



**VIJAYA
DIAGNOSTIC
CENTRE** ®

August 14, 2024

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code: 543350

To
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE Symbol: VIJAYA

Dear Sir/Madam,

Sub: Vijaya Diagnostic Centre Limited – Annual Report for the FY 2023-24 along with the Notice of the 22nd Annual General Meeting

We hereby inform you that the Twenty-Second (22nd) Annual General Meeting ("AGM") of the members of the Company will be held on **Friday, September 6, 2024 at 11:30 A.M. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI).

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Annual Report for the financial year 2023-24 (including Notice of the AGM to be held on September 6, 2024 and Business Responsibility and Sustainability Report).

We also wish to inform you that 22nd Annual Report (including Notice of the AGM) has been sent, through email to the members on August 14, 2024.

The Annual Report including Notice is also uploaded on the Company's website and can be accessed at: <https://www.vijayadiagnostic.com/investors/annual-reports>

Kindly take the above information on your record.

Thanking you.

Yours sincerely,
For **Vijaya Diagnostic Centre Limited**

Hansraj Singh
Company Secretary & Compliance Officer
M. No. F11438

Encl.: As above



VIJAYA
DIAGNOSTIC
CENTRE



100 Million Stories of Trust and Reliability

**Vijaya Diagnostic
Centre Limited**
ANNUAL REPORT 2023-24



100 Million Stories of Trust and Reliability

At Vijaya Diagnostic Centre, our journey of serving over **100 million customers** is more than just a number. It represents countless moments of **care, trust, and reliability** that we've shared with the communities we serve.

For over four decades, we've been a constant presence in the healthcare landscape, our diagnostic centres witnessing a wide range of human experiences. From the anxious first-time patient to the seasoned health enthusiast, from concerned parents to curious researchers, we've been there, providing clarity and support.

Our story of 100 million customers is about the lives we've touched, the families we've reassured, and the healthcare decisions we've helped inform. As we reflect on these experiences, we're humbled by the trust placed in us. Each test we perform and each report we deliver has the potential to make a significant difference in someone's life. This awareness drives our commitment to reliability, our pursuit of excellence, and our investment in cutting-edge technology.

Reaching this milestone renews our dedication to being a trusted partner in healthcare. In every sample analysed and every image captured, there's a story of health, hope, and human connection. We're proud to be part of these stories and look forward to serving many more in the years to come.

Forward Looking Statement

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

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For more details:
www.vijayadiagnostic.com

About the Company

Empowering Health Through Diagnostics

Vijaya Diagnostic Centre Limited, established in 1981, is a leading provider of diagnostic services in India. With a steadfast commitment to delivering high-quality, comprehensive diagnostic solutions, Vijaya has grown into the largest integrated diagnostic chain in Southern India.

Founded by Dr. S. Surendranath Reddy, our journey began with a vision to offer reliable and comprehensive diagnostic services under one roof. Today, we operate a vast network of 145 diagnostic centres and 21 reference laboratories across 23 cities, including Telangana, Andhra Pradesh, Maharashtra, Karnataka, West Bengal and the National Capital Region.

Our state-of-the-art facilities are equipped with the latest technology, enabling us to offer a wide range of pathology and radiology services. Our team of highly skilled professionals, including 250+ doctors (radiologists and pathologists), 1,400+ technical staff and over 1,100+ support staff, work tirelessly to ensure the highest standards of accuracy and care.

At Vijaya, we believe in continuous improvement and innovation. Our commitment to quality is reflected in our accreditations and certifications, which include NABL and NABH. We are dedicated to expanding our services and reach, ensuring that more people have access to top-notch diagnostic care.

Our Services

Diagnostic Tests

The company offers a comprehensive range of diagnostic tests, performed efficiently to ensure that results are available in the shortest possible time. Our lab test packages are reasonably priced, and all of our labs are National Accreditation Board for Testing and Calibration Laboratories (NABL) certified. We have an in-house team of over 250 radiologists and pathologists.

Corporate Wellness Solutions

The company also provides Corporate Wellness solutions. Our corporate wellness solutions include onsite and offsite health check-ups. We have a corporate client base consisting of more than 400 multinational corporations operating in India. Our corporate wellness solutions help ensure that a brand's workforce is always at the peak of its health, thereby enhancing business productivity.

145+

Diagnostic Centres

40+

Years of Experience

100 Million+

Customers Served Till Date

250+

Doctors
(Radiologists and
Pathologists)

400+

Corporate Clients

23

Cities Present in
(Largest Integrated Diagnostic
Chain in South India)



Mission

Our Mission is to make the patient's medical journey faster, more transparent and more accurate. We are committed to deliver exceptional diagnostic solutions to every patient and physician.



Vision

Our Vision is to provide reliable and accurate diagnostic services to our customers, at affordable prices, in a customer centric manner. We strive to provide the best service possible. We are continually raising our own bar through the latest technology, continuous improvement and recruitment of high calibre technicians and professionals.

