

September 06, 2023

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Symbol: YATHARTH

Dept. of Listing Operations
BSE Limited,
P J Towers, Dalal Street,
Mumbai -400001, India

Scrip Code: 543950

Subject: Annual Report for the Financial Year 2022-23

Ref: Regulation 34 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the Annual Report for the financial year 2022-23, which is being sent only through electronic mode to the Members, whose email addresses are registered with the Company/Depository Participant(s).

The Annual Report are also being uploaded on the website of the Company at www.yatharthhospitals.com.

We request you to kindly take the same on record.

Thanking you,

Your faithfully,
For Yatharth Hospital and Trauma Care Services Limited

Ritesh Mishra
Company Secretary & Compliance Officer

Encl.: As above.

Registered Office

JA-108, DLF Tower A, Jasola District Centre, New Delhi - 110025

Tel: 011-49967892

Corporate Office

HO- 01, Sector - 01, Greater Noida West, 201306

Tel: 08800797947 | Fax: 0120-2973444 | Email: cs@yatharthhospitals.com

Our Hospitals

📍 Sector 110, Noida, Uttar Pradesh-201304

📍 Sector Omega -01, Greater Noida, Uttar Pradesh-201308

📍 Sector -01, Greater Noida West, Uttar Pradesh-201306

🌐 www.yatharthhospitals.com

Contents

| | |
|---|-----|
| ❖ The Company at Glance | 3 |
| ❖ Our Hospitals | 4 |
| ❖ Core of Yatharth Hospitals | 5 |
| ❖ Infrastructure & Facilities | 6 |
| ❖ Accreditation & Quality | 12 |
| ❖ Snap Shot of Company's Financials | 13 |
| ❖ Chairman's Message | 14 |
| ❖ Board of Directors | 15 |
| ❖ Key Management Personnel | 17 |
| ❖ Corporate Information | 18 |
| ❖ Notice for Annual General Meeting | 19 |
| ❖ Director's Report | 26 |
| ❖ Corporate Governance Report | 50 |
| ❖ Management Discussion & Analysis Report | 86 |
| ❖ Audited Financial Statements-Standalone | 89 |
| ❖ Audited Financial Statements-Consolidated | 144 |



The Company at Glance



4

Hospitals



1405

Beds



609

Doctors

* Data as on March 31 2023 on consolidated basis

- Established in 2008, our organization operates a network of multi-specialty hospitals. We are dedicated to offering patients a wide range of amenities and facilities to enhance their healthcare experience.
- All our hospitals have received accreditation from the NABH, while the ones situated in Greater Noida and Noida Extension also hold accreditation from the NABL.
- Our hospitals rigorously adhere to international quality standards, ensuring the safety and swift recovery of our patients.



Our Hospitals



Greater Noida



Noida



Noida Extension



Orchha - Jhansi

Core of Yatharth Hospitals

Legacy

More than 15 years ago, four doctors worked together to make their unique vision a reality, a hospital that would do more than care for the physical needs of their patients. It was their intention to provide a healing atmosphere that would encompass all the aspects of health and well-being. These dedicated doctors were laying the foundation for Yatharth Hospital - a hospital that would not only care for the medical needs of their patients but also create world class medical facilities for the not so privileged class of the society in a patient friendly environment.

Vision

To evolve as the most preferred destination for quality healthcare that provides a comprehensive range of services and is trusted for personalized care with compassion.

Mission

Committed to deliver quality & personalized care to improve the well-being of patients and communities we serve.

Quality Policy

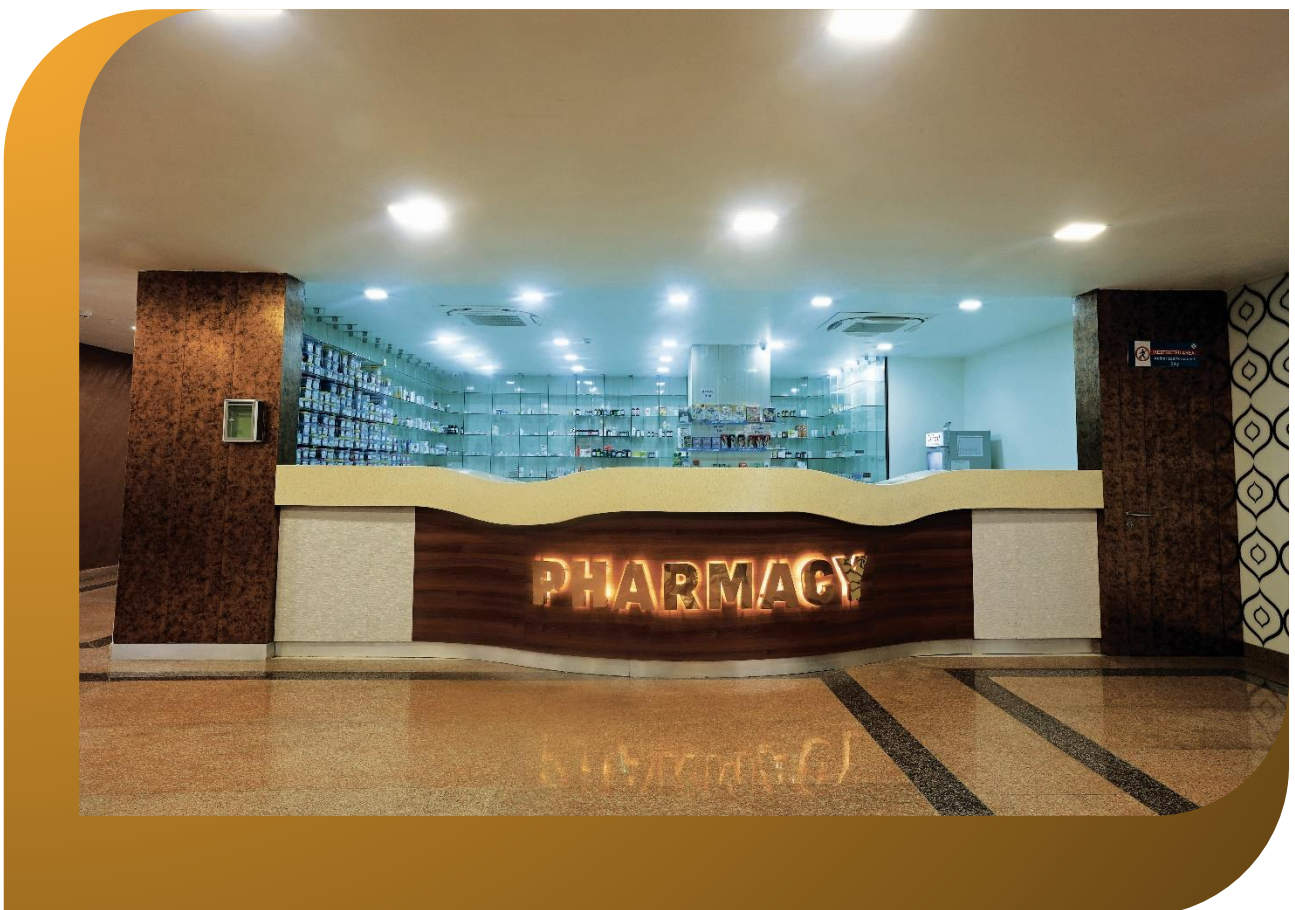
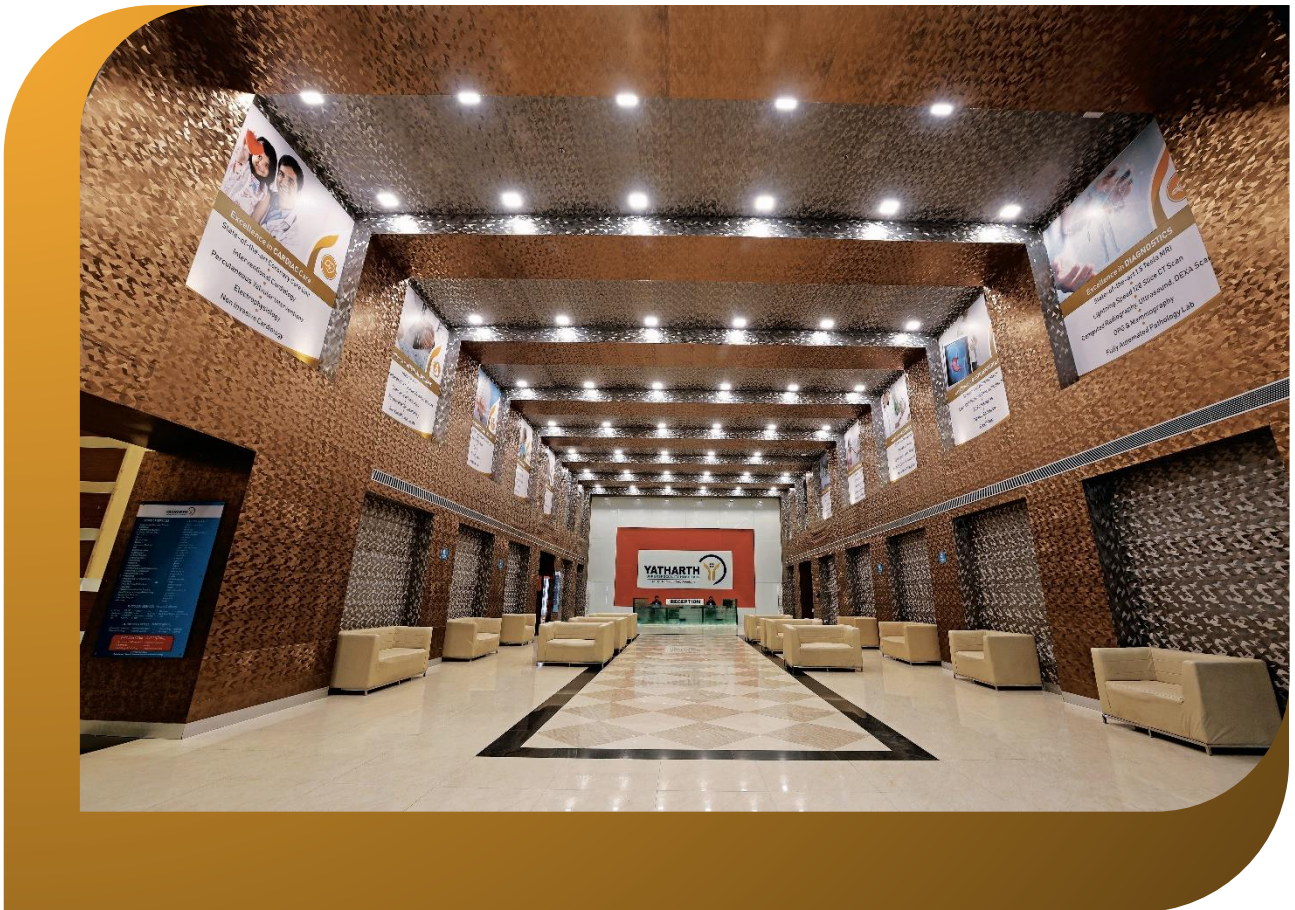
To constantly upgrade ourselves to keep pace with what is new in the field to deliver healthcare, recruit highly qualified doctors and further improve the clinical outcomes, patient safety & patient satisfaction.

Infrastructure & Facilities

Our hospitals are equipped with machines and devices with sophisticated technology. Our hospitals are designed to assist our practitioners in providing timely, efficient and quality healthcare. All our hospitals are accredited by the NABH. In addition, we also equip our hospitals with advanced medical technology and equipment and diagnostic instruments with the aim of providing our patients with accurate diagnoses and effective treatments. We continuously strive to introduce cutting-edge medical technology and state-of-the-art equipment and facilities across each aspect of our healthcare services, from out-patient to in-patient.

We have advanced medical equipment such as Azurion catheterization laboratory, 1.5 Tesla whole-body MRI with optical digital broadband and embedded express coil technology for minimal patient repositioning and advanced non-contrast MR Angiography, 128 slice CT scan, endo bronchial ultrasound, nerve conduction velocity (NCV), and advanced surgical equipment including Thulium Uro laser, fibrescope, advance laparoscope, advance microscopes, and Cusa. The advanced equipment provides for better and more accurate diagnosis, as well as insight into the surgical procedure, which increases surgical success rate.

All our critical care units are equipped with high-end patient monitoring devices, ventilators and dedicated isolation rooms. Facilities for haemodialysis, sustained low-efficiency dialysis, endoscopy and bronchoscopy are available 24x7 by the bedside.











Accreditation & Quality

Our Foundation



Trust



Talent



Technology



Service



Infrastructure

Set on a spacious campus, our hospitals have been built on the foundation of Trust, Talent, Technology, Service and Infrastructure.

With the belief that healthcare requires utmost care and responsibility, Yatharth Super Speciality Hospitals have brought together a team of medical specialists -doctors, para medical staff and others, who represent and uphold the Group's philosophy of transparency, dedication and honesty.

The medical professionals are highly qualified from the best medical institutes and have vast experience in their fields.

Yatharth Super Speciality Hospitals have also been accredited by National Accreditation Board for Hospitals and Healthcare Providers for the processes and high-quality patient care.

Snap Shot of Company's Financials



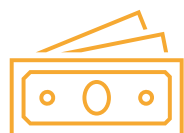
45.33%

Occupancy Rate



26,538

ARPOB (₹)



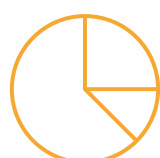
5,202.93

Revenue from Operations (₹ mn)



1,337.65

EBITDA (₹ mn)



25.71%

EBITDA Margin



658

PAT (₹ mn)



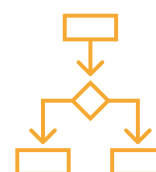
12.6%

PAT Margin



26.1%

ROCE %



35.95%

ROE %

Annual Report 2022-23

Chairman's Message



“ We are determined to pursue our commitment towards patients with renewed vigour and enthusiasm.

Dear Shareholders,

It gives me great pleasure to share with you the results of your Company for the year ended March 31, 2023.

It was an incredible journey, filled with struggles and challenges – from raising finances to obtaining regulatory approvals, from building a world-class hospital and equipping it with the best medical equipment, to bringing on board the finest clinical talent.

During the year, your Company achieved annual revenue from operations of 3715.14 million as against 2985.90 million in the previous financial year.

Profit / (Loss) before tax for the year stood at 855.21 million as against 603.21 million in the previous year. Profit / (Loss) for the year after tax stood at 641.74 million as against 420.87 million in the previous year. The total comprehensive income (comprising Profit / (Loss) and Other Comprehensive Income for the period) stood at 644.17 million as against 423.55 million in previous year.

Dear shareholders, we are determined to pursue our commitment towards patients with renewed vigour and enthusiasm. We are also taking steps

to usher in greater agility and improve patient trust. Clinical excellence and compassionate patient care remain our forte and we are proud of our achievement.

In conclusion, I would like to thank all our stakeholders for their continued support, guidance and good wishes. These position us well to strive harder in the year ahead.

With best wishes and warm regards,

Dr. Ajay Kumar Tyagi
Chairman & Whole Time
Director
Yatharth Hospital &
Trauma Care Services
Limited

Board Of Directors



DR. AJAY KUMAR TYAGI – Chairman & Wholetime Director

Ajay Kumar Tyagi is the Chairman and Whole-time Director of our Company. He has been a Director of our Company since its incorporation. He holds a degree of bachelor of medicine and bachelor of surgery from LLRM Medical College, Meerut University. He also holds diploma in orthopaedics from King George Medical College, Lucknow. He has over 16 years of experience in the field of medical care and hospital management. He is responsible for strategic investment and overall guidance for the business of our Company. He was previously associated with Medical Health Family Welfare U.P. L.K.O.



DR. KAPIL KUMAR – Managing Director

Kapil Kumar is the Managing Director of our Company. He has been a Director of our Company since its incorporation. He holds a degree of bachelor of medicine and bachelor of surgery from SN Medical College, Agra University. Further, he holds a degree of master of surgery in orthopaedic surgery from Lucknow University. He has also completed magister chirurgie in orthopaedics from University of Seychelles, American Institute of Medicine. He has over two decades of experience in field of medicine and health care. He is an orthopaedic surgeon. Further, he is responsible for clinical management of our Company. He was previously associated with Lady Hardinge Medical College and Smt. Sucheta Kriplani Hospital and Noida Orthopaedic Hospital as a consultant.



MR. YATHARTH TYAGI – Wholetime Director

Mr. Yatharth is responsible for overall operations and business development. He has been associated with our Company since 2019. He was appointed as a Director of our Company on September 15, 2021. He holds a bachelor's degree in business and management from Leeds Beckett University. He also holds a master of science degree in International Health Management from Imperial College London.



MS. PROMILA BHARDWAJ – Independent Director

Ms. Promila Bhardwaj is an Independent Director of our Company. She has been a Director of our Company since October 22, 2022. She holds a degree in Bachelor's of Arts, Master's of Arts in English and Master's of Philosophy from Punjab University. She also holds a Master's Diploma in Public Administration from Indian Institute of Public Administration. She Joined Indian Revenue Services ("IRS") in 1979 and served various positions like Deputy Secretary under Ministry of Water Resources, Director of Industrial Policy and Promotion, Personal Secretary to Minister of State for Women and Child Development, Director General (HRD) (International Taxation & Transfer Pricing) & (Systems) and Chief Commissioner of Income Tax. Currently she is Independent Director in two listed companies and other public companies. She is also being member of various committees like Audit Committee, Nomination and Remuneration Committee, CSR Committee etc.



MR. MUKESH SHARMA – Independent Director

Mukesh Sharma is an Independent Director of our Company. He has been a Director of our Company since February 21, 2022. He holds a bachelor's degree in science agriculture and animal husbandry from Govind Ballabh Pant University of Agriculture and Technology. He also holds a master's degree in business administration and has completed post graduate diploma in labour law, labour welfare and personnel management from Maharshi Dayanand Saraswati University, Ajmer. Further, he holds a degree of bachelor's of law from Chaudhary Charan Singh University, Meerut. He has over 35 years of experience in banking and was previously associated with Bank of Baroda. Currently, he is a SARFAESI Internal Ombudsman at Bank of Baroda.



DR. SANJEEV UPADHYAYA – Independent Director

Dr. Sanjeev Upadhyaya is an Independent Director of our Company. He has been a Director of our Company since February 21, 2022. He holds a bachelor's degree in medicine and bachelor of surgery from Meerut University. He also holds a degree of doctor of medicine in community medicine from Nagpur University. He has over 20 years of experience in community medicines. He was previously associated with E.S.I. Hospital as house surgeon and Aga Khan Foundation Project as public health specialist. He was also associated with University College of Medical Sciences & Guruteg Bahadur Hospital; and Lady Hardinge Medical College & Associated Hospital as senior resident. Further, he was also associated with United States Agency for International Development, India as project management specialist (in Population, Health and Nutrition Office/ Maternal, Child Health Nutrition & Urban Health Division). He was an experienced Health Specialist at the United Nations Children's Fund.

Key Management Personnel



MR. AMIT SINGH – Group CEO

Mr Amit Singh is a healthcare management professional with 16 years of experience in providing operations leadership, strategic planning, quality & business development with various healthcare organizations. He has been a part of the management of various premiere healthcare institutions. Prior to joining Yatharth group he has served as vice president at BLK Hospital, Delhi, group vice president at Centre for Sight group, chief operating officer at Point Hospitals and business head at Raksha Medicare. He has extensive experience of setting up a chain of hospitals. He has proven experience in field of strategic planning & policy development, business operations, administrations, sales & marketing leadership, budgeting & cost management.



MR. PANKAJ PRABHAKAR – Group CFO

Mr Pankaj Prabhakar is a chartered accountant, having business experience of 16 years in accounting, cost analysis, budgeting, preparation of financial statements, internal controls, information security risk analysis. He is a proficient in managing & leading teams for running successful process operations & experience of developing procedures, service standards for business of par excellence. He has previously been associated with Asian Institute of Medical Sciences, Faridabad and other leading healthcare service provider.



MR. RITESH MISHRA – CS & Compliance Officer

Mr. Ritesh Mishra holds a bachelor's degree in commerce from Awadh University, Faizabad and MBA from Sikkim Manipal University. He is an associate member of the Institute of Company Secretaries of India. He is a keen learner and adept in grasping changes in economy and its impact on health care business and stakeholders. He has rich experience the field of corporate law compliances. He extensively works with the board of the Company and instrumental in maintaining overall corporate governance at Yatharth Group of Hospitals.

Corporate Information

Board of Directors

(As on 31st March 2023)

Dr. Ajay Kumar Tyagi

Chairman & Whole Time Director

Dr. Kapil Kumar

Managing Director

Mr. Yatharth Tyagi

Whole Time Director

Ms. Promila Bhardwaj

Independent Director

Mr. Mukesh Sharma

Independent Director

Dr. Sanjeev Upadhyaya

Independent Director

CEO

Mr. Amit Kumar Singh

CFO

Mr. Pankaj Prabhakar

CS & Compliance Officer

Mr. Ritesh Mishra

Corporate Identity Number (CIN)

L85110DL2008PLC174706

Regd. Office & Works

JA 108 DLF Tower A Jasola District
Centre South Delhi 110025

Website:

www.yatharthhospitals.com

Phone: +911206811236

Email: cs@yatharthhospitals.com

Statutory Auditors

M/s R. Nagpal Associates

Chartered Accountants

Internal Auditor

M/s Singh RK & Associates

Chartered Accountants

Secretarial Auditors

M/s MKP & Associates

Company Secretaries

Cost Auditors

M/s Subodh Kumar & Co.

Cost Accountant

Bankers

State Bank of India

Wazirpur Industrial Area, Delhi

Punjab National Bank

Dadri Road Bhangel, Noida, Uttar
Pradesh

Registrar & Share Transfer Agent

Link Intime India Private Limited

C-101, 1st Floor, 247 Park,
L.B.S. Marg, Vikhroli (West),
Mumbai 400 083

Maharashtra, India

Telephone: +91 810 811 4949

Email:

yatharth.ipo@linkintime.co.in

Notice for Annual General Meeting

YATHARTH HOSPITAL & TRAUMA CARE SERVICES LIMITED
 Regd. Office: JA 108 DLF Tower A Jasola District Centre South
 Delhi 110025

NOTICE is hereby given that the 16th Annual General Meeting (AGM) of YATHARTH HOSPITAL & TRAUMA CARE SERVICES LIMITED (FORMERLY YATHARTH HOSPITAL AND TRAUMA CARE SERVICES PVT. LTD.) will be held on Thursday, 28th September 2023 at 02:00 P.M. (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue to transact businesses as set out in this notice.

The following businesses will be transacted at the AGM:

Ordinary Business:

1. To consider and adopt: (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and the Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon and in this regard pass the following resolutions as Ordinary Resolutions:
 - (i) "RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."
 - (ii) "RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."
2. To appoint Mr. Yatharth Tyagi (DIN: 09322889) who retires by rotation and, being eligible, offers himself for re-appointment:

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

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act 2013, the approval of the members be and is hereby accorded to reappoint Mr. Yatharth Tyagi (DIN: 09322889) as a director, who is liable to retire by rotation."

Special Business:

1. Ratification of remuneration of the Cost Auditor for the financial year 2023-24.

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

"RESOLVED THAT pursuant to the provision of section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any amendment, modification(s) or variation thereto, for the time being in force) the members hereby ratify the remuneration of Rs 50000/- (Rupees Fifty Thousand only), exclusive of out-of-pocket expenses and applicable taxes, payable to M/s Subodh Kumar & Co. Cost Accountant (Registration No. 104250), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company, as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the financial year 2023-24.

RESOLVED FURTHER THAT the Board of Directors and/or key managerial personnel of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution."

Date: 04.09.2023
 Place: Greater Noida

By Order of the Board of Directors
 For Yatharth Hospital & Trauma Care Services Limited

Sd/-
 RITESH MISHRA
 Company Secretary and Compliance Officer
 Mem. No.: ACS 51166

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") relating to the special business to be transacted at the Annual General Meeting (AGM) is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 3 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
2. Pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022, respectively issued by the Ministry of Corporate

- Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 , SEBI/HO/CFD/CMD2/ CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 12, 2020, January 15, 2021, May 13,2022 and January 5, 2023, respectively issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars'), holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members, is permitted. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
3. In terms of the MCA & SEBI Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 16th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 16th AGM through VC/OAVM Facility only. Therefore, attendance slip and route map are not annexed to this notice.
 4. The Members attending the AGM through VC/OAVM shall be counted for purpose of reckoning the quorum under Section 103 of the Act.
 5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 22nd September 2023 to Thursday, 28th September, 2023 (both days inclusive) for the purpose of the AGM.
 6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
 7. In terms of Section 152 of the Act, Yatharth Tyagi (DIN: 09322889), Whole Time Director of the Company, are liable to retire by rotation at this Annual General Meeting and being eligible, offers him-self for re-appointment.
 8. Details under Regulation 36(3) and 26(4) of the Listing Regulations and in terms of Secretarial Standard-2 in respect of the Directors seeking appointment/re-appointment at the 16th Annual General Meeting are annexed hereto as Annexure -A to this Notice which forms part of the explanatory statement. Requisite declarations have been received from the Directors seeking appointment/re-appointment.
 9. Non-Resident Indian members are requested to inform RTA/respective DP's, immediately of:
 - a. Change in their residential status on return to India for permanent settlement.
 - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the bank with pin code number, if not furnished earlier.
 10. 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 i.e. Thursday, 21st September, 2023. Members are eligible to cast vote only if they are holding shares as on that date and a person who is not a member as on the cut- off date should treat this notice for information purposes only.
 11. Members of the Company who acquires shares after the sending of Notice by the Company and hold shares as on the cut-off date i.e Wednesday, 20th September, 2023, shall follow the same procedure for e-Voting as mentioned at point no .16
 12. The facility of participation at the AGM through VC will be made available for 1,000 members on first come first served basis. However this restriction is not applicable on Shareholders holding 2% or more shares, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Board Committees and Auditors etc. who are allowed to attend the AGM without the restriction of first come first served basis.
 13. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories and Company's RTA as on the cut-off date only shall be entitled to avail the facility remote e-voting as well as voting at the AGM through VC/OAVM.
 14. An Electronic Dispatch of Annual Report and Process for Registration of Email ID for Obtaining Copy of Electronic Annual Report:
 - (i) In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 10/2022 dated 28th December, 2022 and other related circulars issued by MCA and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and other related circulars issued by SEBI, inter-alia granting relaxation from requirement of dispatching physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s) unless any Member has requested for a physical copy of the same.
 - (ii) The Notice of AGM along with Annual Report for the financial year 2022-23, is available on the website of the Company at <https://www.yatharthhospitals.com/investors> , on the website of Stock Exchanges where shares of the Company are listed i.e. BSE Limited at www.bseindia.com and NSE at www.nseindia.com
 15. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same by sending an email to the Company at cs@yatharthhospitals.com.
 16. The instructions for members for remote e-voting and joining the General Meeting through VC/OAVM are as under: -

The remote e-voting period begins on Monday, 25th September 2023 at 09:00 A.M. and ends on Wednesday, 27th September 2023 at 05:00 P.M. The remote e-voting module shall be disabled 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., Thursday, 21st September 2023, 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 Thursday, 21st September 2023.

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nSDL.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nSDL.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nSDL.com/SecureWeb/Id easDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nSDL.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be

redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e., LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL.
 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e., LINKINTIME for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
 3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
 4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. 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).

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

**Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

**Shareholders holding shares in NSDL form, shall provide 'D' above*

- ▶ 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).
- ▶ Click "confirm" (Your password is now generated).

3. Click on 'Login' under 'SHARE HOLDER' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2. E-voting page will appear.
3. 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).
4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. 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.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified

true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for 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.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password"

| 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.co.in or call at : 022 - 4886 7000 and 022 - 2499 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 22 55 33 |

option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

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

In case shareholders is having 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 the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. 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.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

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

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- 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”.

Process and manner for attending the Annual General Meeting through Insta Meet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”.

► Select the “Company” and ‘Event Date’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

► Click “Go to Meeting” (You are now registered for Insta Meet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

17. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, DP ID and Client ID/folio number, PAN, mobile number & number of shares at (cs@yatharthhospitals.com). The same will be replied by the company suitably.

18. PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT: Members desiring any information/clarification on the

accounts or any matter to be placed at the AGM are requested to write to the Company at cs@yatharthhospitals.com on or before 21st September, 2023 to enable the management to keep information ready at the AGM. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number & number of shares at cs@yatharthhospitals.com on or before 21st September, 2023. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

19. DECLARATION OF RESULTS:

1. Mr. Saurav Upadhyay, a Practicing Company Secretary (Certificate of Practice No. 25283, Membership No. ACS 67860), Proprietor, M/s. Saurav Upadhyay & Associates has been appointed as the Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
3. The results shall be declared not later than than 2 working days of the conclusion of the AGM by posting the same on the website of the Company www.yatharthhospitals.com and shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Ltd., where the securities of the Company are listed. It shall also be displayed on the Notice Board at the Registered Office of the Company.
4. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting i.e. 28th September, 2023.

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013:

The following Explanatory Statement in terms of Section 102 of the Companies Act, 2013 ("Act") is annexed to and forms part of the Notice convening the 16th Annual General Meeting:

Item No. 3

The Company is required to have its costs records audited by a Cost Accountant in practice. Accordingly, the Board of Directors of the Company on the recommendation of the Audit Committee, have approved the appointment of M/s Subodh Kumar & Co. Cost Accountant (Registration No. 104250) as Cost Auditors of the Company for conducting the audit of the cost records of the Company, for the financial year 2023-24 at a remuneration of Rs 50000/- (Rupees Fifty Thousand only), exclusive of out-of-pocket expenses and applicable taxes, payable to Cost Auditors in connection with the aforesaid audit.

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, members of the Company are required to ratify the remuneration proposed to be paid to the Cost Auditors and pass the resolution as an ordinary resolution.

Accordingly, the Board of Directors recommends the ordinary resolution set out at item no. 3 of the accompanying notice for approval by the members.

None of the Directors, Key Management Personnel of the Company and their relatives, are in any way concerned or interested financially or otherwise at item no. 3 of the notice.

The Board recommends the ordinary resolution as set out in item no. 3 of the notice for approval by the members.

Date: 04.09.2023

Place: Greater Noida

By Order of the Board of Directors
For Yatharth Hospital & Trauma Care Services Limited

Sd/-
RITESH MISHRA
Company Secretary & Compliance Officer
Mem. No.: ACS 51166

Annexure - A

Details of Directors eligible for appointment/re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2

| | |
|--|--|
| Name of Director | Mr. Yatharth Tyagi |
| Age | 27 years (22/12/1995) |
| Category | Executive |
| Date of first appointment on the Board | 03/11/2021 |
| DIN | 09322889 |
| Relationship with other Directors, Manager and other Key Managerial Personnel of the company | He is the son of Dr. Ajay Kumar Tyagi |
| Qualifications | He holds a bachelor's degree in business and management from Leeds Beckett University. He also holds a master of science degree in International Health Management from Imperial College London. |
| Remuneration Proposed to be paid and Last drawn Remuneration | 12 million |
| Brief Resume and Expertise in specific Functional areas | He is responsible for overall operations and business development. He has been associated with our Company since 2019. He was appointed as a Director of our Company on September 15, 2021. He holds a bachelor's degree in business and management from Leeds Beckett University. He also holds a master of science degree in International Health Management from Imperial College London. |
| Terms and Conditions of Appointment / Re-appointment | Executive Director, liable to retire by rotation. |
| No. of Board Meetings attended | 4/4 |
| Justification for choosing the Independent Director | NA |
| Skills and capabilities required for the role and the manner in which the proposed person meets such requirements | Refer Corporate Governance Report |
| Names of listed entities in which the person also holds the directorship [along with listed entities from which the person has resigned in the past three years] | - |
| No. of other Directorships held in other Public Companies. | - |
| Chairman / Membership of the Committees of the Boards of other Companies in which he is Director* | - |
| No. of Shares held | Nil |

*Audit Committee and Stakeholders Relationship Committee have been considered.

Directors' Report

To
The Member(s)

YATHARTH HOSPITAL AND TRAUMA CARE SERVICES LTD.

Your Directors have pleasure in presenting the 16th Annual Report together with the audited Statement of Accounts for the financial year ended 31st March, 2023.

FINANCIAL RESULTS

The Company's financial performances for the year under review along with previous year's figures are given hereunder:

Particulars for the Year ended 31st March, 2023
(Rs. in million)

| Particulars | For the year ended | | | |
|---|------------------------------|------------------------------|------------------------------|------------------------------|
| | Standalone | | Consolidated | |
| | 31 st March, 2023 | 31 st March, 2022 | 31 st March, 2023 | 31 st March, 2022 |
| Revenue from Operations (net of excise) | 3715.14 | 2985.90 | 5202.93 | 4009.37 |
| Other Income | 15.95 | 12.71 | 28.07 | 16.49 |
| Profit / loss before Depreciation, Finance Costs, Exceptional items and Tax Expense | 1069.03 | 854.46 | 1365.72 | 1124.60 |
| Less: Depreciation / Amortization / Impairment | 126.45 | 131.65 | 275.07 | 278.68 |
| Profit / loss before Finance Costs, Exceptional items and Tax Expense | 942.58 | 722.81 | 1090.65 | 845.92 |
| Less: Finance Costs | 87.37 | 119.62 | 213.87 | 214.86 |
| Profit / loss before Tax Expense | 855.21 | 603.19 | 876.78 | 631.06 |
| Less: Tax Expense (Current & Deferred) | 213.47 | 182.32 | 219.10 | 189.44 |
| Profit / loss for the year | 641.74 | 420.87 | 657.68 | 441.62 |
| Total Comprehensive Income | 644.17 | 423.55 | 660.79 | 444.30 |

STATE OF COMPANY AFFAIRS

The Company recorded a turnover of Rs. 3715.14 million during the 2022-23 year as against Rs. 2985.90 million in the previous financial year and the Company has earned profit after tax of Rs. 641.74 million as compared to the profit earned by the company of Rs. 420.87 million in the previous financial year.

RESERVES

The Board of Directors has decided to retain the entire amount of profit for Financial Year 2022-23 in the statement of profit and loss.

DIVIDEND

The Board of Directors of your company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any Dividend for the year under review.

WEBSITE

The Company has maintained its website <https://yatharthhospitals.com>.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

SHARES

PAID UP AND AUTHORISED SHARE CAPITAL

The Authorised Share Capital of the Company as on 31st March 2023 is Rs. 115,00,00,000/- (Rupees One Hundred Fifteen Crore Only). The Paid-Up Equity Share Capital of the Company on 31st March, 2023, is Rs. 655169000/- (Rupees Sixty Five Crores Fifty One Lakh Sixty Nine Thousand Only).

After end of the Financial year, the Company successfully came out with an Initial Public Offer of equity shares of Face Value of ₹ 10 Each ("Equity Shares") of Yatharth Hospital & Trauma Care Services Limited (The "Company" or the "Issuer") for Cash at a Price of ₹ 300 Per Equity Share (Including a Share Premium Of ₹ 290 Per Equity Share) ("Offer Price") Aggregating to ₹ 6,865.51 Million (The "Offer") Comprising a Fresh Issue Of 16,333,333 Equity Shares Aggregating To ₹ 4,900.00* Million by the Company (The "Fresh Issue") and an Offer For Sale of 6,551,690 Equity Shares Aggregating Up To ₹ 1,965.51 Million By The Selling Shareholders (The "Offer For Sale") Comprising 3,743,000 Equity Shares Aggregating To ₹ 1,122.90 Million By Vimla Tyagi, 2,021,200 Equity Shares Aggregating To ₹ 606.36 Million By Prem Narayan Tyagi And 787,490 Equity Shares Aggregating To ₹ 236.25 Million By Neena Tyagi (Collectively "Promoter Group Selling Shareholders" And Such Equity Shares, The "Offered Shares"). The Offer Constituted 31.32% Of the Post-Offer Paid-Up Equity Share Capital of Our Company.

DIRECTORS AND KEY MANAGERIAL PERSONNAL

A. Change in Directorate

During the year under review Ms. Promila Bhardwaj (DIN: 06428534), was appointed as an Additional, Independent Director of the Company on 22nd October 2022. Further, she was regularize in the EGM held on dated 05.07.2023.

In the opinion of Board Ms. Promila Bhardwaj (DIN: 06428534), Independent Director has integrity, expertise and experience (including the proficiency) as an independent director.

Dr. Ila Patnaik (DIN: 01890754), Independent Director of the Company resigned from the Board of the Company w.e.f. 1st August 2022.

B. Directors liable to retire by rotation.

Mr. Yatharth Tyagi, Executive Director (DIN: 9322889) retires by rotation at the ensuing AGM, being eligible, offers himself for re-appointment. Necessary details for re-appointment as required under the Act, Secretarial Standard and SEBI Listing Regulations is given in the notice of 16th AGM.

C. Key Managerial Personnel

Pursuant to Section 203 of the Act, the Key Managerial Personnel of the Company as on 31st March 2023 are:

- Kapil Kumar – Managing Director
- Amit Kumar Singh – Chief Executive Officer
- Pankaj Prabhakar – Chief Financial Officer
- Ritesh Mishra – Company secretary

DECLARATION OF INDEPENDENT DIRECTORS

All the Independent Directors have given necessary declarations under Section 149(7) of the Act, that they meet the criteria of independence as laid down under Section 149 (6) of the Act, as amended, and Regulation 16 read with Regulation 25(8) of the SEBI Listing Regulations, as amended.

The independent directors have also confirmed compliance with the provisions of rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended, relating to inclusion of their name in the databank of independent directors.

In the opinion of the Board, they fulfil the conditions of independence as specified in the Act, Rules, Regulations made there under and are independent of the management and the Board is satisfied of the integrity, expertise, and experience of all Independent Directors on the Board.

The terms and conditions of appointment of the Independent Directors are placed on the website of the Company under the link: <https://www.yatharthhospitals.com/investors>

Statement of Board of Directors

The Board of Directors of the Company are of the opinion that all the Independent Director of the Company appointed/re-appointed during the year possesses integrity, relevant expertise and experience required to best serve the interest of the Company. The Independent

Directors have confirmed compliance of relevant provisions of Rule 6 of the Companies (Appointments and Qualifications of Directors) Rules, 2014.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have Joint Venture and Associate Company, but it has three Subsidiary Companies. Details of which is enclosed as Annexure – A:

- AKS Medical & Research Centre Private Limited (WOS)
 - Ramraja Multispeciality Hospital & Trauma Centre Pvt. Ltd. (WOS)
 - Sanskar Medica India Limited (WOS)
- WOS: Wholly Owned Subsidiary

DEPOSITS

During the year, the Company has not accepted any deposits from its members in terms of Section 73 of the Companies Act, 2013 and as per Acceptance of Deposit Rules 2014.

EXTRACTS OF ANNUAL RETURN

The annual return of your Company as on 31st March, 2023, in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, is available on your Company's website <https://yatharthhospitals.com>.

BOARD AND COMMITTEE MEETINGS

Details of the composition of the Board and its Committees and of the Meetings held and attendance of the Directors at such Meetings, are provided in the Corporate Governance Report. The intervening gap between the Meetings was within the prescribed period.

LOANS, GUARANTEE AND INVESTMENT

Particulars of Loans given/Investments made/ Guarantees given/Securities provided as per Section 186 of the Companies Act, 2013, along with the purpose for which the Loan or Guarantee or Security is proposed to be utilized by the Company, is provided in financial statements of the Company.

PARTICULARS OF RELATED PARTY TRANSACTION

All contracts/arrangement/transactions entered by the Company during FY 2022-23 with related parties were in compliance with the applicable provisions of the Act. Prior omnibus approval of the Audit Committee is obtained for all related party transactions which are foreseen and of repetitive nature. Pursuant to the said omnibus approval, details of transaction entered is also reviewed by the Audit Committee on a quarterly basis.

All related party transactions entered during FY 2022-23 were on arm's length basis and in the ordinary course of business of the Company under the Act.

The Company has adopted a Related Party Transactions Policy. The policy, as approved by the Board, is uploaded on the Company's website at the web link: <https://www.yatharthhospitals.com/investors>

No material transactions were entered with related parties referred to in sub-section (1) of section 188 during the financial year of the Company. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

Details of the transactions with Related Parties are also provided in the accompanying financial statements.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 134(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are given as below:

(A) Conservation of energy

The provisions of Section 134(m) of the Companies Act, 2013 with respect to Conservation of energy applies to our Company. Proper steps have been taken by the Company for the optimal utilization of energy like installation of LED Bulbs, low electric consuming air conditioning, auto sleep mode of systems if isolate for few minutes and approach to use 5 star rated appliances and equipments etc.

During the year under review there is no capital investment on energy conservation equipments.

(B) Technology absorption

During the year under review there is no import of technology and expenditure on research and development.

(C) Foreign Exchange Earnings and Outgo

During the financial year under review there was no foreign exchange inflow and outflow.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Annual Report.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The information required under Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 with any amendments thereto, is annexed as Annexure-B.

COMPANY'S POLICY RELATING TO DIRECTORS' APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee is applicable to the Company and hence the Company has adopted a policy relating to appointment of Directors, payment of Managerial remuneration, Director's qualifications, positive attributes, independence of Directors and other related

matters as provided under Section 178(3) of the Companies Act, 2013.

