Shares with DVR to Promoter to be allotted by the Board of Directors and based on the final /actual allotment to be made. Hence the entire shareholding of preferential offer is shown separately above in the above Table in Post –Issue under ***Preferential offer (issue of Equity Shares with DVR to Promoter)**.

2. outcome of the preferential offer of Partly Paid-up Equity to Promoter to be allotted by the Board of Directors and based on the final /actual allotment to be made. Hence the entire shareholding of preferential offer is shown separately above in the above Table in Post –Issue under ****Preferential offer (Issue of Partly Paid-up equity shares to Promoter).

DISCLOSURES UNDER SECTION 42 OF THE COMPANIES ACT, 2013 AND RULE 14 OF THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014 IS GIVEN BELOW:

1. **Particulars of the offer including the date of passing the Board Resolution:** The Board of Directors at their meeting held on 12.08.2026 have proposed to seek the approval of the shareholders by way of special resolution under section 62(1)(c) and other applicable provisions of the Companies Act, 2013 to offer, issue and allot Upto 4,39,91,522 (Four Crore Thirty Nine Lakh and Ninety One Thousand and Five Hundred Twenty Two Only) partly paid-up Equity Shares on private placement basis.

2. **Kinds of Securities offered and the price at which security is being offered:** Partly Paid-up Equity Shares. Issue Price of ₹ 62/- per equity share as determined by the Board of Directors of the Company on the basis of valuation report obtained from a registered valuer.

3. **Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:** The issue price of ₹ 62/- per equity share (includes premium of ₹ 52/- per equity share) has been arrived at on the basis of the valuation report obtained from a registered valuer dated 10.08.2026

4. **Name and address of valuer who performed valuation:** Mr. M. Alagar, Registered Valuer. IBBI Reg No. IBBI/RV/03/2018/10227.No. 250A, Maxworth Nagar, 4th Street, Kolathur, Chennai - 600 117

5. **Amount which the Company intends to raise by way of such Securities:** Aggregate consideration not exceeding ₹ 272,74,74,364/- (₹ Two Hundred Seventy Two Crore and Seventy Four Lakh and Seventy Four Thousand Three Hundred Sixty Four Only).

6. **Material terms of raising such Securities, terms of payment, proposed time schedule, purposes or objects of offer, contribution being made by the Promoters or Directors either as part of the offer or separately in furtherance of objects principal terms of assets charged as Securities-**

Material terms: The Board of Directors of the Company shall offer issue and allot Upto 4,39,91,522 (Four Crore Thirty Nine Lakh and Ninety One Thousand and Five Hundred Twenty Two Only) partly paid-up Equity Shares on private placement basis to the allottee.

Payment terms: The proposed equity shares shall be issued as partly paid-up shares on the following terms:

- Application Money: ₹ 6.20 per share (Face value of ₹ 1.00 and Premium of ₹ 5.20 per share)
- The Balance amount shall be payable in one or more callas as may be determined by the Board.

Proposed time schedule: The allotment shall be completed within the period prescribed under the Companies Act, 2013 and the rules made thereunder from the date of receipt of application money.

Objects of the Issue: To meet long-term capital requirements, establish the new center at Bengaluru and various places in Tamil Nadu, working capital requirements and other general corporate purposes relating to the business of the company.

Contribution being made by the Promoters: Dr. K. Madeswaran, Promoter of the Company intends to subscribe to the entire proposed issue.

Principal terms of assets charged as Securities: Not applicable

Section 62 of the Companies Act, 2013 provides that when it is proposed to increase the issued capital of the Company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in the manner as laid down in Section unless shareholders in general meeting decides otherwise by passing a Special Resolution. Therefore, your Board seeks the consent of the shareholders by way of special resolution as detailed in the Notice.

None of the Directors of the Company, Key Managerial Persons and their relatives is interested in the resolution, except to the extent of their shareholding and/or proposed subscription, if any.

The Board recommends the special resolution set out in **Item no. 15 of notice** for the approval of the members.

For and on behalf of the board

Place: Coimbatore | **(Sd/-) CS K.Rangasamy**
Date: 12.08.2026 | **Company Secretary**

DIRECTORS' REPORT

Your Directors take pleasure in presenting the **14th Annual Report** of the Company together with the audited financial statements for the year ended 31st March 2026.

FINANCIAL HIGHLIGHTS:

(₹ in Lakhs)

Particulars	31.03.2026 (Current year)	31.03.2025 (Previous Year *)
Operating Income	**44890.37**	35698.50
Other Income	**591.78**	432.63
Total Income	**45482.15**	36131.13
Earnings before Interest, Tax, Depreciation & Amortization (EBITDA)	**8312.52**	7007.81
Profit Before Taxation (PBT)	**3360.90**	1348.16
Provision for Taxes:		
Current Tax (Including Provision)	**80.34**	91.34
MAT Tax	**587.22**	273.95
Less: MAT Credit Entitlement	**(587.22)**	(273.95)
Deferred Tax (Income)/Expenses	**669.59**	308.95
Profit After Taxation (PAT)	**2610.97**	947.88
Add: Other Comprehensive Income	**54.39**	24.58
Total Comprehensive Income for the year	**2665.35**	972.46

*Statement of profit and loss for period ended 31.03.2025 has been restated. (consequent to the Ind AS transition adoption and its adjustments)

RESULTS OF OPERATIONS:

The income from operations for the financial year 2025-26 was ₹ **44,890.36 Lakhs** registering an increase of **25.75% over** the previous year income of ₹ **35,698.50 Lakhs.**

Earnings before interest, tax, depreciation and amortization (EBITDA) for financial year 2025-26 were ₹ **8,312.52 Lakhs** over the previous year EBITDA of ₹ **7,007.81 Lakhs.**

Profit after tax (PAT) for the year was ₹ **2,610.97 Lakhs** over the PAT of ₹ **947.88 Lakhs** in year 2024-25.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES:

The Company does not have any Subsidiary Company, Joint Venture or Associate Companies as defined in the Companies Act, 2013.

DIVIDEND:

Based on Company's performance and considering the profit earned and availability of reserve, the Board of Directors are pleased to recommend, for the first time since the incorporation of the Company, **a dividend of ₹ 0.20 per share (2% of face value of ₹ 10/- each) for the Financial Year 2025-26 for approval of the members at the ensuing Annual General Meeting.** The dividend on equity shares, if approved by the members would involve a cash outflow of ₹ 412.01 Lakhs.

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of the Shareholder with effect from 01st April, 2020 and the Company is required to deduct tax at source from dividend paid to Shareholders at the prescribed rates.

The Board believes that the recommendation of dividend reflects the Company's strong financial performance, healthy cash flows, and commitment to delivering value to its esteemed shareholders while maintaining adequate resources for future growth and expansion.

TRANSFER TO RESERVES:

The Company does not transfer any amount out of the profits to reserves.

FINANCE:

Cash and Cash equivalents as at 31st March 2026, is **₹ 1,418.63 Lakhs.** The Company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters which are kept under strict check through continues monitoring.

DEPOSITS:

As per Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits), Rules, 2014, the Company has not accepted any deposits from the public during the year.

INTERNAL CONTROL SYSTEM:

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. Your Company has a proper and adequate system of internal controls. These controls ensure transactions are authorized, recorded and reported correctly and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition to that, there are operational controls, covering the entire spectrum of internal financial controls.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There are no significant and material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status and the Company's operations in future.

CHANGES IN NATUE OF BUSINESS, IF ANY:

During the year under review, there is no change in the nature of business of the company.

MATERIAL CHANGES AND COMMITEMNTS AFFECTING THE FINANICAL POSITION OF THE COMPANY:

There were no material changes and commitments affecting financial position of the Company which have occurred between the end of the financial year of the company to which the Financial statements relate and date of the report.

DIRECTORS RESPONSIBILITY STATEMENT:

In terms of the requirement of Section 134 (5) of the Companies Act, 2013, the Directors hereby confirm:

1) that in the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanations relating to material departures

2) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year **31st March, 2026** of the Company for that period.

3) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4) that the Directors have prepared the Annual Accounts on a going concern basis.

INFORMATION ON STATUS OF COMPANY'S AFFAIRS

The Company continues to carry on its business activities successfully and remains financially sound. During the year under review, the Company maintained stable operations and continued its focus on improving operational efficiency, service quality, and business growth.

The Company has undertaken various initiatives to strengthen its business operations and enhance stakeholder value. The management continuously reviews market conditions and business opportunities to ensure sustainable growth and long-term profitability.

No significant adverse event has occurred during the year which would materially affect the operations or financial position of the Company. The Directors are satisfied with the overall performance and state of affairs of the Company.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, The Board has carried out the annual performance evaluation of its own performance and Directors. The Performance evaluation of Independent Directors of your board was carried out during the year and the Board of Directors have expressed their satisfaction with the outcome of the evaluation process.

The performance evaluation of the Chairman of the Board and Non-Executive Directors was carried out by the Independent Directors. The Independent Directors have expressed their Satisfaction with the outcome of the evaluation process.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS:

There were no qualifications, reservations or adverse remarks made by the Auditor and Practicing Company Secretary in their report.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT.

There have been no frauds reported by the Auditors pursuant to Section 143 (12) of the Companies Act, 2013.

BOARD MEETINGS:

The Board of Directors met **Six times** during this financial year 2025-26

30th June 2025	14th Aug 2025	23rd August 2025
22nd Sep 2025	10th Oct 2025	28th March 2026

Attendance details of each Director at the Board meetings, Committee Meetings and at the Last Annual General Meeting are set out below:

S.No	Board of Directors	Board Meeting (6)	Audit Committee (4)	Nomination & Remuneration Committee (4)	CSR committee (2)	Annual / Extraordinary General Meeting (2)
1	Dr.K.Madeswaran	6	-	-	-	2
2	Dr.K.Chockalingam	5	-	-	-	1
3	Sri.K.P.Alagesan	4	-	-	2	2
4	Dr.S.P.Thiruppathy (upto 10.10.2025)	2	2	2	-	1
5	Smt.M.Shanmugapriya	2	-	-	-	1
6	Sri.K.M.Subramanian	2	-	1	-	1
7	Dr.S.Kalyanakumari	5	-	-	-	1
8	Dr.S.Paulvannan	4	-	-	-	-
9	Sri.M.P.Prabhu	6	4	-	-	2
10	Sri.K.K.Chandrasekar	5	4	-	-	1
11	Dr.N.Sudhakar	4	-	-	-	-
12	Dr.M.Sudhakaran	6	-	-	-	2
13	Dr.V.R.Pattabhiraman	5	-	-	-	-
14	Dr.P.Chokkalingam	6	-	-	-	2
15	Sri.K.Muthusamy	6	4	4	2	2
16	Sri.T.Balachander	4	-	3	1	2
17	Dr.Minu Madeswarn	4	-	-	-	-
18	Sri. P.Appukutty (w.e.f 14.08.2025)	3	2	1	-	2

The figures within brackets denote the number of meetings held during **1st April 2025 to 31st March 2026.**

KEY MANAGERIAL PERSONNEL:

The Key Managerial Personnel of the Company as stipulated under the Companies Act, 2013 are Dr. K. Madeswaran, Managing Director, Sri.T. Balachander, Director Finance Cum CFO and CS. K.Rangasamy, Company Secretary.

DIRECTORS RETIRE BY ROTATION:

Sri. THANGAVELU BALACHANDER (DIN: 09216680) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Dr. MINU MADESWARAN (DIN: 10383360) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

Dr.CHOCKALINGAM (DIN: 02558069) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Sri. K.P.ALAGESAN (DIN: 06389316) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Ms. M.SHANMUGAPRIYA (DIN: 07340739) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

Independent Director Appointment

To ensure continuity in the composition of the Board upon the completion of tenure of an existing Independent Director, **Sri.P. Appukutty (DIN 11197743)** was appointed as an Additional Director (Independent Director) w**ith effect from 14.08.2025,** subject to shareholders' approval. The same was regularized at the Annual General meeting held on 27.09.2025 for a period of five years (first -term of five consecutive year) **with effect from 27.09.2025 to 26.09.2030** and such appointment of Sri. P. Appukutty (DIN 11197743) Independent Director, shall not be subject to retirement by rotation in accordance with the Section 149 (13) of the Companies Act, 2013. The Board believes that his knowledge, experience and expertise will be of significant value to the Company.

Cessation of Independent Director

During the under review, the second consecutive term of **Dr.S.P.Thiruppathy, (DIN 07180226) Independent Director** of the Company has expired. Consequently, he ceased to be an Independent Director of the Company **with effect from 10.10.2025**, upon completion of the permissible tenure in accordance with the applicable provisions of the Companies Act, 2013.

The Board of Directors places on record its sincere appreciation for the valuable guidance, support and contributions made by **Dr.S.P.Thiruppathy, (DIN 07180226) Independent Director** during his association with the Company and wishes him success in all future endeavours.

STATUTORY AUDITORS:

The members had at the 11th Annual General Meeting held on 23rd September, 2023 approved the appointment of **M/s. JSR AND CO, Chartered Accountants, Tirupur, having Firm Registration No. 014137S** for a period of Five years from FY 2022-23 to 2026-27.

INTERNAL AUDIT:

CA.P.Vishnu Adithan, Practicing Chartered Accountant, was appointed as the Internal Auditor of the company to conduct the internal audit of our company.

Cost Audit:

In terms of Section 148 and other applicable provisions of the Companies Act 2013, read with Companies (Cost Records and Audit) Rules 2014, **CMA. G. Sivagurunathan, Cost Accountant, (Membership No. 23127)**, Coimbatore was appointed as Cost Auditor of the company by the Board on recommendation of Audit Committee for the **Financial Year 2025-26**. The report of the cost auditors will be filed with ROC on due date.

SECRETARIAL AUDIT/AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed **CS.R.Mahalingam (CP No.8399)**, Practicing Company Secretary to undertake the Secretarial Audit of the Company for the **financial year 2025-26.**

As required under section 204 (1) of the Companies Act, 2013 the company has obtained a Secretarial Audit Report. The Company Secretary in Practice has made its observation in **Secretarial Audit Report (MR 3) which is annexed herewith as "Annexure III"**

COMPLIANCE OF SECRETARIAL STANDARDS:

The Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India from to time.

DECLARATION FROM INDEPENDEDNT DIRECTORS ON ANNUAL BASIS:

The Company has received necessary Declaration of Independence from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company met with the criteria of their Independence laid down in Section 149(6).

STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

SHARE CAPITAL:

The Company has not bought back any of its securities during the year under review. The Company has not issued any Sweat Equity Shares, Bonus Shares, Equity Shares with Differential Rights, and Employees Stock Option Plan to the employees during the year under review.

During the year the paid-up Equity Share capital of the company has increased from ₹ 188,65,84,780 to ₹ 204,90,84,780 by way of allotment of 1,62,50,000 equity shares on Private Placement basis with approval of members.

During the year the Authorized Share Capital remain unchanged.

CREDIT RATING:

Infomerics Valuation and Rating Private Ltd (IVR) has affirmed the Credit Rating of your company's Long term bank facilities **"IVR BBB" (IVR Triple B: Outlook: Stable).**

HOSPITAL ACCREDITATION:

Your hospital has obtained **NABH Certification, JCI, SRC & CARF accreditation** which is recognized by global leader in health care accreditation for our Multi Speciality Hospital with intent to provide the high standards of safety and quality care to the patients at international level.

AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

During the financial year under review, Sri. P.Appukutty, Independent Director, was appointed as a member of the Committee with effect from 14.08.2025 and Dr. S.P.Thiruppathy - Independent Director, ceased to be a member of the Audit Committee with effect from 10.10.2025. **Consequently, the Board of Directors reconstituted the Audit Committee and its functions** in accordance with its terms of reference and the applicable provisions of the Section 177 of the Companies Act, 2013. All recommendations made by the Audit Committee during the year were accepted by the Board.

1.	Sri. K.Muthusamy	-	Independent Director (Chairman)
2.	Dr. S.P.Thiruppathy	-	Independent Director (upto 10.10.2025)
3.	Sri. P.Appukutty	-	Independent Director (Member) (w.e.f 14.08.2025)

4. Sri. M.P.Prabhu - Director (Member)

5. Sri. K.K.Chandrasekar - Director (Member)

NOMINATION AND REMUNERATION COMMITTEE:

During the financial year under review, Sri. P.Appukutty, Independent Director, was appointed as a member of the Committee with effect from 14.08.2025 and Dr. S.P.Thiruppathy - Independent Director, ceased to be a member of the Nomination and Remuneration Committee with effect from 10.10.2025. Consequently, the **Board of Directors reconstituted the Nomination and Remuneration Committee and its functions** in accordance with its terms of reference and the applicable provisions of the Section 178 of the Companies Act, 2013. All recommendations made by the Nomination and Remuneration Committee during the year were accepted by the Board.

1. Sri. K.Muthusamy - Independent Director (Chairman)

2. Dr. S.P.Thiruppathy - Independent Director (upto 10.10.2025)

3. Sri. P.Appukutty - Independent Director (Member) (w.e.f 14.08.2025)

4. Sri. K.M. Subramanian - Director (Member)

5. Sri. T.Balachander - Director (Member)

STAKEHOLDER RELATIOSHIP COMMITTEE:

In pursuance of the applicable provisions of Section 178(5) of the Companies Act, 2013 a committee of Directors consisting of Two Directors as Stakeholders Relationship Committee to consider and resolve the investors grievance and complaints etc.

1) Sri. T.Balachander - Director (Chairman)

2) Sri. K.P.Alagesan - Director (Member)

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

In pursuance of the applicable provisions of Section 135 of the Companies Act, 2013 a committee of Directors consisting of Three Directors as Corporate Social Responsibility Committee.

1) Sri. K.Muthusamy - Independent Director (Chairman)

2) Sri. K.P.Alagesan - Director (Member)

3) Sri. T.Balachander - Director (Member)

During the year 2025-26 in pursuance of the recommendations of the CSR Committee, the Company had contributed **₹ 37.04 Lakhs being 2% of the last three years' average net profit of the Company** towards implementing the CSR activities.

Annual Report on CSR as required under Section 135 read with schedule VII and other applicable provisions of the Companies Act, 2013 is appended as **"Annexure - I"** to this report.

The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. **https://www.royalcarehospital.in/policies/**

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of the employees of the company will be provided upon request.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO:

The provisions of section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 relating to the conservation of energy, technology absorption to the company is as under:

CONSERVATION OF ENERGY:

During the year, your company has taken significant measures to reduce the energy consumption by using energy-efficient equipment and constantly evaluates & invests in new technology to make its infrastructure more energy efficient.

The following energy saving measures were adopted during the year **2025-2026.**

- Optimal Utilization of Chillers and EC Plug fan mounted AHUs.
- Conversion of conventional Chillers and condenser pumps to energy efficient VFD mounted power friendly pumps.
- Conversion of ceiling fans into BLDC fans.
- Replacement of conventional centrifugal pumps with Hydro Pneumatic Pumps.