Our Journey

Charting Our Journey and Embracing New Technologies

Since its inception in 1981, Vijaya Diagnostic Centre has been at the forefront of diagnostic innovation in India. Our journey is marked by continuous technological advancements and strategic expansions, reflecting our commitment to providing high-quality, accessible diagnostic services.

Technological Advancements

Throughout our journey, we've consistently invested in cutting-edge technology:

Advanced Imaging

From 3T MRI to 128-slice CT scanners and PET-CT machines

Laboratory Systems

State-of-the-art Laboratory Information Management System (LIMS)

Digital Integration

Radiology Information Systems (RIS) and Picture Archive and Communication Systems (PACS)

Patient-Centric Solutions

User-friendly mobile app and revamped website for seamless patient experience

1981-1990: Laying the Foundation

1981

Establishment of Vijaya Diagnostic Centre in Hyderabad

1986

Introduction of Ultrasound & Echocardiography

Pioneering advanced diagnostic technologies in South India

1991-2000: Expanding Capabilities

1993

Implementation of Fourth Generation CT Scan

1994

Introduction of Mammography

1999

Addition of Bone Densitometry

2000

Introduction of Real Time RT-PCR Assays & Flow Cytometry

2001-2010: Technological Leap

2003

Implementation of Automated Microbiology Culture

2006

Introduction of Hawkeye Gamma Camera with SPECT

2007

Addition of Cardiac CT & 3.0 Tesla MRI

2008

First independent diagnostic centre in South India to offer PET CT

2009

Introduction of HPV-DNA HC2 test in South India

2011-2020: Innovation and Expansion

2011

First to offer Automated TB identification & Sensitivity in South India

2012

Introduction of Liquid Based Cytology (Thin Prep) in Andhra Pradesh

2013

Implementation of Iris iQ200 Automated Urine Analyzer with Microscopy

2016

First independent centre in Telangana to get Revolution ACT 50 slice CT

2017

Introduction of Droplet Digital PCR (ddPCR) & Advanced PET CT

2019

Implementation of USG-ECHO for Cardiology & Advanced CBCT

Introduction of 3D Mammography with Advanced Technology

2020

Commencement of COVID testing by RT-PCR in Telangana & AP

2021-Present: Advancing into the Future

2021

Implementation of Philips DS Achieva with Ambient Experience

2022

Introduction of 'Walk-in Walk-out Dual source CT' and 'BioMatrix 3T'

2023

Acquisition of PH Diagnostic Centre Private Limited, marking entry into Western India

2024

Inauguration of first Vijaya-branded hub in North Kolkata, expanding footprint in Eastern India

Infrastructure

Strengthening Capabilities with Advanced Infrastructure

Vijaya Diagnostic Centre Limited has built a strong foundation in diagnostics, leveraging advanced infrastructure to deliver high-quality services. Our robust infrastructure capabilities, encompassing state-of-the-art technology, expansive geographic presence, and comprehensive logistics systems, ensure superior service delivery and position us as a leader in the diagnostic industry.

Comprehensive Diagnostic Services

We offer a diverse range of diagnostic tests, including over 2,000 pathology tests and 700+ radiology tests, under one roof. This comprehensive service offering ensures that our patients receive accurate and timely results, enhancing their healthcare experience.



Advanced Diagnostic Technology

At Vijaya Diagnostic Centre, we have made significant investments in top-tier diagnostic equipment to enhance our service capabilities. Our infrastructure includes:

30 CT Machines

These machines enable us to perform high-resolution imaging, crucial for accurate diagnosis and treatment planning.

1

8 PET CT/Gamma Machines

Among the first in South India to offer PET-CT scans, we continue to lead in advanced imaging technologies.

2

29 MRI Machines

Our MRI machines, including 3T MRI systems, provide detailed imaging for a wide range of diagnostic needs.

3

250+ Radiologists and Pathologists

Our highly skilled medical professionals ensure the highest standards of diagnostic accuracy and patient care.

4



Advanced Software and IT Infrastructure

Our advanced software systems play a crucial role in managing clinical data and ensuring operational efficiency:

Laboratory Information Management System (LIMS)

This system ensures accuracy, speed, and affordability in our diagnostic services.

1

Radiology Information Systems (RIS) and Picture Archive and Communication Systems (PACS)

These integrated systems standardise operations, reduce errors due to low human intervention, monitor technical operations, and maintain the Turn-Around Time (TAT) for test results.

2

Our front-end IT infrastructure enables us to provide a uniform experience to customers, from booking appointments to accessing reports online.

Corporate Wellness Solutions

In the past financial year, we have cemented our position as an essential player in corporate health and wellbeing. Serving over 400 corporates, we have become their preferred diagnostic partner. Our corporate wellness solutions include:

Pre-employment Health Check-ups

Bespoke packages that assist organisations in assessing the fitness of their prospective hires.

1

Annual Health Check-ups

Comprehensive evaluations tailored to specific organisational needs, focusing on prognosis and prevention.