The Nomination & Remuneration Policy of the Company is in place and is attached as Annexure – C to this Report.

STATUTORY AUDITOR

In terms of Section 139 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, Members of the Company in 14th Annual General Meeting held on August 31, 2021, approved the appointment of M/s R. Nagpal Associates, Chartered Accountants, (FRN: 002626N), as the Statutory Auditors of the Company from the conclusion of the 14th AGM till the conclusion of the 19th AGM of the Company to be held in the year 2026. The Statutory Auditors have confirmed they are not disqualified from continuing as Auditors of the Company.

Pursuant to the notification dated May, 7, 2018 issued by Ministry of Corporate Affairs, the requirement for ratification of appointment of Auditors by the shareholders at every Annual General Meeting has been done away with.

The Report given by M/s R. Nagpal Associates, Chartered Accountants, on the financial statement of the Company for the financial year 2022-23 is part of the Annual Report. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

SECRETARIAL AUDITORS

In accordance with the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the company had appointed M/s MKP & ASSOCIATES, Practising Company Secretaries, to undertake the Secretarial Audit of the company. The Secretarial Audit report is annexed herewith as Annexure-D. The Secretarial Audit Report is self-explanatory and do not call for any further comments. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

INTERNAL AUDITOR

Pursuant to the provisions of section 138(1) of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, the Company has appointed Mr. Singh RK & Associates, Chartered Accountant (Certificate of Practice Number: 532096) to undertake the Internal Audit of the Company.

COST AUDITOR

Pursuant to section 148 (3) of the Companies Act, 2013 and Rule 6(2) of the companies (Cost records and Audit Rules) 2014 the Board has appointed M/s Subodh Kumar & Co. Cost Accountant (Registration No. 104250) to undertake the Cost Audit of the Company for the financial year 22-23. The remuneration payable to the cost auditors is required to be ratified by the shareholders at the AGM. Accordingly, resolution ratifying the remuneration payable to M/s Subodh Kumar & Co., Cost Accountants, (Registration No. 104250) shall be placed for the approval of the shareholders at the ensuing AGM.

The Company has maintained the necessary accounts and records as specified by the Central Government under subsection (1) of Section 148 of the Companies Act, 2013.

The Company had filed the cost audit report for financial year 2022-23 on 5th October 2022, in compliance under the Companies (Cost Records and Audit) Amendment Rules, 2014.

DETAIL OF FRAUD AS PER AUDITORS REPORT

No fraud has been noticed or reported in the Company by its employees and officers during the Financial Year 2022-23.

SECRETARIAL STANDARDS

The Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Companies Secretaries of India.

NATURE OF BUSINESS

There is no change in the nature of business during the period under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Your Company believes that CSR initiatives has played pivotal role in improving the lives of the communities and society at large. Your Company has been actively working on Infrastructure development, health, education, Livelihood and Employability, Social & cultural growth.

In compliance with the requirements of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board has constituted a Corporate Social Responsibility Committee and also has in place a CSR Policy.

The Composition of CSR Committee is as under:

| S. No | Name | Designation |
|-------|-----------------------|-------------|
| 1. | Dr. Ajay Kumar Tyagi | Chairman |
| 2. | Dr. Kapil Kumar | Member |
| 3. | Dr. Sanjeev Upadhyaya | Member |

The Annual Report on CSR activities as required to be given under Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached in Annexure-E.

INTERNAL FINANCIAL CONTROLS AND SYSTEMS

Your Company has a robust and well embedded system of internal controls. This ensures that all assets are safeguarded and protected against loss from unauthorized use or disposition and all financial transactions are authorized, recorded and reported correctly.

The internal auditors evaluate the efficacy and adequacy of the internal control system, its compliance with operating systems and policies of the Company at all the locations of the Company. Based on the report of internal audit function, the process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions, thereon, are reported to the audit committee.

The Company has an effective and reliable internal financial control system commensurate with the nature of its business, size and complexity of its operations.

This also identifies opportunities for improvement and ensures good practices imbibed in the processes that develop and strengthen the internal financial control systems and enhance the reliability of Company's financial statements.

The audit committee reviews the internal audit plan, adequacy and effectiveness of the internal control system.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

A major highlight after the end of financial year under review was that the Company successfully came out with an Initial Public Offer of equity shares of Face Value of ₹ 10 Each ("Equity Shares") of Yatharth Hospital & Trauma Care Services Limited (The "Company" or the "Issuer") for Cash at a Price of ₹ 300 Per Equity Share (Including a Share Premium Of ₹ 290 Per Equity Share) ("Offer Price") Aggregating to ₹ 6,865.51 Million (The "Offer") Comprising a Fresh Issue Of 16,333,333 Equity Shares Aggregating To ₹ 4,900.00* Million by the Company (The "Fresh Issue") and an Offer For Sale of 6,551,690 Equity Shares Aggregating Up To ₹ 1,965.51 Million By The Selling Shareholders (The "Offer For Sale") Comprising 3,743,000 Equity Shares Aggregating To ₹ 1,122.90 Million By Vimla Tyagi, 2,021,200 Equity Shares Aggregating To ₹ 606.36 Million By Prem Narayan Tyagi And 787,490 Equity Shares Aggregating To ₹ 236.25 Million By Neena Tyagi (Collectively "Promoter Group Selling Shareholders" And Such Equity Shares, The "Offered Shares"). The Offer Constituted 31.32% Of The Post-Offer Paid-Up Equity Share Capital Of Our Company.

The company had filed Draft Red Herring Prospectus (DRHP) with the Securities and Exchange Board of India ("the SEBI") on 30.03.2022 in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. The Company filed UDRHP on 10.07.2023 to SEBI and RHP filed to ROC on 18.07.2023 Company filed the Prospectus on 30.07.2023. The issue was open for subscription from 26.07.2023 to 28.07.2023. Pursuant to the IPO, (Pls refer prospectus as issue include fresh and OFS) 22,885,023 equity shares were issued and allotted to the public at price of Rs 300/- on 02.08.2023 under various Categories the Company received listing and trading approvals from BSE Limited ("the BSE") and National Stock Exchange of India Ltd. ("the NSE") on 04.08.2023 and the equity shares were listed on BSE and NSE on 07.08.2023. Your directors believes that the listing of the Company would provide the right platform to take its brand(s) to greater heights, enhance visibility and provide liquidity to the shareholders. The Company's IPO received an overwhelming response and was oversubscribed by 37 times, reflecting an investor appetite for the issue. The Equity Shares of the Company were listed with a substantial gain from its offer price. We are gratified and humbled by the faith shown in the

Company by the market participants. We are also grateful to our customers for their trust shown in our capabilities to consistently deliver high-quality services.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No Significant and Material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

RISK MANAGEMENT

The Company has established risk management framework that enables regular and active monitoring of business activities for identification, assessment and mitigation of potential internal or external risks. The respective functional / business head(s) are entrusted with the responsibility of identifying, mitigating and monitoring of risk in their respective areas. Risk management forms an integral part of the management and is an ongoing process integrated with the operations.

The Company has a risk management policy for identification of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company. The Company's risk management processes focus on ensuring that risks are identified promptly, and mitigation action plan is formulated and executed timely.

DIVIDEND DISTRIBUTION POLICY

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board of Directors of the Company had formulated a Dividend Distribution Policy ('the Policy'). The Policy is available on the Company's website <https://www.yatharthhospitals.com/investors>

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

The Company has in place a Policy for prevention of sexual harassment at the workplace in line with the requirements of Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee has been set up to redress complaints regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaints on issues covered by the above act were received during the FY 2022-23.

DIRECTORS' RESPONSIBILITY STATEMENT

In compliance of section 134(3) (c) of the Act, the Directors, to the best of their knowledge and belief, confirm that:

- a) In the preparation of the annual financial statements for the year under reporting, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

- b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at reporting date and of the profit of the company for the year ended on that date;
- c) Proper and sufficient care has been taken 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;
- d) The annual financial statements have been prepared on a going concern basis;
- e) Proper internal financial controls were in place and the internal financial controls were adequate and operating effectively; and
- f) Proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

INVESTOR RELATIONS

Your Company always endeavours to keep the time of response to shareholders request/ grievance at the minimum. Priority is accorded to address all the issues raised by the shareholders and provide them a satisfactory reply at the earliest possible time. The Shareholders Grievances Committee of the Board meets periodically and reviews the status of the Shareholders Grievances.

Other Disclosures:

- i. Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016- During the year under review, there were no applications made or proceedings pending in the name of the Company under the Insolvency and Bankruptcy Code, 2016.
- ii. Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof- During the year under review, there has been no one time settlement of loans taken from Banks and Financial Institutions

ELECTRONIC COMMUNICATION

As a responsible corporate citizen, the Company supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report etc. to shareholders at their e-mail address registered with the Depository Participants and Registrar & Transfer Agent.

To support the 'Green Initiative' and in compliance of Rule 18 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Members who have not yet registered their email addresses or want to update a fresh email id are requested to register the same with their Depository Participant in case the shares are held by them in electronic form and with Company's RTA in case the shares are held by them in physical form for receiving all communications, including Annual Report, Notices, Circulars, etc., from the Company electronically.

Further, as permitted by MCA Circulars and SEBI Circulars issued from time to time, Notice of the 16th AGM and the Annual Report of the Company for the financial year ended 31st March, 2023 including therein the Audited Financial

Statements for the year 2022-23, the above documents are being sent only by email to the Members. This Annual Report, along with other documents, is also available on the Company's website at <https://yatharthhospitals.com>.

By order of the Board of Directors
For Yatharth Hospital & Trauma Care Services Ltd.

ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

| | |
|----------------------------------|---------------------|
| Sd/- | Sd/- |
| Dr Ajay Kumar Tyagi | Dr. Kapil Kumar |
| (Chairman & Whole Time Director) | (Managing Director) |
| DIN: - 01792886 | DIN: - 01818736 |

Date : 04.09.2023
Place : Greater Noida West

Annexure A

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures of Yatharth Hospital & Trauma Care Services Limited

Part A Subsidiaries

(Fig in Millions)

| Name of the subsidiary | AKS Medical & Research Centre Private Limited | Ramraja Multispeciality Hospital & Trauma Centre Pvt. Ltd | Sanskar Medica India Limited |
|--|---|---|------------------------------|
| Reporting period for the subsidiary concerned, if different from the holding company's reporting period | NA | NA | NA |
| Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | NA | NA | NA |
| Share capital | 207.15 | 40.10 | 56.23 |
| Reserves and surplus | 316.67 | -478.70 | -1.25 |
| Total assets | 1642.29 | 498.36 | 56.13 |
| Total Liabilities | 1118.47 | 936.97 | 1.16 |
| Investments (Non-Current) | - | - | - |
| Turnover | 1356.50 | 131.29 | - |
| Profit before taxation | 146.78 | -125.18 | -0.03 |
| Provision for taxation | - | - | - |
| Profit after taxation | 102.22 | -86.25 | -0.03 |
| Proposed Dividend | - | - | - |
| Extent of shareholding (in percentage) | 100% | 100% | 100% |

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: NA
- Names of subsidiaries which have been liquidated or sold during the year: NA

Part B Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures: NA

By order of the Board of Directors
For Yatharth Hospital & Trauma Care Services Ltd.

Sd/-
Dr Ajay Kumar Tyagi
(Chairman & Whole time Director)
DIN: - 01792886

Sd/-
Dr. Kapil Kumar
(Managing Director)
DIN: - 01818736

Sd/-
Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166

Sd/-
Pankaj Prabhakar
CFO
AGFPP2937A

Date : 17.06.2023
Place : Noida

Annexure B

[Pursuant to Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

1. The ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year and;
2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary, or Manager, if any, in the financial year:

| Name of Director/KMPs | Category | Ratio to Median* | % increase in Remuneration |
|-----------------------|--|------------------|----------------------------|
| Dr Ajay Kumar Tyagi | Chairman and whole Time Director | 36.50 | NIL |
| Dr. Kapil Kumar | Managing Director | 36.50 | NIL |
| Yatharth Tyagi | Whole Time Director | 36.50 | NIL |
| Amit Kumar Singh | Chief Executive Officer | 7.24 | NIL |
| Pankaj Prabhakar | Chief Financial Officer | 8.67 | NIL |
| Ritesh Mishra | Company Secretary and Compliance Officer | 2.37 | NIL |

3. The percentage monthly increase in the median remuneration of employees in the financial year: NIL
4. The number of permanent employees on the rolls of Company as at 31.03.2023: 1768 excluding Doctors retained on consultation basis.
5. Average percentage increase already made in the salaries of employees other than the managerial personnel in FY 2022-23 was approx. 7.53% the average percentage increase in the managerial remuneration for the year was approx. 6.58%. The increment given to each individual employee is based on the employees' education, potential, experience as also their performance and contribution to the Company's progress over a period of time and also the industrial standards in India.
6. It is affirmed that the remuneration paid is as per the Remuneration Policy of the Company.

[Pursuant to Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Details of Employees employed throughout the financial year ended on 31 March 2023 and was in receipt of Remuneration for that financial year, in the aggregate not less than Rupees One Crore Two Lacs only or for a part of the financial year, was in receipt of remuneration for any part for that financial year, in the aggregate, not less than Rupees Eight Lacs and Fifty Thousand only per month:

| S. No | Name | Age | Qualification & Experience (in Years) | Date of Commencement of Employment | Nature of Employment | Remuneration Received during FY 2022-23 (Amount in Millions) | Last Employer & Designation | % age of Equity share holding | Whether, employee is the relative of other Director(s), if so, name of such Director |
|-------|------------------|-----|---------------------------------------|------------------------------------|----------------------|--|-----------------------------|-------------------------------|--|
| 1 | Ajay Kumar Tyagi | 57 | MBBS and D-Ortho | Since Incorporation | Chairman and Whole | 12.00 | NA | 31.48 | NA |

| | | | | | | | | | |
|---|----------------|----|--|---------------------|---------------------|-------|----|-------|----|
| | | | 16+ Years | | time Director | | | | |
| 2 | Kapil Kumar | 53 | MBBS, MS, MCh 16+Years | Since Incorporation | Managing Director | 12.00 | NA | 14.17 | NA |
| 3 | Yatharth Tyagi | 27 | BSc and MSc in Hospital Management 5+ Years | 15.09.2021 | Whole-time Director | 12.00 | NA | - | - |

By order of the Board of Directors
For Yatharth Hospital & Trauma Care Services Ltd.

Sd/-
Dr Ajay Kumar Tyagi
(Chairman & Whole Time Director)
DIN: - 01792886

Sd/-
Dr. Kapil Kumar
(Managing Director)
DIN: - 01818736

Date : 04.09.2023
Place : Greater Noida West

YATHARTH HOSPITAL & TRAUMA CARE SERVICES LIMITED

NOMINATION AND REMUNERATION POLICY

1. Introduction:

- 1.1 This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors.
- 1.2 This Policy is guided by the principles and objectives as enumerated in Section 178 (3) of the Companies Act, 2013 and the rules made thereunder, each as amended (the “Act”) and Regulation 19 read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), to ensure reasonableness and sufficiency of remuneration to attract, retain and motivate competent resources, a clear relationship of remuneration to performance and a balance between rewarding short and long-term performance of the Company. The Board has constituted a nomination and remuneration committee (the “NR Committee”) which is in compliance with the requirements of the Companies Act, 2013.

2. Objectives of the NR Committee:

The NR Committee shall:

- i. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees.
- ii. Formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors.
- iii. Identify persons who are qualified to become Directors and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy and recommend to the board of directors their appointment and removal.
- iv. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.
- v. Devise a policy on diversity of Board of Directors; and
- vi. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
- vii. To ensure that level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully.
- viii. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

3. Effective Date:

- 3.1 The following policy has been formulated by the NR Committee and adopted by the Board of Directors at its meeting held on 21st February 2022.
- 3.2 This policy shall be operational with immediate effect.

4. Definitions:

- 4.1 "Board": - Board means Board of Directors of the Company.
- 4.2 "Director": - Director means Director of the Company appointed in accordance with the Companies Act, 2013.
- 4.3 "NR Committee": - NR Committee means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, from time to time.

4.4 "Company": - Company means Yatharth Hospital & Trauma Care Services Limited.

4.5 "Independent Director": - As provided under the Companies Act, 2013, an Independent Director in relation to a company, means a Director other than a Managing Director or a Whole- Time Director or a Nominee Director, —

a) who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

b)

(i) who is or was not a promoter of the company or its holding, subsidiary or associate company;

(ii) who is not related to promoters or directors in the company, its holding, subsidiary or associate company;

c) who has or had no pecuniary relationship, other than remuneration as such director or having transaction not exceeding ten per cent. of his total income or such amount as may be prescribed, with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;

d) none of whose relatives –

(i) is holding any security of or interest in the company, its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year.

Provided that the relative may hold security or interest in the company of face value not exceeding fifty lakh rupees or two per cent. of the paid-up capital of the company, its holding, subsidiary or associate company or such higher sum as may be prescribed;

(ii) is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors, in excess of such amount as may be prescribed during the two immediately preceding financial years or during the current financial year;

(iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or directors of such holding company, for such amount as may be prescribed during the two immediately preceding financial years or during the current financial year; or;

(iv) has any other pecuniary transaction or relationship with the company, or its subsidiary, or its holding or associate company amounting to two per cent. or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii)

e) who, neither himself nor any of his relatives—

(i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed; Provided in case of a relative who is an employee, the restriction under this clause shall not apply for his employment during the preceding three financial years;

(ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—

1. a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

2. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;

(iii) holds together with his relatives two per cent. or more of the total voting power of the company; or

(iv) is a Chief Executive or director, by whatever name called, of any non- profit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent. or more of the total voting power of the company; or

(v) is a material supplier, service provider or customer or a lessor or lessee of the company;

f) who possesses such other qualifications as may be prescribed under the Companies Act, 2013

4.6 "Key Managerial Personnel": - Key Managerial Personnel ('KMP') means-

- (i) the Chief Executive Officer or the Managing Director or the Manager;
- (ii) the Company Secretary;
- (iii) the Whole-Time Director;
- (iv) the Chief Financial Officer;
- (v) such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- (vi) Such other officer as may be prescribed under the applicable statutory provisions / regulations.

4.7 "Senior Management": - The expression "senior management" means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

5. Applicability:

The Policy is applicable to -

- a. Directors (Executive, Non-Executive or Independent)
- b. Key Managerial Personnel
- c. Senior Management Personnel

6. Constitution of the NR Committee:

6.1 The Board has the power to constitute/ re-constitute the Committee from time to time in order to make it consistent with the Company's policy and applicable statutory requirement.

6.2 The NR shall be formed as per the provisions of the Act and Listing Regulations, as follows: the committee shall comprise of at least three directors; all directors of the committee shall be non-executive directors; and at least fifty percent of the directors shall be independent directors. The chairperson of the NR shall be an independent director, provided that the chairperson of the Board of Directors, whether executive or non-executive, may be appointed as a member of the NR and shall not chair such Committee.

6.3 Membership of the NR shall be disclosed in the annual report of the Company.

6.4 Term of the NR shall be continued unless terminated by the Board of Directors.

6.5 The quorum for a meeting of the nomination and remuneration committee shall be either two members or one third of the members of the committee, whichever is greater, including at least one independent director in attendance.

6.6 At present, the NR Committee comprises of following Directors:

| Name of the Director | Category | Designation |
|----------------------|----------------------|-------------|
| Sanjeev Upadhyaya | Independent Director | Chairman |
| Mukesh Sharma | Independent Director | Member |
| Promila Bhardwaj | Independent Director | Member |

7. General Appointment Criteria:

7.1 The NR Committee shall consider the ethical standards of integrity and probity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and accordingly recommend to the Board his / her appointment.

7.2 The Company should ensure that the person so appointed as Director/ Independent Director/ KMP/ Senior Management Personnel shall not be disqualified under the Companies Act, 2013, rules made thereunder, or any other enactment for the time being in force.

7.3 The Director/ Independent Director/ KMP/ Senior Management Personnel shall be appointed as per the procedure laid down under the provisions of the Companies Act, 2013, rules made there under, and any other enactment for the time being in force which is applicable to the Company.

7.4 In case of appointment of Independent Directors, the Committee shall satisfy itself the compliance of provisions of Section 149 read with Schedule IV of the Act and rules there under.

7.5 The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person in the field of marketing, finance, taxation, law, governance and general management for considering his appointment as Director or KMP; or at Senior Management level.

7.6 A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.

7.7 The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

8. Additional Criteria for Appointment of Independent Directors:

The NR Committee shall consider qualifications for Independent Directors as mentioned in herein earlier under the head 'Definitions' and also their appointment shall be governed as per the provisions of Section 149 of the Companies Act, 2013 (as amended from time to time).

9. Term/Tenure:

i. Managing Director/Whole-time Director

The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director for a term not exceeding five years at a time or as may be prescribed under the Act. No reappointment shall be made earlier than one year before the expiry of term.

ii. Independent Director

Subject to the provisions of the Act, the Regulations and all other applicable rules, regulations, guidelines etc., An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

iii. No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the NR Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.

iv. The independent director shall at the first meeting of the Board in which she/he participates as a director and thereafter at the first meeting of the Board in every financial year or whenever there is any change in the circumstances which may affect her/his status as an independent director, give a declaration that he meets the criteria of independence as provided in sub-section (6) of section 149 of the Act and Regulation 25 of the Listing Regulations.

v. At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director/ managing director of a listed company or such other number as may be prescribed under the Act.

10. Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations or any other reasonable ground, the NR Committee may recommend to the Board for removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

11. Retirement:

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Regulations and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

12. Criteria for Evaluation of Independent Director and the Board:

12.1 Following are the Criteria for evaluation of performance of Independent Directors and the Board.

The Directors including Independent Directors shall be evaluated on the basis of the following criteria i.e. whether they:

- (a) act objectively and constructively while exercising their duties;
- (b) exercise their responsibilities in a bona fide manner in the interest of the company;
- (c) devote sufficient time and attention to their professional obligations for informed and balanced decision making;
- (d) do not abuse their position to the detriment of the company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person;
- (e) refrain from any action that would lead to loss of his independence
- (f) inform the Board immediately when they lose their independence,
- (g) assist the company in implementing the best corporate governance practices,
- (h) strive to attend all meetings of the Board of Directors and the Committees;
- (i) participate constructively and actively in the committees of the Board in which they are members;
- (j) strive to attend the Board, Committee and general meetings of the company;
- (k) keep themselves well informed about the company and the external environment in which it operates;
- (l) do not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;
- (m) moderate and arbitrate in the interest of the company as a whole, in situations of conflict between management and shareholder's interest;
- (n) abide by Company's Memorandum and Articles of Association, company's policies and procedures including code of conduct, insider trading guidelines etc.

12.2 Board Diversity:

The Board of Directors may have the combination of Director from the different areas / fields like production, Management, Quality Assurance, Finance, Legal, Sales and Marketing, Supply chain, Research and Development, Human Resources etc. or as may be considered appropriate.

13. Remuneration:

13.1 The NR Committee will recommend the remuneration to be paid to the Managing Director, Whole-time Director and KMP to the Board for their approval.

13.2 The level and composition of remuneration so determined by the NR Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration to performance should be made clear and should meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals. Any increments to be recommended to the Board by the NR for whole-time director/ managing director/ independent directors shall be in accordance with the percentage/slabs laid under the provisions of the Act and rules framed thereunder:

13.2.1 Managing Director/Whole-time Director

a. The compensation paid to the executive directors (including managing director) will be within the scale approved by the shareholders. The elements of the total compensation, approved by the NR Committee will be within the overall limits specified under the Companies Act, 2013.

b. Besides the above Criteria, the Remuneration/ compensation/ commission etc to be paid to Managing Director/Whole-time Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

c. The remuneration payable by the Company to the executive directors shall be subject to the conditions specified in the Act and the SEBI Listing Regulations including in terms of monetary limits, approval requirements and disclosure requirements.

13.2.2 Non-executive Directors

a. The Non- Executive Director may receive sitting fees for attending meetings of Board or NR Committee or any other Committee thereof. The remuneration/ commission/ compensation to the Non- Executive Directors will be determined by the NR Committee and recommended to the Board for its approval.

b. The remuneration payable by the Company to Non-Executive Directors shall be subject to the conditions specified in the Act and the SEBI Listing Regulations including in terms of monetary limits, approval requirements and disclosure requirements.

13.2.3 KMPs / Senior Management Personnel etc.

In determining the remuneration of Senior Management Personnel (i.e. KMPs and senior officers just below the board level), the Committee shall ensure / consider the following:

(i) the relationship of remuneration and performance benchmark is clear; (ii) the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals; (iii) the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus; (iv) the remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individuals performance and current compensation trends in the market.

The Remuneration to be paid to KMPs/ Senior Management Personnel shall be based on the experience, qualification and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

13.2.4 Directors' and Officers' Insurance

Where any insurance is taken by the Company on behalf of its Directors, KMPs/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel unless otherwise specifically provided under the Act.

14. Chairperson:

14.1 Chairperson of the NR Committee shall be an Independent Director.

14.2 Chairperson of the Company may be appointed as a member of the NR Committee but shall not be a Chairman of the NR Committee.

14.3 In the absence of the Chairperson, the members of the NR Committee present at the meeting shall choose one amongst them to act as Chairperson.

14.4 Chairman of the NR Committee meeting may be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries; however, it shall be up to the chairperson to decide who shall answer the queries

15. Frequency of Meetings:

The NR shall meet at least once in a year. The quorum for a meeting of the NR Committee shall be either two members. Further, the chairperson of the NR may be present at the annual general meeting, to answer the shareholders' queries, however, it shall be up to the chairperson to decide who shall answer the queries.

16. NR Committee Members Interest:

16.1 A member of the NR Committee is not entitled to participate in the discussions when his/her own remuneration is discussed at a meeting or when his/her performance is being evaluated.

16.2 The NR Committee may invite such executives, as it considers appropriate, to be present at the meetings of the NR Committee.

16.3 Matters arising for determination of the NR meetings shall be decided by simple majority of votes of members present and voting and any such decision shall for all purposes deemed a decision of the NR. In case of equality of the votes, the chairman of the meeting will have the casting vote.

17. Minutes:

Minutes of all meetings must be signed by the chairman of the NR at subsequent meeting.

18. Secretary:

The Company Secretary of the Company shall act as Secretary of the NR Committee.

19. Voting:

Matters arising for determination at NR Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the NR Committee.

20. Adoption, Changes and Disclosure of Information:

20.1 This Policy and any changes thereof will be approved by the Board based on the recommendation(s) of the NR Committee.

20.2 This policy may be reviewed at such intervals as the Board or NR Committee may deem necessary.

20.3 Such disclosures of this Policy as may be required under the Act and SEBI Listing Regulations may be made.

21. Dissemination Policy:

A copy of this Policy shall be handed over to all Directors within one month from the date of approval by the Board. This Policy shall also be posted on the website of the Company and the details of this Policy, including the evaluation criteria, shall be mentioned in the annual report of the Company.

22. Amendments to the Policy:

The NR Committee is entitled to amend this policy including amendment or discontinuation of one or more incentive programmes introduced in accordance with this policy; and any amendment by the NR Committee shall be recommended to the Board of Directors for its approval.

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31/03/2023

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]*

To,

The Members,

YATHARTH HOSPITAL & TRAUMA CARE SERVICES LIMITED

JA: 108, DLF Tower A, Jasola District Centre,

South Delhi, Delhi-110025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Yatharth Hospital & Trauma Care Services Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Yatharth Hospital & Trauma Care Services Limited 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2023 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Yatharth Hospital & Trauma Care Services Limited ("the Company") for the financial year ended on March 31, 2023, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 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;
- v. The Company has complied the Regulations and Guidelines prescribed by the Securities and Exchange Board of India Act, 1992 ('SEBI Act').
- vi. In our opinion and as identified and informed by the Management, the Company has adequate systems to monitor and ensure compliance (including the process of

renewal/fresh/pending applications with Government/ Local Authorities), the following laws are specifically applicable to the Company.

1. The Clinical Establishments and Registration Act, 2010;
2. Blood Bank Regulations under Drugs and Cosmetics Act, 1940;
3. The Pharmacy Act, 1948;
4. Clinical Thermometers (Quality Control) Order, 2001;
5. The Dentist Act, 1948;
6. The Epidemic Disease Act 1897;
7. The Medical Termination of Pregnancy Act, 1971;
8. The Pre-Conception And Pre-Natal Diagnostic Techniques (Prohibition Of Sex Selection) Act, 1994;
9. Drugs and Cosmetic Act 1940;
10. The Drugs Control Act, 1950;
11. The Births, Deaths and Marriages Registration Act, 1886;
12. The Explosive Act, 1884;
13. The Atomic Energy Act, 1962;
14. The Narcotics and Psychotropic Substances Act, 1985;
15. The Food Safety And Standards Act, 2006;
16. The Prevention of Illicit Traffic in Narcotics Drugs Act, 1988;
17. The Prohibition of Smoking Act, 2008;
18. The Infant Milk Substitute, Feeding Bottles and Infant Foods (Regulation of Production, Supply and Distribution) Act, 1992 and Rules made thereunder;
19. The Bio Medical Waste (Management and Handling), Rules, 2016;
20. State Lift and Escalators Rules;
21. Poisons Act, 1919 (Rules (State specific));
22. NACO Guidelines;
23. The Drugs and Magic Remedies (Objectionable Advertisements) Act, 1954;
24. Clinical Thermometers (Quality Control) Order, 2001.

It is reported that during the period under review, the Company has been generally regular in complying with the provisions of the Acts, Rules, Regulations and Guidelines, as mentioned above.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

- a) The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year Ms Ila Patnaik who was Independent Director resigned and Mrs Promila Bhardwaj was appointed as Independent Director.
- b) Adequate notices were given to all directors to schedule the board meetings, agenda and detailed notes on agenda were sent at least seven days in advance. At times board meetings were called on shorter notices and in such cases, unanimous approval from all the present board members were taken for holding such meeting at shorter notice. 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.
- c) There is 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.
- d) Company filed Draft Red Herring Prospectus (DRHP) with Securities Exchange of India (SEBI) on March 31, 2022 for Initial Public Offering (IPO). The Company received SEBI's observation letter dated 2nd August 2022. In the same pursuit the Company filed Red Herring Prospectus (RHP) on 10th July 2023 and got SEBI approval on July 18th 2023. On July 18th 2023, the approved was filed with ROC Delhi and acknowledgement for filing the RHP with ROC Delhi was duly filed NSE and BSE on July 18th 2023. The Company on July 30th 2023 also filed the Prospectus with ROC Delhi.
- e) The Company made pre-IPO allotment of 40,00,00 equity shares on July 6th 2023. The Holding Company also made public offer of 2,28,85,023 shares (including 65,51,690 shares under 'Offer for Sale' by existing shareholders). The Public offer for anchor investors was opened on July 25th 2023 and the Public offer for all other investors was opened during the period July 26th 2023 to July 28th 2023. All the shares under pre-IPO and public offer were made at Rs 300/share (including the premium of Rs 290/share). The Holding Company completed all the listing formalities and got the listing permission from NSE and BSE. The shares of the Holding Company started trading from August 7th, 2023.

for, MKP & ASSOCIATES
(Company Secretaries)

Sd-
Manoj Kumar Pandey
Prop.
M. No -F 8541
COP. No -9655

Dated: 25/08/2023
Place: Faridabad
UDIN: F008541E000865001

Annexure To Secretarial Audit Report

To,

The Members,

YATHARTH HOSPITAL & TRAUMA CARE SERVICES LIMITED

JA: 108, DLF Tower A, Jasola District Centre,

South Delhi, Delhi-110025

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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 the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. Compliances regarding acts, rules specifically applicable on the Company enumerated in clause vi is confirmed by the management.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on a random test basis.
7. 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.

for, MKP & ASSOCIATES
(Company Secretaries)

Sd/-

Manoj Kumar Pandey
Prop.
M. No -F 8541
COP. No -9655

Dated: 25/08/2023

Place: Faridabad

UDIN: F008541E000865001

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

We seek to deliver long-term sustainable growth while reducing our environmental footprint and increasing our positive social impact. The CSR initiatives of your Company aim towards our contribution to the society through a range of social and environmental activities. Your Company is devoted on the development of communities around the vicinity of our manufacturing plants in the field of education, health, hygiene and environment. Our focus is on the upliftment of the economically weaker sections of our society. Such activities are guided and monitored by the CSR committee of the Company from time to time. Our sustainability focus also extends to the communities around which we work and the society at large. Our CSR activities during the year were consistent with our focus areas of Environment, Education and Health.

2. Composition of CSR Committee:

| S. No. | Name of 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 | Dr. Ajay Kumar Tyagi | Chairman, Chairman & Whole Time Director | 2 | 2 |
| 2 | Dr. Kapil Kumar | Member, Managing Director | 2 | 2 |
| 3 | Dr. Sanjeev Upadhyaya | Member, Independent 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:

(a) Composition of CSR committee: <https://www.yatharthhospitals.com/investors>

(b) CSR Policy: https://www.yatharthhospitals.com/uploads/company_policies/Corporate-social-responsibility.pdf

(c) CSR projects:

| Sr. no. | Organization | Amount paid (Rs) | Activities undertaken |
|---------|--|------------------|---|
| 1 | Divine International Foundation | 25,00,000 | Various ongoing activities, being undertaken in Himachal Pradesh, Uttar-Pradesh & Uttarakhand |
| 2 | Vidya Bharti Sikshan Sansthan. | 800,000 | Construction of Student Hostel at Boondi Rajasthan |
| 3 | Shri Mathura Vrindavan Hasanand Gochar Bhumi Trust | 22,00,000 | Preservation and upkeep of Indian breed cows and construction cowshed and other structures for the qualitative improvement of Indian breed cows |
| | Total | 55,00,000 | |

The details of the CSR Projects are available at <https://www.yatharthhospitals.com/investors>

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: NA
5. (a) Average net profit of the company as per sub-section (5) of section 135: Rs. 27,30,25,494
 (b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 54,60,510
 (c) Surplus arising out of the CSR Projects or program or activities of the previous financial years: Nil
 (d) Amount required to be set-off for the financial year, if any: Nil
 (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 54,60,510
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 55,00,000
 (b) Amount spent in Administrative Overheads: 0
 (c) Amount spent on Impact Assessment, if applicable: NA
 (d) Total amount spent for the Financial Year [(a) + (b) +(c)]: Rs. 55,00,000
 (e) CSR amount spent or unspent for the Financial Year:

| Total Amount Spent for the Financial Year. (in Rs.) | Amount Unspent (in Rs.) (In Lacs) | | | | |
|---|--|------------------|--|--------|------------------|
| | Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135. | | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135. | | |
| | Amount | Date of transfer | Name of the Fund | Amount | Date of transfer |
| 55,00,000 | - | - | - | - | - |

(f) Excess amount for set-off, if any:

| Sl. No. | Particular | Amount (in Rs.) |
|---------|---|-----------------|
| (1) | (2) | (3) |
| (i) | Two percent of average net profit of the company as per sub-section (5) of section 135 | 54,60,510 |
| (ii) | Total amount spent for the Financial Year | 55,00,000 |
| (iii) | Excess amount spent for the Financial Year [(ii)-(i)] | 39,490 |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any | NA |
| (v) | Amount available for set off in succeeding Financial Years [(iii)-(iv)] | 39,490 |

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: NA

| 1 | 2 | 3 | 4 | 5 | 6 | | 7 | 8 |
|---------|-----------------------------|---|---|--|--|------------------|--|--------------------|
| Sl. No. | Preceding Financial Year(s) | Amount transferred to Unspent CSR Account under sub section (6) of section 135 (in Rs.) | Balance Amount in Unspent CSR Account under sub section (6) of section 135 (in Rs.) | Amount Spent in the Financial Year (in Rs) | Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any | | Amount remaining to be spent in succeeding Financial Years (in Rs) | Deficiency, if any |
| | | | | | Amount (in Rs) | Date of Transfer | | |
| 1 | FY-1 | - | - | - | - | - | - | - |
| 2 | FY-2 | - | - | - | - | - | - | - |
| 3 | FY-3 | - | - | - | - | - | - | - |

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: NA

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

| 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 No., if Applicable | Name | Registered address |
| - | - | - | - | - | - | - | - |

(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 sub- section (5) of section 135: NA

By order of the Board of Directors
For Yatharth Hospital & Trauma Care Services Ltd.

Sd/-
Dr Ajay Kumar Tyagi
(Chairman & Whole Time Director)
DIN: - 01792886

Sd/-
Dr. Kapil Kumar
(Managing Director)
DIN: - 01818736

Date: 04.09.2023

Place: Greater Noida West

Corporate Governance Report

Company's Philosophy on Corporate Governance

Yatharth Hospital and Trauma Care Services Ltd (“Yatharth” or “Company”) philosophy for corporate governance is aimed at achieving the highest standards of corporate governance, accountability, sustainability, and compliance of all the laws, in the letter and spirit.

We continuously follow ethical standards in all our business transactions which are guided by the Company's culture, our principles, and our value system. The Company continues to implement national, as well as, international corporate governance practices, in order to achieve global level excellence in its functioning and to provide long-term value to its shareholders, stakeholders and to our society.

The values of our Company are integrity, respect, innovation, openness, transparency, excellence, teamwork, responsibility and accountability, trust, honesty, safety and a shared and common purpose. The Company strongly believes that effective and good corporate governance practices build a strong foundation of trust and confidence which in turn attracts superior human capital which leads to sustainable and exceptional financial performance.

The Company continuously endeavors to improve all aspects of its business operations and adopts innovative approaches for leveraging all our resources, converting challenges into opportunities through empowerment and motivation of our human capital enabling the Company a higher growth trajectory.

Governance Structure

The Company's governance practices are based upon self-performance and self-governance by all employees, depicting our culture of the trusteeship which is deeply ingrained in our culture, our principles and our value system.

The Company is driven by the directions set by its Board of Directors who align the Company's purpose of existence with the short-medium and long-term expectations of its shareholders and all other stakeholders.

The Board along with its committees, reviews the performance of the Company periodically and guides the management. The Board has established a framework of prudent and effective controls, which enable the risks to be assessed timely and prudently managed. The Board oversees how the management and the leadership team work according to the established principles, the culture and the values of the Company. The Board acts as a mentor to our management and gives its wisdom and valuable insights to overcome current and future challenges and to constantly outperform the competition.

The leadership team of our Company percolates the directions set by the Board throughout the organization, through policy deployment, responsibility and accountability matrix, daily work management, plan, check, act and reviews etc. This structure ensures that the entire organization is aligned to the common goal of challenging the status quo to achieve breakthrough results.

In line with the above, the Company has formed three tiers of corporate governance structure:

Board Leadership

Yatharth is led by an effective and entrepreneurial Board. The Board defines the Company's purpose, its culture, its principles, its value systems and sets the strategies to deliver superior results. The Board articulates the business model, strategies, and the approach to risks and their mitigation. It takes measures for the short, medium and long-term success, future value creation and future viability of the Company considering the technological changes, geopolitical threats, environmental impacts, changing shareholders' and stakeholders' expectations, etc. The Company's operational and financial performance, statutory and regulatory compliances are reviewed by the Board from time to time. The Board also focuses on idea generation for business growth, opportunity identification, breakthroughs, and innovation. It identifies good and excellent business practices that can make our work culture constantly healthy and agile.

Board Committees

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific activities which concern the Company and need a closer and systematic review. The Board Committees are set up with the approval of the Board. There are five committees set up by Board:

1. Audit Committee,
2. Stakeholders Relationship Committee,
3. Nomination & Remuneration Committee and
4. Corporate Social Responsibility Committee
5. Risk Management Committee

Leadership Team

The leadership team of the Company is responsible for the execution of the directions set by the Board. They are empowered to take decisions in their respective domains to discover out of the box solutions to achieve the breakthrough results.

1. Board of Directors

i) Composition of the Board

The Company has a balanced and diverse Board. The Board provides leadership, strategic guidance, objective, and independent views to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of corporate ethics, transparency, professionalism, and disclosure, which drive the Company to sustainable excellence in performance. They take active part in the Board and Committee meetings and are committed to drive the Company's superior performance.

The composition of the Board is governed by the provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Board comprises of an optimum combination of Executive and Non-Executive Directors including an Independent Woman Director.

Composition of the Board as on 31st March, 2023 is given herein below:

| Category of Directors | No. of Directors | % of total no. of Directors |
|-----------------------|------------------|-----------------------------|
| Executive | 3 | 50 |
| Independent | 3 | 50 |
| Total | 6 | 100 |

The names and categories of the Directors on the Board and the number of directorships and committee chairmanship(s) / membership(s) held by them in other companies as on 31st March, 2023 are given herein below:

| Sl.no | Name of Directors | Category | As on 31 st March, 2023 | | | |
|-------|----------------------|----------------------------------|--|-------------------|--|--------|
| | | | Directorship in other Companies ⁽¹⁾ | | Membership and chairmanship of the committees of the Board of other companies ⁽²⁾ | |
| | | | Public companies | Private companies | Chairman | Member |
| 1 | Dr. Ajay Kumar Tyagi | Chairman and Whole Time Director | 1 | 2 | - | - |
| 2 | Dr. Kapil Kumar | Managing Director | 1 | 2 | - | - |

| | | | | | | |
|---|-----------------------|----------------------|---|---|---|---|
| 3 | Mr. Yatharth Tyagi | Whole Time Director | - | - | - | - |
| 4 | Ms. Promila Bhardwaj* | Independent Director | 4 | 1 | 1 | 1 |
| 5 | Mr. Mukesh Sharma | Independent Director | - | - | - | - |
| 6 | Mr. Sanjeev Upadhyaya | Independent Director | - | 1 | - | - |

⁽¹⁾Includes directorships held in public and private limited companies and excludes directorship in Yatharth .