The Company sourced power generated from alternate sources like solar energy etc., thereby achieving substantial savings.

TECHNOLOGY ABSORPTION:

During the year, your Company has brought the best that the world has to offer in terms of technology. In its continuous endeavor to serve the patients better and to bring healthcare of international standards,

During the year 2025-26 Investment in Medical Equipment and lifesaving equipment's amounts to ₹ **5201.97 Lakhs**. (Previous Year ₹ 781.05 Lakhs),

FOREIGN EXCHANGEES OUTGO AND EARNED:

Total Foreign Exchange used is ₹ **7.41 Lakhs** during the year. (Previous year ₹ **116.11 Lakhs**)

Total Foreign Exchange earned is ₹ **186.22 Lakhs** during the year. (Previous year ₹ **195.16 Lakhs**)

HUMAN RESOURCES DEVELOPMENT:

Your hospital provides paramount importance to human resources development and provide congenial atmosphere and frame work for helping employees to develop their personal and organizational skills, knowledge and abilities. Your Hospital believes in developing the most superior workforce so that organization and individual employees can accomplish their work goals by providing improved service to the patients.

INDUSTRIAL RELATIONS:

Industrial relations continue to be cordial and the Directors appreciate the co-operation extended by the employees at all levels.

PARTICULARS OF LOAN, GUARANTEE AND INVESTMENT:

During the year the company has not provided any loan, under Section 186 of the Companies Act, 2013.

During the year the company has not provided any Corporate Guarantee under Section 186 & 188 of the Companies Act, 2013.

During the year the company has made investment of ₹ **30 Lakhs**, under Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS:

During the year under review, all transactions with related parties were in the ordinary course of business and on an arm's length basis and approved by the Audit Committee. The details of related parties transactions which are not in arm's length basis and which are material significant in nature requiring disclosure **in Form AOC - 2** is annexed herewith as **"Annexure - II"** forming part of the report.

The details of related party transactions **during the financial year 2025-26**, including transactions with person or entity belonging to the Promoters/Director/relatives are provided in the accompanying general notes.

ANNUAL RETURN:

Pursuant to Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return is available on the website of the Company on the following **Link: https//www.royalcarehospital.in**

INSURANCE:

The Company's properties, equipment and stocks are adequately insured against all major risks.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has set up vigil mechanism for Directors and Employees to report their genuine concerns, During the Financial Year, no complaints or concerns were received by the Chairman of the Audit Committee under the Vigil Mechanism.

Vigil Mechanism and Whistle Blower Policy is available in the Company's website: https://www.royalcarehospital.in/policies/

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The company has in place an Anti-Harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There was no complaint received from any employee during the year and there is no complaint is outstanding as on 31st March 2026 for redressal.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE,2016 DURING THE YEAR:

No applications have been made against the Company during the year under review and no proceeding are pending against the Company under the Insolvency and Bankruptcy Code, 2016. The Company has not done any one time settlement with any Bank or Financial Institutions.

ACKNOWLEDGEMENT:

Your company and its directors wish to extend their sincere thanks to the Members of the Company, State Government, Local Bodies, Banks & Financial Institutions, Suppliers, Executives, Consultant Doctors, Staff at all levels for their continuous co-operations and assistances.

BY ORDER OF THE BOARD

For ROYAL CARE SUPER SPEICALITY HOSPITAL LTD

	(Sd/-)	**(Sd/-)**
	Dr.K.MADESWARAN	**Dr.K.CHOCKALINGAM**
Place: Coimbatore	**Managing Director**	**Director**
Date: 12.08.2026	**DIN 06389218**	**DIN 02558069**

ANNEXURE TO DIRECTORS' REPORT

ANNEXURE -I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. **A Brief outline of the CSR Policy of the Company:**

   The CSR Policy of the Company is creating a meaningful and lasting impact on the communities in remote areas by helping them transcend barriers of socio-economic development and Extending Comprehensive Integrated Healthcare Services to the community. During the year, the company-initiated CSR activities in line with CSR policy of the company and within the purview of Schedule VII of the Companies Act, 2013.

2. **Composition of CSR Committee:**

S. No.	Name of the Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Sri.K.Muthusamy	Chairman - Independent Director	2	2
2.	Sri.T.Balachander	Member - Director	2	1
3.	Sri.K.P.Alagesan	Member - Director	2	2

3. Provide the web link(s) where composition of CSR Committee, CSR policy and CSR Projects approved by the Board are disclosed on the website of the company : **https://www.royalcarehospital.in/policies/**

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. : **Not Applicable**

5. (a) Average net profit of the company as per section 135 (5) — **₹ 18,51,89,980.86/-**

   (b) Two percent of average net profit of the company as per section 135(5) — **₹ 37,03,799.62/-**

   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years — -

   (d) Amount required to be set off for the financial year, if any — **₹ 796.43/-**

   (e) Total CSR obligation for the financial year (b + c – d). — **₹ 37,03,003.19/-**

6. **(a) Amount spent on CSR Projects:**

   (i) On going Project — -

   (ii) Other than on going Project — **₹ 37,03,800/-**

   (b) Amount spent in Administrative Overheads. — -

   (c) Amount spent on Impact Assessment, if applicable. — -

   (d) Total amount spent for the Financial Year [(a)+(b)+(c)]. — **₹ 37,03,800/-**

(e) **CSR amount spent or unspent for the Financial Year:**

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
37,03,800/-	Nil				

f) Excess amount for set off, if any:

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	37,03,003.19*
(ii)	Total amount spent for the Financial Year	37,03,800.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	796.81
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	796.81

* Amount of CSR obligation after set-off of excess amount spent in the previous financial year.

7. (a) Details of Unspent CSR amount for the preceding three financial years: Nil

Sl. No.	Preceding Financial Year. (in ₹)	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in unspent CSR Account under Section 135(6) (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a fund specified under Schedule VII as per second proviso to section 135(5), if any.		Amount remaining to be spent in succeeding financial years. (in ₹)
					Amount (in ₹)	Date of Transfer	
1.	FY	NIL	NIL	NIL	NIL		NIL

8) Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

If Yes, enter the number of Capital assets created / acquired: **Not Applicable**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): **Not Applicable**

For and on behalf of the CSR Committee

(Sd/-) K.Muthusamy
Chairman of CSR Committee
Independent Director
DIN : 08196322

(Sd/-) T.Balachander
Member of CSR Committee
Director
DIN: 09216680

Place: Coimbatore
Date: 12.08.2026

ANNEXURE II

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of Contracts or arrangements or transactions not at arm's length basis - **NIL**

2. Details of Material Contracts or arrangement or transactions at arm's length basis :

A	**Name of the related party**	**RMC Medical Services Private Limited**	**Sabari Constructions Technologies Private Ltd**
	Nature of relationship	Private company in which a director or his relative is a member or director.	Private company in which a director or his relative is a member or director.
B	Nature of contracts/ arrangements/transactions.	1. Purchase of Medicine,Surgical, and Consumable items etc. 2. Lease Medical Equipment Rental Payment and allied services.	1. Expansion of Hospital Building and other allied Services. -Phase III Project 2. Canteen Sales/OP Bill/Rent Receipt on vacant Land etc. 3. Repairs and Maintenance etc.
C	Duration of the contracts/ arrangements/ transactions	01.04.2025 to 31.03.2026	01.04.2025 to 31.03.2026
D	Salient terms of the contracts or arrangements or transactions including the value, if any;	Maximum Transaction value shall be decided by Board	Maximum Transaction value shall be decided by Board
E	Date(s) of approval by the Board, if any.	29^{th} March, 2025	29^{th} March, 2025
F	Amount paid / received as advances, if any.	NIL	NIL

For and on behalf of the Board

Place: Coimbatore
Date: 12.08.2026

(Sd/-)
Dr.K.MADESWARAN
Managing Director
DIN 06389218

(Sd/-)
Dr.K.CHOCKALINGAM
Director
DIN 02558069

ANNEXURE - III

SECRETARIAL AUDIT REPORT

To

The Members
Royalcare Super Speciality Hospital Limited
(CIN: U85100TZ2012PLC018984)
No 1/520 Neelambur Village
Sulur Taluk, Coimbatore - 641062

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibilities of the management of the Company. My responsibility is to express an opinion on these secretarial records, systems, standards and procedures, based on audit.
2. Further, our audit report is limited to the verification and reporting of the statutory compliances on laws/ regulations/ guidelines listed in our report and the same pertain to the Financial Year ended on **31st March, 2026.**
3. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
4. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

(Sd/-) R. Mahalingam
Company Secretary in Practice
FCS 7709 CP.NO. 8399
PRB NO. 6696/2025
UDIN: F007709H001083003

Place: Coimbatore
Date: 12.08.2026

FORM NO.MR-3
SECRETARIAL AUDIT REPORT
(FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026)

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members
Royalcare Super Speciality Hospital Limited
(CIN: U85100TZ2012PLC018984)
No 1/520 Neelambur Village
Sulur Taluk, Coimbatore – 641062

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Royalcare Super Speciality Hospital Limited (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2026,** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Royalcare Super Speciality Hospital Limited ("the Company") for the financial year ended on **31st March 2026** ('Audit Period') according to the provisions of:

i. The Companies Act, 2013 (the Act) and the Rules made thereunder and applicable provisions of the Companies Act 1956;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder; (not applicable during the year under review)

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (not applicable during the year under review)

iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;(not applicable during the year under review)

v. the Securities and Exchange Board of India Act, 1992 ('SEBI Act') - **Not applicable to the Company during the Audit Period);**

vi. The following other laws specifically applicable to the company:

   a. The Medical Termination of Pregnancy Act, 1971

   b. The Medical Termination of Pregnancy Rules, 1975

   c. The Medical Termination of Pregnancy Regulations, 1975

d. The Pre-Conception and Pre-Natal Diagnostic Techniques (Prohibition of Sex Selection Act, 1994)

e. The Pre-Natal Diagnostic Techniques (Regulation and Prevention of Misuse) Rules, 1996

f. Blood Bank Rules under Drugs and Cosmetics (Second Amendment) Rules, 1999

g. The Transplantation of Human Organs and Tissues Act, 1994

h. The Environment Protection Act, 1986 & Bio-Medical Waste (Management & Handling) Rules, 1998

i. The Pharmacy Act, 1948

j. Indian Medical Council Act, 1956

k. The Tamil Nadu Narcotic Drugs Rules, 1985

l. The Registration of Births and Deaths Act, 1969

m. Drugs and Cosmetic Act, 1940

I have relied on the representation made by the company and its officers for systems and mechanism formed by the company for compliances under other applicable Acts, Laws and Regulations to the Company.

I have also examined compliance with the applicable clauses of the following:

i) Secretarial Standards issued by The Institute of Company Secretaries of India.

ii) The Listing Agreements and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Not applicable to the Company during the Audit Period;**

I report that, during the period under review the Company has complied with the provisions of the above-mentioned Act, Rules, Regulations, Guidelines, Standards etc.,

I further report that, based on the information provided by the Company, its officers and authorised representatives during the conduct of the audit, and also on the review of periodical compliance reports by respective department heads/company secretary/CFO taken on record by the Board of Directors of the Company, in my opinion, adequate systems and process and control mechanism exist in the Company to monitor and ensure compliance with applicable financial/general laws like, direct and indirect tax laws, labour laws, and environmental laws.

I further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through and recorded as part of the minutes. No dissenting views were found in the minutes.

I further report that, there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period covered under the Audit, the Company there was no reportable specific action(s) having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, referred to above.

(Sd/-) R. Mahalingam
Company Secretary in Practice
FCS 7709 CP.NO. 8399
PRB NO. 6696/2025
UDIN: F007709H001083003

Place: Coimbatore
Date: 12.08.2026

INDEPENDENT AUDITORS' REPORT

To the Members of **ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED**

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of **ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED**, ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, including other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flow Statement for the year then ended, and notes to the financial statements , including material accounting policy information and other explanatory information (hereinafter referred to as the "financial statements").

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 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, 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 of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained by us is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701 is not applicable to the Company as it is a unlisted Company.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Board's Report & Management Discussion and Analysis including annexure's to the Board Report, Corporate Governance and Shareholder's Information, but does not include the financial statements, and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation 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 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, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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. As required by section 143 (3) of the Act, we report to the extent applicable 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 purpose of our audit;

   b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

   c. The Balance Sheet, Statement of Profit and Loss (including other comprehensive income), and the Cash Flow Statement 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, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended from time to time.

   e. On the basis of written representations received from the directors as on March 31, 2026, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013.

   f. With respect to adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate report in 'Annexure B',

   g. 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:

      i. The Company did not have any pending litigations as at March 31, 2026 which would impact its financial position in its financial statements ;

      ii. The Company did not have any long-term contracts including derivative contracts. Hence the question of any material foreseeable losses does not arise.

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a. The Management has represented that, to the best of it's knowledge and belief, as disclosed in notes 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.

b. The Management has represented, that, to the best of it's knowledge and belief, as disclosed in notes 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 Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

v. Based on such 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 (a) and (b) contain any material misstatement.

3. In our opinion and according to the information and explanations given to us, the company has not paid any remuneration during the year. Hence the provisions of section 197 of the companies act will not be applicable.

4. Based on our examination which included test checks, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares.

For **JSR & Co**
Chartered Accountants
Firm Registration No. 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No . 225492
UDIN : 26225492FKIAGO9255

Place : Coimbatore
Date : 12.08.2026

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

{Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" in the Independent Auditors' report of even date to the members of ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED on the financial statements for the year ended 31st March, 2026}

(i). a) A) According to the information and explanations given to us and the records of the Company examined by us, in our opinion the Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has maintained proper records showing full particulars of Intangible assets.

b) The Company has a regular program of physically verifying all the Property, Plant and Equipment in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the management during the year and no material discrepancies have been 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 the immovable properties which are free hold are held in the name of the company, as at balance sheet date. In respect of immovable properties given as collateral for loans from banks and financial institutions the title deeds were deposited with the said bank's/financial institutions.

d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2026.Accordingly paragraph 3 (i) (d) of the order is not applicable.

e) According to the information and explanation given to us and the records of the Company examined by us, in our opinion there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Accordingly paragraph 3(i) (e) of the order is not applicable.

(ii) a) As explained to us, inventories were physically verified by the management during the year at reasonable intervals. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on such physical verification, were less than 10% in aggregate for each class of inventory and have been properly dealt with in the books of account.

b) According to the information and explanations given to us and the records of the Company examined by us, the Company has not sanctioned working capital limits in excess of Rupees five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Accordingly, the requirement to report under clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanation given to us and based on the audit procedures performed, the Company has not made any investments in or provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions stated under clause 3(iii)(a), (b), (c), (d), (e) and (f) of the Order are not applicable to the Company.

(iv). According to the information and explanations given to us, there are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Act, are applicable and accordingly, the provisions stated under clause 3(iv) of the Order is not applicable to the Company.

(v). In our opinion and according to the information and explanations given to us and the records of the Company examined by us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules there under, to the extent applicable. Therefore, the clause (v) of para 3 of the order is not applicable to the Company.

(vi). We have broadly reviewed the books of account maintained by the Company in respect of Health Care Services rendered where the maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act and the rules framed there under and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) a) According to the information and explanations and records provided to us, in our opinion the undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, goods and service tax, customs duty, cess and other material statutory dues applicable to it have generally been regularly deposited by the Company with appropriate authorities though there has been slight delay in a few Cases.

According to the information and explanation given to us and based on the records of the Company examined by us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, sales tax,value added tax, customs duty, service tax, Goods and service tax, cess and any other material statutory dues were in arrears as at 31.03.2026 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and based on the records of the Company examined by us, the dues of Income-Tax, Customs Duty, Sales Tax, Service Tax,Goods and Service Tax, Value Added Tax, Excise Duty and Cess on account of any dispute, are as follows:

Nature of statute	Nature of Dues	Amount (₹ In Lakhs)	Period to which the amount relates (FY)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	48.06/-	01.04.2016 To 31.03.2017	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	TDS	15.59/-	01.04.2017 to 31.03.2018	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	-	01.04.2017 to 31.03.2018	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	TDS	2.11/-	01.04.2019 to 31.03.2020	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	2.14/-	01.04.2023 to 31.03.2024	Commissioner of Income Tax (Appeals)

(viii). In our opinion and according to the information and explanations given to us and based on the records, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on Clause 3(viii) of the Order is not applicable to the Company.

(ix) On the basis of verification of records, on an overall examination of the financial statements of the Company and according to the information and explanations given to us,

a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) The Company is not declared willful defaulter by any bank or financial institution or other lender.

c) The term loans were applied for the purpose for which the loans were obtained.

d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not utilized funds raised on short-term basis for long-term purposes.

e) According to the information and explanations given to us and on overall examination of the financial statements of the Company, the Company has not taken funds from any entities and persons on account of or to meet the obligations of its subsidiaries or associates.

f) According to the information and explanations given to us and based on the records of the Company examined by us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) a) According to the information and explanations given to us and based on the records, the company has not raised any money by way of initial Public Offer or further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made allotment of shares on Rights basis u/s 62 (1) and Private Placement u/s 42 of the Companies Act 2013, during the year. The company has utilized funds raised by way of preferential allotment and private placement of shares for the purposes for which they were raised.

(xi) a) During the course of our examination of the books and records of the company, carried out based upon the generally accepted auditing procedures performed for the purpose of reporting the true and fair view of the financial statements, to the best of our knowledge and belief and as per the information and explanations given to us by the Management, and the representations obtained from the Management, no material fraud on the Company has been noticed or reported during the year.

b) During the year, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditor's) Rules, 2014 with the Central Government. According to the information and explanations given to us and based on the information provided to us and records verified by us, the Secretarial Auditor and the Cost Auditor have not filed report in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors Rules, 2014 with the Central Government.

c) According to the information and explanations given to us and as represented to us by management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us by the Company, based on verifications of the records of the Company is in compliance with section 177 and 188 of Companies Act, 2013 wherever applicable, for all transactions with the related parties and the details of such transactions have been disclosed in the Financial Statements with applicable accounting standards.

(xiv)a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

b) The internal audit reports of the Company issued till the date of the financial statement for the period under audit have been considered by us.

(xv)In our opinion, and according to the information and explanations given to us during the year the Company has not entered into non-cash transactions with its Directors or persons connected with its directors, and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) a) Based on the information and explanations given to us by the Company, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, requirement to report on Clause 3(xvi) of the Order is not applicable to the Company.

b) The Company has not conducted any Non-Banking Financial or Housing Finance activities.

c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

d) There is no Core Investment Company as part of the Group; hence requirement to report on Clause 3(xvi) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year respectively.