* Appointed w.e.f. 22nd October, 2022

⁽²⁾For the purpose of determination of limit of the Board committees, chairmanship and membership of the audit and stakeholders relationship committees in other public limited companies have been considered. None of the Directors of your Company is a member of more than 10 committees or is the chairman of more than five committees across all the companies in which he / she is a director.

Listed Companies in which Director hold directorship as on 31st March, 2023

| S.no | Name of Director | Designation | Name of companies |
|------|-----------------------|----------------------|--|
| 1 | Dr. Ajay Kumar Tyagi | - | - |
| 2 | Dr. Kapil Kumar | - | - |
| 3 | Mr. Yatharth Tyagi | - | - |
| 4 | Ms. Promila Bhardwaj* | Independent Director | Sindhu Trade Links Limited Apex Capital And Finance Limited |
| 5 | Mr. Mukesh Sharma | - | - |
| 6 | Dr. Sanjeev Upadhyaya | - | - |

ii) **Skill, expertise and competencies of Directors**

The following core skills/expertise/competencies, as required in the context of the business and sector for it to function effectively and those actually available with the Board as on 31st March, 2023 have been identified by the Board of directors.

| Skills | Dr. Ajay Kumar Tyagi | Dr. Kapil Kumar | Mr. Yatharth Tyagi | Ms. Promila Bhardwaj | Mr. Mukesh Sharma | Mr. Sanjeev Upadhyaya |
|--|----------------------|-----------------|--------------------|----------------------|-------------------|-----------------------|
| Knowledge / experience | | | | | | |
| Experience of CEO or senior management of similar industry or track record of superior results | ✓ | ✓ | ✓ | - | ✓ | - |
| Understanding of relevant laws, rules, regulation and policies | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Sound understanding of human capital enrichment | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Technical skills / experience | | | | | | |
| Administration | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Financial literacy | ✓ | ✓ | ✓ | ✓ | ✓ | - |
| Sales and Marketing | ✓ | ✓ | ✓ | - | - | - |
| Compliances and risk mitigation | ✓ | ✓ | ✓ | ✓ | ✓ | - |
| Behavioral competencies | | | | | | |
| High ethical standards of integrity and probity | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |

| | | | | | | |
|-------------------------------------|---|---|---|---|---|---|
| Leadership and interpersonal skills | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mentoring abilities | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |

iii) Change in Directors

Pursuant to the provisions of the Companies Act, 2013, Mr. Yatharth Tyagi (DIN: 09322889), Whole Time Director, being required to retire by rotation, shall retire at the ensuing AGM and being eligible offer himself for reappointment at the ensuing Annual General Meeting of the Company.

The Board of Directors upon the recommendation of Nomination and Remuneration Committee has appointed Ms. Promila Bhardwaj (DIN: 06428534), as an Additional Director (Independent) subject to shareholder approval for first term of five consecutive years with effect from 22nd October, 2022 to 21st October, 2027. Further, She was regularize in the EGM held on dated 05.07.2023.

Dr. Ila Patnaik (DIN: 01890754), Director of the Company has resigned w.e.f. 1st August, 2022 due to her other professional commitments and personal reasons.

Dr. Ila Patnaik also confirmed that there was no other material reason for her resignation.

The disclosure as required under the provisions of the Companies Act, 2013 read with Secretarial Standards issued by Institute of Company Secretaries of India and Listing Regulations forms part of the Notice convening 16th Annual General Meeting.

iv) Board procedures

The Company Secretary, in consultation with the Chairman, plans the agenda of the meetings well in advance and circulates the agenda and other related documents to the members of the Board and committees within the prescribed time limit to enable them to have sufficient time to study, to facilitate meaningful and focused discussions at the meetings and take informed decisions.

The agenda along with documents are circulated 7 (seven) days before the date of the meeting(s) in compliance with the Companies Act, 2013 and secretarial standards issued by Institute of Company Secretaries of India. In case, where for some pressing business reasons the time limit of 7 days notice could not be followed, it is ensured that the reasons behind such short notice are explained in detail to the present board members and their due approval is taken before the beginning of such meeting

The members of the Board always express their views & opinion and decisions are taken based on consensus arrived at after detailed discussions. The Board members may bring up any matter for discussion at the Board meetings in consultation with the Chairman.

During the financial year 2022-23 the Board has accepted all the recommendations of the committees of Board.

The Company Secretary plays a key role in ensuring that the Board procedures are followed and regularly reviewed, investors' queries are handled promptly and reported to the Board.

The Company Secretary attends all the meetings of the Board and its committees and is, *inter alia*, responsible for recording the minutes of the meetings of the Board and its committees. The draft minutes of the Board and its committees are sent to the Directors for their comments in compliance with the secretarial standards.

Senior management personnel are invited to the Board meetings as and when required to enable them to make requisite presentations on relevant issues or to provide necessary insights into the operations of the Company. Presentations are made by various departments to the Board on the progress of business activities and performance updates.

v) **Independent Directors**

The Independent Directors of the Company are individuals of eminence & repute in their respective fields and help in bringing an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments, corporate governance and standards of conduct.

The Independent Directors provide an annual confirmation that they meet the criteria of independence as per Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Companies Act, 2013 along with rules framed thereunder. Further, in terms of Regulation 25(8) of the Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence and are independent from the management.

Independent Director databank registration

Pursuant to a notification dated 22nd October, 2019 issued by the Ministry of Corporate Affairs ("MCA"), all the Directors have registered/renewed the registration with the independent directors' databank. Requisite disclosures have been received from the Independent Directors in this regard.

Separate meeting of the Independent Directors

The Independent Directors are fully kept informed of the Company's business activities in all areas. The Independent Directors meet without the presence of non-independent Directors. This meeting enables the Independent Directors to interact and discuss matters including review of the performance of the non-independent Directors and the Board as a whole, review of the performance of the Chairman of the Company, taking into account views of executive and non-executive Directors and assessing the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The meeting of Independent Directors was held on 29th March, 2023, during the financial year 2022-23.

Performance evaluation criteria of Independent Directors

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out an annual performance evaluation of its own performance and that of its committees, chairman and individual directors.

The manner in which formal annual evaluation of performance was done by the Board is given below:

- The Company sent an email which informed directors regarding the automated process to carry out annual performance evaluation in accordance with the criteria approved by nomination and remuneration committee.
- From the individual ratings received from the directors, a report on summary of the ratings in respect of performance evaluation of the Board, committees, the chairman and directors for FY23 and a consolidated report thereof were arrived at.
- This report was then discussed and noted by the Board at their meeting held on 29th March 2023.
- The nomination and remuneration committee reviewed the implementation and compliance of the performance evaluation. Based on the report of performance evaluation, the Board and nomination and remuneration committee, determined as required under law that the appointment of independent directors may continue.

vi) Details of the Board meetings and annual general meeting held during the year

The details of attendance at the Board meetings held during the financial year 2022-23 and at annual general meeting of the Company are as below:

| Name of Directors | Attendance | | | |
|------------------------|--|--|--|---|
| | Meeting 1 30 th June 2022 | Meeting 2 4 th August, 2022 | Meeting 3 1 st December, 2022 | Meeting 4 29 th March, 2023 |
| Dr. Ajay Kumar Tyagi | ✓ | ✓ | ✓ | ✓ |
| Dr. Kapil Kumar | ✓ | ✓ | | ✓ |
| Mr. Yatharth Tyagi | ✓ | ✓ | ✓ | ✓ |
| Dr. Ila Patnaik* | ✓ | NA | NA | NA |
| Ms. Promila Bhardwaj** | NA | NA | ✓ | ✓ |
| Mr. Mukesh Sharma | ✓ | ✓ | ✓ | ✓ |
| Mr. Sanjeev Upadhyaya | ✓ | ✓ | ✓ | ✓ |

*Resigned w.e.f. 1st August, 2022

**Appointed w.e.f. 22nd October, 2022

All directors as on 31st August 2022 were present in the annual general meeting held on 31st August, 2022. except Dr. Sanjeev Upadhyaya and Mr. Yatharth Tyagi.

vii) Committees of the Board

The Board has *constituted* a set of committees with specific terms of references and ensure expedient resolution of diverse matters and achieve objectivity. The minutes of the meetings of all committees of the Board are placed before the Board for confirmation.

Each committee of the Board is guided by its terms of reference, which defines the scope and powers of the *committee*.

These committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific activities which concern the Company and need a closer review.

The Company Secretary of the Company acts as the Secretary to all the committees.

A. Audit Committee

Your Company has a duly constituted Audit Committee ('the Committee') and its composition as well as charter are in line with the requirements of the Companies Act, 2013 and the Listing Regulations.

All members of the Committee are financially literate and have accounting or related financial management expertise as mandated by the Listing Regulations.

The Committee is governed by a charter which is in line with the regulatory requirements mandated by Regulation 18 of the Listing Regulations. The functioning and terms of reference of the Committee including the role, powers and duties, quorum for meeting and frequency of meetings, have been devised keeping in view the requirements of the Companies Act, 2013 and the Listing Regulations are broadly as under:

1. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Modified opinion(s) in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue or preferential issue or qualified institutional placement, and making appropriate recommendations to the board to take up steps in this matter.
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process.
8. Approval or any subsequent modification of transactions of the listed entity with related parties.
9. Scrutiny of inter-corporate loans and investments.
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary.
11. Evaluation of internal financial controls and risk management systems.
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors of any significant findings and follow up there on.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
18. To review the functioning of the whistle blower mechanism.
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate.
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
21. Reviewing the utilization of loans and / or advances from / investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders
23. Management discussion and analysis of financial condition and results of operations
24. Statement of significant related party transactions (as defined by the audit committee), submitted by management.
25. Management letters / letters of internal control weaknesses issued by the statutory auditors
26. Internal audit reports relating to internal control weaknesses.
27. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
28. Statement of deviations:

- a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
- b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

The details of the Committee meetings and attendance of the members of the Committee during the financial year ended 31st March, 2023 are as below:

Meetings, attendance & composition of the audit committee:

* Resigned w.e.f. 1st August, 2022

** Appointed w.e.f. 22nd October, 2022

| Name of Committee Member | Designation | Category of Director | | Attendance | | | |
|--------------------------|-------------|----------------------|-----------|-----------------------------|------------------------------|--------------------------------|------------------------------|
| | | Independent | Executive | Meeting 1 | Meeting 2 | Meeting 3 | Meeting 4 |
| | | | | 25 th June, 2022 | 4 th August, 2022 | 1 st December, 2022 | 29 th March, 2023 |
| Mukesh Sharma | Chairman | ✓ | - | ✓ | ✓ | ✓ | ✓ |
| Ila Patnaik* | Member | ✓ | | | NA | NA | NA |
| Promila Bhardwaj** | Member | ✓ | - | NA | NA | ✓ | ✓ |
| Sanjeev Upadhyaya | Member | ✓ | | NA | ✓ | NA | NA |
| Ajay Kumar Tyagi | Member | - | ✓ | ✓ | ✓ | ✓ | ✓ |

In addition to the members of the Committee, these meetings were attended by Chief Financial Officer, Chief Executive Officer, internal auditors and statutory auditors of the Company, and other executives of the Company who were considered necessary for providing inputs to the Committee.

Mr. Mukesh Sharma, Chairman of the Committee was present at the annual general meeting of the Company held on 31st August 2022, to answer shareholders' queries.

The Committee relies on the expertise and knowledge of the management, the internal auditors, and the statutory auditor, in carrying out its oversight responsibilities. The management is responsible for the preparation, presentation and integrity of the Company's financial statements including consolidated statements, accounting, and financial reporting principles. The management is also responsible

for internal control over financial reporting and all procedures are designed to ensure compliance with Indian accounting standards, applicable laws and regulations as well as for objectively reviewing and evaluating the adequacy, effectiveness and quality of the Company's system of internal controls. The recommendations of Committee were duly accepted by the Board of Directors.

B. Nomination and Remuneration Committee

The Company has a duly constituted Nomination and Remuneration Committee (NRC), which *inter-alia*, identifies and recommends persons who are qualified to become Directors.

The NRC also has the responsibility of setting criteria for appointment of Directors, senior management, and Key Managerial Personnel (KMP) of the Company, recommending appointment & remuneration to the Board, performance evaluation of Directors and the Board, board diversity etc. The recommendations of NRC were duly accepted by the Board of Directors.

The Committee is governed by a charter which is in line with the regulatory requirements mandated by Regulation 19(4) of the Listing Regulations. The functioning and terms of reference of the NRC including the role, powers and duties and quorum for meeting, have been devised keeping in view the requirements of the Companies Act, 2013 and the Listing Regulations are broadly as under:

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and removal and to carry out evaluation of every director's performance.
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description.
3. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees.
4. To formulate the criteria for evaluation of independent directors and the board.
5. To devise a policy on board diversity.
6. To extend or continue the term of appointment of the independent director on the basis of the report of performance evaluation of Independent directors; and
7. To recommend / review remuneration of managing director / whole-time director.
8. To recommend to the Board, all remuneration, in whatever form, payable to senior management.
9. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate for the balancing the holistic set of skills, knowledge, wisdom, and experience on the Board. Based on such evaluation, prepare the role and responsibilities, qualifications, and capabilities required of an incoming independent director. The person recommended to the Board for

appointment as an independent director shall have the capabilities identified in such description. To identify suitable candidates, the Committee may:

- a) use the services of an external agencies,
- b) consider candidates from a wide range of backgrounds having due regard to diversity and,
- c) consider the time commitments of the candidates.

Meetings, attendance & composition of the NRC:

During the year, the NRC met once and quorum was present in the meeting.

The details of the NRC meeting and attendance of the members of NRC during the financial year ended 31st March, 2023 is as below:

| Name of Committee Member | Designation | Category of Director | Meeting 3 29 th March, 2023 |
|--------------------------|-------------|----------------------|---|
| | | Independent | |
| Sanjeev Upadhyaya | Chairman | ✓ | ✓ |
| Mukesh Sharma | Member | ✓ | ✓ |
| Promila Bhardwaj* | Member | ✓ | ✓ |

**Appointed w.e.f. 22nd October, 2022*

Mr. Mukesh Kumar, Member of the NRC, was present at the AGM of the Company held on 31st August 2022, to answer shareholders' queries.

Remuneration to the Directors

The appointment of the executive directors is governed by resolutions passed by the shareholders of the Company, which covers the terms and conditions of such appointment, read with the service rules of the Company. A separate service contract is not entered into by the Company with executive directors. No notice period or severance fee is payable to any Director.

The independent directors were also paid sitting fees for their separate meeting held during the year.

Details of remuneration paid, and securities held by executive directors during the financial year ended 31st March, 2023:

(₹ in Million)

| Name of Directors | Salary and perquisite | Bonus | Commission | Others | Total | No. of Equity shares held |
|----------------------|-----------------------|-------|------------|--------|-------|---------------------------|
| Dr. Ajay Kumar Tyagi | 12.00 | - | - | - | 12.00 | 27021600 |
| Dr. Kapil Kumar | 12.00 | - | - | - | 12.00 | 12164400 |
| Mr. Yatharth Tyagi | 12.00 | - | - | - | 12.00 | - |

The executive directors are not entitled to stock option and performance linked incentive.

Non-executive directors are paid sitting fees for attending the meeting of Board and Committees of Board.

Details of sitting fees paid to non-executive directors and equity shares held by them during the financial year ended 31st March 2023:

(₹ in Million)

| Name of Directors | Sitting Fees | No. of Equity shares held |
|-----------------------|--------------|---------------------------|
| Ms. Promila Bhardwaj | 0.35 | - |
| Mr. Mukesh Sharma | 0.43 | - |
| Dr. Sanjeev Upadhyaya | 0.27 | - |

Dr. Ila Patnaik (DIN: 01890754), Independent Director of the Company has resigned w.e.f. 1st August, 2022 & no sitting fees paid to her during FY 23.

Inter-se relationship between Directors

The Directors' inter-se relationship are as follows:

| Name of Directors | Relationship with other Directors |
|----------------------|---|
| Dr. Ajay Kumar Tyagi | Father of Mr. Yatharth Tyagi and brother of Dr. Kapil Kumar |
| Mr. Yatharth Tyagi | Son of Dr. Ajay Kumar Tyagi |
| Dr. Kapil Kumar | Brother of Dr. Ajay Kumar Tyagi |

There are no pecuniary relationships or transactions held with the non-executive director, other than the sitting fees drawn by the non-executive directors.

Mr. Deepak Kumar Tyagi is the senior management personnel of the Company. During the financial year ended 31st March 2023 there is no change among the senior management personnel of the Company.

C. Stakeholders Relationship Committee

Stakeholders Relationship Committee (“SRC”) is responsible for redressal of shareholders complaints. The Board of Directors of the Company has with a view to expediting the process of share transfers, has delegated the power to Company Secretary who resolve the requests of share transfer.

The Committee is governed by a charter which is in line with the regulatory requirements mandated by Regulation 20(4) read with Part D of Schedule II of the Listing Regulations. The functioning and terms of reference of the SRC including the role, powers and duties and quorum for meeting, have been devised keeping in view the requirements of Section 178 of the Companies Act, 2013 and the Listing Regulations are broadly as under:

1. Consider and resolve the grievances of security holders of the Company, including complaints related to transfer/transmission of securities, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the registrar & share transfer agent; and
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.

Meetings, attendance & composition of the SRC:

During the year, the SRC met once. The quorum was present in the meeting.

The details of the SRC meeting and attendance of the members of SRC during the financial year ended 31st March, 2023 are as below:

| Name of Committee Member | Designation | Category of Director | | Attendance |
|--------------------------|-------------|----------------------|-----------|---|
| | | Independent | Executive | Meeting 1 4 th August, 2022 |
| Ila Patnaik | Chairman | ✓ | - | NA |
| Promila Bhardwaj | Chairman | ✓ | - | NA |
| Ajay Kumar Tyagi | Member | - | ✓ | ✓ |
| Kapil Kumar | Member | - | ✓ | ✓ |

***Appointed w.e.f. 22nd October, 2022*

Mr. Ritesh Mishra, Company Secretary & Compliance Officer act as Secretary to SRC.

Ms. Ila Patnaik, Chairman of the SRC, was not present at the AGM of the Company held on 31st August, 2022, as she already had resigned on 1st August 2023.

Details of investors' complaints handled by the Company and its registrar & share transfer agent during the financial year 2023 are as below:

| | |
|--|---|
| Number of complaints remaining unresolved as on 1 st April, 2022 | 0 |
| Number of complaints received during the year | 0 |
| Number of complaints resolved during the year | 0 |
| Number of complaints remaining unresolved as on 31 st March, 2023 | 0 |

D. Corporate Social Responsibility Committee

In terms of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014 as amended, the Board of Directors have approved a Corporate Social Responsibility (CSR) Policy that strives towards welfare and sustainable development of the different segments of our society.

Your Company believes in making lasting impact towards creating a just, equitable, humane, and sustainable society. The Company's endeavour to continuously evolve and ramp up the CSR activities in both social and environmental spheres improving the quality of life of our society through its CSR endeavours. The CSR initiatives of the Company are categorized into environment, education, and health care.

The CSR Policy is also available on the website of the Company and can be accessed by web link <https://www.yatharthhospitals.com/investors>

The Committee is governed by a Charter which is in line with the regulatory requirements mandated under Section 135 of the Companies Act, 2013. The functioning and terms of reference of the CSR committee including the role, powers and duties and quorum for meeting, have been devised keeping in view the requirements of Section 135 of the Companies Act, 2013 are broadly as under:

1. To frame the CSR policy and its review from time to time.
2. Recommend the amount of expenditure to be incurred on the CSR activities.
3. Monitor implementation and adherence to the CSR policy of the Company from time to time.
4. To ensure compliance with the laws, rules & regulations governing the CSR; and
5. Such other activities as the Board of Directors may determine from time to time.

Meetings, attendance & composition of the CSR Committee:

During the year, the CSR committee met twice and quorum was present in both the meetings.

The details of the CSR committee meetings and attendance of the members of the CSR committee during the financial year ended 31st March, 2023 are as below:

| Name of the Committee Member | Designation | Category of Director | | Attendance | |
|------------------------------|-------------|----------------------|-----------|--|---|
| | | Independent | Executive | Meeting 1 28 th June, 2022 | Meeting 2 28 th March, 2023 |
| Ajay Tyagi | Chairman | - | ✓ | ✓ | ✓ |
| Kapil Kumar | Member | - | ✓ | ✓ | ✓ |
| Sanjeev Upadhyaya | Member | ✓ | - | ✓ | ✓ |

E. Risk Management Committee

The Risk Management Committee (“RMC”) has been constituted by the Board in compliance with the requirements of Regulation 21 of the Listing Regulations.

Broad Terms of Reference of the Risk Management Committee is as follows:

- To formulate a detailed risk management policy which shall include:
 - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - Measures for risk mitigation including systems and processes for internal control of identified risks.
 - Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
7. Revision/updation/implementation of SOPs relating to Cyber Security;
8. Any other functions as may deem fit by the Risk Management Committee/Board or as may be necessitated by any regulatory framework as amended from time to time in connection with the risk management of the Company.

The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors. The Risk Management Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

Meetings, attendance & composition of the RMC:

During the year, the RMC met twice. The quorum was present in the meeting.

The details of the RMC meeting and attendance of the members of RMRC during the financial year ended 31st March, 2023 are as below:

| Name of Committee Member | Designation | Category of Director | | Attendance | |
|--------------------------|-------------|----------------------|-----------|---|---|
| | | Independent | Executive | Meeting 1 4 th August, 2022 | Meeting 2 29 th March, 2023 |
| Ajay Tyagi | Chairman | - | ✓ | ✓ | ✓ |
| Mukesh Sharma | Member | ✓ | - | ✓ | ✓ |
| Kapil Kumar | Member | - | ✓ | ✓ | ✓ |

9. General body meetings

a) Annual general meetings:

Details of last three years annual general meetings of the Company are as under:

| For the year | Venue | Day, Date & Time | Number of special resolutions |
|--------------|---|--|-------------------------------|
| 2021-22 | JA-108 DLF Tower A Jasola District Centre South Delhi, Delhi - 110025 | Wednesday, 31 st August, 2022 at 3:00 p.m. | - |
| 2020-21 | B-15, First Floor, Pandav Nagar, Delhi-110092 | Tuesday, 31 st August, 2021 at 5:00 p.m. | - |
| 2019-20 | B-15, First Floor, Pandav Nagar, Delhi-110092 | Thursday, 31 st December, 2020 at 5:00 p.m. | - |

b) Postal ballot

During the year under review, neither any special resolution was passed through postal ballot nor is any special resolution proposed to be conducted through postal ballot as on the date of this corporate governance report.

10. Disclosures

a) Related Party Transactions

All related party transactions entered during year under review are on an arm's length basis and in the ordinary course of business. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. The statement of transactions entered pursuant to the omnibus approval so granted is placed before the Audit Committee for review on a quarterly basis.

For reference, the details of related party transactions in accordance with IND AS-24 are given in note no. 37 in the notes to the Financial Statements.

No material related party transactions i.e. transactions exceeding one thousand crore or ten percent of the annual consolidated turnover as per the last audited financial statements whichever is lower were entered during the year under review.

The policy on related party transactions has been uploaded on the website of the Company and can be accessed at <https://www.yatharthhospitals.com/investors>

b) **Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or Securities and Exchange Board of India (SEBI) or any statutory authority**

The Company has complied with the requirements of the Securities and Exchange Board of India and other statutory authorities on all matters relating to capital markets during the last three years.

No penalties have been imposed or strictures passed against the Company by the stock exchanges, the Securities and Exchange Board of India or any statutory authority on any matter related to capital markets during the last three years.

c) **Disclosure of accounting treatment**

The Company has adopted Indian Accounting Standards as amended (“Ind AS”) and accordingly the financial statements have been prepared in accordance with the recognition and measurement principles laid down in Ind AS as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 and other relevant provisions of the Companies Act, 2013 and the other accounting principles generally accepted in India.

d) **Whistle blower policy (Vigil mechanism)**

The Company has adopted whistle blower policy that provides a formal vigil mechanism for directors and employees to report genuine concerns about the unethical behaviour, actual or suspected frauds or violation of the Company’s Code of Conduct and Ethics. The directors and employees are not only encouraged but required to report their genuine concerns and grievances under this policy. The vigil mechanism under the whistle blower policy provides adequate safeguard against victimization of the directors and employees who avail of the mechanism and provide for direct access to the Chairman of the audit committee in exceptional cases. The Company affirms that no employee of the Company was denied access to the Chairman of the audit committee.

This policy is also available on the Company’s website and is accessible at <https://www.yatharthhospitals.com/investors>

e) **Declaration by independent directors**

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of Section 149(7) Companies Act, 2013 read with the Schedules and Rules issued thereunder and Regulation 16 of the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

f) **Training of board members**

The Directors on Board are experienced professionals having wide range of expertise in diverse fields. They keep themselves abreast with latest developments in the field

of management, technology and business environment through various symposiums, seminars etc.

g) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has an internal complaints committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, to redress the complaints received regarding sexual harassment. The following is the summary of sexual harassment complaints received and disposed off during the financial year 2022-23:

| | |
|--|-----|
| Number of complaints filed during the financial year | Nil |
| Number of complaints disposed of during the financial year | Nil |
| Number of complaints pending as on end of the financial year | Nil |

h) Payment of dividend through electronic means

The Company provides the facility for direct credit of the dividend, if declared, to the shareholders' bank account. The Listing Regulations also mandate companies to credit the dividend to the shareholders electronically. Shareholders who hold shares in demat mode should inform their depository participant, whereas shareholders holding shares in physical form should inform the Company their updated bank account details.

i) Risks associated with foreign currency fluctuations

During the year under review the Company has not dealt with foreign currency and hence no risk is associated with foreign currency.

j) Disclosure of compliance of Regulation 17 to 27 and clauses (b) to (i) of sub-Regulation (2) of Regulation 46

The Company has complied with all the applicable mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) of the Listing Regulations.

k) Discretionary requirements under Regulation 27 of the Listing Regulations

The status of compliance with discretionary recommendations of the Regulation 27 of the Listing Regulations with stock exchanges are provided below:

- a. **The Board:** As the Chairman of the Company is an executive chairman, hence the provision on entitlement of chairperson's office at the expense of the Company in case of non-executive chairperson is not applicable.
- b. **Shareholder rights:** The quarterly and year to date financial statements would be published in newspapers and uploaded on Company's website at www.yatharthhospitals.com.
- c. **Modified opinion in auditors' report:** The auditors have expressed an unmodified opinion on the financial statements of the Company for the financial year ended 31st March, 2023.
- d. **Reporting of internal auditor:** Internal auditors periodically apprise the audit committee on findings and observation, if any of internal audit and actions taken thereon.

11. Evaluation of the Board's performance

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations, the Board has adopted a policy to evaluate performance of each Director, the Board as a whole, its Committees and the Chairman. Evaluation is carried out by the Board, NRC and by the Independent Directors. A structured questionnaire was prepared for the Directors considering various factors for evaluation including contribution to the Board work, domain expertise, strategic vision, industry knowledge, participation, effectiveness, and quality of discussions etc. The Company has conducted online survey for evaluation of the Board and its Committees, Independent Directors, Non-Executive Directors, Executive Directors, and the Chairman of the Company.

Performance of the Board was evaluated by each Director on the parameters such as its roles and responsibilities, business risks, contribution to the development of strategy and effective risk management, understanding of operational programmes, availability of quality information in a timely manner etc. Independent Directors also carried out evaluation of the Board performance.

Board committees were evaluated by Board members on the parameters such as role and responsibilities, effectiveness of the committee vis-a-vis assigned role, appropriateness of committee composition, timely receipt of information by the committee, knowledge updation by the committee members etc.

Directors were also evaluated individually by all other Directors (except the Director himself) on the parameters of his / her vigilance at the board meetings, devotion of time and efforts to understand the Company and its business, quality in contributions at the board meetings, application of knowledge and experience while considering the strategy, effectiveness of follow-up in the areas of concern, communication with board members, senior management and KMP.

The Directors expressed their satisfaction with the entire evaluation process.

12. Total fees paid to statutory auditors

The total fees for all services paid by the Company, on a consolidated basis, to the statutory auditors and all entities in the network firm / network entity of which the statutory auditor is a part, are as follows:

(₹ in Millions)

| Type of Service | 31 st March, 2023 |
|-----------------|------------------------------|
| Audit fees | 0.90 |
| Others | - |
| Total | 0.90 |

13. Familiarization program for Independent Directors

Familiarization program for Independent Directors form a part of the Board process. The Board familiarization program consists of detailed induction for all new Independent Directors when they join the Board of Directors of the Company and ongoing sessions on business strategy, operational and functional matters.

The exhaustive induction for Independent Directors enables them to be familiarized with the Company, its history, its culture, its principles, its values, and its purpose of existence. The Whole Time Directors also makes presentations in order to facilitate clear understanding of the business of the Company and the environment in which the Company operates.

The Independent Directors are updated on an on-going basis at the Board / Committee meetings, inter-alia, on the following:

- Nature of the industry in which the Company operates.
- Business important developments.
- Important changes in regulatory framework having impact on the Company.
- Discussion on the state of economy, preparedness for changes etc.; and
- The manufacturing facilities of the Company at its various locations.

The Company provides an overview to its Directors by way of detailed presentations by the various business & functional heads at Board meetings. Besides these, the Directors are updated about Company's new projects, research & development initiatives, changes in regulatory environment and strategic direction. The Company also arranges for visits to the Company's Plants to enable them to get understanding of the processes and operations of the Company.

The familiarization program along with details imparted to the Independent Directors during the year are available on the Company's website and is accessible at <https://www.yatharthhospitals.com/investors>

14. Code of conduct and ethics

The Company has code of conduct for all employees including the members of the Board and senior management personnel. All members of the Board and senior

management personnel have affirmed compliance with the said code of conduct for the financial year 2022-23.

The declaration to this effect signed by the CEO & Managing Director of the Company forms part of this Report.

The code of conduct and ethics for Board members and senior management can be accessed at the following link: <https://www.yatharthhospitals.com/investors>

15. Subsidiary Companies

All the subsidiary companies are managed by their respective board of directors. Their boards have the rights and obligations to manage such companies in the best interest of their stakeholders.

The Company has the policy for determining material subsidiaries and can be accessed at: <https://www.yatharthhospitals.com/investors>

During FY23 the Company has two material subsidiaries:

- AKS Medical & Research Centre Private Limited (WOS)
- Ramraja Multispeciality Hospital & Trauma Centre Pvt. Ltd. (WOS)

The details of material subsidiary are as follows as required under Schedule V are as below:

| Name of material subsidiary | Date and place of incorporation | Name and date of appointment of statutory auditor |
|--|---|---|
| AKS Medical & Research Centre Private Limited | 21 st January, 2009 JA 108 DLF Tower A NA Jasola District Centre South Delhi 110025 | M/s. MAPSS & Company; Appointed on 31 st August 2022. |
| Ramraja Multispeciality Hospital & Trauma Centre Pvt. Ltd. | 16 th August, 2012 HO-01, Sector-1 Greater Noida West Gautam Buddha Nagar UP 201306 | M/s. MAPSS & Company; Appointed on 31 st August 2022. |

16. Code of conduct for prevention of insider trading

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has code of conduct for regulating,

monitoring, and reporting of trading by designated persons ('the code of conduct') and the code of practices and procedures for fair disclosure of unpublished price sensitive information ("code of practice"). The code of conduct ensures reporting of trading by the designated persons and their immediate relatives. The code of practice ensures fair disclosure of events and occurrences that could impact price discovery in the market.

17. Compliance certificate from the practicing company secretaries regarding compliance of conditions of corporate governance

The certificate from the practicing company secretaries regarding compliance of conditions of corporate governance is annexed and forms an integral part of this report.

18. Compliance certificate from the Practicing Company Secretaries regarding debarred or disqualified Directors

The certificate from the Practicing Company Secretaries regarding debarred or disqualified Directors not being appointed or continuing as Directors of Company by the Securities and Exchange Board of India / MCA or any such statutory authority is annexed and forms an integral part of this report.

19. Credit Rating

CRISIL Ratings has assigned its rating outlook on the long-term bank facilities of Yatharth Hospital and Trauma Care Services Limited (Yatharth Hospital; part of the Yatharth group) to 'Negative' from 'Stable', while reaffirming the rating at 'CRISIL-BBB'

20. Details of loans and advances in which directors are interested are given in note no. 37 in the notes to the Financial Statements.

21. Agreements referred under clause 5A of paragraph A of Part A of Schedule III of listing Regulations are entered during FY23: NA

22. Means of communication

The Company, from time to time and as may be required, communicates with its shareholders and investors through multiple channels of communications such as dissemination of information on the online portal of the stock exchanges, the annual reports and uploading relevant information on its website.

- a. **Quarterly and annual financial results:** Pursuant to Regulation 33 of the Listing Regulations, the Company shall furnish the quarterly as well as annual financial results, (within 30 minutes of closure of the Board meeting) by online filings, to both the stock exchanges i.e. National Stock Exchange of India Limited (NSE) and

BSE Limited (BSE). Such information shall also be simultaneously displayed in the 'Investors' section on the Company's website at www.yatharthhospitals.com. Quarterly and annual financial results shall also be published in newspaper The Financial Express (In English) and Jansatta (In Hindi)

The Company has already published the Q1 results of the Financial Year 2023-24

- b. **Presentations to institutional investors / analysts:** Presentations that would be made institutional investors or to the analysts shall be displayed on Company's website at www.yatharthhospitals.com and intimated to both the stock exchanges i.e. National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). The Company has already made the presentation for the Q1 results of the Financial Year 2023-24 and copy of which has already been uploaded on to the site of NSE, BSE and the website of the Company
- c. **Website:** Pursuant to Regulation 46 of the Listing Regulations, the Company's website <https://www.yatharthhospitals.com/investors> contains a dedicated functional segment called 'Investors' where all the information needed by shareholders is available including information on Directors, shareholding pattern, quarterly reports, financial results, annual reports and various policies of the Company.
- d. **A Greener Environment-now and for future:** The Company's philosophy focuses on making the environment greener for the benefit of posterity. To leverage technology and reducing paper consumption, the Company circulates to its directors, notes for board / committee meetings through an electronic platform.

23. Shareholders' Information

- i) **AGM**
 - Day : Thursday
 - Date : 28th September, 2023
 - Time : 02:00 PM
 - Mode : Through video conferencing / other audio-visual means (Deemed to be the registered office)
- ii) **Financial year** : 1st April to 31st March

iii) Quarterly Unaudited Financial Results

| | |
|---|--|
| Quarter ending 30 th June, 2023 | : Published on 17 th August 2023# |
| Quarter ending 30 th September, 2023 | : On or before 14 th November, 2023 |
| Quarter ending 31 st December, 2023 | : On or before 14 th February, 2024 |

as per applicable rule, since the Company was listed on 7th August 2023, the Company had time till 28th August 2023 to publish the quarterly results

iv) Annual Audited Financial Results

| | |
|--|---|
| Year ending 31 st March, 2024 | : On or before 30 th May, 2024 |
|--|---|

v) Date of Book closure

: 22nd September, 2023 to 28th September, 2023

vi) Dividend Payment Date

: NA

vii) Listing on Stock Exchanges

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai-400051

BSE Limited
Phiroje Jeejeebhoy Towers
Dalal Street, Mumbai-400001

* The Company received listing and trading approvals from BSE Limited (“the BSE”) and National Stock Exchange of India Ltd. (“the NSE”) on 04.08.2023 and the equity shares were listed on BSE and NSE on 07.08.2023.

viii) Stock Code

| | |
|----------|----------------|
| BSE | : 543950 |
| NSE | : YATHARTH |
| ISIN No. | : INE0JO301016 |

ix) Listing Fees

The Company has duly paid listing fees to BSE Limited and National Stock Exchange of India Limited where Company's securities are listed.

x) Market Price Data

The market price data for FY23 cannot be analysed as the Company is listed on 7th August, 2023

xi) Compliance Officer

Name : Mr. Ritesh Mishra
 Designation : Company Secretary & Compliance Officer
 Tel : +911206811236
 Email : cs@yatharthhospitals.com

xii) Address of Registrar and Share Transfer Agent : Link Intime India Private Limited
 C-101, 1st Floor, 247 Park,
 L.B.S. Marg, Vikhroli (West),
 Mumbai 400 083
 Maharashtra, India
 Tel: +91 22 810 811 4949
 E-mail: yatharth.ipo@linkintime.co.in

xiii) Share Transfer System

All shares of the Company are held in d-mat form

xv) Distribution of shareholding

Details of category wise shareholding as on 31st March, 2023 are as below:

| No. of equity Shares held | No. of Shareholders | % of total Shareholders | No. of total Shares held | Shareholding in % age |
|---------------------------|---------------------|-------------------------|--------------------------|-----------------------|
| 1-500 | - | - | - | - |
| 501-1000 | - | - | - | - |
| 1001-2000 | - | - | - | - |
| 2001-3000 | - | - | - | - |
| 3001-4000 | - | - | - | - |
| 4001-5000 | - | - | - | - |

| | | | | |
|--------------|----------|------------|-----------------|------------|
| 5001-10000 | - | - | - | - |
| 10001-above | 7 | 100 | 65516900 | 100 |
| TOTAL | 7 | 100 | 65516900 | 100 |

xvi) Dematerialization of Shares
Equity Shares

The equity shares of the Company are being traded under compulsorily demat form as per SEBI notification. The Company's shares are tradable compulsorily in electronic form and are available for trading in the depository systems of both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

| S. No. | Mode of holding | No. of shares | % of total share capital |
|--------|-----------------|-----------------|--------------------------|
| 1. | Physical | - | - |
| 2. | CDSL | 46332900 | 70.72 |
| 3. | NSDL | 19184000 | 29.28 |
| | Total | 65516900 | 100 |

xvii) Details of Shareholding Pattern as on 31st March, 2023 are as below:

| Categories | No. of Shares | Shareholding in % |
|---|-----------------|-------------------|
| Promoter and Promoter' Group | 63494000 | 96.91 |
| Mutual Funds | - | - |
| Bodies Corporate | - | - |
| Indian Public (Individuals & HUF) | 2022900- | 3.09 |
| Foreign shareholding (NRIs / OCBS / FIIs/FPI) | - | - |
| Others (Clearing Member/NRIs) | - | - |
| Total | 65516900 | 100 |

xviii) Outstanding GDR / ADR / Warrants or any convertible instrument, conversion date and likely impact on equity
No outstanding GDR / ADR / Warrants or any convertible instrument as on 31st March, 2023.

xix) Details of utilisation of funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7) of the Listing Regulations

No funds are raised through preferential allotment or qualified institutional placement

xx) Securities and not suspended from trading during the financial year ending 31st March, 2023.

xxi) The Company's operations/hospitals are located at:

a. Greater Noida: Sec - Omega - I, Greater Noida – 201308 Greater Noida

b. Noida: Sec - 110, Noida - 201304

c. Greater Noida West: Sector- 1, Greater Noida West - 201306

d. Jhansi-orchha: Jhansi Mouranipur Highway, Near Orchha Tigella District Niwari (MP) - 472246

e. Registered Office: JA 108 DLF Tower A NA Jasola District Centre South Delhi DL 110025

On behalf of the Board

For YATHARTH HOSPITAL & TRAUMA CARE SERVICES LIMITED

Sd/-

Dr Ajay Kumar Tyagi
Chairman and Whole Time Director
DIN: - 01792886

Sd/-

Dr. Kapil Kumar
Managing Director
DIN: - 01818736

Place: Greater Noida West

Date: 04.09.2023

CERTIFICATION ON FINANCIAL STATEMENT OF THE COMPANY
FOR YEAR ENDED 31ST MARCH 2023

The Board of Directors,

Yatharth Hospital and Trauma Care Services Ltd

(FORMERLY YATHARTH HOSPITAL AND TRAUMA CARE SERVICES PVT. LTD.)

We, the undersigned, in the capacities as Chief Executive Officer and Chief Financial Officer of Yatharth Hospital and Trauma Care Services Ltd (“the Company”), to the best of our knowledge and belief, hereby certify that:

- a) We have reviewed financial statements (standalone and consolidated) of the Company for the year ended on 31st March, 2023, and that to the best of our knowledge and belief we state that:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of their knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company’s code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the audit committee:
 - i. significant changes in internal control, if any, over financial reporting during the year;
 - ii. significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity’s internal control system over financial reporting.

Sd/-

Amit Kumar Singh

Chief Executive Officer

Place: Greater Noida

Date: 4th September 2023

Sd/-

Pankaj Prabhakar

Chief Financial Officer

DECLARATION UNDER PART D OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Members,

Yatharth Hospital and Trauma Care Services Ltd

(FORMERLY YATHARTH HOSPITAL AND TRAUMA CARE SERVICES PVT. LTD.)

I hereby confirm that all the members of the Board and Senior Managerial Personnel of the Company have affirmed due observance of the Code of Conduct and Ethics of the Company during the financial year 2022-23.

Sd/-

Amit Kumar Singh

Chief Executive Officer

Place: Greater Noida

Date: 4th September 2023

CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE
UNDER SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015

To the Members,

Yatharth Hospital and Trauma Care Services Ltd

(FORMERLY YATHARTH HOSPITAL AND TRAUMA CARE SERVICES PVT. LTD.)

We have examined all the relevant records of Yatharth Hospital and Trauma Care Services Ltd (“the Company”) for the purpose of certifying compliance of the conditions of the Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2023. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance.

This certificate 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.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company has complied with all the mandatory requirements of Corporate Governance as stipulated in Companies Act, 2013 for the period ended March 31, 2023 since the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not applicable on the Company during the said period.

for, MKP & ASSOCIATES

(Company Secretaries)

Sd/-

Manoj Kumar Pandey

Prop.

M. No -F 8541

COP. No -9655

Date: 4th September 2023

Place: Faridabad

UDIN: F008541E000926403

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members
Yatharth Hospital and Trauma Care Services Ltd
(FORMERLY YATHARTH HOSPITAL AND TRAUMA CARE SERVICES PVT. LTD.)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Yatharth Hospital and Trauma Care Services Ltd having CIN L85110DL2008PLC174706 and having registered office at JA 108 DLF Tower A, Jasola District Centre South Delhi 110025 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company, as stated below for the financial year ending on March 31, 2023, have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, the Ministry of Corporate Affairs, or any such other Statutory Authority.

| S. No. | Name of Directors | Current Designation | DIN | Date of original appointment in Company | Date of appointment at current designation | Date of cessation, if any | Remarks |
|--------|----------------------|----------------------------------|----------|---|--|---------------------------|---------|
| 1. | Dr. Ajay Kumar Tyagi | Chairman and Whole Time Director | 01792886 | 28.02.2008 | 25.03.2022 | - | - |
| 2. | Dr. Kapil Kumar | Managing Director | 01818736 | 28.02.2008 | 21.02.2022 | - | - |
| 3. | Mr. Yatharth Tyagi | Whole Time Director | 09322889 | 15.09.2021 | 03.11.2021 | - | - |
| 4. | Dr. Ila Patnaik | Independent Director | 01890754 | 21.02.2022 | 21.02.2022 | 01.08.2022 | |

| | | | | | | | |
|----|-----------------------|----------------------|----------|------------|------------|---|---|
| 5. | Ms. Promila Bhardwaj* | Independent Director | 06428534 | 22.10.2022 | 05.07.2023 | - | - |
| 6. | Mr. Mukesh Sharma | Independent Director | 07333674 | 21.02.2022 | 21.02.2022 | - | - |
| 7. | Mr. Sanjeev Upadhya | Independent Director | 09440514 | 21.02.2022 | 21.02.2022 | - | - |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which management has conducted the affairs of the Company.

for, MKP & ASSOCIATES
(Company Secretaries)

Sd/-

Manoj Kumar Pandey

Prop.

M. No -F 8541

COP. No -9655

Date: 4th September 2023

Place: Faridabad

UDIN: F008541E000926403

Management Discussion & Analysis Report

Overview

The Indian healthcare sector has become a major contributor to India's growth and employment, covering diverse segments like hospitals, medical devices, clinical trials, telemedicine, medical tourism, health insurance and medical equipment.

The sector is expanding rapidly, driven by enhanced coverage, services and growing investments by both public and private players. The government's initiatives to increase healthcare spending and improve healthcare infrastructure have further bolstered the industry's growth.

COVID-19 has not only brought challenges, but also presented several growth opportunities to the healthcare sector. The pandemic has highlighted the critical role of healthcare organisations and it has driven transformation by accelerating the pace of reforms in India's healthcare sector.

Furthermore, the industry's expansion continues to be fuelled by the rising need for healthcare services due to increasing life expectancy, increasing prevalence of chronic diseases and changing lifestyles of Indian population. As a result, the healthcare sector has emerged as a significant contributor in generating job opportunities and adding to the country's GDP.

Industry Structure and Developments

India's population is over 1.4 billion and is spread across 28 states and 8 union territories. Public Health and Hospitals are primarily the responsibility of the respective State Governments. However, under the National Health Mission (NHM), technical and financial support is provided to the States/UTs to strengthen the public healthcare system which includes upgrading selective services in the state Medical Colleges, District Hospitals, Sub District Hospitals and Community Health Centres.

Good health is the foundation on which a person's happiness and well-being rest. When a nation's population is healthy, it automatically means that the people make an important contribution to the economic progress of the country, as they live longer and are more productive. Studies have revealed the significant interlinkages between the economic performance of a country and the health of its population, making investment in health not just desirable, but a priority for societies. It is important that every citizen has access to basic healthcare facilities, an important factor that will influence a better quality of life for the populace. A comparison of the basic health indicators between developed and developing countries clearly show that developed nations lead the way in healthcare provision and utilization in terms of all resources i.e., money, infrastructure, people, education, and products. Developing nations, which have not been

able to invest similarly in healthcare infrastructure, are characterized by lower human development.

The primary challenge for developing countries like India, is the improvement of healthcare access across sectors, in terms of both reach and affordability, and the pursuit of universal healthcare to ensure that healthcare needs of the vulnerable and under-privileged sections of the society are addressed. Additionally, coping with modern diseases, public health engineering, disease surveillance and rising healthcare costs present significant challenges for the healthcare industry.

Opportunities

Increased Digitization of Healthcare Solutions:

Digital technology continues to play a critical role in enabling the masses in India to gain access to healthcare. Continuous digitization and the introduction of newer technologies such as telehealth have already broken-down barriers and have established patient-centric healthcare systems. Patients have started to book appointments and choose basic medical needs from the comfort of their own homes. Doctors can access patient records at their fingertips and provide consultations with ease thanks to digital technology. In recent years, technological advancements have opened up new avenues for lowering distribution costs and increasing healthcare penetration. Such solutions will be most successful in extending connectivity to rural and remote areas and providing first-rate care, thereby eliminating the need for patients to travel long distances to urban health centre.

Preventive Health and Wellness:

There has been a significant increase in health awareness among the people of this country. People are becoming more aware of the importance of healthy living and are making significant efforts to adopt a healthy lifestyle. They understand the significance of detecting a disease at an early stage and preventing it from progressing to a critical stage. This increased awareness has resulted in a promising opportunity in the areas of preventive health and wellness, which includes preventive health checks, diet and nutrition, exercise, and well-being.

Challenges/Threats

The level of competition among both unorganised and organised players continues to remain high. Many entrepreneurs and business houses have entered the healthcare business as a result of the growing demand for healthcare services. Private and foreign investors are increasingly interested in this sector. They plan to invest and venture into the various segments of the healthcare industry. Most of these newer players are offering services at lower prices than established players, increasing the

level of competition. In some metros, there are even pockets of overcapacity, and rising competition, stifling the growth and profitability of all players.

Strength

During its 14 year history, Yatharth Hospitals has pioneered and preserved a strong leadership position in the Indian healthcare industry. Yatharth Hospitals is well recognized as India's leading integrated healthcare provider. This position reflects the company's unwavering focus on clinical excellence, outstanding clinical outcomes and responsiveness to consumer needs. It is steadfast in preserving its position as a leader by embracing innovative cutting-edge technology and clinical protocols, while continuing to invest in diversified verticals. Over the years, the group's trustworthiness has grown exponentially, and it continues to attract a large number of patients, highly skilled clinicians, and staff.

Internal Control Systems and their adequacy

At Yatharth Hospitals, the internal control system has been designed to correspond to the size and complexity of the operations and the incremental changes made. All aspects are continuously monitored by the management to provide reasonable assurance that the objectives and prescribed benchmarks are met.

We have a robust system for checking the effectiveness and efficiency of the operations, as well as the reliability of financial reporting and compliance with applicable laws and regulations. It is overseen at several layers including where required by the Committees of the Board.

The internal control framework is supplemented with an internal audit program that provides an independent view of the efficacy and effectiveness of the process and control environment and through its observations provides an input to the management to support continuous improvement program. The internal audit program is managed by an Internal Audit function directly reporting to the Audit & Risk Management Committee of the Board.

Outlook

Healthcare is expected to remain a major contributor to the economy in the coming years as various policies, innovations and investments are anticipated to shape the industry's future impacting economic growth. The increasing focus on digital health solutions, telemedicine and other technological advancements in the healthcare industry has opened new avenues for growth and innovation.

Risks and concerns

Competition intensity and new entrants to the market: There are numerous competitors entering and capturing the market by providing comparable services with

antiquated technology. This can have a substantial effect on a company's bottom line.

Risk Mitigation: The company has never compromised its ability to conduct high-end surgeries and acquiring state-of-the-art technology because it believes that quality is the only consideration over time.

b) Labour deficit and loss of key staff members, including medical personnel: The business's qualitative and quantitative performance could be compromised by a lack of essential / skilled physicians.

Risk Mitigation: The organisation has been consistently recruiting and training physicians and enhancing its capabilities.

c) Increasing compliance and regulatory impediments: The evolution of the global regulatory environment has led to heightened regulatory scrutiny, which has raised the minimum standards that must be maintained. This demonstrates the alignment of corporate performance objectives with regulatory compliance requirements.

Risk Mitigation: The company realises that regulatory requirements can be difficult at times and will endeavour to comprehend evolving regulatory standards in order to better its decision-making process and incorporate these into the business plan in which it works.

Segment-wise or product-wise performance/State of affairs

During the year 2022-23, income from medical and healthcare services is 3715.14 million (Previous year: 2985.90 million) and 15.95 million comes from other income (Previous year: 12.71 million) on a standalone basis.

Human Resources

The primary objective of any human resource management is to ensure the availability of competent and willing workforce to the organisation as well as to meet the needs, aspirations, values and dignity of individuals/employees and having due concern for the socio-economic problems of the community and the country.

The total number of employees stood at 3303 as on March 31, 2023 including its subsidiaries.

Discussion on Financial Performance With Respect To Operational Performance

The financial statements have been prepared in accordance with the requirements of the Companies Act, 2013 and applicable accounting standards issued by the Institute of Chartered Accountants of India. The details of the financial performance of the Company are appearing in the Balance Sheet, Profit & Loss Accounts and other financial statements forming part of this annual report.

Significant Change in Financial Ratios

Based on the reported financial statements, following are the key financial ratios with respective variations:

| Particulars | 2023 | 2022 | %Change | Reason |
|-----------------------------|---------|--------|---------|---|
| Debtors Turnover | 4.58 | 5.53 | -17.13% | - |
| Inventory Turnover | 133.36 | 117.31 | 13.67% | - |
| Debt Serving Coverage Ratio | 2.83 | 2.18 | 29.92% | The EBIDTA has increased over a period of time whereas loan liabilities have come down as part of the overall agreements with lenders. |
| Current Ratio | 2.55 | 1.24 | 104.95% | The current assets of the company have increased in tandem with the business operations of the company. However with better fund availability, the company paid its creditors and has sought early payment discounts from the vendor. |
| Debt Equity Ratio | 0.65 | 0.98 | -34.00% | The change is on account of increase in shareholder fund due to accumulated profit during the period. |
| Net Profit Ratio | 17.34 % | 14.18% | 22.24% | |
| Net Capital turnover ratio | 3.88 | 13.71 | -71.68% | For commercial reasons, the company decided to pay its creditors. This effort led to increase in working capital requirements. |
| Return on Net Worth | 31.79 | 31.19 | 1.93% | - |

Cautionary Statement

The management discussion and analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include changes in the governmental regulations, tax regimes, economic developments within India and other incidental factors.

Disclosure of Accounting Treatment

The Company has prepared their annual financial results for the year ended March 31, 2023 in accordance with the requirements of the Companies Act, 2013 and applicable accounting standards issued by the Institute of Chartered Accountants of India.

Place: Greater Noida

Date: 04.09.2023

On behalf of the Board

For YATHARTH HOSPITAL & TRAUMA CARE SERVICES LIMITED
(FORMERLY YATHARTH HOSPITAL AND TRAUMA CARE SERVICES PVT. LTD.)

Sd/-

Dr Ajay Kumar Tyagi
Chairman and Whole Time Director
DIN: - 01792886

Sd/-

Dr. Kapil Kumar
Managing Director
DIN: - 01818736

Independent Auditor's Report

Standalone

To the Members of
Yatharth Hospital & Trauma Care Services Limited
(Formerly Known as Yatharth Hospital & Trauma Care
Services Pvt. Ltd.)

Report on the Audit of the Standalone Indian Accounting
Standards (Ind AS) Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS financial statements of Yatharth Hospital & Trauma Care Services Limited (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, Statement of changes in equity and Statement of cash flows for the year ended 31st March 2023, and notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by 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 the 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, 2023 and its Profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the

information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS 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 standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Ind AS 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.

Responsibility of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS 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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Ind AS 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.
- 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 standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic

decisions of a reasonably knowledgeable user of the standalone Ind AS 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 standalone Ind AS 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 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 Section 143 (3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, Statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Accounting Standards (Ind AS) prescribed under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial

reporting.

- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) 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 has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements - Refer Note 39 to the standalone financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There are no amounts that were due for being transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, 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 its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding,

whether recorded in writing or otherwise, that the Company shall, whether, 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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The company has not declared or paid any dividend during the year.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For R. NAGPAL ASSOCIATES
Chartered Accountants
Firm Registration No. 002626N

(CA ROHIT MEHRA)
Partner
Membership No. 093910
UDIN:23093910BGUFVT2991

Place: Noida

Dated: 17.06.2023

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other 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 Yatharth Hospital & Trauma Care Services Limited (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) (“the Company”) as of March 31, 2023 in conjunction with our audit of the Standalone Ind AS 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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 the Institute of Chartered Accountants of India and the 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 was 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

judgement, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS 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 dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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 March 31, 2023, 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.

For R. NAGPAL ASSOCIATES
Chartered Accountants
Firm Registration No. 002626N

(CA ROHIT MEHRA)
Partner
Membership No. 093910
UDIN:23093910BCUFVT2991

Place: Noida

Dated: 17.06.2023

ANNEXURE referred to in paragraph 2 of our report of even date to the members of Yatharth Hospital & Trauma Care Services Limited (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) on the accounts of the Company for the year ended 31st March 2023

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- (i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company does not have any Intangible assets, therefore the Clause 3(i)(a) (B) is not applicable.
- (b) A substantial portion of the Property, Plant and Equipment have been physically verified by the management during the year and to the best of our knowledge and information given to us, no material discrepancies were identified on such verification.
- (c) The title deeds of immovable properties are held in the name of the company.
- (d) The Company has not revalued its properties, plant and equipment, therefore the Clause 3(i)(d) is not applicable.
- (e) As informed, the Company, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, therefore the Clause 3(i)(e) is not applicable.
- (ii) (a) As explained to us, the inventories were physically verified during the year by the Management and no material discrepancies were noticed on such physical verification.

(b) The Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, during the year, from banks or financial institutions on the basis of security of current assets and quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company

(iii) The Company has made investments in, companies and granted unsecured loans to subsidiaries, during the year, in respect of which:

- (a) During the year the company has given corporate guarantee for loan taken by its subsidiary companies AKS Medical & Research Centre Private Limited and Ramraja Multispeciality Hospital & Trauma Centre Pvt Ltd.
- A) The aggregate amount of guarantee as at the end of the year was Rs. 1,640.67 millions, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates Rs. 1,276.53 millions on the reporting date;
- B) The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates was NIL:
- (b) The investments made, guarantees provided, security given and conditions of the grant of all loans and advances in the nature guarantees provided are not prejudicial to the company's interest:
- (c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has not been stipulated, but the repayments or receipts are regular.
- (d) There are no amounts overdue on the reporting date;
- (e) No loan or advance in the nature of loans granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle of existing loans given to the same parties;
- (f) The company has extended loan amounting to Rs. 407.17 million to its subsidiary company M/s Ramraja Multispeciality Hospital & Trauma Centre Pvt Ltd, Rs. 2.09 million to its subsidiary company AKS Medical & Research Centre Private Limited and Rs. 1.11 Million to its fellow subsidiary, M/s Sanskar Medica India Limited either repayable on demand or without specifying any terms or period of repayment. Which amounts to 100% thereof to the total loans granted, aggregate amount

- of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees, and security, given the provisions of sections 185 and 186 of the Companies Act have been complied with.
- (v) The Company has not accepted any deposits from the public. Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the companies Act 2013. We have broadly reviewed the cost records maintained by the company pursuant to the companies (Cost Records and Audit) Rules 2014, as amended prescribed by the Central Government under sub section (1) of section 148 of the Companies Act 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate and complete.
- (vii) (a) As per records produced before us and according to the information and explanations given to us the Company is generally regular in depositing undisputed statutory dues applicable to it like, Income-tax etc, and other material statutory dues applicable to it with the appropriate authorities, and there were no arrears of such dues at the end of the year which have remained outstanding for a period of more than six months from the date they became payable.
- (b) As per records produced before us and according to the information and explanations given to us there are no dues of Income-tax, Sales-tax, Wealth tax, Service Tax, Customs duty, Excise Duty, Value Added Tax or Cess which have not been deposited on account of any dispute.
- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks at the end of the year. The Company did not have dues to financial institutions, government and to debenture holders
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority at the end of the year.
- (c) The Company has applied term loans for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the course of our audit and clause 3(x)(b) and (c) of the Order are not applicable.
- (xii) In our opinion, the Company is not a nidhi Company. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company.
- (xiii) Based on information and explanations given to us by the management, all transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable and the details have been disclosed in the financial Statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business;
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transaction with directors or person connected with him which is

covered by Section 192 of the Act. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.

- (xvi) In our opinion and according to the information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause 3(xvi) of the Order are not applicable to the Company.
- (xvii) The company has not incurred cash loss during the current year as well as in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 indicating 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 are no unspent amounts towards Corporate Social Responsibility (CSR) at the year end, Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

For R. NAGPAL ASSOCIATES
Chartered Accountants
Firm Registration No. 002626N

(CA ROHIT MEHRA)
Partner
Membership No. 093910
UDIN:23093910BGUFVT2991

Place: Noida

Dated: 17.06.2023

STANDALONE BALANCE SHEET AS AT MARCH 31, 2023
(all amounts in Rs. millions, unless otherwise stated)

| Particulars | Note No. | Figures as at March 31, 2023 | Figures as at March 31, 2022 |
|--|----------|---------------------------------|---------------------------------|
| ASSETS | | | |
| I Non-current assets | | | |
| (a) Property, Plant and Equipment | 2 | 1,171.19 | 1,167.69 |
| (b) Capital work in progress | | - | - |
| (c) Right-of-use of assets | 31 | 35.12 | 56.12 |
| (d) Financial Assets | | | |
| (i) Investments | 3 | 468.83 | 468.83 |
| (ii) Other Financial Assets | 4 | 7.40 | 9.06 |
| (e) Other Non Current Assets | 5 | 6.41 | 48.50 |
| Total non-current assets | | 1,688.94 | 1,750.20 |
| II Current assets | | | |
| (a) Inventories | 6 | 32.20 | 23.52 |
| (b) Financial Assets | | | |
| (i) Trade receivables | 7 | 858.27 | 763.34 |
| (ii) Cash and cash equivalents | 8 | 121.55 | 14.90 |
| (iii) Bank Balance other than (ii) above | 9 | 5.82 | 3.40 |
| (c) Current Tax assets (Net) | 10 | 57.27 | - |
| (d) Other Current assets | 11 | 498.27 | 303.33 |
| Total current assets | | 1,573.38 | 1,108.49 |
| Total Assets | | 3,262.33 | 2,858.69 |
| EQUITY AND LIABILITIES | | | |
| I Equity | | | |
| (a) Equity Share Capital | 12 | 655.17 | 655.17 |
| (b) Other Equity | 13 | 1,106.11 | 461.94 |
| Equity attributable to the owners of the company | | 1,761.28 | 1,117.11 |
| II Non-current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 14 | 759.54 | 700.55 |
| (ia) Lease Liabilities | 31 | 15.91 | 36.74 |
| (ii) Other financial liabilities (net) | 15 | 56.10 | 56.10 |
| (b) Provisions | 16 | 9.62 | 7.97 |
| (c) Deferred tax liabilities (Net) | 17 | 42.97 | 49.45 |
| Total non-current liabilities | | 884.15 | 850.81 |
| III Current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 18 | 376.74 | 391.42 |
| (ia) Lease Liabilities | 32 | 20.45 | 19.12 |
| (ii) Trade payables | 19 | | |
| (a) Total outstanding dues of Micro Enterprises and Small Enterprises | | 9.10 | 22.81 |
| (b) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises | | 98.90 | 138.08 |
| (iii) Other financial liabilities | 20 | 90.64 | 101.71 |
| (b) Other current liabilities | 21 | 20.50 | 155.54 |
| (c) Provisions | 22 | 0.57 | 62.10 |
| Total current liabilities | | 616.90 | 890.78 |
| Total Equity and Liabilities | | 3,262.33 | 2,858.69 |

Summary of significant accounting policies
The note nos. 1 to 51 are integral part of the standalone financial statements.

As per our report of even date

For R.Nagpal Associates
CHARTERED ACCOUNTANTS
Firm Registration No.002626N

(Rohit Mehra)
Partner
M.No.093910
Place: Noida
Dated: 17/06/2023

On behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886

Dr Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166

Pankaj Prabhakar
CFO
AGFPP2937A

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

(all amounts in Rs. millions, unless otherwise stated)

| Particulars | Note No | Figures for the year ended March 31, 2023 | Figures for the year ended March 31, 2022 |
|--|---------|--|--|
| Income | | | |
| I Revenue from operations | 23 | 3,715.14 | 2,985.90 |
| II Other income | 24 | 15.95 | 12.71 |
| III Total income (I+II) | | 3,731.08 | 2,998.61 |
| IV Expenses: | | | |
| Cost of Material Consumed | 25 | 624.32 | 591.55 |
| Employee benefits expense | 26 | 604.53 | 611.62 |
| Finance cost | 27 | 87.37 | 119.62 |
| Depreciation and amortization expenses | 28 | 126.45 | 131.65 |
| Other expenses | 29 | 1,433.21 | 940.98 |
| Total expenses | | 2,875.88 | 2,395.42 |
| V Profit/(Loss) before exceptional items and tax (III-IV) | | 855.21 | 603.19 |
| VI Exceptional items (Net) (Gain)/Loss | | - | - |
| VII Profit/(Loss) before tax (V-VI) | | 855.21 | 603.19 |
| VIII Tax expense: | | | |
| (1) Current tax | | 219.42 | 173.53 |
| (2) Income tax of earlier years | | 1.15 | - |
| (3)MAT credit availed/reversed | | - | 15.04 |
| (4) Deferred tax (net) | | (7.10) | (6.26) |
| Total tax expenses | | 213.47 | 182.32 |
| IX Profit/(Loss) for the period (VII-VIII) | | 641.74 | 420.87 |
| X Other comprehensive income | | | |
| (a)(i) Items that will not be reclassified to profit or loss | | | - |
| (ii)Income tax relating to items that will not be reclassified to profit or loss | | | |
| (b) (i) Items that will be reclassified to profit or loss | | 3.05 | 3.77 |
| (ii)Income tax relating to items that will be reclassified to profit or loss | | | |
| Other comprehensive income for the period | | (0.62) | (1.10) |
| Total comprehensive income (IX+X)(Comprising Profit / (Loss) and Other | | 2.43 | 2.67 |
| XI Comprehensive Income for the period) | | 644.17 | 423.55 |
| XII Earnings per equity share | | | |
| (1) Basic | 30 | 9.83 | 6.46 |
| (2) Diluted | | 9.83 | 6.46 |

Summary of significant accounting policies

1

The note nos. 1 to 51 are integral part of the standalone financial statements.

As per our report of even date

For R.Nagpal Associates
CHARTERED ACCOUNTANTS
Firm Registration No.002626N
On behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited
(Rohit Mehra)
Partner
M.No.093910
 Place: Noida
 Dated: 17/06/2023

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886
Dr Kapil Kumar
Managing Director
DIN: 01818736
Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166
Pankaj Prabhakar
CFO
AGFPP2937A

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2023
(all amounts in Rs. millions, unless otherwise stated)

| Particulars | Figures for the year ended March 31, 2023 | Figures for the year ended March 31, 2022 |
|---|---|---|
| A. Cash flow from operating activities | | |
| Profit before tax and exceptional items | 855.21 | 603.19 |
| <u>Adjustments for:</u> | | |
| Depreciation and Amortisation expense | 126.45 | 131.65 |
| Finance costs | 87.37 | 119.62 |
| Interest on Bank deposits | (0.55) | (0.50) |
| Operating profit before working capital changes | 1,068.47 | 853.96 |
| Working capital adjustments | | |
| (Increase)/Decrease in Trade receivables | (94.93) | (446.62) |
| (Increase)/Decrease in Inventories | (8.68) | 3.87 |
| (Increase)/Decrease in Financial Assets and other Current and Non-Current Assets | (193.29) | (257.11) |
| Increase (Decrease) in Financial Liabilities & Other Current and Non-Current Liabilities | (199.01) | 196.03 |
| Increase (Decrease) in Short Term and Long Term Provisions | 5.24 | 11.32 |
| Cash generated from operations | 577.81 | 361.45 |
| Income tax (paid)/Refund (net) | (321.99) | (93.42) |
| Net cash inflow from (used in) operating activities ---- 'A' | 255.82 | 268.03 |
| B. Cash flow from Investing activities | | |
| Purchase of Property, plant and equipment including capital work in progress and capital advances and capital creditors | (84.75) | (56.38) |
| Investment in Subsidiary | - 0.55 | (126.91) |
| Interest on Bank deposits | (2.41) | 0.50 |
| Investment in bank deposits having original maturity of more than three months | | (1.90) |
| Net cash used in investing activities ----- 'B' | (86.662) | (184.69) |
| C. Cash flow from Financing activities | | |
| Proceeds from Long term borrowings and short term borrowings | - | - |
| Interest & financial charges paid | (87.37) | (119.62) |
| Net Movement of Long Term Borrowings and short term borrowings | 44.31 | 62.06 |
| Payment of lease liability | (19.49) | (17.17) |
| Issue of share including premium | - | - |
| Net cash used in financing activities -- 'C' | (62.54) | (74.73) |
| Net increase/(Decrease) in cash or cash equivalent (A+B+C) | 106.65 | 8.61 |
| Cash & cash equivalent at the commencement of the period | 14.90 | 6.29 |
| Cash & cash equivalent at the end of the period | 121.55 | 14.90 |
| Reconciliation of cash and cash equivalents as per the cash flow statement | | |
| Balance with banks in current accounts | 106.88 | 12.50 |
| Cash in hand | 12.60 | 1.90 |
| Bank Deposits with maturing with in 3 months- pledged with banks | 2.08 | 0.51 |
| Total | 121.55 | 14.90 |

Significant Accounting Policies

The accompanying notes are integral part of the financial statements. As per our report of even date attached to the financial statement

For R.Nagpal Associates
CHARTERED ACCOUNTANTS
Firm Registration No.002626N

On behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited

(Rohit Mehra)
Partner
M.No.093910
Place: Noida
Dated: 17/06/2023

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886

Dr Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166

Pankaj Prabhakar
CFO
AGFPP2937A

Statement of changes in Equity

(all amounts in Rs. millions, unless otherwise stated)

Equity Share Capital:

| Particulars | As at March 31, 2023 | | As at March 31, 2022 | |
|---|----------------------|---------------|----------------------|---------------|
| | No. of Shares | Amount | No. of Shares | Amount |
| Shares outstanding at the beginning of the reporting period/ year | 65.52 | 655.17 | 16.38 | 163.79 |
| Change in equity share capital during the year/ period | - | - | 49.14 | 491.38 |
| Shares outstanding at the end of the period/ year | 65.52 | 655.17 | 65.52 | 655.17 |

Other Equity

| Particulars | Securities Premium Account | Retained Earnings | Other Comprehensive Income | Equity attributable to shareholders of the company |
|---|----------------------------|-------------------|----------------------------|--|
| Balance at 1st April, 2021 | 176.60 | 353.14 | 0.02 | 529.77 |
| Changes in Equity Share Capital Due to Prior period Errors | - | - | - | - |
| Restated Balances at the Beginning of the year | 176.60 | 353.14 | 0.02 | 529.77 |
| Surplus in the statement of profit and loss transferred during the year | - | 420.87 | - | 420.87 |
| Total Comprehensive Income for the current year | - | - | 2.67 | 2.67 |
| Issue of Bonus Shares | (176.60) | (314.77) | - | (491.38) |
| Balance at 31st March, 2022 | - | 459.24 | 2.70 | 461.94 |
| | | | | |
| Particulars | Securities Premium Account | Retained Earnings | Other Comprehensive Income | Equity attributable to shareholders of the company |
| Balance at 1st April, 2022 | - | 459.24 | 2.70 | 461.94 |
| Changes in Equity Share Capital Due to Prior period Errors | - | - | - | - |
| Restated Balances at the Beginning of the year | - | 459.24 | 2.70 | 461.94 |
| Surplus in the statement of profit and loss transferred during the year | - | 641.74 | - | 641.74 |
| Total Comprehensive Income for the current year | - | - | 2.43 | 2.43 |
| Balance at 31st March, 2023 | - | 1,100.98 | 5.13 | 1,106.11 |

For Reserves see Note No-13

Significant Accounting Policies

1

The accompanying notes are integral part of the financial statements.

As per our report of even date attached to the financial statement

For R.Nagpal Associates
Chartered Accountants
Firm Registration No. 002626N

On behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited

(Rohit Mehra)
Partner
Membership No. 093910

Place: Noida
Dated: 17/06/2023

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886

Dr Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166

Pankaj Prabhakar
Chief Financial Officer
AGFPP2937A

Accounting Policies

Standalone

Significant Accounting Policies for Standalone Financial Statements as of 31st March 2023.

1.1 About the company

Yatharth Hospital & Trauma Care Services Limited ("The Company") (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) was incorporated in New Delhi on 28th February 2008. The Company has its registered office at JA, 108 DLF, Tower A, Jasola District, Centre South Delhi 110025. The company has its corporate office at Sector 1, Greater Noida (West), Uttar Pradesh 201308.

1.2 Nature of Operations

The company is engaged in the business of providing healthcare services, operating hospitals and other allied services, as may be required for the provision of healthcare services. The Company has one hospital each in Noida and Greater Noida.

1.3 Basis of preparation & Significant Accounting Policies

a) Basis of preparation of financial statements:

The Company has adopted accounting policies that comply with Indian Accounting standards (Ind AS) notified by Ministry of Corporate Affairs vide notification dated 16 February 2015 under section 133 of the Companies Act 2013, as required by the relevant applicability provisions prescribed in the same notification. Accounting policies have been applied consistently to all periods presented in these financial statements. The financial statements referred hereinafter have been prepared in accordance with the requirements and instructions of Schedule III to the Companies Act 2013, amended from time to time applicable to companies to whom Ind AS applies.

The Company's financial statements have been prepared in accordance with the Ind AS prescribed. The preparation of the Company's financial statements in conformity with Indian Accounting Standard requires the Company to exercise its judgment in the process of applying the accounting policies. It also requires the use of accounting estimates and assumptions that effect the reported amounts of assets and liabilities at the date of the financial statements. These estimates and assumptions are assessed on an ongoing basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances and presented under the historical cost convention on accrual basis of accounting.

b) Revenue Recognition

The Company's revenue from medical and healthcare services comprises of income from hospital services and sale of pharmacy items.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services.

Income from hospital services comprises of fees charged for inpatient and outpatient hospital services. The performance obligations for this stream of revenue include accommodation, surgery, medical/clinical professional services, food and beverages, investigations, and supply of pharmaceutical and related products.

Revenue is measured based on the transaction price, which is the fixed consideration adjusted for components of variable consideration which constitutes discounts, estimated disallowances and any other rights and obligations as specified in the contract with the customer. Revenue also excludes taxes collected (if any) from customers and deposited back to the respective statutory authorities.

Revenue is recognised at the point in time for the outpatient hospital services when the related services are rendered at the transaction price. With respect to the inpatients hospital services the revenue is recognized at the transaction price on such patients when the hospital services are rendered completely.

Revenue from sale of pharmacy and food and beverages (including café and hospital services), where the performance obligation is satisfied at a point in time, is recognised when the control of goods is transferred to the customer.

The company applies the most likely amount method or the expected value method to estimate the variable consideration in the contract. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The most likely amount is used for those contracts with a single volume threshold, while the expected value method is used for those with more than one volume threshold. The company then applies the requirements on constraining estimates in order to determine the amount of variable consideration that can be included in the transaction price and recognised as revenue.

Contract assets represents value to the extent of medical and healthcare services rendered to the patients who are undergoing treatment/ observation on the balance sheet date and is not billed as at the balance sheet date.

Other Income

Interest on deposits, loans and debt instruments are measured at amortized cost. Interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Other Income includes rental income and ambulance services being recognized on due basis.

c) Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated at original cost of acquisition including incidental expenses and all the borrowing costs, which are directly attributable to the acquisition of assets and installation of the concerned assets. PPE are shown net of accumulated depreciation.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation has been charged as per rules provided by The Companies Act, 2013. For PPE acquired during the year, depreciation is provided on pro rata basis from the date the assets were put to use. The carrying amount of a property, plant and equipment is de-recognised when no future economic benefits are expected from its use or on disposal. Assets taken on long term lease are amortized over the balance period of lease.

Depreciation on property, plant and equipment is provided on written down value method based on estimated useful life of assets as prescribed in part C of schedule II to the Companies Act, 2013

| Assets | Useful Lives |
|------------------------|--------------|
| Building | 60 Years |
| Plant and Machinery | 5-15 years |
| Furniture and Fittings | 8 years |
| Air-Conditioners | 10 years |
| Electric installations | 10 years |
| Office Equipments | 5 years |
| Vehicles | 8 years |
| Computers | 3 years |

The property, plant and equipment acquired under finance leases, if any, is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term, if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

Freehold land is not depreciated. Lease hold land is depreciated over the balance period of lease, once the building or any other asset erected over such period of land is put to use.

Based on the planned usage of certain specific assets and technical assessment, the management has estimated the useful lives of Property, plant and equipment as below:

- Individual asset not exceeding Rs. 5,000 have been fully depreciated in the year of purchase.
- Leasehold improvements are amortised over the period of the lease or estimated useful life, whichever is shorter.

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.

d) Taxes on Income

Tax Expenses:

Income Tax expense comprises of current tax and deferred tax charge or credit. Provision for current tax is made with reference to taxable income computed for the financial year for which the financial statements are prepared by applying the tax rates as applicable.

Current Tax-Current Income tax relating to items recognized outside the profit and loss is recognized outside the profit and loss (either in other comprehensive income or in other component of equity)

MAT- Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

Deferred Tax: -Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date i.e. timing difference between taxable income and accounting income. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed as at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will not be available against which deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets are recognized for the unused tax credit to the extent that it is probable that taxable profits will be available against which the losses will be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits.

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

e) Borrowing Costs

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

f) Leases

Right of Use Assets

The Company recognizes a right-of-use asset, on a lease by-lease basis, to measure that right-of-use asset an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease

payments relating to that lease recognised in the balance sheet immediately before the date of initial application.

The cost of right-of-use assets includes the amount of lease liabilities recognised. Initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test.

Lease Liabilities

The Company recognise a lease liability at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on a lease by lease basis. In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

Short-term Leases and leases of low-value assets

The company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

g) Inventory

Inventories are stated at lower of cost or net realisable value. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Closing stock cost is determined on FIFO basis.

h) Employee Benefits

The undiscounted amount of short-term employee benefits i.e. wages and salaries, bonus, incentive and annual leave etc. expected to be paid in exchange for the service rendered by employees are recognized as an expense except in so far as employment costs may be included within the cost of an asset during the period when the employee renders the services.

Retirement benefit in the form of provident fund and pension contribution is a defined contribution scheme and is recognized as an expense except in so far as employment costs may be included within the cost of an asset.

Gratuity is a defined benefit obligation. The liability is provided for on the basis of actuarial valuation made at the end of each financial year. The actuarial valuation is done as per Projected Unit Credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to profit or loss through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

i) Foreign Exchange Transactions

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency.

Transactions in foreign currency are recorded on initial recognition at the spot rate prevailing at the time of the transaction.

At the end of each reporting period

- Monetary items (Assets and Liabilities) denominated in foreign currencies are retranslated at the rates prevailing at that date.
- Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined.
- Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated Exchange differences on monetary items are recognized in profit or loss in the period in which they arise.

j) 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:

- In the principal market for the asset or liability, or
- 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, maximising the use of relevant observable inputs and minimising 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.
- 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 recognised 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.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

k) Financial Instrument

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

a) Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument

b) Measurement

i) Financial assets

A financial asset is measured at

- amortised cost or
- fair value either through other comprehensive income or through profit or loss

ii) Financial liability

A financial liability is measured at

- amortised cost using the effective interest method or
- fair value through profit or loss.

iii) Initial recognition and measurement:-

All financial assets and liabilities are recognized at fair value at initial recognition, plus or minus, any transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss.

iv) Subsequent measurement

Financial assets as subsequent measured at amortised cost or fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) as the case may be.

Financial liabilities as subsequent measured at amortised cost or fair value through profit or loss.

c) **Financial assets**

i) **Trade Receivables:**

Trade receivables are the contractual right to receive cash or other financial assets and recognized initially at transaction value. Subsequently measured at amortised cost (Initial fair value less expected credit loss). Expected credit loss is the difference between all contractual cash flows that are due to the company and all that the company expects to receive (i.e. all cash shortfall), discounted at the effective interest rate.

ii) **Equity investments -Investment in Subsidiary, associates & Joint venture**

Investment in Subsidiary, associates & Joint venture is carried at cost as per Ind AS27

All other equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at Fair value to other comprehensive income (FVTOCI), then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

iii) **Cash and cash Equivalents:-**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

iv) **Impairment of Financial Assets:-**

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

d) **Financial liabilities**

i) **Trade payables:**

Trade payables represent liabilities for goods and services provided to the Company prior to the end of financial year and which are unpaid. Trade payables are presented as current liabilities unless payment is not due within 12 months after the reporting period or not paid/payable within operating cycle. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

ii) **Borrowings:**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the

reporting period with the effect that the liability becomes payable on demand on the reporting date, the company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

- iii) **Equity Instruments:**
An equity instrument is any contract that evidences a residual interest in the assets of company after deducting all of its liabilities. Equity instruments are recognised at the proceeds received, net of direct issue costs.
- e) **Derecognition of financial instrument:**
The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.
- f) **Offsetting of financial instruments:**
Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously
- g) **Financial guarantee**
Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of IND AS 109 and the amount recognised less cumulative amortization.
- l) **Operating cycle:-**
Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation 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.
- m) **Earnings Per Share**
The Earning per share is computed in accordance with the IND AS 33. Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.
- n) **Provisions, Contingent Liabilities and Contingent Assets**
 - i. A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent liabilities, if material, are disclosed by way of notes and contingent assets, if any, are disclosed in the notes to financial statements.