(xviii) There has been no resignation of the statutory auditor during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios disclosed in notes to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 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) There is no unspent amount under section 135(5) of the Companies Act, 2013 pursuant to any project under CSR. Accordingly, Clause (xx) (a) & (xx) (b) of the Order is not applicable.

For **JSR & Co**
Chartered Accountants
Firm Registration No. 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No . 225492
UDIN : 26225492FKIAGO9255

Place : Coimbatore
Date : 12.08.2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on Legal and Regulatory Requirements of our report of even date)

Report on the Internal financial controls Over Financial Reporting under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of **ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED** ('the Company') as of **31st March 2026** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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 ('ICAI'). 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 the 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of internal Financial controls over Financial Reporting (the "Guidance Note") issued by ICAI and standards on Auditing prescribed under section 143(10) of the companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting 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 system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, 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 system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting 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 control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and disposition 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 authorizations of the management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the Inherent Limitations Of Internal Financial Controls Over Financial Reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2026, based on the criteria for internal financial control over financial reporting 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.

For **JSR & Co**
Chartered Accountants
Firm Registration No. 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No . 225492
UDIN : 26225492FKIAGO9255

Place : Coimbatore
Date : 12.08.2026

Balance Sheet as at 31.03.2026

(₹ in Lakhs)

Particulars	Note	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
I. ASSETS				
A. Non-Current Assets				
a) Property, Plant and Equipment	2	**61,080.13**	32,314.71	32,904.98
b) Right of use assets	3	**361.33**	2,963.53	3,902.83
c) Intangible Assets	4	**136.09**	162.71	161.61
d) Capital Work- in Progress	5	**30,092.31**	28,462.98	8,209.84
		91,669.86	63,903.93	45,179.26
e) Financial Assets				
i) Investment	6	**131.00**	116.00	116.00
ii) Other Financial Assets	7	**1,619.75**	2,585.18	2,483.48
g) Deferred Tax Assets (net)	8	**-**	343.19	661.61
h) Other non-current assets	9	**6,115.84**	6,775.72	3,020.78
Total non-current assets -(A)		**99,536.45**	73,724.02	51,461.13
B. Current Assets				
a) Inventories	10	**1,705.67**	1,657.15	1,330.82
b) Financial Assets				
i) Trade Receivables	11	**1,476.84**	2,198.91	2,343.65
ii) Cash and Cash Equivalents	12	**1,418.63**	777.10	249.41
iii) Bank Balances other than Cash and Cash Equivalents	13	**2,115.60**	4,635.90	2,475.53
iv) Other financial assets	14	**88.88**	73.66	105.27
c) Other current assets	15	**1,159.46**	1,006.63	846.31
Total current assets -(B)		**7,965.08**	10,349.35	7,350.99
Total Assets (A+B)		**1,07,501.53**	84,073.37	58,812.12
II EQUITY AND LIABILITIES				
A. Equity				
a) Equity share capital	16	**20,490.85**	18,865.85	17,101.78
b) Other equity	17	**24,558.92**	12,761.56	2,752.74
Total Equity -(A)		**45,049.77**	31,627.41	19,854.52
B. Non-Current Liabilities				
a) Financial liabilities				
i) Borrowings	18	**50,609.75**	38,884.21	24,457.85
ii) Lease liabilities	19	**299.42**	2,224.07	3,105.21
iii) Other financial liabilities	20	**148.95**	257.82	359.82
b) Deferred Tax Liabilities (net)	8	**347.37**	-	-
c) Provisions	21	**480.85**	425.78	513.77
d) Other non-current liabilities	22	**-**	-	-
Total non-current liability -(B)		**51,886.34**	41,791.88	28,436.65

Balance Sheet as at 31.03.2026 (Contd..)

(₹ in Lakhs)

Particulars	Note	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
C. Current Liabilities				
a) Financial liabilities				
i) Borrowings	23	**4,659.27**	3,633.08	4,679.80
ii) Lease liabilities	24	**96.74**	881.14	797.62
iii) Trade Payables	25			
(a) Due to micro and small enterprises		**467.05**	1,146.66	1,228.39
(b) Dues to others		**1,966.81**	2,295.13	1,770.23
iv) Other financial liabilities	26	**2,043.65**	1,780.55	1,332.28
b) Other Current Liabilities	27	**505.10**	434.40	282.98
c) Provisions	28	**826.80**	483.12	429.65
Total current liabilites-(C)		**10,565.42**	10,654.08	10,520.95
Total Equity and Liabilites (A+B+C)		**1,07,501.53**	84,073.37	58,812.12

Material Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Tirupur
Date : 12.08.2026

For and on behalf of the Board of Directors

(Sd/-)
Dr.K.Madeswaran
Managing Director
DIN : 06389218

(Sd/-)
Dr.K.Chockalingam
Director
DIN : 02558069

(Sd/-)
Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

Place : Coimbatore
Date : 12.08.2026

Statement of Profit & Loss for the Period Ended 31.03.2026

(₹ in Lakhs)

	Particulars	Note	As at 31.03.2026	As at 31.03.2025
I	**Revenue from operations**	29	**44,890.37**	35,698.50
II	**Other income**	30	**591.78**	432.63
III	**Total Income**		**45,482.15**	36,131.13
IV	**Expenses:**			
	Consumables -Hospital & Stores	31	**9,770.42**	7,344.66
	Purchase of Stock-in-Trade	32	**4,169.55**	3,430.84
	Consulting Charges to Doctors	33	**8,105.77**	6,754.35
	Employee Benefit Expense	34	**7,984.68**	6,485.61
	Finance Cost	35	**1,617.37**	2,224.10
	Depreciation and Amortization Expenses	36	**3,334.24**	3,435.55
	Other Expenses	37	**7,139.21**	5,107.85
	Total Expenses (IV)		**42,121.24**	34,782.96
V	**Profit/(Loss) before Tax**		**3,360.91**	1,348.17
VI	**Tax Expenses**			
	(1) Current Tax (Including Provisions)		**80.34**	91.34
	(2) MAT Tax		**587.22**	273.95
	Less : MAT Credit Entitlement		**(587.22)**	(273.95)
	(3) Deferred tax (Income)/Expenses		**669.60**	308.95
	(4) Taxation of earlier years		**-**	-
VII	**Profit for the year (VI-VII)**		**2,610.97**	947.88
VIII	**Other Comprehensive Income**			
	i) Item that will not be reclassified to profit or loss:			
	a) Remeasurement of post employment benefit obligations		**75.35**	34.06
	b) Changes in equity instruments measured at FVOCI		**-**	-
	ii) Income tax relating to items that will not be reclassified to profit or loss:		**(20.96)**	(9.48)
	Total Other Comprehensive Income for the year (VIII)		**54.39**	24.58
IX	**Total Comprehensive Income for the year (VII-VIII)**		**2,665.36**	972.46
X	**Earning per equity share (Face Value of Rs10/-) in Rupees**	41		
	(1) Basic		**1.33**	0.53
	(2) Diluted		**1.33**	0.53

Material Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Tirupur
Date : 12.08.2026

For and on behalf of the Board of Directors

(Sd/-)
Dr.K.Madeswaran
Managing Director
DIN : 06389218

(Sd/-)
Dr.K.Chockalingam
Director
DIN : 02558069

(Sd/-)
Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

Place : Coimbatore
Date : 12.08.2026

Statement of changes in equity

A. Equity share capital

Particulars	(₹ in lakhs)
Balance as at 1st April 2024	17,101.78
Changes in Equity share capital during the year	1,764 .07
Balance as at 31st March 2025	18,865.85
Changes in Equity share capital during the year	1,625.00
Balance as at 31st March 2026	20,490.85

B. Other equity

(₹ in lakhs)

Particulars	Reserves and Surplus			Share Application Money pending Allotment	Items of Other Comprehensive Income (OCI)		Total
	Capital Reserve	Securities Premium	Retained Earnings	Share Application Money	Remeasurement of post-employment benefit obligations	Equity instruments through OCI	
Balance as at April 1,2024	**-**	**2,988.37**	**(235.63)**	**-**	**-**	**-**	**2,752.74**
Add: During the year	-	9,036.36	-	-	-	-	9,036.36
Add: Profit for the year	-	-	1,504.99	-	-	-	1,504.99
Add: Other Comprehensive Income for the year (Net of taxes)	-	-	-	-	-	-	-
Less: Dividend	-	-	-	-	-	-	-
Add: Amount adjusted in reatined earnings		-	(557.12)	-	24.58	-	(532.53)
Balance as at March 31,2025	**-**	**12,024.73**	**712.25**	**-**	**24.58**	**-**	**12,761.56**
Add: During the year	-	-	-	682.00	-	-	682.00
Add: Security Premium		8,450.00	-	-	-	-	8,450.00
Add: Profit for the year	-	-	2,610.97	-	-	-	2,610.97
Add: Amount adusted in reatined earnings	-	-	-	-	-	-	-
Add: Other Comprehensive Income for the year (Net of taxes)	-	-	-	-	54.39	-	54.39
Less: Dividend	-	-	-	-	-	-	-
Balance as at March 31, 2026	**-**	**20,474.73**	**3,323.22**	**682.00**	**78.97**	**-**	**24,558.92**

Material Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Tirupur
Date : 12.08.2026

For and on behalf of the Board of Directors

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Dr.K.Madeswaran
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Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

Place : Coimbatore
Date : 12.08.2026

A.CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2026

(₹ in Lakhs)

	Particulars	2025-26	2024-25
A)	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit/(Loss) Before Taxation and after Exceptional Items	3360.90	1348.16
	ADJUSTMENTS FOR:-		
	Depreciation and Amortisation	3334.25	3435.55
	Interest Income	(312.93)	(351.04)
	Finance Cost	1617.37	1,973.63
	Non Cash Transactions	(143.81)	
	Loss/(profit) on Sale of Property,Plant & equipment (net)	(5.64)	-
	ADJUSTMENTS FOR:-		
	(Increase) / Decrease In Inventories	(48.52)	(326.33)
	(Increase) / Decrease In Trade Receivables	722.06	77.99
	(Increase) / Decrease In Other Financial Assets	(15.22)	(166.08)
	(Increase) / Decrease In Other Current Assets	(152.82)	31.62
	Increase / (Decrease) In Current Liability	695.72	25.55
	Income Tax Paid	(59.40)	(91.34)
	Net Cash Genrated from /(Used In) Operating Activity	8991.96	5,957.71
B)	**CASH FLOW FROM INVESTMENT ACTIVITIES**		
	Purchase of Fixed Assets	(8679.35)	(1806.25)
	Capital WIP	(24647.04)	(20253.14)
	Principal Repayment of		
	Proceeds from Sales	10.00	0.00
	Interest Received	312.93	328.32
	Net Cash Generated from (Used In) Investing Activities	(33003.46)	(21731.07)
C)	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Finance Cost	(1488.73)	(1973.63)
	Payment of Lease Liability	(472.00)	
	Increase in Share Capital & Reserves	10,811.39	10,800.43
	Increase / (Decrease) In Long Term Borrowings	11725.55	14,426.35
	Increase / (Decrease) In Long Term Lease Liability	0.00	(797.62)
	Increase / (Decrease) In Long Term Provisions	55.07	(53.92)
	Increase / (Decrease) In Long Term - Financial Liabilities	(108.88)	(112.00)
	(Increase) / Decrease In Non Current Assets	659.88	(3777.43)
	(Increase) / Decrease Financial Assets	965.43	(50.74)
	(Increase) / Decrease In Non Current Investments	(15.00)	-
	Net Cash From / (Used In) Financing Activities	22132.71	18,461.44
	Increase/ (Decrease) In Cash and Cash Equivalents (A+B+C)	(1878.79)	2688.06
	Cash and Cash Equivalents at the Beginning of the Year	5413.02	2,724.94
	Less: Bank Balances not considered as Cash & Cash equivalents as per Ind AS 7	2115.60	4635.90
	Cash and Cash Equivalents at the End of the Year (Refer No. 12)	1418.63	777.10
	Cash on Hand	1418.63	777.10
	Bank Balances other than Cash and Cash Equivalents	2115.60	4,635.90

Material Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Tirupur
Date : 12.08.2026

For and on behalf of the Board of Directors

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(Sd/-)
CS K.Rangasamy
Company Secretary

Place : Coimbatore
Date : 12.08.2026

B Changes in Liability arising from financing activities , disclosing changes arising from Cash and Non cash Flow :

(₹ in Lakhs)

Particulars	Non Current Borrowings (including Current Maturities)	Lease liability (including Current Maturities)
Opening Balance as at 1st April, 2024	**29,137.65**	**3,902.83**
Cash flows (Net) – Proceeds / Repayment)	13,379.63	(797.62)
Addition / Adjustments during the year – Impact on account of Ind AS 116	-	-
Termination of Lease - Impact on account of Ind AS 116	-	-
Closing Balance as at 31st March, 2025	**42,517.28**	**3,105.21**
Cash flows (Net) – Proceeds / Repayment)	12,751.74	(87.57)
Addition / Adjustments during the year – Impact on account of Ind AS 116		-
Termination of Lease - Impact on account of Ind AS 116		(2,621.48)
Closing Balance as at 31st March, 2026	**55,269.02**	**396.16**

The above cash flow has been prepared under the "Indirect Method" as set out in AS 7 - Statement of Cash Flow

Material Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Tirupur
Date : 12.08.2026

For and on behalf of the Board of Directors

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(Sd/-)
CS K.Rangasamy
Company Secretary

Place : Coimbatore
Date : 12.08.2026

Notes To The Financial Statements for the Year Ended 31St March 2026

Note 1 - Accounting Policies And Notes

A. CORPORATE INFORMATION

Royalcare Super Speciality Hospital Limited ('the Company') is a Public Limited company incorporated in the year of 2012 and having a registered office at No.1/520, Neelambur, Sulur Taluk, Coimbatore, Tamilnadu, India and commenced its hospital operation in the year of 2016.

The company is primarily engaged in running, owning and managing with flagship of Multi -Speciality Hospital at Coimbatore, and to enhance the quality of life of patients by providing comprehensive, high-quality international standard hospital services on a cost-effective basis.

B. MATERIAL ACCOUNTING POLICIES

I. General Information and Statement of compliance

These Financial Statements ('Financial Statements') of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act and Companies (Indian Accounting Standards) Amendment Rules, 2023.

The Company has uniformly applied the accounting policies during the periods presented.

The Company's Financial Statements were authorized for issue as per the resolution of the Board of Directors dated 12th August, 2026.

II. Basis of Preparation and Presentation

The Financial Statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The presentation of financial statement is based on Ind AS Schedule III of the Companies Act, 2013.

The Financial Statements have been prepared & presented on the historical convention and on accrual basis, except for the following material items in the Balance Sheet:

Financial assets are measured either at fair value or at amortised cost depending on their classification.

Employee defined benefit assets/ liabilities are recognised as the net total of fair value of plan assets, adjusted for actuarial gains/losses and the present value of defined benefit obligations;

Long term borrowings are measured at amortised cost using the effective interest rate method.

Assets held for sale are measured at fair value less cost to sell.

Right -of - use of assets are recognised at the present value of lease payments that are not paid on that date. This amount is adjusted for any lease payment made at or before the commencement of the lease and initial direct cost incurred, if any.

The Company's Financial Statements are reported in Indian Rupees which is also the company's functional currency.

III. Use of Estimates

The preparation of financial statements is in conformity with generally accepted accounting principles which require the management of the Company to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Application of accounting policies that require significant accounting estimates involving complex and subjective Judgements and the use of assumptions in these financial statements have been disclosed separately under the heading "Significant accounting Judgements, estimates and assumption".

IV. Current vs. Non – Current Classification

The entity presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is classified as current, when:

- It is expected to be realized or intended to be sold or consumed in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is expected to be realized within twelve months after the reporting period, or
- It is 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 classified as current, when:

- It is expected to be settled in 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 entity classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

V. Revenue Recognition

a) Revenue from Healthcare Services

The Healthcare services income include revenue generated from outpatients, which mainly consist of activities for physical examinations, treatments, surgeries and tests, as well as that generated from inpatients, which mainly consist of activities for clinical examinations and treatments, surgeries, and other fees such as room charges, and nursing care. The performance obligations for this stream of revenue include food & beverage, accommodation, surgery, medical/clinical professional services, investigation and supply of consumables and related products. The patient is obligated to pay for healthcare services at amounts estimated to be receivable based upon the Company's standard rates.

Revenue is recognized at the transaction price when each performance obligation is satisfied at a point in time when inpatient/outpatients has actually received the service. Revenue from health care patients, third party payers and other customers are billed at our standard rates net of contractual allowances or discounts to reflect the estimated amounts to be receivable from these payers.

Unbilled revenue: Unbilled revenue is recorded for the service where the patients are not discharged and invoice is yet to be raised for the service rendered.

b) Revenue from Sale of goods

Revenue from dietary / pharmacy sales, where the performance obligation is satisfied at a point of time, is recognized when the control of goods is transferred to the customer/ patient.

c) Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

d) Income from Sponsorships

Revenue from sponsorship is recognized when the amount of revenue and the cost incurred / together with the cost to be incurred to complete the transaction can be reliably measured with reference to the stage of completion of the transaction at the end of the reporting period.

e) Leases

The Company as lessor:

Rental income from leases is recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases, such increases are recognised in the period in which such benefits accrue.

The Company as lessee

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date except for short term leases (defined as leases with a lease term of 12 months or less) or leases of low value assets. 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 or after the end of lease period. 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 are 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. 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.

f) Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

VI. Leases

Leases are classified as finance leases wherever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are treated as operating lease.

a) The company as lessor

Asset subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognized in the statement of profit and loss on a straight line basis over the term of the relevant lease except to the extent that the lease payments are structured to compensate for the expected inflationary cost. Costs including depreciation are recognized as an expense in the statement of profit and loss.

b) The company as lessee

Operating lease payments are recognized as an expense in the statement of profit and loss on a straight line basis over the lease term except to the extent that the lease payments are structured to compensate for the expected inflationary cost.

VII. Foreign Currency Transactions

Initial Recognition:

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Subsequent Recognition:

As at the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Treatment of Exchange Differences:

All monetary assets and liabilities in foreign currency are restated at the end of accounting period at the closing exchange rate and exchange differences on restatement of all monetary items are recognized in the Statement of Profit and Loss.

VIII. Borrowing costs

Borrowing costs attributable to the acquisition or construction of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

All the other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

IX. Employee Benefits

a) Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the contributions. Liabilities with regard to the Gratuity plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. Re-measurement comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) is reflected immediately in the statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

i. Service cost (including current service cost, past service cost, as well as gains/losses on curtailments and settlements);

ii. Net interest expense or income; and

iii. Re-measurement.

The Company presents the first two components of defined benefit costs in the Statement of Profit and Loss in the line item 'Employee benefits expense'. The retirement benefit obligation recognized in the Balance Sheet represents the actual deficit or surplus in the Company's defined plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

b) Short-term and other long-term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries and annual leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liability recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

X. Taxation

Income tax expense comprises current tax and the net change in the deferred tax asset or liability during the year.

a) Current Tax

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961, and based on the expected outcome of assessments/ appeals.

b) Minimum Alternate Tax (MAT)

Minimum Alternate Tax (MAT) paid as current tax expense in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as tax credit and recognized as deferred tax asset when there is reasonable certainty that the Company will pay normal income tax in the future years and future economic benefit associated with it will flow to the Company. The carrying amount is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

c) Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profits. These are quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax assets are recognized and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exist to set off current tax assets against current tax liabilities and deferred tax assets/deferred tax liabilities relate to same taxable entity and same taxation authority.

The carrying amount of deferred tax assets are 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 recognized.

d) Current and Deferred Tax for the year

The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in other comprehensive income / equity and not in the Statement of Profit and Loss. 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.

XI. Property, Plant and Equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment loss, if any.

Depreciation is provided for property, plant and equipment so as to write off the cost over their estimated useful lives based on evaluation. The estimated useful lives and residual value are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. Based on technical evaluation, the management believes that its estimates of useful lives as given below best represent the period over which management expects to use these assets.

Depreciation on Property, Plant and Equipment (PPE) are provided under Written Down Value (WDV) method as per the useful lives and manner prescribed under Schedule II to the Companies Act, 2013. The residual value is 5% of the original cost. The estimated useful lives are as mentioned below:

Type of Asset	Useful life as per schedule II (No. of Years)
1. Buildings	60
2. Furniture and fittings	10
3. Plant and medical equipment	13
4. Office equipment	5
5. Vehicles	8
6. Computer & Printer	3
7. Electrical Fittings & Genset	10
8. Air Conditioner/ Lift/STP	15

Where the cost of a part of the PPE is significant to the total cost of the PPE and if that part of the PPE has a different useful life than the main PPE, the useful life of that part is determined separately for depreciation.

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.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

XII. Intangible Assets

Intangible assets are recognised only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Computer software licenses are capitalised on the basis of costs incurred to acquire and bring to use the specific software. Operating software is capitalised and amortised along with the related fixed asset. Other software is amortised, on a straight-line basis over a period of six years based on management's assessment of useful life.

XIII. Impairment of Property, Plant and Equipment and Intangible Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than it carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

XIV. Inventories

Inventories are valued at lower of cost and estimated net realizable value. Cost is arrived at on First-in-First Out (FIFO) basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated costs necessary to make the inventory saleable.

XV. Provisions

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value unless otherwise required by the standard and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance

Sheet date and adjusted to reflect the current best estimates.

XVI. Earnings Per Share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease earnings per share from continuing operations. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

XVII. Financial Instruments:

a) Financial assets

Initial recognition and measurement

All financial assets are initially recognized at fair value. For financial assets not recorded at fair value through profit or loss, transaction costs attributable to the acquisition are added. However, trade receivables that do not contain a significant financing component are measured at the transaction price.

Equity investments (other than investments in subsidiaries and joint ventures):

All equity investments within the scope of Ind AS 109, 'Financial Instruments', are measured at fair value either through Statement of Profit and Loss or other comprehensive income. Company makes an irrevocable election to present in OCI the subsequent changes in the fair value on an instrument-by-instrument basis. The classification is made on initial recognition.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, impairment gains or losses and foreign exchange gains and losses, are recognized in the OCI. Any gains or losses on derecognition is recognized in the OCI and are not recycled to the statement of profit or loss.

b) Financial Liabilities

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and transaction cost (if any) that is attributable to the acquisition of the financial liabilities is also adjusted.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

i) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are de-recognized as well as through the EIR amortization process. Amortized 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 amortization is included as finance costs in the statement of profit and loss.

ii) Trade and other payables

These amounts represent liabilities for goods or services provided to the Company which are unpaid at the end of the reporting period. Trade and other payables are presented as current liabilities when the payment is due within a period of 12 months from the end of the reporting period. For all trade and other payables classified as current, the carrying amounts approximate fair value due to the short maturity of these instruments. Other payables falling due after 12 months from the end of the reporting period are presented as non-current liabilities and are measured at amortized cost unless designated as fair value through profit and loss at the inception.

XVIII. Impairment of Financial assets:

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition.

XIX. Fair value measurement:

The Company measures financial instruments at fair value at each Balance Sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, or

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level Input that is significant to the fair value measurement as a whole) at the end of each reporting period.

XX. Cash and Cash Equivalents:

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in 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, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

XXI. Significant accounting Judgements, Estimates and Assumptions:

The preparation of Financial Statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies:

a) Useful lives of depreciable assets:

Management reviews the useful lives of depreciable assets at each reporting period. As at year end, the management assessed that the useful lives represent the expected utility of the assets to the Company. Such lives are dependent upon an assessment of both the technical lives of the asset and also their economic lives based on various internal and external factors including efficiency and operating costs. Accordingly, depreciation lives are reviewed annually using the best information available to the management.

b) Provision and contingent liability:

Provisions and liabilities are recognised in the period when it becomes probable that there will be future outflows of funds from past events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change.

On an ongoing basis, the Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in Financial Statements. Loss contingencies that are considered possible are not provided for but disclosed as contingent liabilities in the Financial Statements. Contingencies, the likelihood of which is remote, are not disclosed in the Financial Statements.

c) Leases:

Significant judgements are required in the assumptions made in order to determine the ROU asset and lease liability. The assumptions and estimates include application of practical expedients, selection of accounting policy choices, assessment of lease term, and determination of applicable incremental borrowing rate, among others.

XXII. Accounting policy for segment reporting.

The company is operating in one segment of business only (i.e) Healthcare services.

Based on the guiding principles given in accounting standard on the Segment Reporting (Ind AS 108) issued by the ICAI, there is only one Reportable segment namely Healthcare and related activities. As the company's business activity is interrelated, the disclosure requirement of (Ind AS 108) in this regard does not arise.

XXIII. Financial Risk Management

Cash and Cash Equivalents (for the purpose of Cash Flow Statement).

Cash comprises cash on hand, cheques and demand drafts on hand, balances with banks in current accounts / demand deposits. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Bank balances other than the balance included in cash and cash equivalents represents balance on account of margin money deposit with banks and balances in earmarked Escrow accounts.

Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of 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 based on the available information.

Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

XXIV. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are determined based on the best estimate required to settle the obligation at the balance sheet date and measured using the present value of cash flows estimated to settle the present obligations (when the effect of time value of money is material). These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liability is disclosed for;

(i) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or

(ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

The Company does not recognize a contingent liability but discloses its existence in the Financial Statements. Contingent assets are only disclosed when it is probable that the economic benefits will flow to the entity.

XXV. Exceptional Items

Exceptional items are items of income and expenses which are of such size, nature or incidence that their separate disclosure is relevant to explain the performance of the Company.

Note 2 - Property, Plant and Equipment (PPE) (₹ in Lakhs)

Particulars	Land	Buildings	Leasehold/Temporty Structure Buildings	Furniture and Fixtures	Office Equipment	Plant & Equipment	Computers	Vehicles	Total
Cost / Deemed Cost									
As at 1st April, 2024	8,139.94	19,043.56	-	643.80	31.90	4,858.11	91.55	96.12	32,904.98
Additions during the year 2024-25	-	97.38	96.69	211.83	36.58	1,168.98	73.22	151.39	1,836.07
Disposals during the year 2024-25	-	-	-	-	-	-	-	-	-
As at 31st March, 2025	**8,139.94**	**19,140.94**	**96.69**	**855.63**	**68.48**	**6,027.09**	**164.77**	**247.51**	**34,741.05**
Additions during the year 2025-26	-	24,121.05	-	608.22	43.69	6,444.00	353.56	73.10	31,643.62
Disposals during the year 2025-26	-	-	-	-	-	69.92	-	-	69.92
As at 31st March, 2026	**8,139.94**	**43,261.99**	**96.69**	**1,463.85**	**112.17**	**12,401.17**	**518.33**	**320.61**	**66,314.75**
Accumulated depreciation and									
Impairment									
As at 1st April, 2024	-	-	-	-	-	-	-	-	-
Depreciation Charged during 2024-25	-	928.32	29.51	194.99	17.87	1,127.79	69.71	58.15	2,426.34
Depreciation on disposals / adjustement during 2024 - 25	-	-	-	-	-	-	-	-	-
As at 31st March, 2025	**-**	**928.32**	**29.51**	**194.99**	**17.87**	**1,127.79**	**69.71**	**58.15**	**2,426.34**
Depreciation Charged during 2025-26	-	967.90	30.28	235.65	30.21	1,377.00	164.18	68.63	2,873.85
Depreciation on disposals / adjustement during 2025 - 26	-	-	-	-	-	65.57	-	-	65.57
As at 31st March, 2026	**-**	**1,896.22**	**59.79**	**430.64**	**48.08**	**2,439.22**	**233.89**	**126.78**	**5,234.62**
Carrying Value									
As at 31st March, 2026	8,139.94	41,365.77	36.90	1,033.21	64.09	9,961.95	284.44	193.83	61,080.11
As at 31st March, 2025	8,139.94	18,212.62	67.18	660.64	50.61	4,899.30	95.06	189.36	32,314.71
As at 1st April, 2024	8,139.94	19,043.56	-	643.80	31.90	4,858.11	91.55	96.12	32,904.98

Notes to Financial Statements (₹ in Lakhs)

1) The title deeds of all the Immovable Properties, disclosed in the financial statements, are held in the name of the Company

2) Property, Plant and Equipment has been given as security against borrowing availed by the Company, are stated in Note No. 18

3) The company has elected to use the exemption available under Ind AS 101 to continue the carrying value for all its Property, Plant and Equipment as recognised in the financial statements as at the date of transition to Ind AS(s), measured as per previous GAAP and use that as its deemed cost as at the date of transition (April 1, 2024).

Note 3 -Right of use assets (₹ in Lakhs)

Particulars	Medical Equipment	Total
Gross Carrying Value		
As at 1st April, 2024	3,902.83	3,902.83
Additions for the year		-
Disposals/Adjustments for the year	-	-
As at 31st March, 2025	3,902.83	3,902.83
Additions for the year	-	-
Disposals/Adjustments for the year	3,339.83	3,339.83
As at 31st March, 2026	563.00	563.00
Accumulated depreciation and		
Impairment		
As at 1st April, 2024	939.30	939.30
Depreciation for the year		-
Depreciation withdrawn during the year	-	-
As at 31st March, 2025	939.30	939.30
Depreciation for the year	380.32	380.32
Depreciation withdrawn during the year	1,117.95	1,117.95
As at 31st March, 2026	201.67	201.67
Net Carrying Value		
As at 31st March, 2026	361.33	361.33
As at 31st March, 2025	2,963.53	2,963.53
As at 1st April, 2024	3,902.83	3,902.83

Note 4 -Intangible assets (₹ in Lakhs)

Particulars	Computer software	Total
Cost / Deemed Cost		
As at 1st April, 2024	161.61	161.61
Additions during the year 2024-25	71.01	71.01
Disposals during the year 2024-25	-	-
As at 31st March, 2025	232.62	232.62
Additions during the year 2025-26	53.45	53.45
Disposals during the year 2025-26	-	-
As at 31st March, 2026	286.07	286.07

Notes to Financial Statements (₹ in Lakhs)

Particulars	Computer software	Total
Accumulated depreciation and Impairment		
As at 1st April, 2024	-	-
Depreciation Charged during 2024-25	69.91	69.91
Depreciation on disposals / adjustement during 2024 - 25		-
As at 31st March, 2025	69.91	69.91
Depreciation Charged during 2025-26	80.07	80.07
Depreciation on disposals / adjustement during 2025 - 26	-	-
As at 31st March, 2026	149.98	149.98
Net Carrying Value		
As at 31st March, 2026	136.09	136.09
As at 31st March, 2025	162.71	162.71
As at 1st April, 2024	161.61	161.61

Note 5 - Capital work in Progress (₹ in Lakhs)

Particulars	Building WIP -Phase III-Stage I	Building WIP -Phase III-Stage II	Total
Gross Carrying Value			
As at 1st April, 2024	8,209.84	-	8,209.84
Additions for the year	14,807.87	5,445.27	20,253.14
Withdrawn during the year	-	-	-
As at 31st March, 2025	23,017.71	5445.27	28,462.98
Additions for the year	1,654.65	24647.04	26,301.69
Withdrawn during the year	24,672.36	-	24,672.36
As at 31st March, 2026	-	30092.31	30,092.31

1) Capital-Work-In Progress has been given as security against borrowing availed by the Company

2) Building WIP -Phase III (Stage I) has been completed at the year ended March, 2026

3) Building WIP -Phase III (Stage II) will be completed the period ended Oct, 2026.

(i) Ageing of Capital work-in-progress as at 31.03.2026: (₹ in Lakhs)

Particulars	Amount in Capital work-in-progress for a period of				
	< 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Building WIP- Phase III-Stage II	24,647.04	5,445.27	-		30,092.31
	24,647.04	**5,445.27**	**-**	**-**	**30,092.31**

(i) Ageing of Capital work-in-progress as at 31.03.2025: (₹ in Lakhs)

Particulars	Amount in Capital work-in-progress for a period of				
	< 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Building WIP- Phase III-Stage I	14,807.87	8,024.12	185.72		23,017.71
Building WIP- Phase III-Stage II	5,445.27				5,445.27
	20,253.14	**8,024.12**	**185.72**	**-**	**28,462.98**

Note 6 -Investments (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
Investments in Equity Instruments			
a) At fair value through other comprehensive income			
(i) Quoted, Non Trade - fully paid up	**-**	-	-
(ii) Unquoted, Trade - fully paid up	**120.00**	90.00	90.00
120000 (as on 31.03.2025 - 90000)			
Equity shares of ₹ 100 each fully paid up in Somanur Water Schme P Ltd			
110000 (as on 31.03.2025- 260000)	**11.00**	26.00	26.00
Equity shares of ₹ 10 each fully paid up in Shares in VVSR Green Energy			
Total	**131.00**	116.00	116.00

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
(i) Aggregate Market value of quoted investments	-	-	-
(ii) Aggregate amount of unquoted investments	131.00	116.00	116.00
Total	**131.00**	116.00	116.00

The investments in Level 3 hierarchy has been valued at cost approach to arrive at the fair values as there is a wide range of possible fair value measurements and the cost represents the estimate of fair value within that range considering the purpose and restriction on the transferability of the instruments.

Note 7 - Other Financial Assets (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
Unsecured, Considered good	**-**	-	
a) Rental and lease deposits	**48.87**	54.07	31.57
b) Security Deposits *	**488.38**	1,525.36	1,451.91
c) Deposits with banks having maturity more than 12 Months	**-**	-	-
d) Loans and advances to related parties	**1,000.00**	1,000.00	1,000.00
e) Loans and advances to others	**82.50**	5.75	-
Total	**1,619.75**	2,585.18	2,483.48
Less : Provision for Impairment of Assets	**-**	-	-
	1,619.75	2,585.18	2,483.48

* Security deposit (refundable) represents ₹ 2.47 Cr to Coimbatore Local Planing Authority towards project and balance to EB & others.

There is no amount due from a firm in which any director is a partner or private companies in which the Director is a Director.

Note 8 - Deferred Tax Assets / (Liabilities) (Net) (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
Deferred tax asset/(Liabilities)			
(a)Property, plant and equipment	**(2,130.47)**	(1,921.78)	(1,950.18)
(b) Retirement benefit plan	**(30.44)**	(9.48)	-
(c) Expenses allowable against taxable income in future years under Income Tax Act	**(534.90)**	195.21	144.27
(d) Lease Liability	**763.35**	39.42	-
(e) Security Deposit	**29.51**	22.80	29.12
(f) Tax Loss	**1,555.58**	2,017.02	2,438.40
Total	**(347.37)**	343.19	661.61

Movement of Deferred Tax (Net); (₹ in Lakhs)

Particulars	**Opening balance**	**Recognised in the statement of profit and (loss)**	**Recognised in other comprehensive income**	**Closing balance**
Property, plant and equipment	(1,921.78)	(208.69)	-	(2,130.47)
Retirement benefit plan	(9.48)	-	(20.96)	(30.44)
Expenses allowable against taxable income in future years under Income Tax Act	195.21	(730.11)	-	(534.90)
Lease Liability	39.42	723.93	-	763.35
Security Deposit	22.80	6.71	-	29.51
Tax Loss	2,017.02	(461.44)	-	1,555.58
Total	**343.19**	**(669.60)**	**(20.96)**	**(347.37)**

Note 9 - Other non-current assets (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
a) Capital Advances	**4,447.73**	5,611.83	2,039.51
b) Others payment of Taxes :			
Advance Income tax and Refunds	**52.20**	54.85	54.85
MAT Credit Entitlement (Net)	**1,615.91**	1,109.04	926.42
Total	**6,115.84**	**6,775.72**	**3,020.78**

Note 10 - Inventories (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
a) Hospital Consumables	**1,265.78**	1,359.71	886.94
b) Stores & Spares	**44.21**	50.48	78.49
c) Pharmacy	**377.12**	233.69	348.74
d) Canteen	**18.56**	13.27	16.65
Total	**1,705.67**	**1,657.15**	**1,330.82**

(i) For method of valuation of inventories, at lower of cost and estimated net realizable value.