Contingent liabilities, which according to the management are not expected to materialize are not recognized in the financial statements are disclosed in the notes to the accounts. Contingent assets are neither recognized nor disclosed in financial statements.
 - ii. A provision is recognized, when Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made for the amount of obligation. The expense relating to the provision is presented in the profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pretax rate that reflects, when appropriate, the risks.
- o) **Segment Reporting**

The company is mainly into the business of rendering hospital services. Other services like sale of medicine, canteen foods etc are ancillary to the main services and thus the only business segment, in terms of IND AS 108 and therefore no separate reporting under 'Segment Reporting' is required

p) **Cash flows**

Cash flows are reported using the indirect method, where by profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The Cash flows from operating, investing and financing activities of the company are segregated

q) **Impairment of Assets**

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to Other Comprehensive Income (OCI). For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

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

Goodwill is tested for impairment as at each Balance Sheet date and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

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

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 recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or Loss.

r) **Current and non-current assets and liabilities**

All financial assets and liabilities maturing with-in the time period of operating cycle which at present is 1 year are considered current assets or liabilities. All assets and liabilities, not being current are considered noncurrent assets or liabilities.

s) **Expenditure during construction period:**

Assets in the course of construction are capitalized in the assets and treated as capital work in progress and upon commissioning of project the assets are capitalised and transferred to appropriate category of PPE. At the point when an asset is operating at management's intended use, the cost of construction is transferred to appropriate category of PPE.

t) All figures reported are in Rupees Millions unless otherwise stated.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

2. Property, Plant & Equipment

| Particulars | Lease Hold Land* | Buildings | Plant & Machinery | Furniture & Fittings | Office Equipments | Vehicles | Total |
|--|------------------|-----------------|-------------------|----------------------|-------------------|--------------|-----------------|
| Cost as at 1st April, 2021 | 120.51 | 1,014.01 | 572.76 | 13.83 | 181.42 | 60.53 | 1,963.07 |
| Additions | - | - | 13.65 | - | 2.28 | 16.45 | 32.38 |
| Additions through business combination | - | - | - | - | - | - | - |
| Disposals | - | - | - | - | - | - | - |
| Cost as at 31st March, 2022 (A) | 120.51 | 1,014.01 | 586.42 | 13.83 | 183.70 | 76.98 | 1,995.45 |
| Cost as at 1st April, 2022 | 120.51 | 1,014.01 | 586.42 | 13.83 | 183.70 | 76.98 | 1,995.45 |
| Additions | - | 38.69 | 46.79 | 11.90 | 10.72 | 0.84 | 108.94 |
| Additions through business combination | - | - | - | - | - | - | - |
| Disposals | - | - | - | - | - | - | - |
| Cost as at 31st March, 2023 (C) | 120.51 | 1,052.70 | 633.21 | 25.74 | 194.42 | 77.82 | 2,104.39 |
| Accumulated Depreciation | | | | | | | |
| Accumulated Depreciation as at 1st April, 2021 | 4.23 | 182.14 | 353.80 | 9.92 | 132.00 | 34.76 | 716.86 |
| Depreciation | 1.41 | 40.39 | 44.61 | 1.22 | 12.59 | 10.67 | 110.90 |
| Disposals | - | - | - | - | - | - | - |
| Accumulated Depreciation as at 31st March, 2022 (B) | 5.65 | 222.54 | 398.41 | 11.15 | 144.58 | 45.43 | 827.76 |
| Accumulated Depreciation as at 1st April, 2022 | 5.65 | 222.54 | 398.41 | 11.15 | 144.58 | 45.43 | 827.76 |
| Depreciation | 1.41 | 38.47 | 43.66 | 0.98 | 11.12 | 9.81 | 105.45 |
| Disposals | - | - | - | - | - | - | - |
| Accumulated Depreciation as at 31st March, 2023 (D) | 7.06 | 261.01 | 442.07 | 12.13 | 155.71 | 55.24 | 933.21 |
| Net Carrying Amount | | | | | | | |
| As at 31st March, 2022 (A-B) | 114.86 | 791.48 | 188.00 | 2.69 | 39.12 | 31.55 | 1,167.69 |
| As at 31st, March, 2023 (C-D) | 113.45 | 791.70 | 191.14 | 13.61 | 38.71 | 22.58 | 1,171.19 |

*Leasehold Land is on perpetual lease period for 90 Years

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|----------|--|----------------------|----------------------|
| 3 | Investments | | |
| | Investments in Equity Instruments | | |
| | Investment in Subsidiary Companies - at cost | | |
| | Unquoted | | |
| | AKS Medical and Research Center Pvt. Ltd. 20,714,727 (20,714,727 as at 31st March 2022) equity shares of Rs 10/- each | 374.90 | 374.90 |
| | Sanskar Medica India Limited 5,622,950 (5,622,950 for 31st March 2022) equity shares of Rs 10/- each | 56.23 | 56.23 |
| | Ramraja Multispeciality Hospital & Trauma Centre Private Limited 4,010,000 (4,010,000 as at 31st March 2022) equity shares of Rs 10/- each | 37.71 | 37.71 |
| | Total | 468.83 | 468.83 |
| | Note : Aggregate amount of unquoted Investments | 468.83 | 468.83 |
| | * Sanskar Medica India Limited the subsidiary company has filed a petition with National Company Law Tribunal, Delhi for reduction of paid up capital. The application, when approved, will allow reduction of paid up capital and consequently loan given to parent company, M/s Yatharth Hospital and Trauma Care Services Limited will be reduced as it is wholly owned subsidiary of Yatharth Hospital & Trauma Care Services Limited. | | |
| 4 | Other Financial Assets | | |
| | Security Deposits- with Government Departments | 6.81 | 6.81 |
| | Bank Deposits with more than 12 months maturity- Pledged with bank for bank guarantees | 0.59 | 2.25 |
| | Total | 7.40 | 9.06 |
| 5 | Other Non Current Assets | | |
| | Capital Advances | 6.41 | 30.60 |
| | Advance Income Tax and TDS (Net of Provisions) | - | 17.90 |
| | Total | 6.41 | 48.50 |
| 6 | Inventories (Valued at lower of cost or net realisable value) | | |
| | Consumable Pharmacy | 20.65 | 13.24 |
| | Consumables Stores | 11.55 | 10.28 |
| | Total | 32.20 | 23.52 |
| 7 | Trade Receivables | | |
| | (a) Trade Receivables considered good - Secured | | |
| | Others | - | - |
| | (b) Trade Receivables considered good - Unsecured | | |
| | Related parties | - | - |
| | Others | 915.49 | 814.04 |
| | | 915.49 | 814.04 |
| | Less: - Provision for Credit risk | 57.22 | 50.70 |
| | Net Trade Receivables | 858.27 | 763.34 |
| | (c) Trade Receivables which have significant increase in Credit Risk-Doubtful | - | - |
| | Total | 858.27 | 763.34 |

Trade receivables are unsecured and are derived from revenue earned from providing medical, healthcare and other ancillary services. No interest is charged on the outstanding balance, regardless of the age of the balance. The company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss towards expected risk of delays and default in collection.

The company has used a practical expedient by computing the expected credit loss allowance based on recovery pattern of receivables in the past. Management makes specific provision in cases where there are known specific risks of customer default in making repayments. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Trade Receivable aging schedule

As at 31st March, 2023

| Particulars | Outstanding for following periods | | | | | Total |
|--|-----------------------------------|-----------------|-----------|-----------|-------------------|--------|
| | Less than 6 months | 6 Months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| a) Undisputed Trade receivables- Considered Good | 728.74 | 165.31 | 21.43 | 0.01 | - | 915.49 |
| b) Undisputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| c) Undisputed Trade receivables- Credit Impaired | - | - | - | - | - | - |
| d) Disputed Trade receivables- Considered Good | - | - | - | - | - | - |
| e) Disputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| f) Disputed Trade receivables- Credit Impaired | - | - | - | - | - | - |

As at 31st March, 2022

| Particulars | Outstanding for following periods | | | | | Total |
|--|-----------------------------------|-----------------|-----------|-----------|-------------------|--------|
| | Less than 6 months | 6 Months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| a) Undisputed Trade receivables- Considered Good | 609.01 | 203.82 | 1.22 | - | - | 814.04 |
| b) Undisputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| c) Undisputed Trade receivables- Credit Impaired | - | - | - | - | - | - |
| d) Disputed Trade receivables- Considered Good | - | - | - | - | - | - |
| e) Disputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| f) Disputed Trade receivables- Credit Impaired | - | - | - | - | - | - |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| Note No. | Particulars | As at March 31 , 2023 | As at March 31, 2022 |
|-----------|--|-----------------------|----------------------|
| 8 | Cash and Cash Equivalants | | |
| | Balance with banks in current accounts | 106.88 | 12.50 |
| | Cash in hand | 12.60 | 1.90 |
| | Bank Deposits with maturing with in 3 months- pledged with banks | 2.08 | 0.51 |
| | Total | 121.55 | 14.90 |
| 9 | Bank balances other than cash and cash equivalents | | |
| | Bank Deposits & Interest accrued on Bank deposit | 5.82 | 3.40 |
| | Total | 5.82 | 3.40 |
| 10 | Current Tax Assets | | |
| | TDS & Advance income tax (net of provision for income tax) | 57.27 | - |
| | Total | 57.27 | - |
| 11 | Other Current Assets | | |
| | Staff Imprest and Advances | 1.14 | 3.58 |
| | Other amount recoverable | 22.34 | 7.82 |
| | Amount Due from related parties | 410.38 | 269.40 |
| | Unamortised capital issue expenses* | 63.04 | 21.41 |
| | Security Deposit-others | 1.38 | 1.12 |
| | Total | 498.27 | 303.33 |

*The Company has incurred expenses towards various services received in connection with the issue of fresh equity shares by the Company and the sale of equity shares by the existing shareholders by the way of Offer for Sale

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Notes to Financial Statements

(Rs. In Millions)

| 12 Share Capital | As at March 31, 2023 | As at March 31, 2022 |
|---|----------------------|----------------------|
| Authorised | | |
| 115,000,000 (Previous Year 115,000,000 shares as at 31 March 2022) of Rs. 10/- each | 1,150.00 | 1,150.00 |
| Total | 1,150.00 | 1,150.00 |

| | | |
|--|---------------|---------------|
| Equity share capital | | |
| Issued, Subscribed & Paid up | | |
| 65,516,900 (Previous Year 65,516,900 Equity shares) of Rs. 10/- each | 655.17 | 655.17 |
| Issued, Subscribed & Not Paid up | | |
| NIL | - | - |
| Total | 655.17 | 655.17 |

12.1 Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

| | | |
|--|-------------------|-------------------|
| Equity Shares | | |
| Shares outstanding at the beginning of the year | 65,516,900 | 16,379,225 |
| Shares issued during the year in cash | - | - |
| Shares issued during the year other than in cash- Bonus Shares | - | 49,137,675 |
| Shares brought back during the year | - | - |
| Shares outstanding at the end of the year | 65,516,900 | 65,516,900 |

12.2 Terms / rights attached to Equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share.

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

12.3 Equity Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held

| Name of Shareholder | As at March 31, 2023 | | As at March 31, 2022 | |
|-----------------------|---------------------------|--------------|---------------------------|--------------|
| | No. of equity shares held | % of holding | No. of equity shares held | % of holding |
| Dr. Ajay Kumar Tyagi | 27,021,600 | 41.24% | 27,021,600 | 41.24% |
| Dr. Kapil Kumar Tyagi | 12,164,400 | 18.57% | 12,164,400 | 18.57% |
| Dr. Manju Tyagi | 11,524,200 | 17.59% | 11,524,200 | 17.59% |
| Dr. Neena Tyagi | 7,019,600 | 10.71% | 7,019,600 | 10.71% |
| Mrs. Vimla Tyagi | 3,743,000 | 5.71% | 3,743,000 | 5.71% |

12.4 Equity shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestments, including terms and amounts

NIL

12.5 Aggregate number and class of equity shares allotted as fully paid up pursuant to contract without payment being received in cash, allotment by way of bonus shares or shares bought back

| Particulars | 2022-23 | 2021-22 | 2020-21 | 2019-20 | 2018-19 |
|--|---------|------------|---------|---------|---------|
| Company had allotted 49137675 equity shares of Rs. 10 each, valued at Rs. 491.38 million on to existing shareholders by way of capitalization of Share premium and accumulated Profit & Loss during the FY 2021-22 | - | 49,137,675 | - | - | - |

12.6 The company does not have any holding company or ultimate holding company.

12.7 Shareholding of Promoters

| S. No. | Name of Shareholder | As at March 31, 2023 | | | As at March 31, 2022 | | |
|----------|-----------------------------|---------------------------|-------------------|----------------------|---------------------------|-------------------|----------------------|
| | | No. of equity shares held | % of total shares | % Change during Year | No. of equity shares held | % of total shares | % Change during Year |
| 1 | Dr. Ajay Kumar Tyagi | | | | | | |
| | Opening Balance | 27,021,600 | 41.24% | | 6,755,400 | 41.24% | |
| | Acquired During the year | - | 0.00% | | 20,266,200 | 30.93% | |
| | Closing Balance | 27,021,600 | 41.24% | 0.00% | 27,021,600 | 41.24% | 300.00% |
| 2 | Dr. Kapil Kumar | | | | | | |
| | Opening Balance | 12,164,400 | 18.57% | | 3,041,100 | 18.57% | |
| | Acquired During the year | - | 0.00% | | 9,123,300 | 13.93% | |
| | Closing Balance | 12,164,400 | 18.57% | 0.00% | 12,164,400 | 18.57% | 300.00% |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Notes to Financial Statements

| 13 Other Equity (Rs. In Millions) | | | | |
|---|--------------------|-------------------|----------------------------|--------------------|
| Particulars | Securities Premium | Retained Earnings | Other Comprehensive Income | Total other Equity |
| Balance as at 1st April, 2021 | 176.60 | 353.14 | 0.02 | 529.77 |
| Surplus in the statement of profit and loss transferred during the year | - | 420.87 | - | 420.87 |
| Issue of Bonus Shares | (176.60) | (314.77) | - | (491.38) |
| Remeasurement of defined benefit liability (net of tax) | - | - | 2.67 | 2.67 |
| Balance as at 31st March, 2022 | - | 459.24 | 2.70 | 461.94 |

| Particulars | Securities Premium | Retained Earnings | Other Comprehensive Income | Total other Equity |
|---|--------------------|-------------------|----------------------------|--------------------|
| Balance as at 1st April, 2022 | - | 459.24 | 2.70 | 461.94 |
| Surplus in the statement of profit and loss transferred during the year | - | 641.74 | - | 641.74 |
| Issue of Bonus Shares | - | - | - | - |
| Remeasurement of defined benefit liability (net of tax) | - | - | 2.43 | 2.43 |
| Balance as at 31st March, 2023 | - | 1,100.98 | 5.13 | 1,106.11 |

Securities Premium

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

Retained Earnings

The amount that can be distributed by the company as dividends to pay its equity and preference (if any) shareholders.

Other Comprehensive Income

Remeasurement of defined benefit plans comprise of actuarial gains and losses.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|-----------|---|-------------------------|-------------------------|
| 14 | Borrowings | | |
| | Secured | | |
| | Term loans (Indian currency) | | |
| | From banks | 746.76 | 673.29 |
| | From financial institutions | - | 8.30 |
| | | 746.76 | 681.59 |
| | Loan for Vehicles against hypothecation - Banks | 12.78 | 18.96 |
| | Unsecured | - | - |
| | Total | 759.54 | 700.55 |

For terms and conditions, security and repayments please refer note no 35

| | | | |
|-----------|---|--------------|--------------|
| 15 | Other Financial Liabilities | | |
| | Secured | - | - |
| | Unsecured | | |
| | Advance from subsidiary company (refer note 3 also) | 56.10 | 56.10 |
| | Total | 56.10 | 56.10 |

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|-------------|-------------------------|-------------------------|
|-------------|-------------------------|-------------------------|

| | | | |
|-----------|--------------------------------|-------------|-------------|
| 16 | Provisions | | |
| | Provision for employee benefit | 9.62 | 7.97 |
| | Total | 9.62 | 7.97 |

| | | | |
|-----------|--|--------------|--------------|
| 17 | Deferred Tax Liabilities-Net | | |
| | Deferred tax liabilities | | |
| | On account of Depreciation | 59.42 | 65.26 |
| | On account of Others | 0.52 | 1.29 |
| | Sub Total (A) | 59.94 | 66.54 |
| | Deferred tax Assets | | |
| | On account of Losses and Tax disallowances | 2.56 | 2.33 |
| | On account of Others | 14.40 | 14.76 |
| | MAT credit entitlement | - | - |
| | Sub Total (B) | 16.97 | 17.09 |
| | Deferred Tax Liabilities-Net (A-B) | 42.97 | 49.45 |

For movement of deferred Tax, refer Note 17.1

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Note No. 17.1

Deferred Tax Assets/Deferred Tax Liabilities As on 31st March, 2022

| Particulars | Opening balance | Recognised in Profit or loss | Other Comprehensive Income | Closing balance |
|---|-----------------|------------------------------|----------------------------|-----------------|
| Deferred tax assets in relation to: | | | | |
| MAT Credit | 15.04 | (15.04) | - | - |
| Provision for employee benefits | 0.13 | 3.30 | (1.10) | 2.33 |
| On IND AS Adjustments | 4.76 | 10.00 | - | 14.76 |
| Deferred Tax Assets Total | 19.94 | (1.75) | (1.10) | 17.09 |
| Deferred tax liabilities on account of | | | | |
| Due to depreciation | 57.88 | 7.38 | - | 65.26 |
| Others | 1.62 | (0.34) | - | 1.29 |
| Deferred Tax Liabilities Total | 59.51 | 7.04 | - | 66.54 |
| Deferred Tax Assets/(Liability) | (39.57) | (8.79) | (1.10) | (49.45) |

As at 31st March, 2023

| Particulars | Opening balance | Recognised in Profit or loss | Other Comprehensive Income | Closing balance |
|---|-----------------|------------------------------|----------------------------|-----------------|
| Deferred tax assets in relation to: | | | | |
| Provision for employee benefits | 2.33 | 0.86 | (0.62) | 2.56 |
| Business loss & Tax disallowance benefit carried forward and others | - | - | - | - |
| On IND AS Adjustments | 14.76 | (0.36) | - | 14.40 |
| Deferred Tax Assets Total | 17.09 | 0.50 | (0.62) | 16.97 |
| Deferred tax liabilities on account of | | | | |
| Due to depreciation | 65.26 | (5.84) | - | 59.42 |
| Others | 1.29 | (0.77) | - | 0.52 |
| Deferred Tax Liabilities Total | 66.54 | (6.61) | - | 59.94 |
| Deferred Tax Assets/(Liability) | (49.45) | 7.10 | (0.62) | (42.97) |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|-----------|---|-------------------------|-------------------------|
| 18 | Borrowings* | | |
| | Secured | | |
| | Working Capital from Banks | 97.79 | 100.46 |
| | Current maturities of Long Term Borrowings | | |
| | From banks | 265.22 | 222.84 |
| | From financial institutions | 8.12 | 9.43 |
| | Loan for Vehicles against hypothecation- Banks | 5.61 | 7.05 |
| | Unsecured | | |
| | From Directors | - | 51.64 |
| | | 376.74 | 391.42 |

*For terms and conditions, security and repayments please refer note no 35

19 Trade payables (refer note no. 34)

| | | |
|--|---------------|---------------|
| (a) Due to Micro and small enterprises | 9.10 | 22.81 |
| (b) Due to others | 98.90 | 138.08 |
| Total | 108.00 | 160.90 |

Trade Payables Ageing Schedule As at 31st March, 2023

| Particulars | Less than 1 year | 1-2 Years | 2-3 Years | More than 3 Years | Total |
|--------------------------|------------------|-------------|-----------|-------------------|---------------|
| a) MSME | 9.10 | - | - | - | 9.10 |
| b) Others | 93.79 | 5.11 | - | - | 98.90 |
| c) Disputed dues- MSME | - | - | - | - | - |
| d) Disputed dues- Others | - | - | - | - | - |
| Total | 102.89 | 5.11 | - | - | 108.00 |

As at 31st March, 2022

| Particulars | Less than 1 year | 1-2 Years | 2-3 Years | More than 3 Years | Total |
|--------------------------|------------------|-----------|-----------|-------------------|---------------|
| a) MSME | 22.81 | - | - | - | 22.81 |
| b) Others | 138.08 | - | - | - | 138.08 |
| c) Disputed dues- MSME | - | - | - | - | - |
| d) Disputed dues- Others | - | - | - | - | - |
| Total | 160.90 | - | - | - | 160.90 |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|---------------------------------------|-------------------------|-------------------------|
| 20 Other financial liabilities | | |
| Interest accrued but not due | 0.76 | 0.58 |
| Expenses Payable | 89.89 | 101.13 |
| Total | 90.64 | 101.71 |
| 21 Other current liabilities | | |
| Statutory Dues | 17.87 | 19.05 |
| Amount due to related parties | - | 130.09 |
| Advances from customer | 2.63 | 6.39 |
| Total | 20.50 | 155.54 |
| 22 Provisions | | |
| Provision for employee benefit | 0.57 | 0.04 |
| For taxation - Net of Advance Tax | - | 62.06 |
| Total | 0.57 | 62.10 |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| Note No. | Particulars | As at 31-March-2023 | As at 31-March-2022 |
|-----------|---|------------------------|------------------------|
| 23 | Revenue from operations | | |
| | Income from medical and healthcare services* | 3,715.14 | 2,985.90 |
| | Total | 3,715.14 | 2,985.90 |
| | <i>*Refer Note 36</i> | | |
| 24 | Other income | | |
| | Interest income on bank deposits | 0.55 | 0.50 |
| | Interest on income tax refund | 1.79 | 5.36 |
| | Income from Sale of Food & Beverages | 12.00 | 6.21 |
| | Rental Income from telecom towers | 0.66 | 0.63 |
| | Interest income - INDAS | 0.01 | 0.00 |
| | Rental Income from Ambulance | 0.94 | - |
| | Total | 15.95 | 12.71 |
| 25 | Cost of Material Consumed | | |
| | Medicines consumed | | |
| | Opening balance | 13.24 | 14.16 |
| | Purchase | 293.59 | 277.54 |
| | Less: closing stock | (20.65) | (13.24) |
| | Material Consumed-A | 286.17 | 278.46 |
| | Consumable stores | | |
| | Opening balance | 10.28 | 13.23 |
| | Purchase | 339.41 | 310.14 |
| | Less: closing stock | (11.55) | (10.28) |
| | Stores Consumed-B | 338.14 | 313.09 |
| | Total Cost Of Material Consumed (A+B) | 624.32 | 591.55 |
| 26 | Employee benefits expense | | |
| | Salaries, wages and other benefits | 560.75 | 559.45 |
| | Director's Remuneration | 36.00 | 41.00 |
| | Key men insurance | 1.34 | 1.48 |
| | Staff welfare expenses | 6.44 | 9.69 |
| | Total | 604.53 | 611.62 |
| 27 | Finance cost | | |
| | Interest on secured loans | 77.32 | 97.61 |
| | Interest expense on Lease Liability-(refer Note 31) | 2.21 | 3.02 |
| | Interest on unsecured loans | - | 0.51 |
| | Interest on Others - Land | 0.13 | 13.04 |
| | Interest on MSME | 0.10 | 0.18 |
| | Interest on Statutory Dues | 7.61 | 5.26 |
| | Total | 87.37 | 119.62 |
| 28 | Depreciation and amortization expenses | | |
| | Depreciation on Property, Plant & Equipment | 105.45 | 110.90 |
| | Depreciation on Leased Assets | 21.00 | 20.76 |
| | Total | 126.45 | 131.65 |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| Note No. | Particulars | As at 31-March-2023 | As at 31-March-2022 |
|-------------------|--|------------------------|------------------------|
| 29 | Other expenses | | |
| | Specialist Charges | 608.45 | 361.16 |
| | Lab Expenses | 33.42 | 28.84 |
| | Power, Fuel & Utilities | 73.93 | 85.78 |
| | Advertisement & Marketing | 22.69 | 7.52 |
| | Vehicle running & maintenance | 21.38 | 20.44 |
| | Repair & maintenance | 122.36 | 60.61 |
| | Discount allowed | 400.78 | 206.47 |
| | Provision for Expected credit loss | 6.52 | 33.58 |
| | Bank & Finance Charge | 10.26 | 8.51 |
| | Filing Fees | 0.04 | 8.61 |
| | Legal & Professional Charges | 12.39 | 1.95 |
| | Canteen & food | 27.55 | 30.37 |
| | CSR Expenses | 5.50 | 3.00 |
| | Conveyance & travel | 21.67 | 8.59 |
| | Director Sitting Fee | 0.78 | 0.42 |
| | Rent | 12.25 | 15.61 |
| | Printing & stationery | 2.16 | 6.23 |
| | Office expenses | 39.50 | 39.48 |
| | Communication Exp | 2.57 | 3.62 |
| | Insurance exepenses | 2.35 | 0.70 |
| | Auditor's remuneration | | |
| | - For Audit fees | 0.90 | 0.60 |
| | Other Miscellaneous Expenses | 5.75 | 8.88 |
| | Total | 1,433.21 | 940.98 |
| 30 | Earning per Share | | |
| | Profit for the period/year | 644.17 | 423.55 |
| | Shares | | |
| | Weighted Average number of equity shares at the beginning of the period/year | 65,516,900 | 65,516,900 |
| Add | Weighted Average number of equity shares issued during the period/year | - | - |
| | Weighted Average number of equity shares at the end of the period/year | 65,516,900 | 65,516,900 |
| Add/(Less) | Bonus shares issued subsequent to period end considered for calculation of Earning per share for relevant periods. | - | - |
| | | 65,516,900 | 65,516,900 |
| Add/(Less) | Items having dilutive impact on equity shares | - | - |
| | Weighted Average number of equity shares (without bonus shares) at the end of the period/year-Diluted EPS | 65,516,900 | 65,516,900 |
| | Earnings Per Share | 9.83 | 6.46 |
| | Diluted Earnings Per Share | 9.83 | 6.46 |
| | Weighted Average number of equity shares (with bonus shares) at | | |
| | Earnings Per Share | 9.83 | 6.46 |
| | Diluted Earnings Per Share | 9.83 | 6.46 |
| | the end of the period/year-Diluted EPS | | |

*Bonus shares in the ratio of 1:3 were allotted during the Financial Year 2021-22

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

31 Right of Use Assets

A. Transition to Ind AS 116 "Leases" w.e.f 1 April 2019

A new lease standard i.e., Ind AS 116 has been notified to be effective w.e.f. 1 April 2019 which provide guidelines for the accounting of the lease contracts entered in the capacity of a lessee and a lessor. For the purpose of preparation of Standalone Financial Information, the management has evaluated the impact of change in accounting policies on adoption of Ind AS 116 for the year ended 31 March 2019. Hence in these Standalone Financial Information, Ind AS 116 has been adopted with effect from April 1, 2018 following modified retrospective method (i.e. on 1st April 2018 (the transition date) the company has measured the lease liability at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate and a right-of-use assets are measured at their carrying amount as if Ind AS 116 had been applied since the commencement date, discounted using the lessee's incremental borrowing rate at the date of initial application).

Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease, Appendix A of Ind AS 17 Operating Leases- Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

Following are the changes in the carrying values of right of use assets for the period/year ended 31 March 2023 & 31 March 2022:

The company has elected not to apply the requirements of Ind AS 116 "Leases" to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term except inflation adjustment.

B. Following are the changes in the carrying values of right of use assets for the period/ year ended 31 st March, 2023

| Following are the changes Particulars | Category of ROU Assets- Medical Equipments | Category of ROU Assets- Office | Total |
|---|---|-----------------------------------|---------------|
| Gross Block | | | |
| Balance as at March 31, 2021 | 123.57 | - | 123.57 |
| Additions | - | 1.24 | 1.24 |
| Deletion | - | - | - |
| Balance as at March 31, 2022--A | 123.57 | 1.24 | 124.81 |
| Additions | - | - | - |
| Deletion | - | - | - |
| Balance as at March 31, 2023--B | 123.57 | 1.24 | 124.81 |
| Accumulated Depreciation | | | |
| Accumulated Depreciation as at March 31, 2021 | 47.94 | - | 47.94 |
| Depreciation charge for the year | 20.58 | 0.17 | 20.76 |
| Disposals | - | - | - |
| Accumulated Depreciation as at March 31, 2022--C | 68.52 | 0.17 | 68.69 |
| Depreciation charge for the period | 20.58 | 0.41 | 21.00 |
| Disposals | - | - | - |
| Accumulated Depreciation as at March 31, 2023--D | 89.11 | 0.59 | 89.69 |
| Net Carrying amounts | | | |
| As at March 31, 2022 (A-C) | 55.04 | 1.07 | 56.12 |
| As at March 31, 2023 (B-D) | 34.46 | 0.66 | 35.12 |

The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the statement of Profit and Loss.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

C. The following is the rental expense recorded for short-term leases, variable leases and low value assets

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|------------------|----------------------------------|----------------------------------|
| Short Term Lease | 12.25 | 15.61 |

D. Following is the movement in lease liabilities for the year ended 31st March 2023

| Particulars | Lease liabilities |
|------------------------------------|-------------------|
| Balance as at 1 April 2021 | 73.02 |
| Additions | 1.24 |
| Finance cost | 3.02 |
| Payment of lease liabilities | 21.43 |
| Balance as at 31 March 2022 | 55.85 |
| Non-current lease liabilities | 36.74 |
| Current lease liabilities | 19.12 |
| Balance as at 1 April 2022 | 55.85 |
| Additions | - |
| Finance cost | 2.21 |
| Payment of lease liabilities | 21.70 |
| Balance as at 31 March 2023 | 36.36 |
| Non-current lease liabilities | 15.91 |
| Current lease liabilities | 20.45 |

E. The following is the cash outflow on leases during the periods/years:

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|-------------------------------------|----------------------------------|----------------------------------|
| Payment of lease liabilities | 21.70 | 21.43 |
| Short-term lease expense | 12.25 | 15.61 |
| Total cash outflow on leases | 33.96 | 37.04 |

The table below provides details regarding the contractual maturities of lease liabilities as at period/year-end on an undiscounted basis:

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|-------------------|----------------------------------|----------------------------------|
| Less than 1 year | 25.29 | 28.80 |
| 1 to 5 years | 16.69 | 37.95 |
| More than 5 years | - | - |

The company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Note 32(i) : Fair Value Measurement

Categories of financial instruments

| Financial assets | As at March 31, 2023 | As at March 31, 2022 |
|--|-------------------------|-------------------------|
| Measured at amortised cost | | |
| (i) Trade receivables | 858.27 | 763.34 |
| (ii) Cash and Bank balance | 121.55 | 14.90 |
| (iii) Other Bank Balances | 5.82 | 3.40 |
| (iv) Other financial assets-non current | 7.40 | 9.06 |
| | 993.04 | 790.71 |
| Measured at Fair value | | |
| Investment other than investment in subsidiaries | - | - |
| Measured at Cost | | |
| Investment in subsidiary | 468.83 | 468.83 |

| Financial liabilities | As at March 31, 2023 | As at March 31, 2022 |
|-----------------------------------|-------------------------|-------------------------|
| Measured at amortised cost | | |
| (i) Borrowings | 1,136.28 | 1,091.97 |
| (ii) Other financial liabilities | 146.74 | 157.81 |
| (iii) Lease Liabilities | 36.36 | 55.86 |
| (iv) Trade and other payables | 108.00 | 160.89 |
| Total | 1,427.38 | 1,466.53 |

(i) Fair Value Hierarchy

Fair value measurements

| Particulars | Fair value as at | | Fair value hierarchy | Valuation technique(s) and key input(s) |
|------------------------------|-------------------------|-------------------------|----------------------|---|
| | As at March 31, 2023 | As at March 31, 2022 | | |
| Financial assets | - | - | | - |
| Financial Liabilities | - | - | | - |

The fair values of current debtors, cash & bank balances, loan to related party, security deposit to government department, current creditors and current borrowings and other financial liability are assumed to approximate their carrying amounts due to the short-term maturities of these assets and liabilities.

Carrying value

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|--|-------------------------|-------------------------|
| i) Financial assets - Current | | |
| Trade receivables | 858.27 | 763.34 |
| Cash and cash equivalents | 12.60 | 1.90 |
| Bank Balances | 106.88 | 12.50 |
| Other Bank balances | 5.82 | 3.40 |
| ii) Financial liabilities - Current | | |
| Trade payables | 108.00 | 160.90 |
| Borrowing | 376.74 | 391.42 |
| Lease Liabilities | 20.45 | 19.12 |
| Other financial liabilities | 90.64 | 101.71 |

(ii) Valuation techniques used to determine Fair value

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount 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.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Note 32(ii) : FINANCIAL RISK MANAGEMENT

The Company's principal financial liabilities other than derivatives comprise loans and borrowings trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Lease Liabilities, loans trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market risk credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The Company's principal financial liabilities comprise borrowings trade and other payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company principal financial asset includes loan trade and other receivables and cash and short-term deposits that arise directly from The Company's activities are exposed to market risk, credit risk and liquidity risk.

I. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk interest rate risk and other price risks such as equity price risk and commodity price risk. Financial instruments affected by market risk include loans and borrowings deposits investments and derivative financial instruments.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regard to interest income and interest expenses and to manage the interest rate risk treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of the fixed rate and floating rate financial instruments in its total portfolio.

(i) The exposure of group borrowings to interest rate changes at the end of reporting period are as follows (except for lease liabilities)

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|--------------------------|-------------------------|-------------------------|
| Variable rate borrowings | 1,131.47 | 1,022.61 |
| Fixed rate borrowings | 8.12 | 17.73 |
| Total borrowings | 1,139.58 | 1,040.33 |

(ii) As at the end of reporting period the company had the following variable rate borrowings and interest rate swap contracts outstanding:

| Particulars | As at March 31, 2023 | | | As at March 31, 2022 | | |
|---|--------------------------------|-----------------|------------------|--------------------------------|-----------------|------------------|
| | Weighted average interest rate | Balance | % of total loans | Weighted average interest rate | Balance | % of total loans |
| Borrowings | 9.00% | 1,131.47 | 99.29% | 6.64% | 1,022.61 | 98.30% |
| % of total loans | | | | | | |
| Net exposure to cash flow interest rate risk | | 1,131.47 | | | 1,022.61 | |

(iii) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

| Particulars | Increase/ Decrease in Basis Points | Impact on Profit before Tax for the FY ending | |
|-------------|------------------------------------|---|----------------|
| | | March 31, 2023 | March 31, 2022 |
| INR | +50 | 5.66 | 0.40 |
| | - 50 | (5.66) | (0.40) |

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company has no foreign currency loans in current year end and previous year . Therefore no sensitivity is provided.

(c) Price Risk

The company exposure to equity securities price risk arises from the investments held by company and classified in the balance sheet at fair value through profit and loss. The company does not have any investments at the current year end and previous year which are held for trading. Therefore no sensitivity is provided.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

II. Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. 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. The company's credit risk exposure towards its counterparties are continuously monitored. Credit exposure of any party is controlled reviewed and approved by the appointed company official in this regard.

Trade receivables may be analysed as follows:

| Age of receivables | As at March 31, 2023 | As at March 31, 2022 |
|--------------------------|----------------------|----------------------|
| Within the credit period | | |
| 1-180 days past due | 728.74 | 609.01 |
| more than 180 days | 186.75 | 205.03 |
| Total | 915.49 | 814.04 |

III. Liquidity Risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company's management is responsible for liquidity funding as well as settlement management. In addition processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

| Particulars | Within 1 year | 1-3 years | More than 3 years | Total | Carrying amount |
|-----------------------------|---------------|---------------|-------------------|-----------------|-----------------|
| As at March 31, 2023 | | | | | |
| Borrowings | 376.74 | 535.82 | 223.73 | 1,136.28 | 1,136.28 |
| Trade payables | 108.00 | - | - | 108.00 | 108.00 |
| Lease Liabilities | 20.45 | 15.91 | - | 36.36 | 36.36 |
| Other financial liabilities | 90.64 | 56.10 | - | 146.74 | 146.74 |
| Total | 595.83 | 607.83 | 223.73 | 1,427.38 | 1,427.38 |
| As at March 31, 2022 | | | | | |
| Borrowings | 391.42 | 476.34 | 224.21 | 1,091.97 | 1,091.97 |
| Trade payables | 160.89 | - | - | 160.89 | 160.89 |
| Lease Liabilities | 19.12 | 36.74 | - | 55.85 | 55.86 |
| Other financial liabilities | 101.71 | 56.10 | - | 157.81 | 157.81 |
| Total | 673.14 | 569.18 | 224.21 | 1,466.52 | 1,466.53 |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Capital Management

Note 32 (iii) (A) Risk Management

The Company manages its capital to ensure that the company will be able to continue as going concerns while maximising the return to stakeholders through the optimization of the debt and equity balance.

The Company's risk management committee reviews the capital structure of the Company on a semi-annual basis. As part of this review, the committee considers the cost of capital and the risks associated with each class of capital. The Company monitors capital on the basis of following gearing ratio, which is net debt divided by total capital plus debt.

(B) Gearing ratio

The gearing ratio at end of the reporting period was as follows.

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|---|----------------------|----------------------|
| Debt* | 1,172.65 | 1,147.82 |
| Cash and bank balances (including cash and bank balances in a disposal group held for sale) | 121.55 | 14.90 |
| Net debt | 1,051.09 | 1,132.92 |
| Total Equity# | 1,761.28 | 1,117.11 |
| Net Debts and Total equity | 2,812.37 | 2,250.02 |
| Net debt to equity ratio | 37.37% | 50.35% |

*Debt is defined as long-term and short-term borrowings including current maturities, books overdraft and lease liabilities.

#Total equity (as shown in balance sheet) includes issued capital and all other equity reserves.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

33 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, any company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The Board of Directors of the Company has approved the following expenditure on CSR activities.

| Particulars | (Rs. In Millions) | |
|--|-------------------------------------|-------------------------------------|
| | For the year ended 31-March-2023 | For the year ended 31-March-2022 |
| ~Gross amount required to be spent during the year as per calculation specified for CSR activities | 5.46 | 1.79 |
| ~Amount approved by the board to be spend during the year | 5.50 | 3.00 |
| ~Amount spend during the period/ year | 5.50 | 3.00 |
| ~Shortfall at the end of period/year | - | - |

~Nature of CSR Activities

Amount during the year ended 31st March, 2023 has been paid to charitable society which works for health care of poor people.

The computation of CSR dues is based on the Profit and Loss, as made out on the basis of the already adopted accounts for the preceding financial years.

34 Disclosure as required under Notification No. G.S.R.(E) dated 4th September, 2015 as updated vide notification dated 22nd January 2019 issued by the Ministry of Corporate Affairs w.r.t MSME (As certified by the Management):

As per information available with the management, no supplier has declared MSME status. As such, this disclosure is not applicable.

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|--|----------------------|----------------------|
| a) The principal amount and interest due thereon remaining unpaid to any supplier- MSME. | | |
| ~Principal | 9.10 | 22.81 |
| ~Interest | 0.10 | 0.18 |
| b) The amount of interest paid by the buyer in terms of Section 16 of the Micro Small and Medium Enterprise Development Act, 2006 (MSMED Act) along with the amounts of payment made to the suppliers beyond the appointed day during each accounting year. | - | - |
| c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed date during period) but without adding the interest specified under the MSMED Act. | - | - |
| d) The amount of interest accrued and remaining unpaid. | 0.10 | 0.18 |
| e) The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act. | - | - |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| S. No | Bank/ Financial Institution | Category of Loan | Interest Rate | Security & Collateral provided | Repayment Terms | As at March 31, 2023 | As at March 31, 2022 |
|-------|-----------------------------|---|---------------|--|--|----------------------|----------------------|
| 19 | Indusind Bank | Equipment Loan | 11.00% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 2,51,876 payable for the period up to December-2022 | 66.91 | - |
| | | <i>Maximum amount O/s during the year</i> | | | | (72.50) | - |
| 20 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.56 | 0.63 |
| | | <i>Maximum amount O/s during the year</i> | | | | (0.62) | (0.66) |
| 21 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.56 | 0.63 |
| | | <i>Maximum amount O/s during the year</i> | | | | (0.62) | (0.66) |
| 22 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.56 | 0.63 |
| | | <i>Maximum amount O/s during the year</i> | | | | (0.62) | (0.66) |
| 23 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.55 | 0.63 |
| | | <i>Maximum amount O/s during the year</i> | | | | (0.62) | (0.66) |
| 24 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.56 | 0.62 |
| | | <i>Maximum amount O/s during the year</i> | | | | (0.62) | (0.65) |
| 25 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 32,000 payable for the period up to February, 2029 | 1.83 | 2.05 |
| | | <i>Maximum amount O/s during the year</i> | | | | (2.03) | (2.10) |
| 26 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 32,000 payable for the period up to February, 2029 | 1.83 | 2.05 |
| | | <i>Maximum amount O/s during the year</i> | | | | (2.03) | (2.10) |
| 27 | Dr. Ajay Kumar Tyagi | | | Unsecured Loan | | - | 8.70 |
| | | <i>Maximum amount O/s during the year</i> | | | | (8.70) | (8.70) |
| 28 | Dr. Kapil Kumar | | | Unsecured Loan | | - | 10.44 |
| | | <i>Maximum amount O/s during the year</i> | | | | (10.44) | (10.44) |
| 29 | Yatharth Tyagi | | | Unsecured Loan | | - | 32.50 |
| | | <i>Maximum amount O/s during the year</i> | | | | (32.50) | (32.50) |
| | | <i>Maximum amount O/s during the year</i> | | | | - | - |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

36. Revenue from contracts with customers

Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

| Particulars | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|--|---------------------------------------|---------------------------------------|
| Income from medical and healthcare services | | |
| Revenue from hospital services | 3,715.14 | 2,985.90 |
| Location of revenue recognition | 3,715.14 | 2,985.90 |

All the business operations of the company are in India.

Timing of revenue recognition

| Particulars | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|--|---------------------------------------|---------------------------------------|
| Services transferred at a point of time | 350.26 | 366.39 |
| Total revenue from contracts with customers | 350.26 | 366.39 |

No single customer represents 10% or more of the Company's total revenue during the years ended 31st March 2023 and 31 March 2022.

Reconciliation of revenue recognised with the contracted price is as follows:

| Particulars | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|--|---------------------------------------|---------------------------------------|
| Contracted price | 3,928.72 | 3,200.87 |
| Reduction towards variable consideration components* | | |
| Discounts | (213.58) | (214.97) |
| Revenue recognised | 3,715.14 | 2,985.90 |

*Variable consideration components include discounts on the contract price.

Contract balances

| Particulars | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|---|---------------------------------------|---------------------------------------|
| Trade receivables* | 915.49 | 814.04 |
| Contract liabilities (advance from patients)# | 2.63 | 6.39 |

Movement in contract liabilities during the period/ year:

| Particulars | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|---|---------------------------------------|---------------------------------------|
| Balance at the beginning of the period/year | 6.39 | 5.27 |
| Less: Revenue recognised from above | (6.39) | (5.27) |
| Add: Addition during the period/year | 2.63 | 6.39 |
| Balance at the end of the period/ year | 2.63 | 6.39 |

* Trade receivables are non-interest bearing and are generally on terms of 30 days.

Contract liabilities include advances received from patients for hospital services pending final billing.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

37. Related Party Transactions

a) Names of the related parties and description of relationship:

Key managerial personnel (KMP)

1. Dr. Ajay Kumar Tyagi
2. Dr. Kapil Kumar
3. Dr. Neena Tyagi
4. Dr. Manju Tyagi
5. Mr. Yatharth Tyagi
6. Dr. Sanjeev Upadhyaya
7. Mr. Mukesh Sharma
8. Dr. Ila Patnaik
9. Mrs Promila Bharadwaj
10. Mr Ritesh Mishra
11. Mr. Amit Kumar Singh
12. Mr. Pankaj Prabhakar

Nature of Relationship

- Chairman
 Managing Director
 Director (upto 31.08.2021)
 Director (upto 31.08.2021)
 Director (w.e.f. 15.09.2021)
 Independent Director (w.e.f. 21.02.2022)
 Independent Director (w.e.f. 21.02.2022)
 Independent Director (from 21.02.2022 to 02.08.2022)
 Independent Director (w.e.f. 22.10.2022)
 Company Secretary & Compliance Officer
 Chief Executive Officer (w.e.f. 15.09.2021)
 Chief Financial Officer (w.e.f. 21.02.2022)

Relative of key managerial personnel

1. Mr. Sanskar Tyagi
2. Mr. Lal Chand Tyagi
3. Mrs. Shilpi Singh

Enterprise exercising significant influence on the Company

Nil

Subsidiary Companies

1. AKS Medical & Research Private Limited
2. Sanskar Medica India Limited
3. Ramraja Multispeciality Hospital & Trauma Centre Private Limited (w.e.f 18th February, 2022)

Enterprises where key managerial personnel along with their relatives exercise significant influence

No such enterprise

(b) Following is the summary of significant related party transactions during the year:

Remuneration to KMPs & Relatives of KMPs

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|--------------------------------------|---------------------------------------|---------------------------------------|
| Dr. Ajay Kumar Tyagi | 12.00 | 12.00 |
| Dr. Kapil Kumar | 12.00 | 12.00 |
| Dr. Manju Tyagi | - | 5.00 |
| Dr. Neena Tyagi | - | 5.00 |
| Mr. Yatharth Tyagi | 12.00 | 7.00 |
| Mr. Sanskar Tyagi | - | - |
| Mr. Ritesh Mishra- Company Secretary | 0.78 | 0.78 |
| Mr. Amit Kumar Singh | 2.38 | 1.32 |
| Mr. Pankaj Prabhakar | 2.85 | 0.48 |
| Mrs. Shilpi Singh | 1.46 | - |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|---|---------------------------------------|---------------------------------------|
| Director sitting fees paid | | |
| Mr. Mukesh Sharma | 0.30 | 0.18 |
| Dr. Ila Patnaik | - | 0.18 |
| Mrs Promila Bharadwaj | 0.22 | - |
| Dr. Sanjeev Upadhyaya | 0.14 | - |
| Investment in Equity Shares | | |
| Ramraja Multispeciality Hospital & Trauma Centre Private Limited | - | 37.71 |
| Purchase of Equity shares of (AKS) Dr. Ajay Kumar Tyagi | - | 56.64 |
| Purchase of Equity shares of (AKS) Dr. Kapil Kumar | - | 32.56 |
| AKS Medical & Research Private Limited | | |
| Loans and Advances- Received | 428.60 | 633.53 |
| Loans and Advances- Paid Back | 560.79 | 503.44 |
| Ramraja Multispeciality Hospital & Trauma Centre Private Limited | | |
| Loans and Advances- Given | 153.37 | 268.34 |
| Loans and Advances- Received Back | 14.54 | - |
| Loans and Advances received/(repaid) from KMP's & Relatives of KMP's | | |
| Dr. Ajay Kumar Tyagi | (8.70) | 8.70 |
| Dr. Kapil Kumar | (10.44) | 10.44 |
| Yatharth Tyagi | (32.50) | 32.50 |

*Negative figure denotes repayment of the same.

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|--|---------------------------------------|---------------------------------------|
| Borrowings (Current) | | |
| AKS Medical & Research Private Limited | (2.09) | 130.09 |
| Sanskar Medica India Limited | 56.10 | 56.10 |
| Amount Receivable | | |
| Sanskar Medica India Limited | 1.11 | 1.06 |
| Ramraja Multispeciality Hospital & Trauma Centre Private Limited | 407.17 | 268.34 |
| Loans and Advances received from KMP's & Relatives of KMP's | | |
| Dr. Ajay Kumar Tyagi | - | 8.70 |
| Dr. Kapil Kumar | - | 10.44 |
| Yatharth Tyagi | - | 32.50 |
| Remuneration payable to KMP | | |
| Dr. Ajay Kumar Tyagi | - | 0.73 |
| Dr. Kapil Kumar | - | 1.39 |
| Mr. Ritesh Mishra- Company Secretary | 0.06 | 0.06 |
| Mr. Amit Kumar Singh | 0.18 | - |
| Mr. Pankaj Prabhakar | 0.22 | 0.05 |
| Mrs. Shilpi Singh | 0.01 | - |
| Director sitting fees payable | | |
| Mr. Mukesh Sharma | 0.13 | 0.12 |
| Dr. Ila Patnaik | - | 0.12 |
| Mrs Promila Bharadwaj | 0.13 | - |
| Dr. Sanjeev Upadhyaya | 0.13 | - |

f) All transactions with these related parties are at arm's length basis and resulting outstanding receivables and payables including financial assets and financial liabilities balances are settled in cash. None of the balances are secured. (All the amounts of transactions and balances disclosed in this note are gross and undiscounted.)

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Note 38: Employee benefit plans

The employee benefit schemes are as under:

Defined Retirement Plans

(1) Provident Fund

The benefit of Provident Fund is extended to all such eligible employees, as is defined under the relevant regulations under the applicable the provisions of Provident Fund Act and the Rules and ESIC. Amount debited to Profit and Loss account including Administrative and Employees Deposit Linked Insurance charge and ESIC amounts to Rs 1.39 million during the period (FY- 22 - Rs 0.74 million)

(2) Gratuity

Gratuity - The liability for Gratuity is provided on the basis of Actuarial Valuation made at the end of each financial year. The Actuarial Valuation is made on Projected Unit Credit method as per Ind AS 19.

Reconciliation of opening and closing balances of the present value of the defined benefit obligation:

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|---|---------------------------------------|---------------------------------------|
| Opening defined benefit obligation | 8.00 | 0.46 |
| Current service cost | 4.70 | 11.29 |
| Interest Cost | 0.54 | 0.03 |
| Actuarial (gain)/loss | (3.05) | (3.77) |
| Benefits paid | - | - |
| Benefit obligation at the end of the period/year | 10.19 | 8.00 |
| Provision (Current) Refer Note No.-22 | 0.57 | 0.04 |
| Provision (Non- Current) Refer Note No.-16 | 9.62 | 7.97 |

Gratuity expense recognized in the statement of profit and loss

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|---|---------------------------------------|---------------------------------------|
| Current service cost | 4.70 | 11.29 |
| Interest on defined benefit obligation | 0.54 | 0.03 |
| Net actuarial (gain)/loss recognized in the period/year | - | - |
| Net gratuity expenses | 5.24 | 11.32 |

Re-measurements recognized in other comprehensive income

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|---|---------------------------------------|---------------------------------------|
| Actuarial (gain)/loss on defined benefit obligation | (3.05) | (3.77) |
| Return on plan assets excluding interest income | - | - |
| Actuarial (gain)/loss recognized in other comprehensive income | (3.05) | (3.77) |

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

Summary of actuarial assumptions

Financial assumptions at balance sheet date:

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|------------------------|---------------------------------------|---------------------------------------|
| Discount rate | 7.45 | 6.75 |
| Salary escalation rate | 5.00% | 5.00% |
| Attrition rate | | |
| Age 18 to 30 | 13.00% | 13.00% |
| Age 30 to 45 | 13.00% | 13.00% |
| Above 45 Years | 13.00% | 13.00% |
| Retirement Age | 60 Years | 60 Years |

Maturity profile of defined benefit obligation

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|--------------------|---------------------------------------|---------------------------------------|
| 1st following year | 0.57 | 0.04 |
| Year 2 to 5 | 5.10 | 1.81 |
| Year 6 to 10 | 6.15 | 6.07 |
| More than 10 years | 7.44 | - |

Discount rate: The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

Sensitivity analysis: Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant would have affected the defined benefit obligation by the amounts shown below:

| | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------------------|----------|------------------------|----------|
| | Increase | Decrease | Increase | Decrease |
| Discount rate (100 bps movement) | 9.50 | 10.97 | 7.28 | 8.84 |
| Salary escalation rate (100 bps movement) | 10.86 | 9.59 | 8.85 | 7.26 |

Expected contributions to the plan for the next annual reporting period

| | For the year ended March 31 , 2023 | For the year ended March 31 , 2022 |
|---|---------------------------------------|---------------------------------------|
| Expected contributions to the plan for the next annual reporting period | - | - |

39. Contingent liabilities

a) Bank & Corporate Guarantees.

| Particulars | As on 31 st March, 2023 | As on 31 st March, 2022 |
|-------------------------------|---------------------------------------|---------------------------------------|
| Bank Guarantees | 22.30 | 11.89 |
| Margin Money against above | 8.49 | 6.16 |
| Corporate Guarantee | 1,640.67 | 1,390.60 |
| Outstanding against the above | 1,276.53 | 1,154.10 |

b) Other contingent liabilities

- i. A case has been filed within the jurisdiction of Gautam Budh Nagar, Uttar Pradesh against a director and the doctors of the company for medical negligence. The opponent party has not specified any compensation for the said alleged medical negligence.
- ii. First Information Report dt. November 19, 2022 has been filed against the doctors and the management of the Company for medical negligence. The quantum in the case instant is not yet ascertained

Note:- For all the contingent liabilities mentioned hereinabove, the Company believes that it is not liable to pay any amount and has not provided any sum for these liabilities in its books of accounts. The Company is dealing with these cases at appropriate legal forum

c) Capital Commitments

The company has been allotted Plot No- NH-31 in Sector Omega-1, Greater Noida by Greater Noida Industrial Development Authority (GNIDA) for a total amount of Rs. 76.27 million on 18th March, 2023. The company has already deposited Rs. 6.41 million by 31st March, 2023. Further the balance was to be paid within 90 days from the date of issue of allotment letter which has already been paid by the company.

40. There is no impairment loss on fixed assets on the basis of review carried out by the management in accordance with IND AS 36.
41. Balances of certain trade receivables, loans & advances, advances received from customers and trade payables are subject to confirmation, if any. The management does not expect any material difference affecting the financial statements on such adjustments
42. **Covid 19 business and government guidelines**
During the financial year 2022-23, the company has not treated any patient infected with Covid-19, whereas during the financial year 2021-22 the company had admitted and treated Covid-19 infected patients. There has been government guidelines related to the treatment and the cost of treatment of Covid 19 Patients. The Company has followed all such guidelines.

43. Foreign exchange earnings and outgo

During the financial year ending on March 31st 2023 and 31st March, 2022 there has been no earning or outgo in foreign exchange.

44. Income Tax

The major components of income tax expenses are as follows

| Particulars | Financial Year 2022-23 | Financial Year 2021-22 |
|---------------------------------|------------------------|------------------------|
| Income Tax Expense | | |
| Current Tax : | | |
| Current Income Tax | 219.42 | 173.53 |
| Income tax of earlier year | 1.15 | - |
| MAT credit entitlement/reversed | - | 15.04 |
| Deferred Tax | (7.10) | (6.26) |
| TOTAL | 213.47 | 182.32 |

The income tax expense for the year can be reconciled to the accounting profit/(loss) as follows:

| Particulars | Financial Year 2022-23 | Financial Year 2021-22 |
|---|------------------------|------------------------|
| Profit / (Loss) before tax as per Statement of Profit and Loss | 855.21 | 603.19 |
| Effective Tax Rate | 25.17% | 29.12% |
| Tax Effect of: | | |
| Income tax using the Company's domestic tax rate | 215.26 | 175.65 |
| Tax Effect of: | | |
| Timing Difference- Deferred Tax | (7.10) | (6.26) |
| Permanent Difference | 2.94 | 188.58 |
| Total Income Tax expenses recognized in profit and Loss account | 213.47 | 182.32 |
| Effective Tax Rate (%) | 24.96% | 30.23% |

45. Details related to borrowings secured against current assets:

The company has given current assets (trade receivables and inventories) as security for working capital (fund and non-fund based limits) obtained from State Bank Of India. This is applicable for year ended 31st March 2023 and 31st March 2022. The Company submitted the required information with the bank and the required reconciliation is presented below:

For the period ending March 31st 2023

| Nature of current assets offered as security | Quarter | Amount disclosed as per statement | Amount as per books of accounts | Variance | Remarks |
|--|---------------|-----------------------------------|---------------------------------|----------|---|
| Inventories and trade receivables | Q1 FY 2022-23 | 1076.70 | 1070.97 | 5.73 | Minor difference while finalization of account |
| Inventories and trade receivables | Q2 FY 2022-23 | 967.96 | 966.09 | 1.87 | Minor difference while finalization of account |
| Inventories and trade receivables | Q3 FY 2022-23 | 967.76 | 967.76 | 0 | |
| Inventories and trade receivables | Q4 FY 2022-23 | 796.70 | 947.69 | -150.99 | Statement to bank was submitted with data as at March 28 th 2023, and therefore the variance |

For the period ending March 31st 2022

| Nature of current assets offered as security | Quarter | Amount as per books of accounts | Amount as per books of accounts | Variance | Remarks |
|--|---------------|---------------------------------|---------------------------------|----------|---------|
| Inventories and trade receivables | Q1 FY 2021-22 | NA | NA | NA | |
| Inventories and trade receivables | Q2 FY 2021-22 | NA | NA | NA | |
| Inventories and trade receivables | Q3 FY 2021-22 | NA | NA | NA | |
| Inventories and trade receivables | Q4 FY 2021-22 | 837.56 | 837.56 | Nil | |

46. Other Statutory Information

- a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- b) The Company does not have any transactions with struck off companies.
- c) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

- d) The Company has not traded or invested in Crypto currency or Virtual Currency during the period ending 31st March 2023 and year ended 31st March, 2022.
- e) 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:
- i. 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
 - ii. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- f) The Company has 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:
- i. 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
 - ii. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- g) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- h) The company is in compliance with the requirements of layers of companies.
47. Name of the company has been changed from Yatharth Hospital & Trauma Care Services Private Limited to Yatharth Hospital & Trauma Care Services Limited during the financial year 2021-22

Notes to Standalone Financial Statements

(all amounts in Rs. millions, unless otherwise stated)

48. Ratios as per Schedule III requirement

| | | <u>2022-23</u> | <u>2021-22</u> |
|----------------------|---------------------|----------------|----------------|
| Current Ratio | | | |
| Numerator | Current Assets | 1,573.38 | 1,108.49 |
| Denominator | Current Liabilities | 616.90 | 890.78 |
| Ratio | | 2.55 | 1.24 |
| %Change | | 104.95% | |

Reason for change :- The current assets of the company have increased in tandem with the business operations of the company. However with better fund availability, the company paid its creditors and has sought early payment discounts from the vendor.

| | | | |
|--------------------------|--|----------------|-------------|
| Debt Equity Ratio | | | |
| Numerator | Long Term Borrowings + Short Term Borrowings | 1,136.28 | 1,091.97 |
| Denominator | Shareholders Funds | 1,761.28 | 1,117.11 |
| Ratio | | 0.65 | 0.98 |
| %Change | | -34.00% | |

Reason for change :- The change is on account of increase in shareholder fund due to accumulated profit during the period.

| | | | |
|------------------------------------|---|---------------|-------------|
| Debt Service Coverage Ratio | | | |
| Numerator | EBIDTA | 1,069.02 | 854.46 |
| Denominator | Principal repayments of Long term borrowings & Interest | 377.50 | 392.00 |
| Ratio | | 2.83 | 2.18 |
| %Change | | 29.92% | |

Reason for change :- The EBIDTA has increased over a period of time whereas the loan liabilities have come down as part of the overall agreements with lenders.

| | | | |
|---|------------------------|---------------|---------------|
| Return on Equity/ Investment Ratio | | | |
| Numerator | Net Profit after Taxes | 644.17 | 423.55 |
| Denominator | Shareholder's Equity | 1,761.28 | 1,117.11 |
| Ratio | | 36.57% | 37.91% |
| %Change | | -3.54% | |

| | | | |
|---------------------------------|-------------------|---------------|---------------|
| Inventory Turnover Ratio | | | |
| Numerator | Sales | 3,715.14 | 2,985.90 |
| Denominator | Average Inventory | 27.86 | 25.45 |
| Ratio | | 133.36 | 117.31 |
| %Change | | 13.67% | |

| | | | |
|---|-------------------------|----------------|-------------|
| Trade Receivables Turnover Ratio | | | |
| Numerator | Net Sales | 3,715.14 | 2,985.90 |
| Denominator | Avg Accounts Receivable | 810.81 | 540.03 |
| Ratio | | 4.58 | 5.53 |
| %Change | | -17.13% | |

| | | | |
|--------------------------------------|----------------------|---------------|-------------|
| Trade Payables Turnover Ratio | | | |
| Numerator | Net Credit Purchases | 624.32 | 591.55 |
| Denominator | Avg Trade Payables | 134.45 | 144.59 |
| Ratio | | 4.64 | 4.09 |
| %Change | | 13.50% | |

Net Capital Turnover Ratio

| | | | |
|----------------|---|----------------|--------------|
| Numerator | Net Sales | 3,715.14 | 2,985.90 |
| Denominator | Working Capital (Current Assets- Current Liabilities) | 956.48 | 217.71 |
| Ratio | | 3.88 | 13.71 |
| %Change | | -71.68% | |

Reason for change:- For commercial reasons, the company decided to pay its creditors. This effort led to increase in working capital requirements.

Net Profit Ratio

| | | | |
|----------------|------------|---------------|---------------|
| Numerator | Net Profit | 644.17 | 423.55 |
| Denominator | Net Sales | 3,715.14 | 2,985.90 |
| Ratio | | 17.34% | 14.18% |
| %Change | | 22.24% | |

Return on Capital Employed

| | | | |
|----------------|-----------------------------------|---------------|---------------|
| Numerator | Earning before Interest and Taxes | 934.74 | 704.33 |
| Denominator | Capital Employed | 2,940.53 | 2,258.53 |
| Ratio | | 31.79% | 31.19% |
| %Change | | 1.93% | |

Notes to Financial Statements

(All amounts in Rs. millions, unless otherwise stated)

- 49.** The company had filed Draft Red Herring Prospectus (DRHP) with SEBI on 31st March, 2022 for the fresh issue of capital amounting to Rs. 6,100 Million and Offer for Sale (OFS) of 6,551,690 equity shares. Based on submissions made in the DRHP and other clarifications provided by the company, SEBI has issued The Observation Letter on 02nd August, 2022, enabling the company to proceed further for the issue of fresh capital and OFS. To the extent provided under relevant SEBI regulations the Company has option to change the quantum of fresh issue of capital and/ or the OFS, as the case may.
- 50.** The previous year figures have been regrouped /reclassified to confirm with the current year requirements.
- 51.** These Financial Statements were approved by Board in its Meeting held on 17/06/2023 at Noida.

As per our report of even date attached.

**For R. Nagpal Associates
Chartered Accountants
Limited
Firm Registration No.: 002626N**

**For and on behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services**

**(Rohit Mehra)
Partner
M. No.: 093910
Place: Noida
Dated: 17/06/2023**

**Dr Ajay Kumar
Tyagi
Chairman &
Whole-Time
Director
DIN:01792886**

**Dr. Kapil Kumar
Managing
Director
DIN: 01818736**

**Ritesh Mishra
Co. Secretary &
Compliance
Officer
M. No 51166**

**Pankaj Prabhakar
CFO
AGFPP2937**

Independent Auditor's Report

Consolidated

To the Members of
Yatharth Hospital & Trauma Care Services Limited (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.)

Report on the Audit of the Consolidated Indian Accounting Standards (Ind AS) Financial Statements

Opinion

We have audited the accompanying Consolidated Ind AS financial statements of Yatharth Hospital & Trauma Care Services Limited (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) (hereinafter referred to as "the Holding Company"), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the Consolidated Balance Sheet as at 31st March 2023, the Consolidated Statement of Profit & Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS 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 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 the 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 Group as at March 31, 2023 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Ind AS financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated Ind AS financial statement.

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

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

Our opinion on the consolidated Ind AS 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 consolidated Ind AS financial statements, our responsibility is to read the other information, consider whether the other information is materially inconsistent with the consolidated Ind AS 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.

Responsibility of Management for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity, and consolidated cash flows of the Holding Company in accordance with the accounting principles generally accepted in India, including the

accounting Standards specified under section 133 of the Act. The respective Boards of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, management is responsible for assessing the Holding Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of directors management either intends to liquidate the Holding Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Holding company's financial reporting process of the Group..

Auditor's Responsibility for the Audit of the Consolidated Ind AS 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 consolidated Ind AS 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.
- 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 Holding 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 Holding Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated financial statements.

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

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

Other Matters

1. We did not audit the financial statements of 3 (Three) subsidiaries namely AKS Medical & Research Centre Private Limited, Ramraja Multispeciality Hospital & Trauma Centre Pvt Ltd and Sanskar Medica India Limited whose financial statements reflect total assets of Rs.2,196.78 Millions as at 31st March 2023, total revenues of Rs.1,497.75 Millions for the year then ended on that date, as considered in the consolidated financial statements.

These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
- (d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies, is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Company and its subsidiary companies. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- (h) 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 Consolidated Ind AS Financial statement disclose the impact of pending litigations on the consolidated financial position of the group - Refer Note 38 to the consolidated Ind AS financial statements.
 - ii. The Group does not have any material foreseeable losses in respect of any long-term contracts including derivative contracts;
 - iii. There are no amounts that were due for being transferred to the Investor Education and Protection Fund by the Holding Company and subsidiary companies.
 - iv. (a) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or any of such subsidiaries to or in any other person or entity, including foreign entity (“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 or any of such subsidiaries (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries 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.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The company has not declared or paid any dividend during the year.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company and its subsidiaries with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor’s Report) Order, 2020 (the “Order”/ “CARO”) issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor’s report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For R. NAGPAL ASSOCIATES
Chartered Accountants
Firm Registration No. 002626N

(CA ROHIT MEHRA)
Partner
Membership No. 093910
UDIN:23093910BGUFVU9045

Place: Noida

Dated: 17.06.2023

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ of our report to the Members of Yatharth Hospital & Trauma Care Services Limited (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) 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”)

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls over financial reporting of Yatharth Hospital & Trauma Care

Services Limited (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) (hereinafter referred to as the "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, 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 the Institute of Chartered Accountants of India ("ICAI") and the 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 was 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

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 dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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 March 31, 2023, 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.

For R. NAGPAL ASSOCIATES
Chartered Accountants
Firm Registration No. 002626N

(CA ROHIT MEHRA)
Partner
Membership No. 093910
UDIN:23093910BGUFVU9045

Place: Noida

Dated: 17.06.2023

Consolidated Statement of Assets & Liabilities

(All amounts in million, unless otherwise stated)

| Particulars | Note No. | As at March 31, 2023 | As at March 31, 2022 |
|--|----------|----------------------|----------------------|
| ASSETS | | | |
| I Non-current assets | | | |
| (a) Property, Plant and Equipment | 2 | 2,553.09 | 2,577.81 |
| (b) Intangible Assets | 3 | - | 0.07 |
| (c) Capital work in progress | | - | - |
| (d) Right-of-use of assets | 30 | 35.12 | 56.12 |
| (e) Goodwill | 46 | 397.01 | 397.01 |
| (f) Financial Assets | | | |
| (i) Other Financial Assets | 4 | 19.56 | 22.25 |
| (g) Deferred Tax Assets (Net) | 16 | 82.79 | 54.53 |
| (h) Other Non Current Assets | 5 | 9.41 | 58.45 |
| Total non-current assets | | 3,096.98 | 3,166.23 |
| II Current assets | | | |
| (a) Inventories | 6 | 60.70 | 51.95 |
| (b) Financial Assets | | | |
| (i) Trade receivables | 7 | 1,076.44 | 855.38 |
| (ii) Cash and cash equivalents | 8 | 374.32 | 117.07 |
| (iii) Bank Balance other than (ii) above | 9 | 10.11 | 3.74 |
| (c) Current Tax assets (Net) | 10 | 111.78 | 30.23 |
| (d) Other Current assets | 11 | 129.31 | 35.63 |
| Total current assets | | 1,762.67 | 1,094.00 |
| Total Assets | | 4,859.66 | 4,260.23 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Equity Share Capital | 12 | 655.17 | 655.17 |
| Other Equity | 13 | 1,174.47 | 513.68 |
| Equity attributable to the owners of the company | | 1,829.64 | 1,168.85 |
| Non-controlling interest | | - | - |
| Total Equity | | 1,829.64 | 1,168.85 |
| II Non-current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 14 | 2,005.94 | 2,073.82 |
| (ii) Lease Liabilities | 30 | 15.91 | 36.74 |
| (b) Provisions | 15 | 12.99 | 9.78 |
| (c) Deferred tax liabilities (Net) | 16 | - | - |
| Total non-current liabilities | | 2,034.84 | 2,120.34 |
| III Current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 17 | 631.82 | 508.06 |
| (ii) Lease Liabilities | 30 | 20.45 | 19.12 |
| (iii) Trade payables | 18 | | |
| (a) Total outstanding dues of Micro Enterprises and Small Enterprises | | 15.08 | 22.81 |
| (b) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises | | 153.69 | 181.31 |
| (iv) Other financial liabilities | 19 | 142.40 | 145.36 |
| (b) Other current liabilities | 20 | 31.15 | 32.28 |
| (c) Provisions | 21 | 0.59 | 62.10 |
| Total current liabilities | | 995.18 | 971.05 |
| Total Equity and Liabilities | | 4,859.66 | 4,260.23 |

The above statement should be read with significant accounting policies forming part of the Restated Consolidated Financial Information in Annexure V, and Notes to Restated Consolidated Financial Information in Annexure VI.

As per our report of even date

For R.Nagpal Associates
CHARTERED ACCOUNTANTS
Firm Registration No.002626N

(Rohit Mehra)
Partner
M. No. 093910
Place: Noida
Dated: 17/06/2023

On behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited
CIN:U85110DL2008PLC174706

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886

Dr. Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166

Pankaj Prabhakar
CFO
AGFPP2937A

Consolidated Statement of Profit & Loss

(All amounts in million, unless otherwise stated)

| Particulars | Note No | For the year ended March 31, 2023 | For the year ended March 31, 2022 |
|--|---------|--------------------------------------|--------------------------------------|
| Income | | | |
| I Revenue from operations | 22 | 5,202.93 | 4,009.37 |
| II Other income | 23 | 28.07 | 16.49 |
| III Total income (I+II) | | 5,231.00 | 4,025.86 |
| IV Expenses: | | | |
| Cost of Material Consumed | 24 | 929.35 | 813.28 |
| Employee benefits expense | 25 | 919.30 | 804.68 |
| Finance cost | 26 | 213.87 | 214.86 |
| Depreciation and amortization expenses | 27 | 275.07 | 278.68 |
| Other expenses | 28 | 2,016.63 | 1,283.29 |
| Total expenses | | 4,354.22 | 3,394.80 |
| V Profit / (Loss) before tax (III-IV) | | 876.78 | 631.06 |
| VI Tax expense: | | | |
| (1) Current tax | | 246.66 | 180.09 |
| (2) Income tax of earlier years | | 1.61 | - |
| (3) MAT credit availed/reversed | | 11.03 | 18.02 |
| (4) Deferred tax (net) | | (40.19) | (8.68) |
| Total tax expenses | | 219.10 | 189.44 |
| VII Profit/(Loss) for the year (V-VI) | | 657.68 | 441.62 |
| VIII Other comprehensive income | | | |
| (a)(i) Items that will not be reclassified to profit or loss | | - | - |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| (b) (i) Items that will be reclassified to profit or loss | | 4.01 | 3.77 |
| (ii) Income tax relating to items that will be reclassified to profit or loss | | (0.90) | (1.10) |
| Other comprehensive income for the period/Year | | 3.11 | 2.67 |
| IX Total comprehensive income (VII+VIII)(Comprising Profit/ (Loss) and Other Comprehensive Income for the period) | | 660.79 | 444.30 |
| Profit/(Loss) for the period/year attributable to | | | |
| To the Owners of the company | | 657.68 | 441.62 |
| Non-Controlling Interest | | - | - |
| Other comprehensive income for the period/year attributable to: | | | |
| To the Owners of the company | | 3.11 | 2.67 |
| Non-Controlling Interest | | - | - |
| Total Comprehensive Income for the period attributable to: | | | |
| To the Owners of the company | | 660.78 | 444.30 |
| Non-Controlling Interest | | - | - |
| X Earnings per equity share - Rs | | | |
| (1) Basic | 29 | 10.09 | 6.78 |
| (2) Diluted | | 10.09 | 6.78 |

The above statement should be read with significant accounting policies forming part of the Restated Consolidated Financial Information in Annexure V, and Notes to Restated Consolidated Financial Information in Annexure VI.

As per our report of even date

For R.Nagpal Associates
CHARTERED ACCOUNTANTS
Firm Registration No.002626N

(Rohit Mehra)
Partner
M. No. 093910
Place: Noida
Dated: 17/06/2023

On behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886

Dr. Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166

Pankaj Prabhakar
CFO
AGFPP2937A

Consolidated Statement of Cash Flow

(All amounts in million, unless otherwise stated)

| Particulars | For the year ended March 31, 2023 | For the year ended March 31, 2022 |
|---|--------------------------------------|--------------------------------------|
| A. Cash flow from operating activities | | |
| Profit/(Loss) before tax and exceptional items | 876.78 | 631.06 |
| Adjustments for: | | |
| Depreciation and Amortization expense | 275.07 | 278.68 |
| Finance costs | 213.87 | 214.86 |
| Interest on bank deposits | (1.41) | (1.02) |
| Operating profit before working capital changes | 1,364.30 | 1,123.58 |
| Working capital adjustments | | |
| (Increase)/Decrease in Trade receivables | (221.06) | (487.73) |
| (Increase)/Decrease in Inventories | (8.74) | (18.06) |
| (Increase)/Decrease in Financial Assets and other Current and Non-Current Assets | (91.01) | 25.26 |
| Increase (Decrease) in Financial Liabilities & Other Current and Non-Current Liabilities | (39.43) | 73.36 |
| Increase (Decrease) in Current and Non current Provisions | 7.75 | 13.14 |
| Cash generated from operations | 1,011.81 | 729.56 |
| Income tax (paid)/Refund (net) | (373.98) | (130.21) |
| Net cash inflow from (used in) operating activities --- 'A' | 637.84 | 599.35 |
| B. Cash flow from Investing activities | | |
| Purchase of Property, plant and equipment including capital work in progress and capital advances and capital creditors | (198.14) | (131.34) |
| Acquisition of Fixed Assets-Net of Liabilities On account of Business Combination | - | (262.30) |
| Investment in Subsidiary | - | (126.91) |
| Interest on Bank deposits | 1.41 | 1.02 |
| Investment in bank deposits having original maturity of more than three months | (6.37) | (2.22) |
| Net cash used in investing activities ---- 'B' | (203.10) | (521.75) |
| C. Cash flow from Financing activities | | |
| Net movement of long term borrowings and short term borrowings | | |
| Finance Cost | 36.39 | 203.62 |
| | (213.87) | (214.86) |
| Net cash used in financing activities---'C' | (177.48) | (11.24) |
| Net increase/(Decrease) in cash or cash equivalent (A+B+C) | 257.25 | 66.37 |
| Cash & cash equivalent at the commencement of the period | 117.07 | 50.00 |
| Add: On account of Business Combination | - | 0.71 |
| Cash & cash equivalent at the end of the period | 374.32 | 117.07 |
| Reconciliation of cash and cash equivalents as per the cash flow statement | | |
| Balance with banks in current accounts | | |
| Cash in hand | 356.80 | 113.64 |
| Bank Deposits with maturing with in 3 months- pledged with banks | 15.45 | 2.93 |
| Total | 374.32 | 117.07 |

For R.Nagpal Associates
CHARTERED ACCOUNTANTS
Firm Registration No.002626N

On behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited
CIN:U85110DL2008PLC174706

(Rohit Mehra)
Partner
M. No. 093910
Place: Noida
Dated: 17/06/2023

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886

Dr. Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra

Pankaj Prabhakar

Co. Secretary & Compliance Officer
M. No 51166

CFO
AGFPP2937A

Consolidated Statement of changes in Equity

(All amounts in million, unless otherwise stated)

Equity Share Capital :

| Particulars | As at March 31, 2023 | | As at March 31, 2022 | |
|---|----------------------|---------------|----------------------|---------------|
| | Number of Shares | Amount | Number of Shares | Amount |
| Shares outstanding at the beginning of the reporting year | 65.52 | 655.17 | 16.38 | 163.79 |
| Change in equity share capital during the year | | | 49.14 | 491.38 |
| Share outstanding at the end of the year | 65.52 | 655.17 | 65.52 | 655.17 |

Other Equity:

| Particulars | Securities | Retained | Other | Equity | Equity | Total Equity |
|---|-----------------|---------------|----------------------|---|--|-----------------|
| | Premium Account | Earnings | Comprehensive Income | attributable to shareholders of the company | attributable to Non Controlling Interest | |
| Balance at 1st April, 2021 | 176.60 | 384.13 | 0.02 | 560.76 | 82.28 | 643.04 |
| Surplus in the statement of profit and loss transferred during the year | - | 441.62 | - | 441.62 | - | 441.62 |
| Movement on account of equity purchase by Company | - | - | - | - | (82.28) | (82.28) |
| Restated Balances at the closing of the year | 176.60 | 825.76 | 0.02 | 1,002.38 | - | 1,002.38 |
| Issue of Bonus Shares | (176.60) | (314.77) | - | (491.38) | - | (491.38) |
| Total Comprehensive Income for the current year | - | - | 2.67 | 2.67 | - | 2.67 |
| Balance at 31st March, 2022 | - | 510.98 | 2.70 | 513.68 | - | 513.68 |

| Particulars | Securities | Retained | Other | Equity | Equity | Total Equity |
|---|-----------------|-----------------|----------------------|---|--|-----------------|
| | Premium Account | Earnings | Comprehensive Income | attributable to shareholders of the company | attributable to Non Controlling Interest | |
| Balance at 1st April, 2022 | - | 510.98 | 2.70 | 513.68 | - | 513.68 |
| Surplus in the statement of profit and loss transferred during the year | - | 657.68 | - | 657.68 | - | 657.68 |
| Restated Balances at the closing of the year | - | 1,168.66 | 2.70 | 1,171.36 | - | 1,171.36 |
| Issue of Bonus Shares | - | - | - | - | - | - |
| Total Comprehensive Income for the current year | - | - | 3.11 | 3.11 | - | 3.11 |
| Balance at 31st March, 2023 | - | 1,168.66 | 5.81 | 1,174.47 | - | 1,174.47 |

For Reserves see Note No-13

The above statement should be read with significant accounting policies forming part of the Restated Consolidated Financial Information in Annexure V, and Notes to Restated Consolidated Financial Information in Annexure VI.

As per our report of even date attached to the financial statement

For R.Nagpal Associates
Chartered Accountants
Firm Registration No. 002626N

For and on behalf of the Board
Yatharth Hospital & Trauma Care Services Limited

(Rohit Mehra)
Partner
M. No. 093910

Place: Noida
Dated: 17/06/2023

Dr. Ajay Kumar Tyagi
Chairman & Whole-Time Director
DIN:01792886

Dr. Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra
Co. Secretary & Compliance Officer
M. No 51166

Pankaj Prabhakar
CFO
AGFPP2937A

Accounting Policies

Consolidated

1. General Information

1.1 About the company

Yatharth Hospital & Trauma Care Services Limited ("The Company") (Formerly Known as Yatharth Hospital & Trauma Care Services Pvt. Ltd.) was incorporated in New Delhi on 28th February 2008. The Company has its registered office at JA, 108 DLF, Tower A, Jasola District, Centre South Delhi 110025. The company has its corporate office at Sector 1, Greater Noida (West), Uttar Pradesh 201308.

The Group is primarily involved in the business of providing healthcare services, operating hospitals and other allied services, as may be required for the provision of healthcare services.

1.2 Basis of preparation

Basis of preparation of financial statements:

The Consolidated Financial Statements have been prepared in accordance with the Indian accounting standard (Ind AS), notified under section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time. The Group has adopted all the applicable Ind AS. The Consolidated Financial Statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. The Group has decided to round off the figures to the nearest Millions.

The Company consolidates its subsidiaries and other company in which it exercises control (referred to as Consolidated Companies). Subsidiaries are entities where the group exercises or controls more than one half of its total share capital. The net assets and results of acquired businesses are included in the consolidated financial statements from their respective dates of acquisition, being the date on which the Group obtains control. The results of disposed businesses are included in the consolidated financial statements up to their date of disposal, being the date on which control ceases.

The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year. The financial statement of the Company with those of the Companies consolidated have been combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra group balances, intra group transactions and the unrealised profits / losses, unless cost / revenue cannot be recovered.

The excess of cost to the Group of its investment, on the acquisition dates over and above the Group's share of equity in the Companies Consolidated, is recognised as Goodwill on Consolidation being an asset in the consolidated financial statements. The said Goodwill is not amortised, however, it is tested for impairment as at each Balance Sheet date and the impairment loss, if any, is provided for. On the other hand, where the share of equity in Companies consolidated as on the date of investment is in excess of cost of investments of the Group, it is recognised as Capital Reserve and shown under the head Other Equity in the Consolidated Financial Statements.

Investment in Associates is accounted for in Consolidated Financial Statements as per Equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.

Non controlling interests in the net assets of Companies consolidated is identified and presented in the Consolidated Balance Sheet separately within equity. Non controlling interests in the net assets of Consolidated companies consists of:

- The amount of equity attributable to non controlling interests at the date on which investment is made; and
- The non controlling interests share of movements in equity since the date parent subsidiary relationship came into existence.

The Profit and other comprehensive income attributable to non controlling interests are shown separately in the Consolidated Statement of Profit and Loss.

The Consolidated Financial Information includes the financial information of Yatharth Hospital & Trauma Care Services Private Limited and its subsidiaries as set out below:

| Name of Company | Country of Incorporation | Year ended | |
|--|--------------------------|----------------|----------------|
| | | March 31, 2023 | March 31, 2022 |
| AKS Medical & Research Centre Pvt. Ltd. | India | 100% | 100% |
| Sanskar Medica India Limited | India | 100% | 100% |
| Ramraja Multispeciality Hospital & Trauma Centre Private Limited | India | 100% | 100% |

Use of estimates and judgements:

The preparation of consolidated financial statements requires management to make judgements, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgements based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

1.3 Summary of Significant accounting policies

1.3.1 Revenue Recognition

Revenue from operations

The Group's revenue from medical and healthcare services comprises of income from hospital services and sale of pharmacy items.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services.

Income from hospital services comprises of fees charged for inpatient and outpatient hospital services. The performance obligations for this stream of revenue include accommodation, surgery, medical/clinical professional services, food and beverages, investigations and supply of pharmaceutical and related products.

Revenue is measured based on the transaction price, which is the fixed consideration adjusted for components of variable consideration which constitutes discounts, estimated disallowances and any other rights and obligations as specified in the contract with the customer. Revenue also excludes taxes collected (if any) from customers and deposited back to the respective statutory authorities.

Revenue is recognised at the point in time for the outpatient hospital services when the related services are rendered at the transaction price. With respect to the inpatients hospital services the revenue is recognized at the transaction price on such patients where the hospital services are rendered completely.

Revenue from sale of pharmacy and food and beverages (other than hospital services), where the performance obligation is satisfied at a point in time, is recognised when the control of goods is transferred to the customer.

The company applies the most likely amount method or the expected value method to estimate the variable consideration in the contract. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The most likely amount is used for those contracts with a single volume threshold, while the expected value method is used for those with more than one volume threshold. The company then applies the requirements on constraining estimates in order to determine the amount of variable consideration that can be included in the transaction price and recognised as revenue.