(ii) There has been no write down of inventories in current and previous years. Provisions for Slow moving / non moving inventory made during the year ₹ Nil (Previous year : ₹ Nil)

(iii) Inventories have been pledged as security against Working Capital Loan, availed from bank

(iv) Cost arrived at on First-in-First out basis

(v) Cost of inventory recognised as an expense: (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
a) Amount of inventories charged to Statement of Profit and Loss			
1. Cost of Medicines & Hospital Consumables including Stores & Spares	**9,770.42**	7,344.66	7,275.92
2. Pharmacy Purchase	**4,169.55**	3,430.84	3,171.61
Total	**13,939.97**	10,775.50	10,447.53
b) Amount of inventories stated at fair value less cost to sell	Nil	Nil	Nil
c) Amount of written down of inventories	Nil	Nil	Nil

Note 11 - Trade Receivables (₹ in Lakhs)

Particulars		As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Unsecured, Considered Good		1,265.17	2,025.39	2,105.69
Unbilled Revenue - Not Due (Net)		300.65	240.26	237.96
Less: Trade receivables - Expected Credit Loss		88.98	66.74	-
Total	(A)	1,476.84	2,198.91	2,343.65
Trade receivables which have significant increase in Credit Risk		-	-	-
Trade receivables - credit impaired		-	-	-
Total	(B)	-	-	-
Total	**(A+B)**	**1,476.84**	**2,198.91**	**2,343.65**

 # Ageing schedule for trade receivables as on 31.03.2026 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	616.83	76.93	358.17	213.24	-	1,265.17
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired						
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk						
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
(vii)Unbilled Revenue - Not Due (Net)	300.65	-	-	-	-	300.65
Sub total	**917.48**	**76.93**	**358.17**	**213.24**	**-**	**1,565.82**
Less: Allowances for expected Credit Loss						88.98
Total						**1,476.84**

 # Ageing schedule for trade receivables as on 31.03.2025 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade Receivables - considered good	752.43	234.33	695.22	185.95	157.46	2,025.39
(ii) Undisputed Trade Receivables - which have significant	-	-	-	-	-	-
increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
(vii)Unbilled Revenue - Not Due (Net)	240.26	-	-	-	-	240.26
Sub total	**992.69**	**234.33**	**695.22**	**185.95**	**157.46**	**2,265.65**
Less: Allowances for expected Credit Loss						66.74
Total						**2,198.91**

 # Ageing schedule for trade receivables as on 01.04.2024 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade Receivables - considered good	913.03	655.29	313.99	191.14	32.24	2,105.69
(ii) Undisputed Trade Receivables - which have significant	-	-	-	-	-	-
increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
(vii)Unbilled Revenue - Not Due (Net)	237.96	-	-	-	-	237.96
Sub total	**1,150.99**	**655.29**	**313.99**	**191.14**	**32.24**	**2,343.65**
Less: Allowances for expected Credit Loss						-
Total						**2,343.65**

Trade Receivables have been pledged as security against Working Capital Loan availed from State bank of India.

Movement in the expected credit loss allowance (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
Balance at the beginning of year	66.74	-	-
Movement during the year	22.24	66.74	-
Balance at the end of year	88.98	66.74	-

Note 12 - Cash and Cash Equivalents (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
a) Cash on hand	129.43	68.40	54.49
b) Cheques on hand	-	-	-
c) Balance with Banks			
i) In Current Accounts	1,289.20	703.47	194.92
ii) In Overdraft Accounts	-	5.23	-
iii) In Deposit Accounts with maturity less than 3 months at inception	-	-	-
	1,289.20	708.70	194.92
Total	**1,418.63**	**777.10**	**249.41**

Note 13 -Bank Balances other than Cash and Cash Equivalents (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 01.04.2024**
a) In term deposit accounts			
with maturity more than 3 months but less than 12 months	200.00	-	-
b) Earmarked balances			
In margin money*	1,755.60	4,513.40	2,370.58
In Deposit accounts #	160.00	122.50	104.95
In unpaid dividend Account	-	-	-
In unspent CSR Account	-	-	-
Total	**2,115.60**	**4,635.90**	**2,475.53**

*The amount represents Margin Money against project loan

#The amount represents Lien deposit against project loan

Note 14 -Other Financial assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Unsecured, Considered Good			
a) Interest accrued but not yet received	33.78	41.96	48.27
b) Rent Receivable	25.37	10.77	30.57
c) Other receivables	29.73	20.93	26.43
Total	**88.88**	**73.66**	**105.27**

Note 15 -Other Current assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Unsecured, Considered good:			
a) Advance for Expenses	90.00	102.09	136.50
b) Loan and Advances to Employees	-	-	84.00
c) Prepaid expenses	340.00	287.42	179.23
d) Advance Income Tax Refund	729.46	617.12	446.58
Total	**1,159.46**	**1,006.63**	**846.31**

Note 16 -Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
AUTHORISED SHARE CAPITAL			
2500,00,000 Equity Shares of ₹ 10/- each.	25,000.00	25,000.00	20,000.00
	25,000.00	**25,000.00**	**20,000.00**
ISSUED , SUBSCRIBED & PAID UP CAPITAL			
20,49,08,478 Equity Shares of ₹ 10/- each 18,86,58,478 Equity Shares of ₹ 10/- each	20,490.85	18,865.85	17,101.78
Total	**20,490.85**	**18,865.85**	**17,101.78**

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

(₹ in Lakhs)

Particulars	As at 31.03.2026		As at 31.03.2025		As at 01.04.2024	
	No.of shares	Amount in Rs.	No.of shares	Amount in Rs.	No.of shares	Amount in Rs.
Shares outstanding at the beginning of the year	18,86,58,478	18,865.85	17,10,17,768	17,101.78	16,43,76,943	16,437.69
Share Issued during the year	1,62,50,000	1,625.00	1,76,40,710	1,764.07	66,40,825	664.08
Share bought back during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	20,49,08,478	20,490.85	18,86,58,478	18,865.85	17,10,17,768	17,101.78

Notes to Financial Statements (₹ in Lakhs)

b. Terms/ Rights attached to the Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share. The dividend Proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of Company, the holders of the Equity shares will be entitled to receive remaining assets of the Company after distribution of all Preferential amount. The distribution will be in proportion to be number of equity shares held by the Shareholders.

c. Shares held by Holding Company or Ultimate Holding Company – Nil

d. The company has not bought back any of its shares and has no stock option plans.

e. No shares have been issued as fully paid up pursuant to contract without payment being received in cash, bonus shares and shares bought back in the immediately preceeding five years.

f. Details of Shareholders holding more than 5% shares in the Company :

S.No	Shareholder Name	As at 31.03.2026		As at 31.03.2025		As at 01.04.2024	
		No.of shares held	% of Holding	No.of shares held	% of Holding	No.of shares held	% of Holding
1	Dr K.Madeswaran	2,23,16,613	10.89	2,32,76,613	12.34	2,31,10,542	13.51
2	M/s. Selva Gold Covering Private Ltd	1,07,48,360	5.25	1,07,48,360	5.21	-	-

g. Details of holding promoters of the Company :

S.No	Promoters Name	Equity Shares As at 31.03.2026			Equity Shares As at 31.03.2025			Equity Shares As at 01.04.2024		
		No.of shares held	% of Holding	% change in Share-holding during the year	No.of shares held	% of Holding	% change in Sharehold-ing during the year	No.of shares held	% of Holding	% change in Sharehold-ing during the year
1	Dr K.Madeswaran	2,23,16,613	10.89	(1.45)	2,32,76,613	12.34	(1.18)	2,31,10,542	13.51	(0.22)
2	Dr.K. Chockalingam	35,83,260	1.75	(0.15)	35,83,260	1.90	(0.20)	35,83,260	2.10	0.03
3	Mr.K.P.Alagesan	21,68,400	1.06	(0.09)	21,68,400	1.15	(0.07)	20,85,000	1.22	-

Note 17 -Other Equity (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
a) Retained Earnings	3,323.22	712.25	(235.63)
b) Security Premium Reserve	20,474.73	12,024.73	2,988.37
c) Share Application Money Pending allotment*	682.00	-	-
d) Other Comprehensive Income	78.97	24.58	-
Total	**24,558.92**	**12,761.56**	**2,752.74**

Refer “Statement of Changes in Equity” for additions /deletions in each reserve.

Notes to Financial Statements

Notes:

1. Retained Earnings represents the surplus / accumulated earnings of the Company and are available for distribution to Shareholders.

2.*Share Application money pending allotment completed on Dt.09.04.2026

Note 18 -Borrowings (₹ in Lakhs)

Particulars	As at 31.03.2026		As at 31.03.2025		As at 01.04.2024	
	Non-Current	Current	Non-Current	Current	Non-Current	Current
Secured Loan						
Term Loans from Banks:	50,609.75	3,188.52	38,877.68	3,616.71	24,415.10	3,529.93
Term Loans from Financial Institutions:	-	-	6.53	16.38	42.75	82.66
Total	**50,609.75**	**3,188.52**	**38,884.21**	**3,633.09**	**24,457.85**	**3,612.59**

A. Security Particulars of Secured Loans & Terms of Repayment :

1 Hospital Project Loan availed from State Bank of India is Primarily Secured by first charge on the Land, Building and part of Medical Equipment and Current assets of the company located at Neelambur Village at Coimbatore . It carries interest rate of 7.90 % Per annum and repayable in 120 monthly instalments. New term Loan of Phase III Stage I and II carries interst rate of 8.05 % & 8.15 % per annum & repayable in 108 & 120 monthly instalments after maratorium period.

2 Land and Medical Equipment Loan availed from South Indian Bank Secured by Hypothecation of assets purchased out of the loan and land to the extent of 2.725 Acres and it carries interest rate of 7.70 % Per annum, repayable in 103 monthly instalments.

3 The above Secured loan facilities are further guaranteed by Personal guarantees of Dr.K.Madeswaran, Managing Director, Dr.K.Chockalingam, Director & Mr.K.P.Alagesan, Director of the company & Smt M.Shreekala, mortgagor for SBI loan facility only. Home Magic Family Stores and Mrs. Shreekala mortgaged their property for securing the credit facility, as per sanction terms of State Bank of India.

Further 1,97,73,000 Equity shares of our company , which is owned by promoters and Certain directors & relatives are pledged and the company provided lien on bank deposit of ₹ 1.50 Crores as per loan sanction terms of Sstate Bank of India.

4 The Company has made registration of charges / Satisfaction with registrar of Companies (ROC) within the Statutory period,wherever applicable.

Note 19 -Lease liabilities (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Unsecured			
Long term maturities of operating lease obligations	299.42	2,224.07	3,105.21
Total	**299.42**	**2,224.07**	**3,105.21**

Long term maturities of lease obligations has been disclosed under 'Lease liabilities' Note 42

Notes to Financial Statements

Note 20 -Other Financial liabilities (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Creditors for Capital Goods	112.67	224.67	336.67
Rent Deposits	6.00	3.00	3.00
Others	30.28	30.15	20.15
Total	**148.95**	**257.82**	**359.82**

Note 21 - Provisions (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Provision for Employee Benefits - Gratuity (Refer Note 39(b)(i)	480.85	425.78	513.77
Total	**480.85**	**425.78**	**513.77**

Note 22- Other non-Current liabilites (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Deferred Income	-	-	-
Total	**-**	**-**	**-**

Note 23 - Borrowings (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Secured Borrowings			
a) Working capital loan from bank	1,470.75	-	1,067.21
b) Current Maturities of Long-Term Debt (Refer Note 18)	3,188.52	3,633.08	3,612.59
Total	**4,659.27**	**3,633.08**	**4,679.80**

1 The Secured OD facility from South Indian Bank & Cash credit facility from State Bank of Inida, collaterally secured by first charge on the current assets and land held in the name of the Company located at Neelambur Village, Sulur Taluk, Coimbatore.

2 The Secured OD facility carries interest rate of 7.70 % & Cash credit facility carries interest rate of 8.05 % Per annum.

3 As per terms of sanction letter of South Indian Bank , the Company is not required to file monthly/quartely statement of current assets against Overdaraft facility availed from bank.

4 As per terms of sanction letter of State Bank of India, Cash credit facility of ₹ 2.00 crore is secured against hypothecation of current asets. Perodic monthly stock statement are submited to the bank.

5 The above working capital loans from banks are further guaranteed by Personal guarantees of Dr.K.Madeswaran, Managing Director, Dr.K.Chockalingam, Director & Mr.K.P.Alagesan, Director of the company & Smt.M.Shreekala, mortgagor for SBI Cash credit facility only.

Notes to Financial Statements

Note 24 -Lease liabilities

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Unsecured			
Current maturities of operating lease obligations (Refer Note 42)	96.74	881.14	797.62
Total	**96.74**	**881.14**	**797.62**

Note 25 -Trade Payables

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
Trade payables			
a) Total outstanding dues of micro and small enterprises *	467.05	1,146.66	1,228.39
b) Total outstanding dues of creditors other than micro and small enterprises #	1,966.81	2,295.13	1,770.23
Total (a+b)	**2,433.86**	**3,441.79**	**2,998.62**

The Information in relation to dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information available with company.

The above trade payable Includes dues to Related Parties

#Ageing for trade payables as on 31.03.2026

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				
	< 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Micro and Small Enterprises (MSME)	467.05	-	-	-	467.05
(ii) Others	1,960.57	6.08	0.16	-	1,966.81
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
Total (i) to (iv)	**2,427.62**	**6.08**	**0.16**	**-**	**2,433.86**

#Ageing for trade payables as on 31.03.2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				
	< 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Micro and Small Enterprises (MSME)	1,146.66	-	-	-	1,146.66
(ii) Others	2,293.53	0.17	-	1.43	2,295.13
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
Total (i) to (iv)	**3,440.19**	**0.17**	**-**	**1.43**	**3,441.79**

Notes to Financial Statements

 # Ageing for trade payables as on 01.04.2024 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				
	< 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Micro and Small Enterprises (MSME)	1,228.39	-	-	-	1,228.39
(ii) Others	1,768.78	-	1.45	-	1,770.23
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
Total (i) to (iv)	**2,997.17**	**-**	**1.45**	**-**	**2,998.62**

Note 26 -Other Financial Liabilites (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
a) Deposits from Employees	325.67	267.30	237.40
b) Employee Benefits Payable	515.68	445.16	354.70
c) Creditors for capital goods (Refer Note No:20)	260.63	259.89	147.89
d) Other payables	941.67	808.20	592.29
Total	**2,043.65**	**1,780.55**	**1,332.28**

Note 27 -Other Current Liabilities (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
a) Advance received from Patients*	144.24	53.29	39.46
b) Statutory Dues	360.86	381.11	243.52
Total	**505.10**	**434.40**	**282.98**

Reconciliation of Contractual Liabilities: (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
a) Opening Balance of Contract Liabilities	53.29	39.46	53.53
b) Closing Balance of Contract Liabilities	144.24	53.29	39.46
c) Revenue recognised during the year that was inculded in contract liabilities of previous year	53.29	39.46	53.53
*The above reconciliation for Advance received from patients.			

Note : 28 - Provisions (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025	As at 01.04.2024
a) Provision for employee benefits - Gratuity (Refer Note 39(b)(i))	239.58	209.17	4.82
b) Provision for (Minimum Alternative Tax) MAT	587.22	273.95	424.83
Total	**826.80**	**483.12**	**429.65**

Note 29 -Revenue from Operations (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
I. Revenue from Operations		
a) Inpatients Revenue	32,319.97	25,706.34
b) Outpatients Revenue	6,826.26	5,255.96
c) Pharmacy Sales	4,070.46	3,216.87
d) Dietary Sales	1,293.26	1,077.71
II. Other Operating Income		
a) Lease Income	97.87	90.59
b) Others	282.55	351.03
Total	**44,890.37**	**35,698.50**

Reconciliation of revenue recognised with the contract price is as follows (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Contract price (as reflected in the invoice on the customer as per terms of the contract with customer)	45,345.06	35,651.74
Less: Reduction in the form of discounts and allowances	835.11	394.86
Revenue recognised in the statement of profit and loss	**44,509.95**	**35,256.88**

Note 30 -Other Income (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
a) Interest Receipt :		
i) From Bank	151.77	208.32
ii) From Others	161.16	142.72
b) Miscellenous Income	129.41	81.59
c) Profit on sale of Property, Plant and Equipment	5.64	-
d) Gain on Lease Termination	143.80	-
Total	**591.78**	**432.63**

Note 31 -Consumables - Hospital & Stores (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Inventory at the beginning of the year	1,410.19	965.43
Add: Purchases of Consumables Hospital	8,440.19	6,751.85
Add: Purchases of Stores & Spares	1,230.03	1,037.57
	11,080.41	8,754.85
Less: Inventory at the end of the year	1,309.99	1,410.19
Total	**9,770.42**	**7,344.66**

Note 32 -Purchase Stock In Trade

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Inventory at the beginning of the year	246.96	365.39
Add: Pharmacy Purchase	2,926.75	2,143.22
Add: Canteen Purchase	1,391.52	1,169.19
	4,565.23	3,677.80
Less: Inventory at the end of the year	395.68	246.96
Total	**4,169.55**	**3,430.84**

Note 33 -Consulting Charges to Doctors

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Consultant Charges	8,105.77	6,754.35
Total	**8,105.77**	**6,754.35**

Note 34 -Employees Benefit Expenses

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
a) Salaries, Allowances and Bonus	7,064.47	5,731.75
b) Contribution to Provident and Other Funds	594.57	497.26
c) Staff Welfare Expenses	86.06	47.43
d) Gratuity (Refer Note No.39)	239.58	209.17
Total	**7,984.68**	**6,485.61**

Note 35 -Finance Costs

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
a) Interest on Borrowings	4,077.96	2,759.21
b) Other Borrowing Cost	128.02	292.16
c) Interest on Operating Lease Liability	128.64	354.38
	4,334.62	3,405.75
Less : Borrowing Cost Capitalised	2,717.25	1,181.65
Total	**1,617.37**	**2,224.10**

Note 36 -Depreciation & Amortised Expenses

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
a) Depreciation on Property, Plant and Equipment (Refer Note 2)	2,873.85	2,426.34
b) Amortisation on ROU Assets (Refer Note 3)	380.32	939.30
c) Depreciation on intangible assets (Refer Note 4)	80.07	69.91
Total	**3,334.24**	**3,435.55**

Note 37 -Other Expenses (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
1. Advertisement and Publicity	208.48	190.91
2. Auditors Remuneration (Refer Note No.37.1)	8.68	8.28
3. Business Promotion Expenses	274.19	128.17
4. Cost Audit Remuneration	1.00	1.00
5. Donation	0.25	-
6. Expenditure towards CSR activities	37.04	40.80
7. General Expenses	44.35	55.52
8. GST Ineligible ITC	492.92	504.32
9. Hospital upkeep expenses	1,265.00	807.64
10. Incidental Expenses	47.58	45.13
11. Insurance Expenses	62.82	45.65
12. Internal Auditors Remuneration	4.00	4.00
13. License and taxes	32.44	29.05
14. Other Administrative Expenses	267.09	227.09
15. Postage and Telegram	4.48	4.45
16. Printing and Stationery Expenses	5.31	2.59
17. Prior Period Expenses	16.54	18.13
18. Professional Charges	89.64	77.89
19. Rent	158.99	145.93
20. Repairs & Maintenance - Building	56.21	68.61
21. Repairs & Maintenance - Computer	59.51	68.37
22. Repairs & Maintenance - Equipment	30.66	50.44
23. Repairs & Maintenance - Hospital Maintenance	576.66	276.53
24. Repairs & Maintenance - Vehicle	132.98	120.93
25. ROC Filing Fees	0.11	0.04
26. Director's sitting fee	3.40	1.30
27. Sundry Debtors Write off	581.95	66.74
28. Telephone Expenses	28.47	28.60
29. Travelling Expenses	140.69	122.25
30. Water Charges	94.22	115.90
31. Miscellaneous expenses	31.40	26.18
32. Bank Charges	107.80	103.91
33. Lab Testing Charges	183.71	147.90
34. Power and Fuel Consumed	732.69	650.48
35. Medical Equipment Rental Charges	115.92	72.64
36. Security Guard Expenses	24.23	5.15
37. Other Service Charges	22.27	-
38. PET CT RT Charges	363.86	189.25
39. Annual Maintenance charges	831.67	656.08
Total	**7,139.21**	**5,107.85**

Note 37. 1 -Payments to the Auditor (Excluding Goods & Service Tax where applicable) (₹ in Lakhs)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
As Auditor		
a) Statutory Audit Fee	7.58	7.53
b) Tax Audit Fee	1.10	0.75
c) GST Audit	-	-
Other Capacity		
a) Tax Representation	-	-
b) Certification Fee	-	-
c) Reimbursement of Expenses	-	-
	8.68	**8.28**

NOTE 38 - FIRST-TIME ADOPTIONS OF IND AS

i) Basis of Transition

The Company has prepared its financial statements in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended. For all periods up to and including the year ended 31.03.2025, the Company prepared its financial statements in accordance with the accounting standards notified under Section 133 of the Companies Act, 2013 read with relevant rules ("Previous GAAP").

These Financial statements for the year ended 31.03.2026 are the first financial statements of the Company prepared in accordance with Ind AS, with a transition date of 01 April 2024, in accordance with Ind AS 101 – First-time Adoption of Indian Accounting Standards.

ii) Date of Transition to Ind AS.

The date of transition to Ind AS is 01 April 2024, which is the beginning of the earliest period for which the Company has presented full comparative information under Ind AS. On transition to Ind AS, the Company has prepared an opening balance sheet as at the date of transition, by:

- Recognising all assets and liabilities required by Ind AS
- Derecognising items that do not qualify for recognition under Ind AS
- Reclassifying items as required under Ind AS
- Measuring all recognised assets and liabilities in accordance with Ind AS

The resulting adjustments arising from the transition have been recognised directly in retained earnings as at the date of transition.

iii) Exemptions and Exceptions Availed

In preparing these financial statements, the Company has applied the mandatory exceptions and certain optional exemptions as per Ind AS 101.

iv) Ind AS optional exemptions

Ind-AS 101, 'First-time Adoption of Indian Accounting Standards', allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind-AS. The Company has accordingly applied the following exemptions.

a) Deemed cost for Property, plant and equipment and Intangible assets

Ind AS 101 'First-time Adoption of Indian Accounting Standards' permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognized in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38, 'Intangible Assets'. Accordingly, the Company has elected to measure all of its property, plant and equipment & intangible assets at their previous GAAP carrying value.

b) Investment in subsidiaries, associates and joint ventures

Ind AS 101, 'First-time Adoption of Indian Accounting Standards' allows a Company to measure investments in subsidiaries, associates and joint ventures at the deemed cost.

c) **Rent and Loan advances**

The company has elected to avail the exemption for the security deposit, rent and loan advances (non-material, short period and low value amount of transactions) outstanding as of the transition date 01.04.2024, continued to be measured at their previous GAAP carrying amounts. The material transactions are measured at fair value of amortized cost.

d) **Foreign Currency:**

Foreign Currency Translation Reserve (if applicable): The Company has elected to reset the cumulative translation differences to zero.

v) **Ind AS mandatory exceptions**

The Company has applied the following mandatory exceptions:

1. **Ind AS mandatory exceptions Estimates**

An entity's estimates in accordance with Ind AS' at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were an error.

Ind AS estimates as at 01 April 2024 are consistent with the estimates as at the same date made in conformity with previous GAAP.

Classification and measurement of financial assets and liabilities

The classification and measurement of financial assets will be made considering whether the conditions as per Ind AS 109, 'Financial Instruments' are met based on facts and circumstances existing at the date of transition.

The measurement exemption applies for financial liabilities as well.

De-recognition of financial assets and liabilities

Ind AS 101, 'First-time Adoption of Indian Accounting Standards' requires a first-time adopter to apply the derecognition provisions of Ind AS 109,'Financial Instruments' prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101, 'First-time Adoption of Indian Accounting Standards' allows a first-time adopter to apply the de-recognition requirements in Ind AS 109,'Financial Instruments' retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109,'Financial Instruments' to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the de-recognition provisions of Ind AS 109,'Financial Instruments' prospectively from the date of transition to Ind AS.

vi) **Significant Adjustments Explained:**

(a) Property, Plant and Equipment: Adjustments relate to component accounting and reclassification as per Ind AS requirements.

(b) Financial Instruments: Financial assets and liabilities are measured at amortised cost or fair value, and expected credit loss (ECL) model has been applied.

(c) Lease Accounting: Recognition of Right-of-Use assets and corresponding lease liabilities under Ind AS 116.

(d) Employee Benefits; Actuarial valuation has been carried out as per Ind AS 19, and remeasurements are recognised in Other Comprehensive Income (OCI).

(e) Deferred Tax: Deferred tax impact has been recognised on all transition adjustments.

(f) Other Comprehensive Income (OCI): Under Ind AS, certain items such as actuarial gains/losses and fair value changes are recognized in OCI, which were not recognized under Previous GAAP.

(g) Transition Impact: The adoption of Ind AS has resulted in changes in the Company's: i) financial position (increase/decrease in net worth). ii) Profitability due to timing differences iii) Presentation and disclosure of financial statements.

vii) Presentation of Comparative Information

The comparative financial information presented in these financial statements has been restated in accordance with Ind AS. Reconciliations and descriptions of the effect of the transition from Previous GAAP to Ind AS on the Company's equity and total comprehensive income are provided in the relevant notes.

Reconciliations between previous GAAP and Ind AS.

Ind AS 101, 'First-time Adoption of Indian Accounting Standards' requires an entity to reconcile equity, total comprehensive income and cash flows for prior years/periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

(i) Balance sheet as at 1st April 2024 **(₹ in lakhs)**

Particulars	Note	IGAAP as at 1st April 2024	Reclassification	Other Accounting Adjustment	Ind AS as at 1st April 2024
I ASSETS					
A. Non-Current Assets					
a) Property, Plant and Equipment	2	32,904.98	-	-	32,904.98
b) Right of use assets	3	-	-	3,902.83	3,902.83
c) Intangible Assets	4	161.61	-	-	161.61
d) Capital Work- in Progress	5	8,209.84	-	-	8,209.84
		41,276.43	**-**	**3,902.83**	**45,179.26**
e) Financial Assets					
i) Investment	6	116.00	-	-	116.00
ii) Other Financial Assets	7	4,052.35	(1,464.21)	(104.67)	2,483.48
f) Deferred Tax Asset (net)	8	174.05	-	487.56	661.61
g) Other non-current assets	9	1,556.58	1,464.21	-	3,020.78
		5,898.98	**-**	**382.89**	**6,281.87**
Total non-current assets -(A)		**47,175.41**	**-**	**4,285.72**	**51,461.13**
B. Current Assets					
a) Inventories	10	1,330.82	-	-	1,330.82
b) Financial Assets					
i) Trade Receivables	11	2,343.65	-	-	2,343.65
ii) Cash and Cash Equivalents	12	2,724.94	(2,475.53)	-	249.41
iii) Bank Balances other than Cash and Cash Equivalents	13	-	2,475.53	-	2,475.53
iv) Other financial assets	14	846.31	(741.04)	-	105.27
c) Other current assets	15	105.27	741.04	-	846.31
Total current assets -(B)		**7,350.99**	**-**	**-**	**7,350.99**
Total Assets (A+B)		**54,526.40**	**-**	**4,285.72**	**58,812.12**

(₹ in lakhs)

Particulars	Note	IGAAP as at 1st April 2024	Reclassification	Other Accounting Adjustment	Ind AS as at 1st April 2024
II EQUITY AND LIABILITIES					
A. Equity					
a) Equity share capital	16	17,101.78	-	-	17,101.78
b) Other equity	17	2,369.84	-	382.90	2,752.74
(Total Equity -(A)		**19,471.62**	**-**	**382.90**	**19,854.52**
B. Non-Current Liabilities					
a) Financial liabilites					
(i) Borrowings	18	24,457.85	-	-	24,457.85
(ii) Lease liabilites	19	-	-	3,105.21	3,105.21
(iii) Other financial liabilities	20	336.67	23.15	-	359.82
b) Provisions	21	513.77	-	-	513.77
d) Other non-current liabilites	22	-	-	-	-
Total non-current liabilites-(B)		**25,308.29**	**23.15**	**3,105.21**	**28,436.65**
C. Current Liabilities					
a) Financial liabilites					
i) Borrowings	23	4,679.80	-	-	4,679.80
ii) Lease liabilites	24	-	-	797.62	797.62
iii) Trade Payables	25				-
(a) Due to micro and small enterprises		1,228.39	-	-	1,228.39
(b) Dues to others		1,770.23	-	-	1,770.23
iv) Other financial liabilities	26	-	1,332.28	-	1,332.28
b) Other Current Liabilities	27	1,046.11	(763.14)	-	282.98
c) Provisions	28	1,021.94	(592.29)	-	429.65
Total current liabilites-(C)		**9,746.48**	**(23.15)**	**797.62**	**10,520.95**
Total Equity and Liabilites (A+B+C)		**54,526.40**	**-**	**4,285.72**	**58,812.12**

(ii) Balance sheet as at 31 March 2025 **(₹ in lakhs)**

Particulars	Note	IGAAP as at 31st March 2025	Reclassification	Other Accounting Adjustment	Ind AS as at 31st March 2025
I ASSETS					
A. Non-Current Assets					
a) Property, Plant and Equipment	2	32,314.71	-	-	32,314.71
b) Right of use assets	3	-	-	2,963.53	2,963.53
c) Intangible Assets	4	162.71	-	-	162.71
d) Capital Work- in Progress	5	28,462.98	-	-	28,462.98
		60,940.40	**-**	**2,963.53**	**63,903.93**
e) Financial Assets					
i) Investment	6	116.00	-	-	116.00
ii) Other Financial Assets	7	7,829.78	(5,162.65)	(81.95)	2,585.18
f) Deferred Tax Asset (net)	8	202.45	-	140.74	343.19
g) Other non-current assets	9	1,607.31	5,168.40	-	6,775.71
Total non-current assets -(A)		**70,695.94**	**5.75**	**3,022.32**	**73,724.01**
B. Current Assets					
a) Inventories	10	1,657.15	-	-	1,657.15
b) Financial Assets					-
i) Trade Receivables	11	2,265.65	-	(66.74)	2,198.91
ii) Cash and Cash Equivalents	12	5,413.00	(4,635.90)	-	777.10
iii) Bank Balances other than Cash and Cash Equivalents	13	-	4,635.90	-	4,635.90
iv) Other financial assets	14	1,012.39	(938.73)	-	73.66
c) Other current assets	15	73.66	932.98	-	1,006.64
Total current assets -(B)		**10,421.85**	**(5.75)**	**(66.74)**	**10,349.36**
Total Assets (A+B)		**81,117.79**	**-**	**2,955.58**	**84,073.37**
II EQUITY AND LIABILITIES					
A. Equity					
a) Equity share capital	16	18,865.85	-	-	18,865.85
b) Other equity	17	12,911.20	-	(149.63)	12,761.57
(Total Equity -(A)		**31,777.05**	**-**	**(149.63)**	**31,627.42**
B. Non-Current Liabilities					
a) Financial liabilites					
(i) Borrowings	18	38,884.21	-	-	38,884.21
(ii) Lease liabilites	19	-	-	2,224.07	2,224.07

Notes to Financial Statements (₹ in lakhs)

Particulars	Note	IGAAP as at 31st March 2025	Reclassification	Other Accounting Adjustment	Ind AS as at 31st March 2025
(iii) Other financial liabilities	20	224.67	33.15	-	257.82
b) Provisions	21	459.84	-	(34.06)	425.78
d) Other non-current liabilites	22	-	-	-	-
Total non-current liabilites-(B)		**39,568.72**	**33.15**	**2,190.01**	**41,791.88**
C. Current Liabilities					
a) Financial liabilites					
i) Borrowings	23	3,633.08	-	-	3,633.08
ii) Lease liabilites	24	-	-	881.14	881.14
iii) Trade Payables	25				
(a) Due to micro and small enterprises		1,146.66	-	-	1,146.66
(b) Dues to others		2,295.13	-	-	2,295.13
iv) Other financial liabilities	26	-	1,780.55	-	1,780.55
b) Other Current Liabilities	27	1,439.90	(1,005.50)	-	434.40
c) Provisions	28	1,257.25	(808.19)	34.06	483.12
Total current liabilites-(C)		**9,772.02**	**(33.14)**	**915.20**	**10,654.08**
Total Equity and Liabilites (A+B+C)		**81,117.79**	**-**	**2,955.58**	**84,073.37**

(ii) PROFIT AND LOSS as at 31.03.2025 (₹ in lakhs)

	Particulars	Note	IGAAP as at 31st March 2025	Reclassification	Other Accounting Adjustment	Ind AS as at 31st March 2025
I	Revenue from Operations	29	35,256.88	441.61	-	35,698.50
II	Other Income	30	851.53	(441.61)	22.71	432.63
III	**Total Income (I+II)**		**36,108.41**	**-**	**22.71**	**36,131.13**
IV	Expenses:					
	Consumables -Hospital & Stores	31	7,344.66	-	-	7,344.66
	Purchase of Stock-in-Trade	32	3,430.84	-	-	3,430.84
	Consulting Charges to Doctors	33	6,754.35	-	-	6,754.35
	Employee Benefit Expense	34	6,451.55	-	34.06	6,485.61
	Finance Cost	35	1,973.62	(103.90)	354.38	2,224.10
	Depreciation and Amortization Expenses	36	2,496.25	-	939.30	3,435.55
	Other Expenses	37	6,089.20	103.90	(1,085.26)	5,107.85
	Total Expenses (IV)		**34,540.48**	**-**	**242.48**	**34,782.96**
V	Profit before tax (III-IV)		1,567.93	-	(219.77)	1,348.17
VI	Tax Expenses					
	(1) Current Tax (Including Provisions)		91.34	-	-	91.34
	(2) MAT Tax		273.95	-	-	273.95

(₹ in lakhs)

	Particulars	Note	IGAAP as at 31st March 2025	Reclassification	Other Accounting Adjustment	Ind AS as at 31st March 2025
	Less : MAT Credit Entitlement		(273.95)	-	-	(273.95)
	(3) Deferred tax (Income)/ Expenses		(28.40)	-	337.35	308.95
	(4) Taxation of earlier years		-			-
VII	**Profit for the year (V-VI)**		**1,504.99**	**-**	**(557.12)**	**947.88**
VIII	Other Comprehencsive Income					
	i) Iterm that will not be reclassified to profit or loss:					
	a) Remeasurement of post employment benefit obligations		-	-	34.06	34.06
	b) Changes in equity instruments measured at FVOCI		-	-	-	-
	ii) Income tax relating to items that will not be reclassified to profit or loss:		-	-	(9.48)	(9.48)
	Total Other Comprehensive Income for the year (VIII)		-	-	24.58	24.58
IX	Total Comprehensive Income for the year (VII-VIII)		1,504.99	-	(532.53)	972.46
X	Earning per equity share (Face Value of Rs10/-) in Rupees					
	(1) Basic		0.84		(0.31)	0.53
	(2) Diluted		0.84		(0.31)	0.53

iii. Equity Reconciliation Under Ind AS

(₹ in lakhs)

Particulars	Note	As at 31-Mar-25	As at 01st April 2024
As per previous GAAP			
188658478 (Previous Year 171017768) Equity shares of ₹ 10-each	16	18,865.85	17,101.78
Retained earnings	17	886.46	(618.53)
Security Premium Reserve	17	12,024.73	2988.37
Total Equity as per previous GAAP - (A)	16,17	31,777.04	19,471.62
Add)/Less: Ind AS adjustments			
a} Due to ROU asset -Lease libility	19,24	(141.68)	-
b} Due to deferred tax liability/asset	8	140.74	487.56
c} Due to expected credit loss	11	(66.74)	-
d} Security Deposit measured at Fair value	7	(81.95)	(104.66)
Total adjustments under Ind A S - (B)		(149.63)	382.90
Total equity as per Ind AS - (A +B)	16,17	31,627.41	19,854.52

iv. Reconciliation of Statement of Cash flows:

Impact of Ind AS adoption on the statement of cash flow for the year ended 31st March, 2025 **(₹ in lakhs)**

Particulars	Note	2024-25		
		Previous GAAP	Effect of Transition to Ind AS	As per Ind AS
Net cash generated from (used in) operating activities	Note (A)	5,260.90	696.81	5,957.71
Net cash generated from (used in) investing activities	Note (B)	(21,831.90)	100.83	(21,731.07)
Net cash generated from (used in) financing activities	Note (C)	19,259.06	(797.62)	18,461.44
Net Increase/(Decrease) in cash and cash equivalents	(Note A+B+C)	2,688.06	0.02	2,688.08
Cash and cash equivalents as at the beginning of the year		2,724.94	0	2,724.94
Bank Balances not considered as Cash and Cash equivalents		5,344.60	(708.70)	4,635.90
Cash and cash equivalents as at the end of the year		68.40	708.70	777.10

v. Reconciliation of total comprehensive income for the year ended 31st March, 2025 **(₹ in lakhs)**

Particulars	Note	2024-25
Net Profit after tax as per previous GAAP (A)		1,504.99
Ind AS Adjustments		
Remeasurement of actuarial gains / (losses) on employee benefits	34	34.06
Impact on account of Fair Valuation of Financials assets and liabilities	30	(22.71)
Amortization impact on Leases and due to ECL	35, 36, 37	208.42
Deferred Tax impact on above adjustments		337.35
Total Ind AS adjustments		557.12
Profit after tax before Other Comprehensive Income (OCI) as per Ind AS (B)		947.88
Other Comprehensive Income		
Remeasurement of post employment benefit obligations		34.06
Change in fair value of FVOCI equity instruments		-
Income tax relating to these items		(9.48)
Total Comprehensive income as per Ind AS		972.46

Notes to the reconciliation:

I. Fair valuation of Investment

Certain equity instruments (other than investments in associates) have been measured at fair value through other comprehensive income. As at 01.4.2024, the Investment in equity instruments measured at deemed cost by applying the First time Ind AS exemption, further the investment is unquoted and sufficient recent information is not available to reliably determine its fair value at subsequent reporting dates without undue cost or effort, the Company determines that the cost of investment itself represents the fair value as per level 3 inputs. Management believes that this is the most appropriate basis for measurement in the circumstances.

II. Financial Assets at Amortised cost

Under previous GAAP, the security deposits were carried at nominal value. Ind AS requires these assets to be measured at fair value and subsequently these assets are measured at amortized cost. At the initial recognition, the company has recognised the material security deposit are measured at its fair value, difference between the fair value and previous GAAP carrying value has been recognised as an adjustment to the opening retained earnings of other equity. Further, Company recognises notional interest income on this deposit over the lease term.