Contract assets represents value to the extent of medical and healthcare services rendered to the patients who are undergoing treatment/ observation on the balance sheet date and is not billed as at the balance sheet date.

Other Income

Interest on deposits, loans and debt instruments are measured at amortized cost. Interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Other Income includes rental income, being recognized on due basis and sale at canteen to employee and others; which is recognized at a point of sale.

1.3.2 Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated at original cost of acquisition including incidental expenses and all the borrowing costs, which are directly attributable to the acquisition of assets and installation of the concerned assets. PPE are shown net of accumulated depreciation.

The Company has elected to continue with the carrying value for all of its Property, Plant and Equipment recognised as of April 01, 2018 (date of transition to Ind AS) measured as per the previous GAAP and used that carrying value as its deemed cost as at the date of transition.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation has been charged as per new rules as provided by The Companies Act, 2013. For PPE acquired during the year, depreciation is provided on pro rata basis from the date the assets were put to use. The carrying amount of a property, plant and equipment is de-recognised when no future economic benefits are expected from its use or on disposal. Assets taken on long term lease are amortized over the balance period of lease.

Depreciation on property, plant and equipment is provided on written down value method based on estimated useful life of assets as prescribed in part C of schedule II to the Companies Act, 2013.

| Assets | Useful Life |
|------------------------|-------------|
| Building | 60 Years |
| Plant and Machinery | 5-15 years |
| Furniture and Fittings | 8 years |
| Air-conditioners | 10 years |
| Electric installations | 10 years |
| Office Equipments | 5 years |
| Vehicles | 8 years |
| Computers | 3 years |

The property, plant and equipment acquired under finance leases, if any, is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

Freehold land is not depreciated. Lease hold land is depreciated over the balance period of lease, once the building or any other asset erected over such period of land is put to use.

Based on the planned usage of certain specific assets and technical assessment, the management has estimated the useful lives of Property, plant and equipment as below:

- Individual asset not exceeding Rs. 5,000 have been fully depreciated in the year of purchase.
- Leasehold improvements are amortised over the period of the lease or estimated useful life, whichever is shorter.

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.

1.3.3 Taxes on Income

Tax Expenses:

Income Tax expense comprises of current tax and deferred tax charge or credit. Provision for current tax is made with reference to taxable income computed for the financial year for which the financial statements are prepared by applying the tax rates as applicable.

Current Tax-Current Income tax relating to items recognized outside the profit and loss is recognized outside the profit and loss (either in other comprehensive income or in other component of equity)

MAT- Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

Deferred Tax:-Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date i.e. timing difference between taxable income and accounting income. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed as at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will not be available against which deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets are recognized for the unused tax credit to the extent that it is probable that taxable profits will be available against which the losses will be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits.

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

1.3.4 Borrowing Costs

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

1.3.5 Leases

Right to Use Assets

The Company recognizes a right-to-use asset, on a lease by-lease basis, to measure that right-to-use asset an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet immediately before the date of initial application.

The cost of right-of-use assets includes the amount of lease liabilities recognised. Initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test.

Lease Liabilities

The Company recognise a lease liability at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on a lease-by-lease basis. In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

Short-term Leases and leases of low-value assets

The company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

1.3.6 Inventory

Inventories are stated at lower of cost or net realisable value. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Closing stock cost is determined on FIFO basis

1.3.7 Employee Benefits

The undiscounted amount of short-term employee benefits i.e. wages and salaries, bonus, incentive and annual leave etc. expected to be paid in exchange for the service rendered by employees are recognized as an expense except in so far as employment costs may be included within the cost of an asset during the period when the employee renders the services.

Retirement benefit in the form of provident fund and pension contribution is a defined contribution scheme and is recognized as an expense except in so far as employment costs may be included within the cost of an asset.

Gratuity is a defined benefit obligation. The liability is provided for on the basis of actuarial valuation made at the end of each financial year. The actuarial valuation is done as per Projected Unit Credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to profit or loss through OCI in the period in which they occur. Re measurements are not reclassified to profit or loss in subsequent periods.

1.3.8 Foreign Exchange Transactions

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency.

Transactions in foreign currency are recorded on initial recognition at the spot rate prevailing at the time of the transaction.

At the end of each reporting period

- Monetary items (Assets and Liabilities) denominated in foreign currencies are retranslated at the rates prevailing at that date.
- Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined.
- Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated Exchange differences on monetary items are recognized in profit or loss in the period in which they arise.

1.3.9 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:

- In the principal market for the asset or liability, or

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 minimising 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
- 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 recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

1.3.10 Financial Instrument

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

- a) **Recognition**
The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument
- b) **Measurement**
 - i) Financial assets
A financial asset is measured at amortised cost or fair value either through other comprehensive income or through profit or loss
 - ii) Financial liability
A financial liabilities is measured at amortized cost using the effective interest method or fair value through profit or loss.
 - iii) Initial recognition and measurement:
All financial assets and liabilities are recognized at fair value at initial recognition, plus or minus, any transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss.
 - iv) Subsequent measurement
Financial assets as subsequent measured at amortised cost or fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) as the case may be. Financial liabilities as subsequent measured at amortised cost or fair value through profit or loss.
- c) **Financial assets**
 - i) **Trade Receivables:**
Trade receivables are the contractual right to receive cash or other financial assets and recognized initially at fair value. Subsequently measured at amortized cost (Initial fair value less expected credit loss). Expected credit loss is the difference between all contractual cash flows that are due to the company and all that the company expects to receive (i.e. all cash shortfall), discounted at the effective interest rate.
 - ii) **Equity investments -Investment in Subsidiary, associates & Joint venture**
Investment in Subsidiary, associates & Joint venture is carried at cost as per Ind AS27

All other equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at Fair value to other comprehensive income (FVTOCI), then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

- d) **Cash and cash Equivalents:**
Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

- e) **Impairment of Financial Assets:**
The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

f) Financial liabilities

i) Trade payables:

Trade payables represent liabilities for goods and services provided to the Company prior to the end of financial year and which are unpaid. Trade payables are presented as current liabilities unless payment is not due within 12 months after the reporting period or not paid/payable within operating cycle. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

ii) Borrowings:

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

iii) Equity Instruments:

An equity instrument is any contract that evidences a residual interest in the assets of company after deducting all of its liabilities. Equity instruments are recognised at the proceeds received, net of direct issue costs.

g) Derecognition of financial instrument:

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

h) Offsetting of financial instruments:

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

i) Financial guarantee

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of IND AS 109 and the amount recognised less cumulative amortization.

1.3.11 Operating cycle:

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation 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.

1.3.12 Earning Per Share

The Earning per share is computed in accordance with the IND AS 33. Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

1.3.13 Provisions, Contingent Liabilities and Contingent Assets

- I. A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent liabilities, if material, are disclosed by way of notes and contingent assets, if any, is disclosed in the notes to financial statements. Contingent liabilities, which according to the management are not expected to materialize are not recognized in the financial statements are disclosed in the notes to the accounts. Contingent assets are neither recognized nor disclosed in financial statements.
- II. A provision is recognized, when Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made for the amount of obligation. The expense relating to the provision is presented in the profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pretax rate that reflects, when appropriate, the risks.

1.3.14 Segment Reporting

The company is mainly into the business of rendering hospital services. Other services like sale of medicine etc are ancillary to the main services and thus the only business segment, in terms of IND AS 108 and therefore no separate reporting under 'Segment Reporting' is required

1.3.15 Cash flows

Cash flows are reported using the indirect method, where by profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The Cash flows from operating, investing and financing activities of the company are segregated

1.3.16 Impairment of Assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to Other Comprehensive Income (OCI). For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

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

Goodwill is tested for impairment as at each Balance Sheet date and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

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

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 recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or Loss.

1.3.17 Current and non-current assets and liabilities

All financial assets and liabilities maturing within the time period of operating cycle which at present is 1 year are considered current assets or liabilities. All assets and liabilities, not being current are considered noncurrent assets or liabilities.

1.3.18 Expenditure during construction period:

Assets in the course of construction are capitalized in the assets and treated as capital work in progress and upon commissioning of project the assets are capitalised and transferred to appropriate category of PPE. At the point when an asset is operating at management's intended use, the cost of construction is transferred to appropriate category of PPE.

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

2. Property, Plant & Equipment

| Particulars | Lease Hold Land* | Free Hold Land | Buildings | Plant & Machinery | Furniture & Fittings | Office Equipments | Vehicles | Total |
|--|------------------|----------------|-----------------|-------------------|----------------------|-------------------|--------------|-----------------|
| Cost as at 1st April, 2021 | 180.31 | - | 1,782.30 | 868.46 | 45.15 | 314.02 | 60.53 | 3,250.76 |
| Additions | - | - | 27.08 | 23.84 | 4.54 | 25.48 | 16.45 | 97.39 |
| Additions through business combination | - | 25.31 | 228.09 | 182.92 | 30.43 | 142.99 | 7.54 | 617.17 |
| Disposals | - | - | - | - | - | - | - | - |
| Cost as at 31st March, 2022 (A) | 180.31 | 25.31 | 2,037.46 | 1,075.22 | 80.12 | 482.49 | 84.52 | 3,965.32 |
| Cost as at 1st April, 2022 | 180.31 | 25.31 | 2,037.46 | 1,075.22 | 80.12 | 482.49 | 84.52 | 3,965.32 |
| Additions | - | - | 48.32 | 149.72 | 11.90 | 18.50 | 0.84 | 229.28 |
| Additions through business combination | - | - | - | - | - | - | - | - |
| Disposals | - | - | - | - | - | - | - | - |
| Cost as at 31st March, 2023 (C) | 180.31 | 25.31 | 2,085.78 | 1,224.93 | 92.02 | 500.99 | 85.35 | 4,194.60 |
| Accumulated Depreciation | | | | | | | | |
| Accumulated Depreciation as at 1st April, 2021 | 5.62 | - | 205.48 | 395.08 | 16.68 | 164.76 | 34.76 | 822.39 |
| Depreciation for the year | 2.17 | - | 100.34 | 99.15 | 8.99 | 37.32 | 10.67 | 258.64 |
| Depreciation on business combinations | - | - | 49.54 | 124.79 | 22.99 | 101.86 | 7.31 | 306.49 |
| Disposals | - | - | - | - | - | - | - | - |
| Accumulated Depreciation as at 31st March, 2022 (B) | 7.79 | - | 355.36 | 619.03 | 48.66 | 303.94 | 52.74 | 1,387.51 |
| Accumulated Depreciation as at 1st April, 2022 | 7.79 | - | 355.36 | 619.03 | 48.66 | 303.94 | 52.74 | 1,387.51 |
| Depreciation for the year | 2.17 | - | 82.21 | 105.98 | 9.57 | 44.21 | 9.87 | 254.00 |
| Depreciation on business combinations | - | - | - | - | - | - | - | - |
| Disposals | - | - | - | - | - | - | - | - |
| Accumulated Depreciation as at 31st March, 2023 (D) | 9.96 | - | 437.57 | 725.00 | 58.23 | 348.14 | 62.61 | 1,641.51 |
| Net Carrying Amount | | | | | | | | |
| As at 31st March, 2022 (A-B) | 172.51 | 25.31 | 1,682.10 | 456.19 | 31.46 | 178.45 | 31.78 | 2,577.81 |
| As at 31st March, 2023 (C-D) | 170.34 | 25.31 | 1,648.21 | 499.93 | 33.80 | 152.75 | 22.75 | 2,553.09 |

*Leasehold Land is for a perpetual lease period of 90 Years

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

3. Intangible Assets

| Particulars | Computer Software | Total |
|--|-------------------|-------------|
| Cost as at 1st April, 2021 | - | - |
| Additions | - | - |
| Additions through business combination | 1.12 | 1.12 |
| Disposals | - | - |
| Cost as at 31st March, 2022 (A) | 1.12 | 1.12 |
| Cost as at 1st April, 2022 | 1.12 | 1.12 |
| Additions | - | - |
| Additions through business combination | - | - |
| Disposals | - | - |
| Cost as at 31st March, 2023 (C) | 1.12 | 1.12 |
| Accumulated Depreciation | | |
| Accumulated Depreciation as at 1st April, 2021 | - | - |
| Depreciation on business combination | 1.05 | 1.05 |
| Disposals | - | - |
| Accumulated Depreciation as at 31st March, 2022 (B) | 1.05 | 1.05 |
| Accumulated Depreciation as at 1st April, 2022 | 1.05 | 1.05 |
| Depreciation | 0.07 | 0.07 |
| Disposals | - | - |
| Accumulated Depreciation as at 31st March, 2023 (D) | 1.12 | 1.12 |
| Net Carrying Amount | | |
| As at 31st March, 2022 (A-B) | 0.07 | 0.07 |
| As at 31st March, 2023 (C-D) | - | - |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|----------|--|----------------------|----------------------|
| 4 | Other Financial Assets | | |
| | Security Deposits- with Government Departments | 8.49 | 9.91 |
| | Bank Deposits with more than 12 months maturity- Pledged with bank for bank guarantees | 11.07 | 12.34 |
| | Total | 19.56 | 22.25 |
| 5 | Other Non Current Assets | | |
| | Capital Advances | 9.41 | 40.55 |
| | Advance Income Tax and TDS (Net of Provisions) | - | 17.90 |
| | Total | 9.41 | 58.45 |
| 6 | Inventories | | |
| | (Valued at lower of cost or net realizable value) | | |
| | Consumable Pharmacy | 42.23 | 41.67 |
| | Consumables Stores | 18.47 | 10.28 |
| | Total | 60.70 | 51.95 |
| 7 | Trade Receivables | | |
| | (a) Trade Receivables considered good - Secured | | |
| | Others | - | - |
| | (b) Trade Receivables considered good - Unsecured | | |
| | Related parties | - | - |
| | Others | 1,148.21 | 912.22 |
| | | 1,148.21 | 912.22 |
| | Less: - Provision for Credit risk | 71.76 | 56.84 |
| | Net Trade Receivables | 1,076.44 | 855.38 |
| | (c) Trade Receivables which have significant increase in Credit Risk-Doubtful | - | - |
| | Total | 1,076.44 | 855.38 |

Trade receivables are unsecured and are derived from revenue earned from providing medical, healthcare and other ancillary services. No interest is charged on the outstanding balance, regardless of the age of the balance. The group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss towards expected risk of delays and default in collection.

The group has used a practical expedient by computing the expected credit loss allowance based on recovery pattern of receivables in the past. Management makes specific provision in cases where there are known specific risks of customer default in making repayments. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

Trade Receivable aging schedule

As at 31st March, 2023

| Particulars | Outstanding for following periods | | | | | Total |
|--|-----------------------------------|-----------------|-----------|-----------|-------------------|-----------------|
| | Less than 6 months | 6 Months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| a) Undisputed Trade receivables- Considered Good | 882.85 | 220.04 | 45.30 | 0.01 | - | 1,148.21 |
| b) Undisputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| c) Undisputed Trade receivables- Credit Impaired | - | - | - | - | - | - |
| d) Disputed Trade receivables- Considered Good | - | - | - | - | - | - |
| e) Disputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| f) Disputed Trade receivables- Credit Impaired | - | - | - | - | - | - |

As at 31st March, 2022

| Particulars | Outstanding for following periods | | | | | Total |
|--|-----------------------------------|-----------------|-----------|-----------|-------------------|---------------|
| | Less than 6 months | 6 Months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| a) Undisputed Trade receivables- Considered Good | 680.04 | 230.97 | 1.22 | - | - | 912.22 |
| b) Undisputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| c) Undisputed Trade receivables- Credit Impaired | - | - | - | - | - | - |
| d) Disputed Trade receivables- Considered Good | - | - | - | - | - | - |
| e) Disputed Trade receivables- Considered Doubtful | - | - | - | - | - | - |
| f) Disputed Trade receivables- Credit Impaired | - | - | - | - | - | - |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|-----------|--|----------------------|----------------------|
| 8 | Cash and Cash Equivalents | | |
| | Balance with banks in current accounts | 354.24 | 111.52 |
| | UPI & Other Amount Recoverable | 2.56 | 2.12 |
| | Cash in hand | 15.45 | 2.93 |
| | Bank Deposits with maturing with in 3 months- pledged with banks | 2.08 | 0.51 |
| | Total | 374.32 | 117.07 |
| 9 | Bank balances other than cash and cash equivalents | | |
| | Bank Deposits & Interest accrued on Bank deposit | 10.11 | 3.74 |
| | Total | 10.11 | 3.74 |
| 10 | Current Tax Assets | | |
| | TDS & Advance income tax (net of provision for income tax) | 111.78 | 30.23 |
| | Total | 111.78 | 30.23 |
| 11 | Other Current Assets | | |
| | Staff Imprest and Advances | 1.62 | 4.27 |
| | Other amount recoverable | 59.23 | 8.67 |
| | Unamortized capital issue expenses | 63.04 | 21.41 |
| | Security Deposit-others | 5.43 | 1.28 |
| | Total | 129.31 | 35.63 |

* The Parent Company has incurred expenses towards various services received in connection with the proposed issue of fresh equity shares by the Company and the sale of equity shares by the existing shareholders by the way of Offer for Sale.

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

| | As at March 31, 2023 | As at March 31, 2022 |
|--|-------------------------|-------------------------|
| 12 Share Capitals | | |
| Authorized | | |
| 115,000,000 (Previous Year 115,000,000 & 20,000,000 Equity shares in 2021) of Rs. 10/- each | 1,150.00 | 1,150.00 |
| Total | 1,150.00 | 1,150.00 |
| Equity share capital | | |
| Issued, Subscribed & Paid up | | |
| 65,516,900 (Previous Year 65,516,900 Equity shares) of Rs. 10/- each | 655.17 | 655.17 |
| Issued, Subscribed & Not Paid up | | |
| NIL | - | - |
| Total | 655.17 | 655.17 |
| 12.1 Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period | | |
| Equity Shares | | |
| Number of Shares outstanding at the beginning of the year | 65,516,900 | 16,379,225 |
| Number of Shares issued during the year in cash | - | - |
| Number of Shares issued during the year other than in cash | - | 49,137,675 |
| Number of Shares brought back during the year | - | - |
| Shares outstanding at the end of the year | 65,516,900 | 65,516,900 |

12.2 Terms / rights attached to Equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share.

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

12.3 Equity Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held

| Name of Shareholder | As at March 31, 2023 | | As at March 31, 2022 | |
|----------------------|---------------------------|--------------|---------------------------|--------------|
| | No. of equity shares held | % of holding | No. of equity shares held | % of holding |
| Dr. Ajay Kumar Tyagi | 27,021,600 | 41.24% | 27,021,600 | 41.24% |
| Dr. Kapil Kumar | 12,164,400 | 18.57% | 12,164,400 | 18.57% |
| Dr. Manju Tyagi | 11,524,200 | 17.59% | 11,524,200 | 17.59% |
| Dr. Neena Tyagi | 7,019,600 | 10.71% | 7,019,600 | 10.71% |
| Mrs. Vimla Tyagi | 3,743,000 | 5.71% | 3,743,000 | 5.71% |

12.4 Equity shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestments, including terms and amounts

NIL

12.5 Aggregate number and class of equity shares allotted as fully paid up pursuant to contract without payment being received in cash, allotment by way of bonus shares or shares bought back

| Particulars | 2022-23 | 2021-22 | 2020-21 | 2019-20 | 2018-19 |
|---|---------|------------|---------|---------|---------|
| Company has allotted 49.14 million equity shares of Rs. 10 each, valued at Rs. 491.38 million on to existing shareholders by way of capitalisation of Share premium and accumulated Profit & Loss during FY 2021-22 | - | 49,137,675 | - | - | - |

12.6 The company does not have any holding company or ultimate holding company.

12.7 Shareholding of Promoters

| S. No. | Name of Shareholder | As at March 31, 2023 | | | As at March 31, 2022 | | |
|--------|-----------------------------|---------------------------|-------------------|----------------------|---------------------------|-------------------|----------------------|
| | | No. of equity shares held | % of total shares | % Change during Year | No. of equity shares held | % of total shares | % Change during Year |
| 1 | Dr. Ajay Kumar Tyagi | | | | | | |
| | Opening Balance | 27,021,600 | 41.24% | | 6,755,400 | 41.24% | |
| | Acquired During the year * | - | | | 20,266,200 | 30.93% | |
| | Closing Balance | 27,021,600 | 41.24% | - | 27,021,600 | 41.24% | 300.00% |
| 2 | Dr. Kapil Kumar | | | | | | |
| | Opening Balance | 12,164,400 | 18.57% | | 3,041,100 | 18.57% | |
| | Acquired During the year * | - | | | 9,123,300 | 13.93% | |
| | Closing Balance | 12,164,400 | 18.57% | - | 12,164,400 | 18.57% | 300.00% |

* Acquired by the way of Bonus shares issued by the Company

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

13 Other Equity

| Particulars | Securities Premium | Retained Earnings | Other Comprehensive Income | Equity attributable to shareholders of the company |
|---|--------------------|-------------------|----------------------------|--|
| Balance as at 1st April, 2021 | 176.60 | 384.13 | 0.02 | 560.76 |
| Surplus in the statement of profit and loss transferred during the year | - | 441.62 | - | 441.62 |
| Issue of Bonus Shares | (176.60) | (314.77) | - | (491.38) |
| Remeasurement of defined benefit liability (net of tax) | - | - | 2.67 | 2.67 |
| Balance as at 31st March, 2022 | - | 510.98 | 2.70 | 513.68 |

| Particulars | Securities Premium | Retained Earnings | Other Comprehensive Income | Equity attributable to shareholders of the company |
|---|--------------------|-------------------|----------------------------|--|
| Balance as at 1st April, 2022 | - | 510.98 | 2.70 | 513.68 |
| Surplus in the statement of profit and loss transferred during the year | - | 657.68 | - | 657.68 |
| Issue of Bonus Shares | - | - | - | - |
| Remeasurement of defined benefit liability (net of tax) | - | - | 3.11 | 3.11 |
| Balance as at 31st March, 2023 | - | 1,168.66 | 5.81 | 1,174.47 |

Securities Premium

Securities premium is used to record the premium received on issue of shares. It is utilized in accordance with the provisions of the Companies Act, 2013.

Retained Earnings

The amount that can be distributed by the company as dividends to pay its equity and preference (if any) shareholders.

Other Comprehensive Income

Remeasurement of defined benefit plans comprise of actuarial gains and losses.

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|-----------|---|----------------------|----------------------|
| 14 | Borrowings | | |
| | Secured | | |
| | Term loans (Indian currency) | | |
| | From banks | 1,941.84 | 2,003.16 |
| | From financial institutions | 51.32 | 51.70 |
| | | 1,993.16 | 2,054.86 |
| | Loan for Vehicles against hypothecation - Banks | 12.78 | 18.96 |
| | Unsecured | | |
| | From banks | - | - |
| | From financial institutions | - | - |
| | Total | 2,005.94 | 2,073.82 |

For terms and conditions, security and repayments please refer note no 35

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|-------------|--|----------------------|
| 15 | Provisions | |
| | Provision for employee benefit | 12.99 |
| | Total | 12.99 |
| 16 | Deferred Tax Liabilities-Net | |
| | Deferred tax liabilities | |
| | On account of Depreciation | 88.54 |
| | On account of Others | 0.52 |
| | Sub Total (A) | 89.05 |
| | Deferred tax Assets | |
| | On account of Losses and Tax disallowances | 144.79 |
| | On account of Others | 22.18 |
| | MAT credit entitlement | 4.87 |
| | Sub Total (B) | 171.85 |
| | Deferred Tax Liabilities-Net (A-B) | (82.79) |
| | For movement of deferred Tax, refer Note 16.1 | (54.53) |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

Note No. 16.1

Deferred Tax Assets/Deferred Tax Liabilities

As on 31st March, 2022

| Particulars | Opening balance | Recognised in Profit or loss | Acquired during the year | Other Comprehensive Income | Closing balance |
|---|-----------------|------------------------------|--------------------------|----------------------------|-----------------|
| Deferred tax assets in relation to: | | | | | |
| MAT Credit | 33.92 | (18.02) | - | - | 15.90 |
| Provision for employee benefits | 0.13 | 3.80 | - | (1.10) | 2.83 |
| Business loss & Tax disallowance benefit carried forward and others | 2.87 | 0.11 | 109.35 | - | 112.33 |
| On IND AS Adjustments | 4.76 | 11.71 | - | - | 16.47 |
| Deferred Tax Assets Total | 41.68 | (2.39) | 109.35 | (1.10) | 147.54 |
| Deferred tax liabilities on account of | | | | | |
| Due to depreciation | 78.57 | 7.29 | 5.87 | - | 91.73 |
| Others | 1.62 | (0.34) | - | - | 1.29 |
| Deferred Tax Liabilities Total | 80.19 | 6.95 | 5.87 | - | 93.01 |
| Deferred Tax Assets/(Liability) | (38.52) | (9.34) | 103.48 | (1.10) | 54.53 |

As on 31st March, 2023

| Particulars | Opening balance | Recognised in Profit or loss | Acquired during the year | Other Comprehensive Income | Closing balance |
|---|-----------------|------------------------------|--------------------------|----------------------------|-----------------|
| Deferred tax assets in relation to: | | | | | |
| MAT Credit | 15.90 | (11.03) | - | - | 4.87 |
| Provision for employee benefits | 2.83 | 1.62 | - | (0.90) | 3.55 |
| Business loss & Tax disallowance benefit carried forward and others | 112.33 | 32.46 | - | - | 144.79 |
| On IND AS Adjustments | 16.47 | 2.16 | - | - | 18.63 |
| Deferred Tax Assets Total | 147.54 | 25.20 | - | (0.90) | 171.85 |
| Deferred tax liabilities on account of | | | | | |
| Due to depreciation | 91.73 | (3.19) | - | - | 88.54 |
| Others | 1.29 | (0.77) | - | - | 0.52 |
| Deferred Tax Liabilities Total | 93.01 | (3.96) | - | - | 89.05 |
| Deferred Tax Assets/(Liability) | 54.53 | 29.16 | - | (0.90) | 82.79 |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|----------|---|----------------------|----------------------|
| 17 | Borrowings* | | |
| | Secured | | |
| | Working Capital from Banks | 162.94 | 100.46 |
| | Current maturities of Long Term Borrowings | | |
| | From banks | 431.75 | 322.44 |
| | From financial institutions | 31.51 | 26.47 |
| | Loan for Vehicles against hypothecation- Banks | 5.61 | 7.05 |
| | Unsecured | | |
| | From banks | - | - |
| | From financial institutions | - | - |
| | From Directors | - | 51.64 |
| | | 631.82 | 508.06 |

*For terms and conditions, security and repayments please refer note no 35

18 Trade payables (refer note no. 33)

| | | |
|--|--------|--------|
| (a) Due to Micro and small enterprises | 15.08 | 22.81 |
| (b) Due to others | 153.69 | 181.31 |

| | | |
|--------------|---------------|---------------|
| Total | 168.78 | 204.12 |
|--------------|---------------|---------------|

Trade Payables Ageing Schedule

As at 31st March, 2023

| Particulars | Less than 1 year | 1-2 Years | 2-3 Years | More than 3 Years | Total |
|--------------------------|------------------|-------------|-----------|-------------------|---------------|
| a) MSME | 15.08 | - | - | - | 15.08 |
| b) Others | 153.69 | 0.00 | - | - | 153.69 |
| c) Disputed dues- MSME | - | - | - | - | - |
| d) Disputed dues- Others | - | - | - | - | - |
| Total | 168.78 | 0.00 | - | - | 168.78 |

As at 31st March, 2022

| Particulars | Less than 1 year | 1-2 Years | 2-3 Years | More than 3 Years | Total |
|--------------------------|------------------|-----------|-----------|-------------------|---------------|
| a) MSME | 22.81 | - | - | - | 22.81 |
| b) Others | 181.31 | - | - | - | 181.31 |
| c) Disputed dues- MSME | - | - | - | - | - |
| d) Disputed dues- Others | - | - | - | - | - |
| Total | 204.12 | - | - | - | 204.12 |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

| Note No. | Particulars | As at March 31, 2023 | As at March 31, 2022 |
|-----------|---|-------------------------|-------------------------|
| 19 | Other Financial Liabilities | | |
| | Liability for land | - | - |
| | Interest accrued but not due | 1.13 | 0.73 |
| | Expenses Payable | 141.27 | 144.63 |
| | Total | 142.40 | 145.36 |
| 20 | Other Current Liabilities | | |
| | Statutory Dues | 26.46 | 25.33 |
| | Other Liabilities | - | 0.56 |
| | Advances from customer | 4.69 | 6.39 |
| | Total | 31.15 | 32.28 |
| 21 | Provisions | | |
| | Provision for employee benefit | 0.59 | 0.05 |
| | Provision for taxation - Net of Advance Tax | - | 62.06 |
| | Total | 0.59 | 62.10 |

Notes to Consolidated Financial Statements
(All amounts in million, unless otherwise stated)

| Note No. | Particulars | As at 31-March-2023 | As at 31-March-2022 |
|-----------|---|------------------------|------------------------|
| 22 | Revenue from operations | | |
| | Income from medical and healthcare services* | 5,202.93 | 4,009.37 |
| | Total | 5,202.93 | 4,009.37 |
| | <i>*Refer Note 34</i> | | |
| 23 | Other income | | |
| | Interest income on bank deposits | 1.41 | 1.02 |
| | Interest on income tax refund | 2.86 | 5.38 |
| | Other incomes- Sale of Food & Beverages | 21.96 | 9.34 |
| | Rental Income from telecom towers | 0.89 | 0.75 |
| | Interest income - INDAS | 0.01 | 0.00 |
| | Rental Income from Ambulance | 0.94 | - |
| | Total | 28.07 | 16.49 |
| 24 | Cost of Material Consumed | | |
| | Medicines consumed | | |
| | Opening balance | 41.67 | 20.67 |
| | Purchase | 444.21 | 521.20 |
| | Less: closing stock | (42.23) | (41.67) |
| | Material Consumed-A | 443.66 | 500.19 |
| | Consumable stores | | |
| | Opening balance | 10.28 | 13.23 |
| | Purchase | 493.88 | 310.14 |
| | Less: closing stock | (18.47) | (10.28) |
| | Stores Consumed-B | 485.69 | 313.09 |
| | TOTAL COST OF MATERIAL CONSUMED A+B | 929.35 | 813.28 |
| 25 | Employee benefits expense | | |
| | Salaries, wages and other benefits | 848.72 | 737.77 |
| | Director's Remuneration | 60.00 | 55.00 |
| | Key men insurance | 1.34 | 1.48 |
| | Staff welfare expenses | 9.24 | 10.43 |
| | Total | 919.30 | 804.68 |
| 26 | Finance cost | | |
| | Interest on secured loans | 203.80 | 190.46 |
| | Interest expense on Lease Liability | 2.21 | 2.98 |
| | Interest on unsecured loans | - | 0.57 |
| | Interest on Land | 0.13 | 13.47 |
| | Interest on Others-MSME | 0.13 | 0.18 |
| | Interest on Statutory Dues | 7.61 | 7.20 |
| | Total | 213.87 | 214.86 |
| 27 | Depreciation and amortization expenses | | |
| | Depreciation on Property, Plant & Equipment and Intangible Assets | 254.07 | 257.93 |
| | Depreciation on Leased Assets | 21.00 | 20.76 |
| | Total | 275.07 | 278.68 |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

| Note No. | Particulars | As at 31-March-2023 | As at 31-March-2022 |
|--------------------|--|------------------------|------------------------|
| 28 | Other expenses | | |
| | Specialist Charges | 930.91 | 510.22 |
| | Lab Expenses | 50.10 | 37.17 |
| | Power, Fuel & Utilities | 137.11 | 121.88 |
| | Advertisement & Marketing | 43.99 | 10.96 |
| | Vehicle running & maintenance | 27.69 | 25.70 |
| | Repair & maintenance | 179.63 | 87.50 |
| | Discount allowed | 426.17 | 260.55 |
| | Provision for Expected credit loss | 14.93 | 36.60 |
| | Bank & Finance Charge | 13.96 | 11.61 |
| | Filling Fees | 0.05 | 8.61 |
| | Legal & Professional Charges | 12.39 | 1.95 |
| | Canteen & food | 43.57 | 50.77 |
| | CSR Expenses | 6.70 | 3.00 |
| | Conveyance & travel | 27.57 | 12.89 |
| | Director's Sitting Fees | 0.93 | 0.42 |
| | Rent | 19.39 | 18.50 |
| | Printing & stationery | 2.51 | 8.24 |
| | Office expenses | 53.87 | 49.94 |
| | Communication Exp | 3.85 | 5.08 |
| | Insurance expenses | 3.45 | 0.72 |
| | Auditor's remuneration | | |
| | - For Audit fees | 1.12 | 0.73 |
| | Other Miscellaneous Expenses | 16.75 | 20.22 |
| | Total | 2,016.63 | 1,283.29 |
| 29 | Earning per Share | | |
| | Profit for the period/year attributable to owners of the company | 660.79 | 444.30 |
| | Shares | | |
| | Weighted Average number of equity shares at the beginning of the period/year | 65,516,900 | 65,516,900 |
| Add | Weighted Average number of equity shares issued during the period/year | - | - |
| | Weighted Average number of equity shares at the end of the period/year | 65,516,900 | 65,516,900 |
| | | - | - |
| Add/ (Less) | Bonus shares issued subsequent to period end considered for calculation of Earning per share for relevant periods. | - | - |
| | | 65,516,900 | 65,516,900 |
| Add/ (Less) | Items having dilutive impact on equity shares | - | - |
| | Weighted Average number of equity shares (without bonus shares) at the end of the year- Diluted EPS | 65,516,900 | 65,516,900 |
| | Earnings Per Share- Rs | 10.09 | 6.78 |
| | Diluted Earnings Per Share- Rs | 10.09 | 6.78 |
| | Weighted Average number of equity shares (with bonus shares) at the end of the year- Diluted EPS | 65,516,900 | 65,516,900 |
| | Earnings Per Share- Rs | 10.09 | 6.78 |
| | Diluted Earnings Per Share- Rs | 10.09 | 6.78 |

Notes to Consolidated Financial Statements
(All amounts in million, unless otherwise stated)

30 Right of Use Assets

A. Transition to Ind AS 116 "Leases"

A new lease standard i.e., Ind AS 116 has been notified to be effective w.e.f. 1 April 2019 which provide guidelines for the accounting of the lease contracts entered in the capacity of a lessee and a lessor. For the purpose of preparation of Restated Standalone Financial Information, the management has evaluated the impact of change in accounting policies on adoption of Ind AS 116 for the year ended 31 March 2019. Hence in these Restated Standalone Financial Information, Ind AS 116 has been adopted with effect from April 1, 2018 following modified retrospective method (i.e. on 1 April 2018 the company has measured the lease liability at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate and a right-of-use assets are measured at their carrying amount as if Ind AS 116 had been applied since the commencement date, discounted using the lessee's incremental borrowing rate at the date of initial application).

Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease, Appendix A of Ind AS 17 Operating Leases- Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognize most leases on the balance sheet.

Following are the changes in the carrying values of right of use assets for the period/year ended March 31, 2023 & 31 March 2022:

The company has elected not to apply the requirements of Ind AS 116 "Leases" to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term except inflation adjustment.

B. Following are the changes in the carrying values of right of use assets for the year ended March 31, 2023

| Following are the changes Particulars | Category of ROU Assets- Medical Equipment | Category of ROU Assets- Office | Total |
|--|--|-----------------------------------|---------------|
| Gross Block | | | |
| Balance as at April 01, 2021 | 123.57 | - | 123.57 |
| Additions | - | 1.24 | 1.24 |
| Deletion | - | - | - |
| Balance as at March 31, 2022--A | 123.57 | 1.24 | 124.81 |
| Additions | - | - | - |
| Deletion | - | - | - |
| Balance as at March 31, 2023--B | 123.57 | 1.24 | 124.81 |
| Accumulated Depreciation | | | |
| Accumulated Depreciation as at March 31, 2021 | 47.94 | - | 47.94 |
| Depreciation charge for the year | 20.58 | 0.17 | 20.76 |
| Disposals | - | - | - |
| Accumulated Depreciation as at March 31, 2022--C | 68.52 | 0.17 | 68.69 |
| Depreciation charge for the period | 20.58 | 0.41 | 21.00 |
| Disposals | - | - | - |
| Accumulated Depreciation as at March 31, 2023 --D | 89.11 | 0.59 | 89.69 |
| Net Carrying amounts | | | |
| As at March 31, 2022 (A-C) | 55.04 | 1.07 | 56.12 |
| As at March 31, 2023 (B-D) | 34.46 | 0.66 | 35.12 |

C. The following is the rental expense recorded for short-term leases, variable leases and low value assets

| Particulars | For the year ended March 31, 2023 | For the year ended 31 March 2022 |
|------------------|---|--|
| Short Term Lease | 19.39 | 18.50 |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

D. Following is the movement in lease liabilities for the year ended March 31, 2023

| Particulars | Lease liabilities |
|-------------------------------------|-------------------|
| Balance as at 1 April 2021 | 73.02 |
| Additions | 1.24 |
| Finance cost | 3.02 |
| Payment of lease liabilities | 21.43 |
| Balance as at 31 March 2022 | 55.85 |
| Non-current lease liabilities | 36.74 |
| Current lease liabilities | 19.12 |
| Balance as at 1 April 2022 | 55.85 |
| Additions | - |
| Finance cost | 2.21 |
| Payment of lease liabilities | 21.70 |
| Balance as at March 31, 2023 | 36.36 |
| Non-current lease liabilities | 15.91 |
| Current lease liabilities | 20.45 |

E. The following is the cash outflow on leases during the periods/years:

| Particulars | For the year ended March 31, 2023 | For the year ended 31 March 2022 |
|-------------------------------------|---|--|
| Payment of lease liabilities | 21.70 | 21.43 |
| Short-term lease expense | 19.39 | 18.50 |
| Total cash outflow on leases | 41.09 | 39.93 |

F. The table below provides details regarding the contractual maturities of lease liabilities as at period/year-end on an undiscounted basis:

| Particulars | For the year ended March 31, 2023 | For the year ended 31 March 2022 |
|-------------------|---|--|
| Less than 1 year | 28.37 | 28.80 |
| 1 to 5 years | 16.69 | 37.95 |
| More than 5 years | - | - |

The company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

Note 31 (i) : Fair Value Measurement

Categories of financial instruments

| Financial assets | As at March 31, 2023 | As at March 31, 2022 |
|--|-------------------------|-------------------------|
| Measured at amortized cost | | |
| (i) Trade receivables | 1,076.44 | 855.38 |
| (ii) Cash and Bank balance | 374.32 | 117.07 |
| (iii) Other Bank Balances | 10.11 | 3.74 |
| (iv) Other financial assets-non current | 19.56 | 22.25 |
| | 1,480.45 | 998.44 |
| Measured at Fair value | | |
| Investment other than investment in subsidiaries | - | - |
| Financial liabilities | As at March 31, 2023 | As at March 31, 2022 |
| Measured at amortized cost | | |
| (i) Borrowings | 2,637.76 | 2,581.88 |
| (ii) Other financial liabilities | 142.40 | 145.36 |
| (iii) Lease Liabilities | 36.36 | 55.85 |
| (iv) Trade and other payables | 168.78 | 204.12 |
| Total | 2,985.29 | 2,987.22 |

(i) Fair Value Hierarchy

Fair value measurements

| Particulars | Fair value as at | |
|------------------------------|-------------------------|-------------------------|
| | As at March 31, 2023 | As at March 31, 2022 |
| Financial assets | - | - |
| Financial Liabilities | - | - |

The fair values of current debtors, cash & bank balances, loan to related party, security deposit to government department, current creditors and current borrowings and other financial liability are assumed to approximate their carrying amounts due to the short-term maturities of these assets and liabilities.

| Particulars | Carrying value | |
|--|-------------------------|-------------------------|
| | As at March 31, 2023 | As at March 31, 2022 |
| i) Financial assets - Current | | |
| Trade receivables | 1,076.44 | 855.38 |
| Cash and cash equivalents | 15.45 | 2.93 |
| Bank Balances | 354.24 | 113.64 |
| Other Bank balances | 10.11 | 3.74 |
| ii) Financial liabilities - Current | | |
| Trade payables | 168.78 | 204.12 |
| Borrowing | 631.82 | 508.06 |
| Lease Liabilities | 20.45 | 19.12 |
| Other financial liabilities | 142.40 | 145.36 |

(ii) Valuation techniques used to determine Fair value

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount 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.

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

Note 31(ii) : FINANCIAL RISK MANAGEMENT

The Company's principal financial liabilities other than derivatives comprise loans and borrowings trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Lease assets, loans trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market risk credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The Company's principal financial liabilities comprise borrowings trade and other payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company principal financial asset includes loan trade and other receivables and cash and short-term deposits that arise directly from its operations.

The Company's activities are exposed to market risk, credit risk and liquidity risk.

I. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk interest rate risk and other price risks such as equity price risk and commodity price risk. Financial instruments affected by market risk include loans and borrowings deposits investments and derivative financial instruments.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regard to interest income and interest expenses and to manage the interest rate risk treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of the fixed rate and floating rate financial instruments in its total portfolio.