III. Defined Benefit liabilities

Under IND AS, actuarial gain/ losses and the return on plan assets are recognised in the Other Comprehensive Income (OCI) instead of profit and loss.

IV. Deferred Tax

Under previous GAAP, deferred tax was accounted using the income statement approach on timing difference between taxable profit and accounting profit. Under IND AS, deferred tax is recognised following Balance sheet approach on temporary differences between the carrying amount of asset or liability and its tax base.

V. Other comprehensive income

Under previous GAAP, there was no concept of 'Other Comprehensive income' (OCI). Under Ind AS, certain items of incomes and expenses need to be recognised under the Other Comprehensive Income, such as remeasurement gains/losses of defined employee benefits, fair valuation gains /losses of financial assets designated through OCI etc. A reconciliation of the profit/loss as at 31st March 2025, as per previous GAAP to profit/loss as per Ind AS has been presented.

VI. Tax impact on adjustments

Retained earnings and statement of profit and loss has been adjusted consequent to the Ind AS transition adjustments with corresponding impact to deferred tax, wherever applicable.

VII. Reclassifications under Ind AS

Assets and Liabilities have been regrouped/ reclassified where ever required to conform to the requirements of Ind AS.

VIII. Other equity

Retained earnings as at 1st April 2024 has been adjusted consequent to the above Ind AS transition adjustments.

Refer reconciliation of total equity as at 31st March 2025 and 1st April 2024 as given above for details.

NOTE 39 Employee benefits

a) Defined contribution plan:

The Company makes contributions towards provident fund and employees state insurance as a defined contribution retirement benefit fund for qualifying employees. The provident fund is operated by the regional provident fund commissioner. The Employees state insurance is operated by the Employees State Insurance Corporation. Under these schemes, the Company is required to contribute a specific percentage of the payroll cost as per the statue.

The total expenses recognized in the Statement of Profit and Loss of ₹ 594.57 Lakhs (for the year ended 31st March, 2025 ₹ 497.26 Lakhs) represents contributions payable to these plans by the Company.

b) Defined benefit plans:

i) Gratuity

The company operates a defined benefit plan for payment of post-employment benefits in the form of Gratuity. Benefits under the plan are based on pay and years of service and are vested on completion of five years of service, as provided for in the Payment of Gratuity Act, 1972. The terms of benefits are common for all the employees of the company. These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, salary risk and longevity risk.

(₹ in Lakhs)

Particulars	31-03-2026	31-03-2025
I. PRINCIPAL ACTUARIAL ASSUMPTIONS [Expressed as weighted averages]		
Discount Rate	7.67%	6.90%
Rate of increase in compensation levels	5.00%	5.00%
Attrition Rate	3.00%	1.00%
Expected rate of return on Plan Assets	7.67%	6.90%
II. CHANGES IN THE PRESENT VALUE OF THE OBLIGATION (PVO)		
PVO as at the beginning of the period	729.92	595.16
Interest Cost	48.76	39.82
Current service cost	198.49	175.07
Past service cost	-	-
Benefits paid and Charges deducted [including direct benefit payments]	(46.51)	(47.81)
Actuarial loss/(gain) on obligation (balancing figure)	(76.24)	(32.32)
PVO as at the end of the period	854.42	729.92
III. CHANGES IN THE FAIR VALUE OF PLAN ASSETS - RECONCILIATION OF OPENING AND CLOSING BALANCES:		
Fair value of plan assets as at the beginning of the period	94.96	76.57
Expected return on plan assets	7.66	5.72
Contributions	74.28	55.96
Direct Contributions towards direct benefit payments	4.48	2.79
Benefits paid and Charges deducted	(42.03)	(45.02)
Direct Benefit Payments	(4.48)	(2.79)
Actuarial gain/(loss) on plan assets [balancing figure]	(0.89)	1.74
Fair value of plan assets as at the end of the period	133.99	94.96
IV. ACTUAL RETURN ON PLAN ASSETS		
Expected return on plan assets	7.66	5.72
Actuarial gain (loss) on plan assets	(0.89)	1.74
Actual return on plan assets	6.78	7.46
V. ACTUARIAL GAINS AND LOSSES RECOGNIZED		
Actuarial gain (loss) for year - obligation	76.24	32.32
Actuarial gain (loss) for year - plan assets	(0.89)	1.74
Subtotal	75.35	34.06
Actuarial (gain) / loss recognized	(75.35)	(34.06)
Unrecognized actuarial gains (losses) at the end of the period	-	-

(₹ in lakhs)

Particulars	31-03-2026	31-03-2025
VI. AMOUNTS RECOGNISED IN THE BALANCE SHEET AND RELATED ANALYSES		
Present value of the obligation	854.42	729.92
Fair value of plan assets	133.99	94.96
Amount determined under para 63 of Ind AS19	720.43	634.95
Net Defined Benefit Liability recognized in the balance sheet	720.43	634.95
Present value of future reduction in contribution under para 65 of Ind AS 19	-	-
Net Defined Benefit Asset recognised under para 64 of Ind AS19	-	-
VII. EXPENSES RECOGNISED IN THE STATEMENT OF PROFIT AND LOSS:		
Current service cost	198.49	175.07
Net Interest on Net Defined Benefit Obligations	41.09	34.10
Net actuarial (gain)/loss recognised during the period		
Past service cost		
Expenses recognized in the statement of profit and loss	239.58	209.17
VIII. AMOUNT RECOGNIZED FOR THE CURRENT PERIOD IN THE STATEMENT OF OTHER COMPREHENSIVE INCOME [OCI]		
Actuarial (gain)/loss on Plan Obligations	(76.24)	(32.32)
Difference between Actual Return and Interest Income on Plan Assets-(gain)/loss	0.89	(1.74)
Effect of Balance Sheet asset limit	-	-
Amount recognized in OCI for the current period	(75.35)	(34.06)
IX. MOVEMENTS IN THE LIABILITY RECOGNIZED IN THE BALANCE SHEET		
Opening net liability adjusted for effect of balance sheet limit	634.96	518.59
Amount recognised in Profit and Loss	239.58	209.17
Amount recognised in OCI	(75.35)	(34.06)
Contribution paid into the fund	(74.28)	(55.96)
Direct Contribution to meet Direct Benefit Payment	(4.48)	(2.79)
Closing net liability	720.43	634.95
X. AMOUNT FOR THE CURRENT PERIOD		
Present Value of obligation	854.42	729.92
Plan Assets	133.99	94.96
Surplus (Deficit)	(720.43)	(634.95)
Experience adjustments on plan liabilities -(loss)/gain	47.79	(70.50)
Impact of Change in Assumptions on Plan Liabilities-(loss)/gain	28.44	102.82
Experience adjustments on plan assets -(loss)/gain	(0.89)	1.74
XI. MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)		
Government of India Securities	0.00%	0.00%
State Government Securities	0.00%	0.00%
High Quality Corporate Bonds	0.00%	0.00%
Equity shares of listed companies	0.00%	0.00%
Property	0.00%	0.00%

Particulars	31-03-2026	31-03-2025
Special Deposit Scheme	0.00%	0.00%
Funds managed by Insurer	100.00%	100.00%
Others (to specify)	0.00%	0.00%
Total	100.00%	100.00%
XII. ENTERPRISE'S BEST ESTIMATE OF CONTRIBUTION DURING NEXT YEAR	NA	NA

The Salary Escalation considered in Acturial Valuation takes on account of inflation, seniority and other relevant factors such as supply and demand in the employment market.

Note 40 - Financial instruments

a) Capital management

The capital includes issued equity capital and other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maintain optimum capital structure to reduce cost of capital and to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants which otherwise would permit the banks to immediately call loans and borrowings. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Company monitors capital on the basis of the gearing ratio which is net debt divided by total capital (equity plus net debt). Net debts are non-current and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

The following table summarizes the capital structure and gearing ratio of the Company. (₹ in lakhs)

Particulars	Note	As at 31-Mar-26	As at 31-Mar-25	As at 01-Apr-24
Non-Current Borrowings (Long term)	18	50,609.75	38,884.21	24,457.85
Current Borrowings (Short term)	23	1,470.75	-	1067.21
Current Maturities of Long term Debt (Short term)	23	3,188.52	3,633.08	3,612.59
Lease Liability	19,24	396.16	3,105.21	3,902.83
Total Borrowings (a)		**55,665.18**	**45,622.49**	**33,040.48**
Cash and Cash equivalents	12	1,418.63	777.10	249.41
Bank Balances other than cash and cash equivalents	13	2,115.60	4635.90	2,475.53
Total Cash (b)		**3,534.23**	**5,413.00**	**2,724.94**
Net Debt (c) = (a)-(b)		**52,130.95**	**40,209.49**	**30,315.54**
Equity	16	20,490.85	18,865.85	17,101.78
Other Equity	17	24,558.92	12,761.56	2,752.74
Total Equity (d)		**45,049.77**	**31,627.41**	**19,854.52**
Total Capital (e) = (c)+(d)		**97,180.72**	**71,836.91**	**50,170.06**
Gearing Ratio (e) = (c)/(d)		**115.72%**	**127.13%**	**152.69%**

Note :

Equity includes all capital and reserves & security premium of the company that are managed as capital debt is defined as long term and short term borrowings (excluding derivatives and financial guarantee contracts

Borrowings include lease liabilities

b) Fair value measurement:

(i) Financial instruments by category

The carrying values of financial instruments by categories as at March 31, 2026 were as follows: (₹ in lakhs)

Particulars	Note	FVTPL	FVOCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets						
Investments	6	-	-	131.00	131.00	131.00
Trade Receivables	11	-	-	1,476.84	1,476.84	1,476.84
Other financial assets	7,14	-	-	1,708.63	1,708.63	1,708.63
Cash & Cash Equivalent	12			1,418.63	1,418.63	1,418.63
Other Bank Balances	13			2,115.60	2,115.60	2,115.60
Financial Liabilities						
Borrowings	18,23	-	-	55,269.02	55,269.02	55,269.02
Lease Liability	19,24			396.16	396.16	396.16
Trade payables	25	-	-	2,433.86	2,433.86	2,433.86
Other financial liabilities	20,26	-	-	2,192.60	2,192.60	2,192.60

The carrying values of financial instruments by categories as at March 31, 2025 were as follows: (₹ in lakhs)

Particulars	Note	FVTPL	FVOCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets						
Investments	6	-	-	116.00	116.00	116.00
Trade Receivables	11	-	-	2,198.91	2,198.91	2,198.91
Other financial assets	7,14	-	-	2,658.84	2,658.84	2,658.84
Cash & Cash Equivalent	12			777.10	777.10	777.10
Other Bank Balances	13			4,635.90	4,635.90	4,635.90
Financial Liabilities						
Borrowings	18,23	-	-	42,517.28	42,517.28	42,517.28
Lease Liability	19,24			3,105.21	3,105.21	3,105.21
Trade payables	25	-	-	3,441.79	3,441.79	3,441.79
Other financial liabilities	20,26	-	-	2,038.37	2,038.37	2,038.37

The carrying values of financial instruments by categories as at 1st April 2024 were as follows: (₹ in lakhs)

Particulars	Note	FVTPL	FVOCI	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets						
Investments	6	-	-	116.00	116.00	116.00
Trade Receivables	11	-	-	2,343.65	2,343.65	2,343.65
Other financial assets	7,14	-	-	2,588.75	2,588.75	2,588.75
Cash & Cash Equivalent	12	-	-	249.41	249.41	249.41
Other Bank Balances	13	-	-	2,475.53	2,475.53	2,475.53
Financial Liabilities						
Borrowings	18,23	-	-	29,137.65	29,137.65	29,137.65
Lease Liability	19,24			3,902.83	3,902.83	3,902.83
Trade payables	25	-	-	2,998.62	2,998.62	2,998.62
Other financial liabilities	20,26	-	-	1,692.10	1,692.10	1,692.10

(ii) Fair Value Hierarchy

The Company has classified its financial instruments into three levels in order to provide an indication about the reliability of the inputs used in determining fair values.

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 asset or liability that are not based on observable market data (unobservable inputs)

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2026. (₹ in lakhs)

Particulars	Note	Level 1	Level 2	Level 3	Total Carrying Value
Financial Assets					
Investments At amortised costs (Non-current Unquoted)	6	-	-	131.00	131.00
Trade Receivables	11	-	-	1476.84	1476.84
Other financial assets	7,14	-	-	1708.63	1708.63
Financial Liabilities					
Borrowings	18,23	-	-	55,269.02	55,269.02
Trade payables	25	-	-	2433.86	2433.86
Other financial liabilities	20,26	-	-	2192.60	2192.60

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2025 (₹ in lakhs)

Particulars	Note	Level 1	Level 2	Level 3	Total Carrying Value
Financial Assets					
Investments At amortised costs (Non-current Unquoted)	6	-	-	116.00	116.00
Trade Receivables	11	-	-	2,198.91	2,198.91
Other financial assets	7,14	-	-	2,658.84	2,658.84
Financial Liabilities					
Borrowings	18,23	-	-	42,517.28	42,517.28
Trade payables	25	-	-	3,441.79	3,441.79
Other financial liabilities	20,26	-	-	2,038.37	2,038.37

Fair value hierarchy of financial assets and liabilities measured at fair value as at 1st April 2024 (₹ in lakhs)

Particulars	Note	Level 1	Level 2	Level 3	Total Carrying Value
Financial Assets					
Investments At amortised costs (Non-current Unquoted)	6	-	-	116.00	116.00
Trade Receivables	11	-	-	2,343.65	2,343.65
Other financial assets	7,14	-	-	2,588.75	2,588.75
Financial Liabilities					
Borrowings	18,23	-	-	29,137.65	29,137.65
Trade payables	25	-	-	2,998.62	2,998.62
Other financial liabilities	20,26	-	-	1,692.10	1,692.10

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, current borrowings, trade payables and other current financial liabilities are a reasonable approximation of their fair values. Accordingly, the fair values of such financial assets and financial liabilities have not been disclosed separately.

(iii) Valuation technique used to determine fair value

The fair value of the financial assets and liabilities are at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, current borrowings, trade payables and other current financial liabilities are a reasonable approximation of their fair values.

The investment included in Level 3 hierarchy have been valued at cost approach to arrive at the fair values as there is a wide range of possible fair value measurement and the cost represents estimate of fair value within that range considering the purpose and restriction on the transferability of the instruments.

The estimated fair value amounts as at March 31, 2026 have been measured as at that date. As such, the fair values of these financial instruments subsequent to reporting date may be different than the amounts reported at each year-end.

There were no transfers between Level 1, Level 2 and Level 3 during the year.

c) Financial Risk Management

In course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational / financial performance. These include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the Financial Statements.

Risk	Exposure arising from	Measurement
Credit risk	Cash and cash equivalents,investments, trade receivables, financial assets measured at amortised cost.	Ageing analysis, Credit Ratings
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts
Market risk Interest rate risk	Long-term borrowings at variable rates	Cash flow forecasting, Sensitivity analysis

(i) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Credit risk management

Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A. Low credit risk
B. Moderate credit risk
C. High credit risk

Assets Group	Description of category	Particulars	Provision for expected credit loss
Low credit risk	Assets where the counter- party has strong capacity to meet the obligations and where the risk of default is negligible or nil	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets.	12 month expected credit loss/life time expected credit loss
Moderate credit risk	Assets where the probability of default is considered moderate, counter-party where the capacity to meet the obligations is not strong.	Nil	12 month expected credit loss/life
High credit risk	Assets where there is a high probability of default.	Nil	12 month expected credit loss/ life time expected credit loss/fully provided for

Based on business environment in which the Company operates, a default on a financial asset is considered when the counterparty fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Any subsequent recoveries made are recognized in Statement of Profit and Loss.

Classification of Financial assets among risk categories: (₹ in lakhs)

Risk	Exposure arising from	31.03.2026	31.03.2025	01.04.2024
Credit risk	Cash and cash equivalents, investments, trade receivables, financial assets measured at amortised cost.	3,519.22	5,413.00	2,724.93
Liquidity risk	Nil	-	-	-
Market risk Interest rate risk	Nil	-	-	-

Expected credit loss for trade receivables

In the case of revenue from Hospital services, the company receives payment for services rendered either before or during the course of the treatment except in respect of Insurance Companies, Corporate customers, Public Sector Undertakings, State/Central Governments which are agreed upon prior to the discharge of the patient.

The Company establishes an allowance for credit loss that represents its estimate of expected losses in respect of trade and other receivables based on historical credit loss experience and is adjusted for forward looking information considering reasonable and supportable information that is available without undue cost or effort as at the reporting date.