(i) The exposure of group borrowings to interest rate changes at the end of reporting period are as follows (except for lease liabilities)

| Particulars | As at March 31 2023 | As at March 31 2022 |
|--------------------------|---------------------|---------------------|
| Variable rate borrowings | 2,628.62 | 2,503.72 |
| Fixed rate borrowings | 12.43 | 26.52 |
| Total borrowings | 2,641.06 | 2,530.24 |

(ii) As at the end of reporting period the company had the following variable rate borrowings and interest rate swap contracts outstanding:

| Particulars | As at March 31, 2023 | | | As at March 31 2022 | | |
|---|--------------------------------|-----------------|------------------|--------------------------------|-----------------|------------------|
| | Weighted average interest rate | Balance | % of total loans | Weighted average interest rate | Balance | % of total loans |
| Borrowings | 9.57% | 2,628.62 | 99.53% | 6.73% | 2,503.72 | 98.95% |
| % of total loans | | | | | | |
| Net exposure to cash flow interest rate risk | | 2,628.62 | | | 2,503.72 | |

(iii) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

| Particulars | Increase/ Decrease in Basis Points | Impact on Profit before Tax for the FY ending | |
|-------------|------------------------------------|---|----------------------|
| | | As at March 31, 2023 | As at March 31, 2022 |
| INR | +50 | 13.14 | 12.52 |
| | - 50 | (13.14) | (12.52) |

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company has no foreign currency loans in current year end and previous year . Therefore no sensitivity is provided.

Notes to Consolidated Financial Statements
(All amounts in million, unless otherwise stated)

(c) Price Risk

The company exposure to equity securities price risk arises from the investments held by company and classified in the balance sheet at fair value through profit and loss. The company does not have any investments at the current year end and previous year which are held for trading. Therefore no sensitivity is provided.

II. Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. 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. The company's credit risk exposure towards its counterparties are continuously monitored. Credit exposure of any party is controlled reviewed and approved by the appointed company official in this regard.

| Age of receivables | As at March 31, 2023 | As at March 31 2022 |
|--------------------------|----------------------|---------------------|
| Within the credit period | | |
| 1-180 days past due | 882.85 | 680.04 |
| 181-365 days past due | 220.04 | 230.97 |
| more than 365 days | 45.31 | 1.22 |
| Total | 1,148.21 | 912.22 |

III. Liquidity Risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company's management is responsible for liquidity funding as well as settlement management. In addition processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling forecast on the basis of expected cash flows. The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date

| Particulars | Within 1 year | 1-3 years | More than 3 years | Total | Carrying amount |
|-----------------------------|---------------|-----------------|-------------------|-----------------|-----------------|
| As at March 31, 2023 | | | | | |
| Borrowings | 631.82 | 1,084.08 | 921.86 | 2,637.76 | 2,637.76 |
| Trade payables | 168.78 | - | - | 168.78 | 168.78 |
| Lease Liabilities | 20.45 | 15.91 | - | 36.36 | 36.36 |
| Other financial liabilities | 142.40 | - | - | 142.40 | 142.40 |
| Total | 963.44 | 1,099.99 | 921.86 | 2,985.29 | 2,985.29 |

| Particulars | Within 1 year | 1-3 years | More than 3 years | Total | Carrying amount |
|-----------------------------|---------------|-----------------|-------------------|-----------------|-----------------|
| As at March 31, 2022 | | | | | |
| Borrowings | 508.06 | 1,313.03 | 760.79 | 2,581.89 | 2,581.89 |
| Trade payables | 204.12 | - | - | 204.12 | 204.12 |
| Lease Liabilities | 19.12 | 36.74 | - | 55.85 | 55.86 |
| Other financial liabilities | 145.36 | - | - | 145.36 | 145.36 |
| Total | 876.66 | 1,349.77 | 760.79 | 2,987.23 | 2,987.24 |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

Note 31 (iii) Capital Management

(A) Risk Management

The Company manages its capital to ensure that the company will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance.

The Company's risk management committee reviews the capital structure of the Company on a semi-annual basis. As part of this review, the committee considers the cost of capital and the risks associated with each class of capital. The Company monitors capital on the basis of following gearing ratio, which is net debt divided by total capital plus debt.

(B) Gearing ratio

The gearing ratio at end of the reporting period was as follows.

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|---|----------------------|----------------------|
| Debt* | 2,674.12 | 2,637.73 |
| Cash and bank balances (including cash and bank balances in a disposal group held for sale) | 374.32 | 117.07 |
| Net debt | 2,299.80 | 2,520.66 |
| Total Equity# | 1,829.64 | 1,168.85 |
| Net Debts and Total equity | 4,129.43 | 3,689.51 |
| Net debt to equity ratio | 55.69% | 68.32% |

*Debt is defined as long-term and short-term borrowings including current maturities, books overdraft and lease liabilities.

#Total equity (as shown in balance sheet) includes issued capital and all other equity reserves.

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

32 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, any company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The Board of Directors of the Company has approved the following expenditure on CSR activities.

| Particulars | For the year ended 31-March-2023 | For the year ended 31-March-2022 |
|--|-------------------------------------|-------------------------------------|
| ~Gross amount required to be spent during the year as per calculation specified for CSR activities | 6.49 | 1.79 |
| ~Amount approved by the board to be spend during the year | 6.49 | 3.00 |
| ~Amount spend during the period/ year | 6.70 | 3.00 |
| ~Shortfall at the end of period/year | - | - |

~Nature of CSR Activities

Amount during the year ended 31st March, 2023, 31st March, 2022 & 31 March 2021 has been paid to charitable society which works for health care of poor people.

The computation of CSR dues is based on the Profit and Loss, as made out on the basis of the already adopted accounts for the preceding financial years.

- 33** Disclosure as required under Notification No. G.S.R.(E) dated 4th September, 2015 as updated vide notification dated 22nd January 2019 issued by the Ministry of Corporate Affairs w.r.t MSME (As certified by the Management):

As per information available with the management, no supplier has declared MSME status. As such, this disclosure is not applicable.

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|---|----------------------|----------------------|
| a) The principal amount and interest due thereon remaining unpaid to any supplier- MSME. | | |
| ~Principal | 15.08 | 22.81 |
| ~Interest | 0.13 | 0.18 |
| b) The amount of interest paid by the buyer in terms of Section 16 of the Micro Small and Medium Enterprise Development Act, 2006 (MSMED Act) along with the amounts of payment made to the suppliers beyond the appointed day during each accounting year. | - | - |
| c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed date during period) but without adding the interest specified under the MSMED Act. | - | - |
| d) The amount of interest accrued and remaining unpaid. | 0.13 | 0.18 |
| e) The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act. | - | - |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

34. Revenue from contracts with customers

Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|--|-------------------------------------|-------------------------------------|
| Income from medical and healthcare services | | |
| Revenue from hospital & pharmacy services | 5,202.93 | 4,009.37 |
| Less: Inter Group Revenue | - | - |
| | 5,202.93 | 4,009.37 |

Location of revenue recognition

All the business operations of the company are in India.

Timing of revenue recognition

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Services transferred at a point of time | 553.56 | 515.76 |

No single customer represents 10% or more of the Company's total revenue during the year ended March 31, 2023 & March 31, 2022.

Reconciliation of revenue recognised with the contracted price is as follows:

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|--|-------------------------------------|-------------------------------------|
| Contracted price | 5,544.87 | 4,363.00 |
| Reduction towards variable consideration components* | - | - |
| Discounts | (341.94) | (353.63) |
| Revenue recognized | 5,202.93 | 4,009.37 |

*Variable consideration components include discounts on the contract price.

Contract balances

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Trade receivables* | 1,148.21 | 912.22 |
| Contract liabilities (advance from patients)# | 4.69 | 6.39 |

Movement in contract liabilities during the period/ year:

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Balance at the beginning of the period/year | 6.39 | 8.15 |
| Less: Revenue recognized from above | (6.39) | (8.15) |
| Add: Addition during the period/year | 4.69 | 6.39 |
| Balance at the end of the period/ year | 4.69 | 6.39 |

* Trade receivables are non-interest bearing and are generally on terms of 30 days.

Contract liabilities include advances received from patients for hospital services pending final billing.

Performance obligation

The revenue from OPD services and sale of Pharmaceutical products satisfies 'at a point in time' recognition criteria as prescribed by Ind AS 115.

Notes to Consolidated Financial Statements
(All amounts in million, unless otherwise stated)

35. Borrowings

Details of borrowings availed by the company

| S. No | Bank/ Financial Institution | Category of Loan | Interest Rate | Security & Collateral provided | Repayment Terms | As at March 31, 2023 | As at March 31, 2022 |
|-------|-----------------------------|------------------|---------------|--|--|----------------------|----------------------|
| 21 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.56 | 0.63 |
| | | | | | | (0.62) | (0.66) |
| | | | | | | | |
| 22 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.56 | 0.63 |
| | | | | | | (0.62) | (0.66) |
| | | | | | | | |
| 23 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs. 9,980 payable for the period up to November, 2028 | 0.55 | 0.63 |
| | | | | | | (0.61) | (0.66) |
| | | | | | | | |
| 24 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets | EMI of Rs. 9,980 payable | 0.56 | 0.62 |
| | | | | | | (0.62) | (0.65) |
| | | | | | | | |
| 25 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets | EMI of Rs. 32,000 | 1.83 | 2.05 |
| | | | | | | (2.03) | (2.10) |
| | | | | | | | |
| 26 | Punjab National Bank | Vehicle Loan | 6.85% | Hypothecation created on the assets | EMI of Rs. 32,000 | 1.83 | 2.05 |
| | | | | | | (2.03) | (2.10) |
| | | | | | | | |
| 27 | Dr. Ajay Kumar Tyagi | | | Unsecured Loan | | - | 8.70 |
| | | | | | | (8.70) | (8.70) |
| | | | | | | | |
| 28 | Dr. Kapil Kumar | | | Unsecured Loan | | - | 10.44 |
| | | | | | | (10.44) | (10.44) |
| | | | | | | | |
| 29 | Yatharth Tyagi | | | Unsecured Loan | | - | 32.50 |
| | | | | | | (32.50) | (32.50) |
| | | | | | | | |
| 30 | Punjab National Bank | Term Loan | 9.80% | Project loan taken for finishing of building and purchase of plant and equipment | Monthly payments of principals and interest as per the terms agreed with the banks. The entire loan amount to be paid by Sep, 2028 | 233.76 | 254.74 |
| | | | | | | (252.76) | (280.55) |
| | | | | | | | |

Notes to Consolidated Financial Statements
(All amounts in million, unless otherwise stated)

35. Borrowings

Details of borrowings availed by the company

| S. No | Bank/ Financial Institution | Category of Loan | Interest Rate | Security & Collateral provided | Repayment Terms | As at March 31, 2023 | As at March 31, 2022 |
|-------|-------------------------------------|---------------------------------|---------------|---|--|----------------------|----------------------|
| 31 | SREI Equipment Finance Limited | Equipment Loan | 12.00% | Hypothecation created on the assets purchased out of the proceeds of the loan. | EMI of Rs 4,15,000 payable for the period up to Jan -2023 | 4.31 | 8.79 |
| | | | | | | (8.45) | (12.69) |
| | | | | | | | |
| 32 | Tata Capital Financial Services Ltd | Equipment Loan | 6.30% | Hypothecation created on the assets purchased out of the proceeds of the loan. | Amount of Rs 10,41,700/- plus applicable interest payable at monthly rest. The entire loan is to be cleared by the period Jan, 2026 | 39.58 | 51.65 |
| | | | | | | (50.59) | (65.61) |
| | | | | | | | |
| 33 | Punjab National Bank | Term Loan | 9.25% | Working Capital Term Loan under Guaranteed Emergency Credit Line (GECL) 2.0 | EMI of Rs 47,10,417/- plus applicable interest payable monthly starting from December, 2023 for the period up to Dec - 2027. | 226.01 | 225.95 |
| | | | | | | (227.40) | (226.10) |
| | | | | | | | |
| 34 | Punjab National Bank | Term Loan | 9.80% | Land & Building of the Project and personal properties and guarantees of the promoters. Term loan has been taken over by Punjab National bank from The Nainital Bank in December, 2021. | Monthly payments of principals and interest as per the terms agreed with the banks. The entire loan amount to be paid by April, 2027 | 393.45 | 443.92 |
| | | | | | | (446.40) | (455.60) |
| | | | | | | | |
| 35 | Punjab National Bank | Term Loan | 9.80% | Project loan taken for finishing of | Monthly payments | 20.88 | - |
| | | | | | | (29.63) | - |
| | | | | | | | |
| 36 | Indusind Bank | Equipment Loan | 8.25% | Hypothecation created on the assets purchased out of the proceeds of the loan. | Amount of Rs 1,68,260/- plus applicable interest payable at monthly rest. The entire loan is to be cleared by the period Aug, 2026 | 5.88 | - |
| | | | | | | (6.86) | - |
| | | | | | | | |
| 37 | Punjab National Bank | Overdraft/ Cash Credit Facility | 9.80% | Secured Loan | | 43.65 | - |
| | | | | | | (50.00) | - |

Notes to Consolidated Financial Statements
(All amounts in million, unless otherwise stated)

35. Borrowings

Details of borrowings availed by the company

| S. No | Bank/ Financial Institution | Category of Loan | Interest Rate | Security & Collateral provided | Repayment Terms | As at March 31, 2023 | As at March 31, 2022 |
|-------|-------------------------------------|------------------|---------------|--|--|----------------------|----------------------|
| 38 | Tata Capital Financial Services Ltd | Equipment Loan | 10.50% | Hypothecation created on the assets purchased out of the proceeds of the loan. | Amount of Rs 6,58,629/- plus applicable interest payable at monthly rest. The entire loan is to be cleared by the period Nov, 2027 | 28.67 | - |
| | | | | | | (41.22) | - |
| | | | | | | | |
| 39 | Tata Capital Financial | Equipment Loan | 10.50% | Hypothecation created on the assets | Amount of Rs 49,131/- | 2.14 | - |
| | | | | | | (2.14) | - |
| | | | | | | - | - |
| 40 | Punjab National Bank | Term Loan | 10.80% | Hypothecation created on hospital land & building situated at Orchha, Jhansi | | 481.62 | 504.85 |
| | | | | | | (508.30) | (504.85) |
| 41 | Punjab National Bank | Term Loan | 10.80% | Hypothecation created on hospital land & building situated at Orchha, Jhansi | | 21.51 | - |
| | | | | | | (50.00) | - |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

36. Related Party Transactions

a) Names of the related parties and description of relationship:

| Key managerial personnel (KMP) of Holding Company | Nature of Relationship |
|---|--|
| <u>Yatharth Hospital & Trauma Care Services Limited</u> | |
| 1. Dr. Ajay Kumar Tyagi | Chairman |
| 2. Dr. Kapil Kumar | Managing Director |
| 3. Dr. Neena Tyagi | Director (upto 31.08.2021) |
| 4. Dr. Manju Tyagi | Director (upto 31.08.2021) |
| 5. Mr. Yatharth Tyagi | Director (w.e.f. 15.09.2021) |
| 6. Dr. Sanjeev Upadhyaya | Independent Director (w.e.f. 21.02.2022) |
| 7. Mr. Mukesh Sharma | Independent Director (w.e.f. 21.02.2022) |
| 8. Dr. Ila Patnaik | Independent Director (from 21.02.2022 to 02.08.2022) |
| 9. Mrs Promila Bharadwaj | Independent Director (w.e.f. 22.10.2022) |
| 10. Mr Ritesh Mishra | Company Secretary & Compliance Officer |
| 11. Mr. Amit Kumar Singh | Chief Executive Officer (w.e.f. 15.09.2021) |
| 12. Mr. Pankaj Prabhakar | Chief Financial Officer (w.e.f. 21.02.2022) |
| Key managerial personnel (KMP) of Subsidiary Company | Nature of Relationship |
| <u>a) AKS Medical & Research Private Limited</u> | |
| 1. Dr. Ajay Kumar Tyagi | Director |
| 2. Dr. Kapil Kumar | Director |
| 3. Dr. Neena Tyagi | Director |
| 4. Dr. Manju Tyagi | Director |
| 5. Dr. Sanjeev Upadhyaya | Independent Director (w.e.f. 07.03.2022) |
| <u>b) Sanskar Medica India Limited</u> | |
| 1. Dr. Ajay Kumar Tyagi | Director |
| 2. Dr. Kapil Kumar | Director |
| 3. Dr. Neena Tyagi | Director |
| 4. Dr. Manju Tyagi | Director |
| <u>c) Ramraja Multispecialty Hospital & Trauma Centre Private Limited</u> | |
| 1. Dr. Ajay Kumar Tyagi | Director (w.e.f. 28.01.2022) |
| 2. Dr. Kapil Kumar | Director (w.e.f. 28.01.2022) |
| 3. Dr. Pradeep Jain | Director (upto 18.02.2022) |
| 4. Mayank Gupta | Director (upto 18.02.2022) |
| 5. Alka Jain | Director (upto 18.02.2022) |
| 6. Dr. Ila Patnaik | Independent Director (W.e.f 07.03.2022 to 02.08.2022) |
| 7. Mrs Promila Bharadwaj | Independent Director (w.e.f. 12.11.2022) |
| Relative of key managerial personnel | |
| 1. Mr. Sanskar Tyagi | |
| 2. Mr. Lal Chand Tyagi | |
| 3. Mrs. Shilpi Singh | |
| Enterprise exercising significant influence on the Company | |
| Nil | |

Enterprises where key managerial personnel along with their relatives exercise significant influence

No such enterprise

(b) Following is the summary of significant related party transactions during the year:

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|--|-------------------------------------|-------------------------------------|
| Remuneration to KMPs & Relatives of KMPs | | |
| Dr. Ajay Kumar Tyagi | 12.00 | 12.00 |
| Dr. Kapil Kumar | 12.00 | 12.00 |
| Dr. Manju Tyagi | 12.00 | 12.00 |
| Dr. Neena Tyagi | 12.00 | 12.00 |
| Mr. Yatharth Tyagi | 12.00 | 7.00 |
| Mr. Sanskar Tyagi | - | - |
| Mr. Ritesh Mishra- Company Secretary | 0.78 | 0.78 |
| Mr. Amit Kumar Singh | 2.38 | 1.32 |
| Mr. Pankaj Prabhakar | 2.85 | 0.48 |
| Mrs. Shilpi Singh | 1.46 | - |
| Director sitting fees paid | | |
| Mr. Mukesh Sharma | 0.30 | 0.18 |
| Dr. Ila Patnaik | - | 0.18 |
| Mrs Promila Bharadwaj | 0.30 | - |
| Dr. Sanjeev Upadhyaya | 0.14 | - |
| Investment in Equity Shares | | |
| Ramraja Multispecialty Hospital & Trauma Centre Private Limited | - | 37.71 |
| Purchase of Equity shares of (AKS) Dr. Ajay Kumar Tyagi | - | 56.64 |
| Purchase of Equity shares of (AKS) Dr. Kapil Kumar | - | 32.56 |
| Loans and Advances- Subsidiary Company | | |
| AKS Medical & Research Private Limited | | |
| Loans and Advances- Received | 428.60 | 633.53 |
| Loans and Advances- Paid Back | 560.79 | 503.44 |
| Sanskar Medica India Limited | | |
| Loans and Advances- Given | 0.05 | - |
| Loans and Advances- Received Back | - | - |
| Ramraja Multispecialty Hospital & Trauma Centre Private Limited | | |
| Loans and Advances- Given | 153.37 | 268.34 |
| Loans and Advances- Received Back | 14.54 | - |
| Loans and Advances received from KMP's & Relatives of KMP's | | |
| Dr. Ajay Kumar Tyagi | (8.70) | 8.70 |
| Dr. Kapil Kumar | (10.44) | 10.44 |
| Yatharth Tyagi | (32.50) | 32.50 |

c) The Company has the following amounts due from/ to the related parties:

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Trade payables | | |
| AKS Medical & Research Centre Private Limited | | |
| Borrowings (Current) | | |
| AKS Medical & Research Private Limited | - | 130.09 |
| Sanskar Medica India Limited | 56.10 | 56.10 |
| Dr. Ajay Kumar Tyagi | - | 8.70 |
| Dr. Kapil Kumar | - | 10.44 |
| Yatharth Tyagi | - | 32.50 |
| Amount Receivable | | |
| Sanskar Medica India Limited | 1.11 | 1.06 |
| Ramraja Multispecialty Hospital & Trauma Centre Private Limited | 407.17 | 268.34 |
| AKS Medical & Research Private Limited | 2.09 | - |
| Remuneration payable to KMP | | |
| Dr. Ajay Kumar Tyagi | - | 0.73 |
| Dr. Kapil Kumar | - | 1.39 |
| Mr. Yatharth Tyagi | - | 0.16 |
| Mr. Ritesh Mishra- Company Secretary | 0.06 | 0.06 |
| Mr. Amit Kumar Singh | 0.18 | - |
| Mr. Pankaj Prabhakar | 0.22 | 0.05 |
| Mrs. Shilpi Singh | 0.01 | - |
| Dr. Neena Tyagi | - | 4.22 |
| Dr. Manju Tyagi | - | 6.59 |
| Director sitting fees payable | | |
| Mr. Mukesh Sharma | 0.13 | 0.12 |
| Dr. Ila Patnaik | - | 0.12 |
| Mrs Promila Bharadwaj | 0.16 | - |
| Dr. Sanjeev Upadhyaya | 0.13 | - |

f) All transactions with these related parties are at arm's length basis and resulting outstanding receivables and payables including financial assets and financial liabilities balances are settled in cash. None of the balances are secured. (All the amounts of transactions and balances disclosed in this note are gross and undiscounted.)

Notes to Consolidated Financial Statements
(All amounts in million, unless otherwise stated)

Note 37: Employee benefit plans

The employee benefit schemes are as under:

Defined Retirement Plans

(1) Provident Fund

The benefit of Provident Fund is extended to all such eligible employees, as is defined under the relevant regulations under the applicable the provisions of Provident Fund Act and the Rules and ESIC. Amount debited to Profit and Loss account including Administrative and Employees Deposit Linked Insurance charge and ESIC amounts to Rs 2.03/- during the year (FY- 2021-22 - Rs 0.74/-).

(2) Gratuity

Gratuity - The liability for Gratuity is provided on the basis of Actuarial Valuation made at the end of each financial year. The Actuarial Valuation is made on Projected Unit Credit method as per Ind AS 19.

Reconciliation of opening and closing balances of the present value of the defined benefit obligation:

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Opening defined benefit obligation | 9.83 | 0.46 |
| Current service cost | 7.09 | 13.11 |
| Interest Cost | 0.67 | 0.03 |
| Actuarial (gain)/loss | (4.01) | (3.77) |
| Benefits paid | - | - |
| Benefit obligation at the end of the period/year | 13.57 | 9.83 |
| Provision (Current) Refer Note No.-22 | 0.59 | 0.05 |
| Provision (Non- Current) Refer Note No.-16 | 12.99 | 9.78 |

Gratuity expense recognized in the statement of profit and loss

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Current service cost | 7.09 | 13.11 |
| Interest on defined benefit obligation | 0.67 | 0.03 |
| Net actuarial (gain)/loss recognized in the period/year | - | - |
| Net gratuity expenses | 7.75 | 13.14 |

Re-measurements recognized in other comprehensive income

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Actuarial (gain)/loss on defined benefit obligation | (4.01) | (3.77) |
| Return on plan assets excluding interest income | - | - |
| Actuarial (gain)/loss recognized in other comprehensive income | (4.01) | (3.77) |

Summary of actuarial assumptions

Financial assumptions at balance sheet date:

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|------------------------|-------------------------------------|-------------------------------------|
| Discount rate | 7.30 | 6.75 |
| Salary escalation rate | 5.00% | 5.00% |
| Attrition rate | | |
| Age 18 to 30 | 13.00% | 13.00% |
| Age 30 to 45 | 13.00% | 13.00% |
| Above 45 Years | 13.00% | 13.00% |
| Retirement Age | 60 Years | 60 Years |

Maturity profile of defined benefit obligation

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|--------------------|-------------------------------------|-------------------------------------|
| 1st following year | 0.59 | 0.05 |
| Year 2 to 5 | 7.15 | 1.99 |
| Year 6 to 10 | 10.37 | 8.63 |
| More than 10 years | 7.44 | - |

Discount rate: The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

Sensitivity analysis: Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant would have affected the defined benefit obligation by the amounts shown below:

| | For the year ended 31 March 2023 | | For the year ended 31 March 2022 | |
|---|----------------------------------|----------|----------------------------------|----------|
| | Increase | Decrease | Increase | Decrease |
| Discount rate (100 bps movement) | 9.82 | 11.35 | 7.50 | 9.03 |
| Salary escalation rate (100 bps movement) | 11.24 | 9.92 | 9.04 | 7.48 |

Expected contributions to the plan for the next annual reporting period

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Expected contributions to the plan for the next annual reporting period | - | - |

38. Contingent Liabilities
(All amounts in million, unless otherwise stated)

a) Bank & Corporate Guarantees

| Particulars | As on 31 st March, 2023 | As on 31 st March, 2022 |
|-------------------------------|------------------------------------|------------------------------------|
| Bank Guarantees | 109.24 | 90.79 |
| Margin Money against above | 23.28 | 16.19 |
| Corporate Guarantee | 2885.37 | 1390.60 |
| Outstanding against the above | 2249.20 | 1154.10 |

b) Other contingent liabilities

- A case has been filed within the jurisdiction of Gautam Budh Nagar, Uttar Pradesh against a director and the doctors of the company for medical negligence. The opponent party has not specified any compensation for the said alleged medical negligence.
- First Information Report dt. November 19, 2022 has been filed against the doctors and the management of the Company for medical negligence. The quantum in the case instant is not yet ascertained.

Note:- For all the contingent liabilities mentioned hereinabove, the Company believes that it is not liable to pay any amount and has not provided any sum for these liabilities in its books of accounts. The Company is dealing with these cases at appropriate legal forum

c) Capital Commitments

- The group has been allotted Plot No- NH-31 in Sector Omega-1, Greater Noida by Greater Noida Industrial Development Authority (GNIDA) for a total amount of Rs. 76.27 million on 18th March, 2023. The group has already deposited Rs. 6.41 million by 31st March, 2023. Further the balance was to be paid within 90 days from the date of issue of allotment letter which has already been paid by the group.
- The group has capital commitments of Rs 181.05 million (net of advance paid) (previous year Rs 326.60) for purchase of hospital equipment.
- The group has capital commitments of Rs 163.4 million (net of advance paid) (previous year Rs Nil) for purchase of hospital equipment.
- The group has imported Capital Goods under Export Promotion Capital Goods Scheme [EPCG], where-under the Company is required to fulfil export obligation/deemed exports amounting to Rs 62.36 million [Previous Year ` Nil]. The liability amounting to Rs 62.36 million [Previous Year Nil] on account of custom duty may arise along with interest @15% p.a., in the event of non-fulfilment of export obligation. The group has completed export obligation amounting to Rs NIL upto end of this financial year and submitted the relevant documents with Director General Foreign Trade for seeking fulfilment of export obligation certificate.

39. There is no impairment loss on fixed assets on the basis of review carried out by the management in accordance with IND AS 36.

40. Balances of certain trade receivables, loans & advances, advances received from customers and trade payables are subject to confirmation, if any. The management does not expect any material difference affecting the financial statements on such adjustments.

41. Covid 19 business and government guidelines

During the financial year 2022-23, the group has not treated any patient infected with Covid-19, whereas during the financial year 2021-22 the company had admitted and treated Covid-19 infected patients. There has been government guidelines related to the treatment and the cost of treatment of Covid 19 Patients. The Company has followed all such guidelines.

42. Foreign exchange earning and outgo

Foreign exchange earnings & outgo is as follows:

| Particulars | 31 st March, 2023 | 31 st March, 2022 |
|---|------------------------------|------------------------------|
| Cost of Medical Equipment | 41.21 | - |
| Income in Foreign Exchange | 3.21 | - |
| Advance for Purchase of Medical Equipment | - | 3.00 |

43. Covid 19 and grant for moratorium to pay principal and interest on outstanding loan

During the financial year 2019-2020 and 2020-2021, Covid 19 affected the overall business cycle of the economy. To address to liquidity concern of the businesses, the Reserve Bank of India wide its circulars; DOR.No.BP.BC.47/21.04.048/2019-20 March 27,2020, Circular DOR.No.BP.BC.63/21.04.048 /2019-20 April 17, 2020, DOR. No.BP.BC.71/21.04.048/2019-20 dated May 23, 2020, allowed the moratorium to pay the due principal and interest on outstanding loans. The Company availed the benefits of given moratorium to the extent of Rs. 121.77 Millions (inclusive of principal and interest). The amount covered under the moratorium shall be paid by extending the overall term of the respective loan account.

44. Income Tax

The major components of income tax expenses are as follows:

| Particulars | As at 31 st March, 2023 | As at 31 st March, 2022 |
|---------------------------------|------------------------------------|------------------------------------|
| Income Tax Expense | | |
| Current Tax : | | |
| Current Income Tax | 246.66 | 180.09 |
| Income tax of earlier year | 1.61 | - |
| MAT credit entitlement/reversed | 11.03 | 18.02 |
| Deferred Tax | (40.19) | (8.68) |
| TOTAL | 219.10 | 189.44 |

The income tax expense for the year can be reconciled to the accounting profit/(loss) as follows:

| Particulars | As at 31 st March, 2023 | As at 31 st March, 2022 |
|---|------------------------------------|------------------------------------|
| Profit / (Loss) before tax as per Statement of Profit and Loss | 876.78 | 631.06 |
| Effective Tax Rate | 25.17% | 29.12% |
| Tax Effect of: | | |
| Income tax using the Company's domestic tax rate | 220.69 | 183.76 |
| Tax Effect of: | | |
| Timing Difference- Deferred Tax | (40.19) | (8.68) |
| Permanent Difference | 3.19 | (5.67) |
| Total Income Tax expenses recognized in profit and Loss account | 219.10 | 189.44 |
| Effective Tax Rate (%) | 24.99% | 30.02% |

45. Ratios as per Schedule III requirement

| | | <u>2022-23</u> | <u>2021-22</u> |
|----------------------|---------------------|----------------|----------------|
| Current Ratio | | | |
| Numerator | Current Assets | 1,762.67 | 1,094.00 |
| Denominator | Current Liabilities | 995.18 | 971.05 |
| Ratio | | 1.77 | 1.13 |
| %Change | | 57.21% | |

Reason for change: F.Y. 2022-23- Relative increase in debtors over the sales during the period led to higher current ratio.

| | | | |
|--------------------------|--|----------------|-------------|
| Debt Equity Ratio | | | |
| Numerator | Long Term Borrowings + Short Term Borrowings | 2,637.76 | 2,581.88 |
| Denominator | Shareholders Funds | 1,829.64 | 1,168.85 |
| Ratio | | 1.44 | 2.21 |
| %Change | | -34.73% | |

Reason for change : Change in FY 2022-23 is on account of increased net profits attributable to owners of the company.

| | | | |
|------------------------------------|---|---------------|-------------|
| Debt Service Coverage Ratio | | | |
| Numerator | EBIDTA | 1,337.65 | 1,108.11 |
| Denominator | Principal repayments of Long term borrowings & Interest | 632.94 | 508.80 |
| Ratio | | 2.11 | 2.18 |
| %Change | | -2.96% | |

| | | | |
|---|------------------------|---------------|---------------|
| Return on Equity/ Investment Ratio | | | |
| Numerator | Net Profit after Taxes | 657.68 | 441.62 |
| Denominator | Shareholder's Equity | 1,829.64 | 1,168.85 |
| Ratio | | 35.95% | 37.78% |
| %Change | | -4.86% | |

| | | | |
|---------------------------------|-------------------|---------------|--------------|
| Inventory Turnover Ratio | | | |
| Numerator | Sales | 5,202.93 | 4,009.37 |
| Denominator | Average Inventory | 56.33 | 42.93 |
| Ratio | | 92.37 | 93.40 |
| %Change | | -1.10% | |

| | | | |
|---|-------------------------|----------------|-------------|
| Trade Receivables Turnover Ratio | | | |
| Numerator | Net Credit Sales | 5,202.93 | 4,009.37 |
| Denominator | Avg Accounts Receivable | 965.91 | 611.52 |
| Ratio | | 5.39 | 6.56 |
| %Change | | -17.84% | |

| | | | |
|--------------------------------------|----------------------|---------------|-------------|
| Trade Payables Turnover Ratio | | | |
| Numerator | Net Credit Purchases | 929.35 | 813.28 |
| Denominator | Avg Trade Payables | 186.45 | 184.73 |
| Ratio | | 4.98 | 4.40 |
| %Change | | 13.22% | |

| | | | |
|-----------------------------------|---|----------------|--------------|
| Net Capital Turnover Ratio | | | |
| Numerator | Net Sales | 5,202.93 | 4,009.37 |
| Denominator | Working Capital (Current Assets- Current Liabilities) | 767.49 | 122.95 |
| Ratio | | 6.78 | 32.61 |
| %Change | | -79.21% | |

Reason for change:- Year 2019-20, 2020-21 & 2021-22 -The Company is improving its working capital to net positive and bring to better operational efficiencies. 2022-23- since the sale pertain to only to the 1st half and thus not comparable

| | | | |
|-------------------------|------------|---------------|---------------|
| Net Profit Ratio | | | |
| Numerator | Net Profit | 657.68 | 441.62 |
| Denominator | Net Sales | 5,202.93 | 4,009.37 |
| Ratio | | 12.64% | 11.01% |
| %Change | | 14.76% | |

| | | | |
|-----------------------------------|-----------------------------------|---------------|---------------|
| Return on Capital Employed | | | |
| Numerator | Earning before Interest and Taxes | 1,062.33 | 815.78 |
| Denominator | Capital Employed | 4,467.39 | 3,750.73 |
| Ratio | | 23.78% | 21.75% |
| %Change | | 9.33% | |

Notes to Consolidated Financial Statements

(All amounts in million, unless otherwise stated)

46. Business Combination and Goodwill

The Company has acquired equity shares of ;

- (1) AKS Medical & Research Centre Pvt Ltd (AKS) and
- (2) Ramraja Multispecialty Hospital & Trauma Centre Pvt. Ltd. (Ramraja)

AKS became 100% subsidiary on September 20th 2016. Later on, though AKS remained subsidiary of the Company, to augment its capital requirements, AKS issued equity shares to Promoters and other entities. Over a period of time to gain better control and avoid any conflict of interest, the Company acquired shares of AKS from the minority shareholders; the Promoters and non Promoter entities. The valuations of AKS was based on the valuation report of the registered valuer.

| | For the year ended March 31, 2023 | For the year ended March 31, 2022 |
|--|--------------------------------------|--------------------------------------|
| Number of equity shares acquired/held | 4,079,000 | 4,079,000 |
| Consideration paid (RS million) | 89.20 | 89.20 |
| % of Controlling stake | 100.00% | 100.00% |
| Value of Assets acquired (based on audited financial statements of preceding year) | | |
| Property Plant & Equipment (incl CWIP) | 1,183.05 | 1,183.05 |
| Current Assets other than cash & bank | 107.95 | 107.95 |
| Cash & cash equivalent | 43.69 | 43.69 |
| Total Value of assets acquired | 1,334.69 | 1,334.69 |
| Total Value of Liabilities acquired (based on LY audited financial statements) | | |
| Bank borrowings | 768.37 | 768.37 |
| Other liabilities | 149.28 | 149.28 |
| Total Value of liabilities assumed | 917.66 | 917.66 |
| Net Asset Value for the equity shares acquired from the minority shareholders | 82.27 | 82.27 |
| Amount paid for Goodwill | 6.93 | 6.93 |
| Total Purchase Consideration paid to minority shareholders | 89.20 | 89.20 |
| Cumulative amount paid for the Goodwill (A) | 11.05 | 11.05 |

Ramraja became 100% subsidiary on February 18th 2022. The valuation of Ramraja was arrived based on the valuation report of the registered valuer and the negotiations carried out between the Company and the erstwhile shareholders of the Company

| | For the year ended March 31, 2023 | For the year ended March 31, 2022 |
|--|--------------------------------------|--------------------------------------|
| Number of equity shares acquired/held | 4,010,000 | 4,010,000 |
| Consideration paid (RS million) | 37.71 | 37.71 |
| % of Controlling stake | 100% | 100% |
| Value of Assets acquired (based on provision financial statements on the date of acquisition) | | |
| Property Plant & Equipment (incl CWIP & intangibles) | 310.05 | 310.05 |
| Current Assets other than cash & bank | 0.05 | 0.05 |
| Other assets- including deferred tax | 103.84 | 103.84 |
| Cash & cash equivalent | 115.30 | 115.30 |
| Total Value of assets acquired | 529.24 | 529.24 |
| Total Value of Liabilities acquired (based on LY audited financial statements) | | |
| Bank borrowings (including interest) | 500.00 | 500.00 |
| Other liabilities | 377.49 | 377.49 |
| Total Value of liabilities assumed | 877.49 | 877.49 |
| Net Asset Value for the equity shares acquired from the minority shareholders | (348.25) | (348.25) |
| Amount paid for Goodwill | 385.96 | 385.96 |
| Total Purchase Consideration paid to minority shareholders | 37.71 | 37.71 |
| Cumulative amount paid for the Goodwill (B) | 385.96 | 385.96 |
| Total value of Goodwill carried as on the date (A+B) | 397.01 | 397.01 |

47. Details related to borrowings secured against current assets:

The company has given current assets (trade receivables and inventories) as security for working capital (fund and non-fund-based limits) obtained from State Bank Of India & Punjab National Bank. This is applicable for year ended 31st March 2023 and 31st March 2022. The Company submitted the required information with the bank and the required reconciliation is presented below:

For the period ending March 31st, 2023

| Nature of current assets offered as security | Quarter | Amount disclosed as per statement | Amount as per books of accounts | Variance | Remarks |
|--|---------------|-----------------------------------|---------------------------------|----------|---|
| Inventories and trade receivables | Q1 FY 2022-23 | 1311.45 | 1300.42 | 11.03 | Minor difference while finalization of account |
| Inventories and trade receivables | Q2 FY 2022-23 | 1167.06 | 1126.70 | 40.36 | Stock of otherwise consumable item were included in the stock submitted to bank |
| Inventories and trade receivables | Q3 FY 2022-23 | 1225.19 | 1225.19 | 0 | |
| Inventories and trade receivables | Q4 FY 2022-23 | 1054.95 | 1208.90 | -153.95 | Statement to bank was submitted with data as at March 28 th 2023, and therefore the variance |

For the period ending March 31st, 2022

| Nature of current assets offered as security | Quarter | Amount as per books of accounts | Amount as per books of accounts | Variance | Remarks |
|--|---------------|---------------------------------|---------------------------------|----------|---------|
| Inventories and trade receivables | Q1 FY 2021-22 | NA | NA | NA | |
| Inventories and trade receivables | Q2 FY 2021-22 | NA | NA | NA | |
| Inventories and trade receivables | Q3 FY 2021-22 | NA | NA | NA | |
| Inventories and trade receivables | Q4 FY 2021-22 | 964.17 | 964.17 | Nil | |

48. Other Statutory information

- a) The group does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- b) The group does not have any transactions with companies struck off.
- c) The group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- d) The group has not traded or invested in Crypto currency or Virtual Currency during the period ended 30 Sept 2022 and year ended March 31, 2022, March 31, 2021 and March 31, 2020.
- e) The group 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:
 - i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries); or
 - ii. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- f) The group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:
 - i. 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
 - ii. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

- g) The group has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
49. The parent company had filed Draft Red Herring Prospectus (DRHP) with SEBI on 31st March, 2022 for the fresh issue of capital amounting to Rs. 6,100 Million and Offer for Sale (OFS) of 6,551,690 equity shares. Based on submissions made in the DRHP and other clarifications provided by the company, SEBI has issued The Observation Letter on 02nd August, 2022, enabling the company to proceed further for the issue of fresh capital and OFS. To the extent provided under relevant SEBI regulations the Company has option to change the quantum of fresh issue of capital and/ or the OFS, as the case may.
50. Name of the parent company has been changed from Yatharth Hospital & Trauma Care Services Private Limited to Yatharth Hospital & Trauma Care Services Limited during the financial year 2021-22
51. The previous year figures have been regrouped /reclassified to confirm with the current year requirements.
52. These Financial Statements were approved by Board in its Meeting held on 17/06/2023 at Noida.

As per our report of even date attached

For R. Nagpal Associates
Chartered Accountants
Firm Registration No.: 002626N

For and on behalf of the Board of Directors
Yatharth Hospital & Trauma Care Services Limited

(Rohit Mehra)
Partner
M. No. : 093910
Place: Noida
Dated : 17/06/2023

Dr Ajay Kumar Tyagi
Chairman & Whole-
Time Director
DIN:01792886

Dr Kapil Kumar
Managing Director
DIN: 01818736

Ritesh Mishra
Co. Secretary &
Compliance Officer
M. No 51166

Pankaj Prabhakar
CFO
AGFPP2937

Annual Report 2022-2023

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