The maximum exposure to credit risk as at reporting date is primarily from trade receivables amounting to **INR 88.98 Lakhs (March 31, 2025 : ₹ 66.74 lakhs)**. Refer Note 11 (refer the ECL movement Note)

(ii) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring Balance Sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Maturities of financial liabilities as at 31 March, 2026 (₹ in lakhs)

Particulars	Note	On demand	Less than 1 year	1-5 years	More than 5 years	Total
Borrowings	18,23	-	4659.27	24,882.58	25,727.17	55,269.02
Lease Liabilities	19,24	-	96.74	299.42	-	396.16
Trade Payables	25	-	2427.62	6.24	-	2433.86
Other financial liabilities	20,26	-	2079.93	112.67	-	2192.60
Total			**9263.56**	**25,300.91**	**25,727.17**	**60,291.64**

Maturities of financial liabilities as at 31 March, 2025 (₹ in lakhs)

Particulars	Note	On demand	Less than 1 year	1-5 years	More than 5 years	Total
Borrowings	18,23	-	3633.08	21,790.04	17,094.16	42,517.28
Lease Liabilities	19,24	-	881.14	2224.07	-	3105.21
Trade Payables	25	-	3440.19	0.17	1.43	3441.79
Other financial liabilities	20,26	-	1813.70	224.67	-	2038.37
Total			**9768.11**	**24,238.95**	**17,095.59**	**51,102.65**

Maturities of financial liabilities as at 1st April 2024 (₹ in lakhs)

Particulars	Note	On demand	Less than 1 year	1-5 years	More than 5 years	Total
Borrowings	18,23	-	4,679.80	19,951.37	4,506.48	29,137.65
Lease Liabilities	19,24	-	797.62	3,105.21	-	3,902.83
Trade Payables	25	-	2,997.17	1.45	-	2,998.62
Other financial liabilities	20,26	-	1,355.43	336.67	-	1,692.10
Total			**9,830.02**	**23,394.70**	**4,506.48**	**37,731.20**

(iii) Interest rate risk

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures', since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. However, The Company's variable rate borrowings are subject to interest rate risk. Below is the overall exposure of the borrowings:

Interest rate risk exposure (₹ in lakhs)

Particulars	31.03.2026	31.03.2025	01.04.2024
Fixed rate borrowing	-	-	-
Variable rate borrowing	55,269.02	42,517.28	29,137.65
Total	55,269.02	42,517.28	29,137.65

Sensitivity Analysis:

The following table demonstrates the sensitivity to a reasonably possible change (100 basis points) in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on variable rate borrowings, as follows:

Interest rate risk exposure (₹ in lakhs)

Particulars	31.03.2026	31.03.2025	01.04.2024
Interest sensitivity			
Interest rates – increase by 100 basis points	495.63	315.01	259.68
Interest rates – decrease by 100 basis points	495.63	315.01	259.68

NOTE 41 - Earnings per Share (EPS) (computed in accordance with Ind AS 33)

Particulars	31.03.2026	31.03.2025
Profit for the year attributable to owners of the Company ₹ in Lakhs	2,610.97	947.88
Weighted Average Number of Equity Shares outstanding during the year for the purpose of Basic Earnings / Diluted Earnings Per Share (Nos. in Lakhs)	1,963.61	1,790.25
Basic/ Diluted Earnings Per Share (in ₹)	1.33	0.53

NOTE 42 - Leases

a) Disclosure as Lessee

The company has entered into lease, having a lease period ranging from 1- 7 years.

i) The following is the reconciliation of lease: **(Amount in ₹)**

Particulars	31.03.2026	31.03.2025
Opening balance	31,05,21,007	39,02,82,756
Additions/Adjustments during the year	-	-
Less: Payment of lease liabilities	3,43,36,111	7,97,61,749
Less: Closure of lease liabilities	23,65,68,859	-
Closing balance	3,96,16,037	31,05,21,007
The following is the break up of Non-current and Current lease liabilities		
Non- Current (Long term maturities)	2,99,42,229	22,24,07,160
Current (Current maturities)	96,73,808	8,81,13,847
Amount recognized in the Statement of Profit and Loss		
Interest expense on lease liabilities	1,28,63,890	3,54,38,251
Depreciation on Right-of-Use Assets	3,80,32,317	9,39,29,895

The broad range of effective interest rate for lease liability is 9% to 10.00%

ii) Details of contractual maturities of lease liabilities: **(Amount in ₹)**

Particulars	31.03.2026	31.03.2025
Less than one year	96,73,808	8,81,13,847
One to five years	2,99,42,229	22,24,07,160
More than five years	-	-
Total	3,96,16,037	31,05,21,007

Note: The above maturities are disclosed on an undiscounted basis.

iii) Expenses recognised in the statement of profit & Loss on short term leases / low value assets: (₹ in lakhs)

Particulars	31.03.2026	31.03.2025
Rent expense on low value assets taken on lease	158.99	145.93
Total	158.99	145.93

b) Disclosure as Lessor

The company has entered into lease, having a lease period of below 1 year, with an option to renew the lease.

i) Income recognised in the statement of profit & Loss on Lease: (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Income on Lease	97.87	90.59
Total	97.87	90.59

Note 43 - Contingent Liabilities and Commitments as on the closing date (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
I) Contingent Liabilities:		
a) Disputed Statutory Liabilities not provided for (excluding interest, if any)	67.90	65.76
b) Claims of various nature made against the Company not acknowledged as debt	-	-

The Company has reviewed all its pending litigation and proceedings and has adequately provided for the provisions required / disclosed as contingent liability where applicable, in its financial statements. The amount of contingent liability is based on management estimation and no significant liability is expected to arise out of the same.

NOTE 44 - Related party disclosure:

List of related parties as identified by the management as under :

(I). Name of related parties and description of relationship

a. Key Managerial Personnel : Dr.K.Madeswaran
Dr.K.Chockalingam

b. Other related parties : M/s. MC Medical Services Private Limited
M/s. Sabari Constructions Technologies Private Limited.
M/s. RMC Medical Services Private Limited
M/s. VVSR Green Energy P Ltd
M/s. Uyirin Suvasam
M/s. Royalcare Trust
M/s. Vetri Constructions
Mrs.M.Shreekala (W/o.Dr.K.Madeswaran)
Mrs.Lalithchitra (D/o Dr.K.Madeswaran)
Dr.Minu Madeswaran (D/o. Dr.K.Madeswaran)
Sri.K.P.Alagesan & Smt. A. Vasanthi
Sri. Mukessh Alagesan

1. **Related party transaction in 2025-26**

   The company has identified all related parties and details of transactions are given below. No provision for doubtful debts or advances is required to be made and no amounts have been written off or written back during the year in respect of debts due from or to related parties. There are no other related parties where control exists that need to be disclosed. Following transactions were carried out with the related parties at arm's length basis and in the ordinary course of business.

(₹ in Lakhs)

Nature of transaction	2025-26		2024-25	
	Key Managerial personnel	Other related parties	Key Managerial personnel	Other related parties
M/s. Sabari Construction Technologies P Ltd- Rent income on Vacant land	-	14.16	-	14.16
M/s. Sabari Construction Technologies P Ltd- Hospital Building Construction-Bill Booked (Phase III)-Stage I Including Advance	-	-	-	12,027.80
M/s. Sabari Construction Technologies P Ltd- Hospital Building Construction- (Phase III)- STAGE II including Advance.	-	21,860.17	-	9,139.27
M/s. Sabari Construction Technologies P Ltd- Water(Building Temp. Structure)	-	48.47	-	30.12
Canteen Sales bill to M/s. Sabari Construction Technologies Private Ltd	-	30.55	-	31.07
OP bill to M/s. Sabari Construction Technologies Private Ltd	-	2.41	-	2.78
OP Pharmacy bill to M/s. Sabari Construction Technologies Private Ltd	-	2.27	-	2.30
IP Pharmacy bill to M/s. Sabari Construction Technologies Private Ltd	-	43.50	-	-
Purchase from M/s. RMC Medical Services Private Ltd	-	5,894.45	-	5,330.44
Equipment Rent Payment to M/s. RMC Medical Services Private Ltd- Lease I	-	51.92	-	155.76
Equipment Rent Payment to M/s. RMC Medical Services Private Ltd- Lease II	-	349.28	-	1,030.08
Purchase from M/s. RMC Medical Services Private Ltd- Medical Eqp	-	2,310.00	-	-
Purchase from M/s. MC Medical Services Private Ltd- IMPLANTS	-	833.74	-	77.79
Blood Sales to M/s. MC Medical Services Private Ltd	-	7.75	-	5.04
Security Deposit to M/s. MC Medical Services Private Ltd towards Lease-- II	-	-	-	30.00
Hospital Outsource billed by - M/s. MC Medical Services Private Ltd	-	1.29	-	3.89
Equipment Rent Payment to M/s. MC Medical Services Private Ltd- Lease -II	-	155.76	-	155.76
M/s. MC Medical Services Private Ltd for VELLALORE UNIT	-	2.32	-	0.87
VVSR Green Energy P Ltd- Solar Power Purchase	-	259.82	-	253.10
VVSR Green Energy P Ltd- Interest on Unsecured Loan (Receipt)	-	108.00	-	120.00

(₹ in Lakhs)

Nature of transaction	2025-26		2024-25	
	Key Managerial personnel	Other related parties	Key Managerial personnel	Other related parties
Royalcare Trust - Rent Receipt	-	28.32	-	28.32
Royalcare Trust - OP Dues	-	2.32	-	2.12
Royalcare Trust - Canteen Receipt	-	46.23	-	217.04
Vetri constructions – Capital (PMC)	-	153.40	-	168.45
Vetri constructions – Capital	-	175.91	-	39.82
Donation to Uyiran Suvasam- CSR Contribution	-	37.04	-	35.80
Flat Rent Payment:				
Mrs. A. Vasanthi	-	-	-	3.12
Mr. K.P.Alagesan	-	-	-	3.72
Mr. Mukessh Alagesan	-	9.90	-	-
Salary Paid to				
Mrs.M.Shreekala	-	36.00	-	36.00
Mrs.Lalithchitra	-	36.00	-	36.00
Un-Secured Loan from Directors:				
Dr.K.Madeswaran				
(Receipt)	615.00	-	1,205.00	-
(Paid)	615.00	-	1,205.00	-
Mr.K.K. Chandrasekar				
(Receipt)	-	-	-	300.00
(Paid)	-	-	-	300.00
Professional & Consultant charges :				
Dr. K. Madeswaran -Managing Director	537.32	-	476.26	-
Dr.K.Chockalingam	-	140.25	-	133.19
Dr.N.Sudhakar	-	182.68	-	151.76
Dr.S.Paulvannan	-	173.54	-	162.55
Dr.P.Chokkalingam	-	112.76	-	106.62
Dr.P.Selvaraj(upto 16.08.2024)	-	-	-	24.00
Dr.S.Kalyanakumari	-	143.50	-	123.66
Dr.M.Sudhakaran	-	83.60	-	62.57
Dr.V.R.Pattabhiraman	-	96.95	-	96.00
Dr.Minu Madeswaran	-	40.15	-	59.84
Sitting Fee to Directors	-	3.40	-	1.30
Remuneration Paid				
Director Remuneration, Commission & perquisites	-	-	-	-
Director Finance Cum CFO	28.83	-	27.50	-
Company Secretary	16.47	-	15.66	-

Note 45 - Disclosure as required under section 186(4) of the Companies Act, 2013

Loans and guarantees furnished by the Company: Nil (Previous year – Nil).

Investments made are given under the respective head.

NOTE 46 - Segment Reporting:

Based on the guiding principles given in accounting standard on the Segment Reporting (Ind AS 108) issued by the ICAI, there is only one Reportable segment namely Healthcare and related activities. As the company's business activity is interrelated, the disclosure requirement of (Ind AS 108) in this regard does not arise.

Note 47 - Expenditure in Foreign Currency:

Expenditure on Foreign exchange During the year is ₹ 7.41 lakhs (Previous Year ₹ 116.11/- lakhs)

i. CIF value of imports

a. Capital goods (Medical Equipment) Nil

b. Spares Nil

ii. Earnings in foreign currency ₹ 186.22 lakhs

iii. Expenditure in foreign currency Nil

iv. Dividend paid in foreign currency Nil

NOTE 48- Corporate Social Responsibility (CSR) Activities:

a) Gross amount required to be spent by the company: **(Amount in ₹)**

Particulars	**2025-26**	**2024-25**
Gross amount required to be spent by the company during the year	37,03,799.62	40,79,864.20
Unspent amount pertaining to Previous Financial years	-	-
Total	**37,03,799.62**	**40,79,864.20**

b) Additional disclosures with regard to CSR Activities: **(Amount in ₹)**

Particulars	**2025-26**	**2024-25**
a) Amount required to be spent by the company during the year	37,03,799.62	40,79,864.20
b) Amount required to be set off for the financial year, if any	796.43	796.63
c) Total CSR obligation for the financial year	37,03,003.19	40,79,067.57
d) Amount of Expenditure Incurred:		
(i) Construction / acquisition of any asset		
(ii) On purposes other than (i) above	37,03,800	40,79,864.00
e) Excess /(Short) fall (after Set off), at the end of the year	796.81	796.43
f) Amount available for set off in succeeding financial years	796.81	796.43
g) Nature of CSR Activities	Tree Planting	Tree Planting & Toilets to Ladies Circle India Trust
h) Details of Related Party	Tree Planting at Uyirin Suvasam	Tree Planting at Uyirin Suvasam
i) Where a provision is made with respect to liability incurred by entering in to Contractual Obligation	-	-
j) Movement in Provision for Corporate Social Responsibility Liabilities	-	-

49. Key Financial Ratio :

S.No	Key Financial Ratios	31.03.2026	31.03.2025	Variance	Reasons for Variance(More than 25%)
1.	Current Ratio Current Asset /Current Liabilities	0.75	0.97	(22%)	-
2.	Debt Equity Ratio Long Term Debt / Equity	1.19	1.34	(11%)	-
3.	Debt Service Coverage Ratio Cash Accurals (Net Profit+Interest+Dep) Debt Serviced (Interest+Principal Repaid)	1.44	1.13	27%	Increase in Net Profit
4.	Retun on Equity Ratio-% Profit After Tax Equity	6.81%	3.68%	85%	Increase in Net Profit
5.	Inventory Turnover Ratio Sales / Avg Inventory	26.70	23.89	12%	-
6.	Trade Receivable Ratio Net Sales(Turnover) Average Trade Receivable	24.43	15.72	55%	Increase in Turnover and collection in trade receivables
7.	Trade Payable Ratio Net Credit Purchase Average Trade Payables	4.76	3.45	38%	Increase in Payment cycle
8.	Net Capital Turnover Ratio Net Annual Sales Working Capital (Current Assets-Current Lib)	(17.26)	(117.15)	(85%)	Increase in Turnover.
9.	Net Profit Ratio Net Proft after Tax Net Sales (Turnover)	5.82	2.66	119%	Increase in Net Profit
10.	Return on Capital Employed-% Profit before Interest & Taxes Capital Employed (Equity+ Long term Lib+Def)	4.95%	4.82%	3%	-
11.	Return on Investment-% Profit after Tax Avg Capital Employed (Equity+ Long term Lib+Def)	3.00%	1.54%	94%	Increase in Net Profit

NOTE 50 - The remuneration to key management personnel does not include the provision made for Gratuity, as the same are actuarially valued for the company as a whole.

NOTE 51 - The company has not entered into any derivative transactions during the year under report.

NOTE 52 - Confirmations of balance are yet to be obtained from few parties.

NOTE 53 - During the year there is no impairment of assets as certified by the management.

NOTE 54 - Provision for all known liabilities including depreciation is neither inadequate nor more than what is necessary except compensated leave salary.

NOTE 55 - Hospital Income and Pharmacy revenue is net of discount/free/concessional treatment/claims. Further, Unbilled revenue is adopted as income in the books of accounts to extent of ₹ 1398.17 lakhs for the service where the In-patients are not discharged and invoice is yet to be raised for the service rendered. Revenue is measured at the fair value of the consideration received or receivable from In-patients.

NOTE 56 - As per Ind AS 23 , during the year, the company has capitalized the borrowing cost that are directly attributable to acquisition and construction of qualifying asset (Expansion of Phase III Project Stage I and II), amounting to ₹ 2717.25 lakhs (Previous Year ₹ 1181.65 lakhs), based on the actual interest rate per annum charged by banker as per loan sanction terms on specific project loans.

NOTE 57 - During the year interest expenditure has been charged for Loans obtained from NBFC'S based on the due date fixed by respective NBFC'S lenders.

NOTE 58 - Income tax assessments u/s 143(3) of Income Tax Act, 1961 have been completed up to the Assessment year 2023-24.

NOTE 59 - The Board of Directors recommended a final dividend of ₹ 0.20 per Equity share (2% of face value of ₹ 10 each) for the financial year 2025-2026. The dividend proposed is subject to approval of the members in the ensuing Annual General Meeting.

NOTE 60 ADDITIONAL REGULATORY DISCLOSURES AS PER SCHEDULE III OF COMPANIES ACT, 2013

(i) The Title deeds of the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

(ii) The Company does not have any investment property.

(iii) The Property, Plant and Equipment (including Right of Use Assets) and intangible assets are carried at historical cost (less accumulated depreciation & impairment, if any), hence the revaluation related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.

(iv) During the year, company has not granted Loans or Advances in the nature of loan to any promoters, Directors, KMPs and the related parties (As per Companies Act, 2013) ,which are repayable on demand or without specifying any terms or period of repayments.

(v) No proceedings have been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(vi) The Company has been sanctioned OD facilities of ₹ 15.00 Crore from South Indian Bank on the basis of collateral security of the Company. The Cash Credit Limit of ₹ 2.00 Crore sanctioned by SBI based on the current assets.

(vii) The Company has adhered to debt repayment and interest service obligations on time. Wilful defaulter related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.

(viii) There are no transactions with the Companies whose name are struck off under Section 248 of The Companies Act, 2013 during the year ended 31st March 2026.

(ix) All applicable cases where registration of charges or satisfaction is required to be filed with Registrar of Companies have been filed. No registration or satisfaction is pending at the year ended 31st March 2026.

(x) No scheme of arrangement has been approved by the competent authority in terms of Section 230 to 237 of the Companies Act, 2013.

(xi) The Company has not 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 company (ultimate beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiary

(xii) 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

(xiii) The Company has not operated in any crypto currency or Virtual Currency transactions

(xiv) During the year the Company has not disclosed or surrendered any income other than the income recognized in the books of accounts in the tax assessments under Income Tax Act, 1961.

NOTE 61 - Figures of the previous year have been regrouped, reclassified and rearranged wherever necessary to conform to current year's classification including those as required consequent to amendment to Schedule III of the Companies Act, 2013. All figures are in lakhs unless otherwise stated.

Material Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Tirupur
Date : 12.08.2026

For and on behalf of the Board of Directors

(Sd/-)
Dr.K.Madeswaran
Managing Director
DIN : 06389218

(Sd/-)
Dr.K.Chockalingam
Director
DIN : 02558069

(Sd/-)
Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

Place : Coimbatore
Date : 12.08.2026

NOTES

NOTES

OUR VARIOUS DEPARTMENTS

- Anesthesiology
- Cardiothoracic & Vascular Surgery
- Dental and Maxillofacial Surgery
- Dermatology and Cosmetology
- ENT, Head & Neck Surgery
- Emergency Medicine
- Endocrinology
- Endogynaecology
- Fetal Medicine
- General Surgery
- Geriatrics, Frailty & Palliative Care
- Hemato-Oncology-BMT & Advanced Hemato-Pathology
- Internal Medicine
- Institute of Critical Care Medicine
- Institute of Heart & Lung Transplantation and Mechanical Circulation
- Institute of Physical Medicine & Rehabilitation
- Interventional Cardiology
- Interventional Radiology
- Interventional Pulmonology and Sleep Medicine
- Laboratory Medicine
- Liver Transplantation Unit
- Master Health Check Up
- Medical Gastroenterology
- Minimally Invasive Cardiac Surgery
- Nephrology
- Neurology
- Neuro Surgery
- Ophthalmology
- Obstetrics & Gynaecology
- Orthopaedics
- Paediatrics & Neonatology
- Plastic Reconstructive Cosmetic Surgery
- Preventive Cardiology
- Psychiatry
- Radiology & Imaging Sciences
- Renal Transplant Unit
- Rheumatology
- Robotic Surgery
- Royal Care Fertility Center (IVF)
- Royal Care Institute of Advanced Cardiac Sciences
- Preventive Cardiology
- Interventional Cardiology
- Cardiothoracic and Vascular Surgery
- Minimally Invasive Cardiac Surgery
- Institute of Heart & Lung Transplantation and Mechanical Circulation
- Royal Care Institute of Oncology
- Medical Oncology
- Surgical Oncology
- Radiation Oncology
- Nuclear Medicine
- Spine Surgery
- Surgical Endocrinology
- Surgical Gastroenterology
- Transfusion Medicine
- Urology
- Vascular Surgery