2

Specialised Testing Services

Catering to unique industry requirements, including Drug Panel tests, Food Handlers Check-ups, and Hazardous testing.

3

Special Discounts

Exclusive discounts for corporate employees and senior citizens, encouraging regular health monitoring without financial burden.

4

Lab Tests at Home

Our home sample collection service brings medical diagnostics right to the doorstep of our customers. With coverage across 21+ medical specialities, this service ensures that comprehensive diagnostic care is accessible to everyone. Our medically certified professionals adhere to the highest standards of safety and hygiene, providing expert care at the customer's location.

Logistics Network

We have implemented an effective logistical network, utilising in-house logistics teams and temperature-controlled transport. This critical infrastructure component aids in maintaining specimen quality and optimising the diagnostic process. Our logistics network ensures that samples are transported efficiently and securely, maintaining the integrity of diagnostic results.

Key Suppliers and Long-Standing Relationships

We have established long-standing relationships with leading medical technology vendors, including: SIEMENS, Beckman Coulter, Philips, HOLOGIC, United Imaging, BIOMERIEUX, WIPRO, and GE Healthcare. These partnerships ensure that we are at the forefront of introducing new tests and adopting the latest medical technologies.

Our Presence

Mapping Our Vision for Diagnostic Excellence

Vijaya Diagnostic Centre is on an ambitious journey to extend its high-quality, affordable diagnostic services across India. Our strategic expansion plan leverages our proven hub-and-spoke model, focusing on both organic growth in our core markets and strategic entry into new geographies. This multifaceted approach aims to bring our trusted brand of healthcare closer to millions more Indians.

Our expansion strategy is built on four key pillars:

Core Market Strategy

We are strengthening our presence in Andhra Pradesh and Telangana through concentric expansion into Tier 1 and Tier 2 cities. Recent successes in Tirupati, Rajahmundry, and Mahbubnagar demonstrate the effectiveness of this approach.

Eastern India Expansion

With growing demand for quality diagnostics in Eastern India, we have inaugurated our first Vijaya-branded hub in North Kolkata. This marks the beginning of our replication of the hub-and-spoke model in this region.

Western India Entry

The acquisition of PH Diagnostics, Pune's largest B2C integrated chain, gives us a strong foothold in Western India. We plan to densify our network in Pune and explore further opportunities in the region.

Adjacent Market Penetration

Our entry into Karnataka with a state-of-the-art hub in Kalaburagi signals our intent to expand into markets adjacent to our core territories.

Telangana

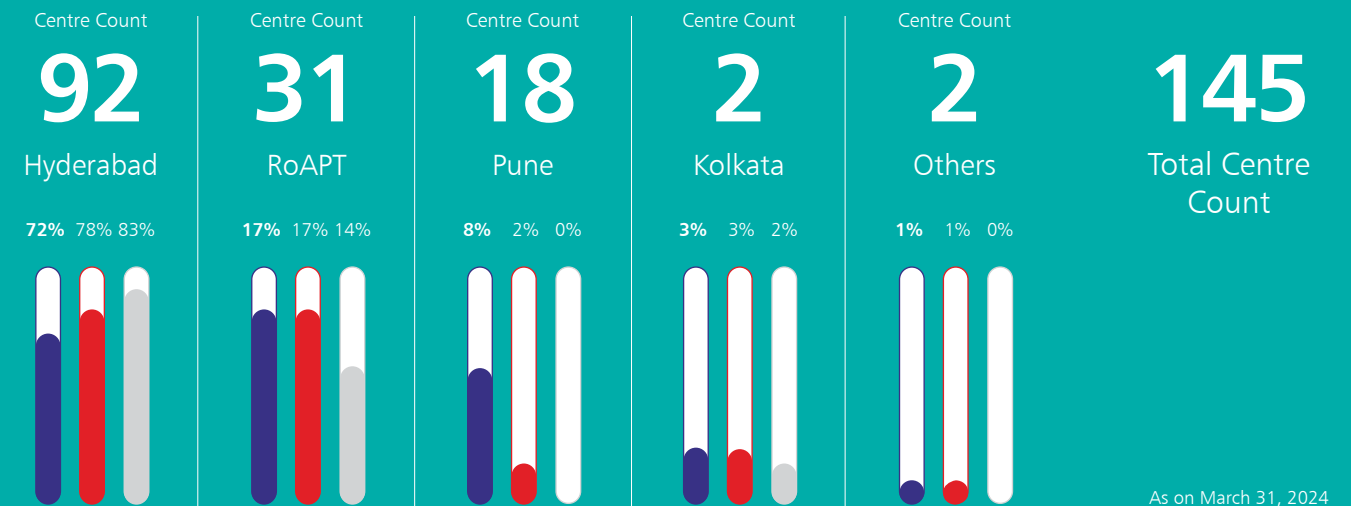
- Karimnagar
- Mancherial
- Hanamkonda
- Kazipet
- Warangal
- Hyderabad/Secunderabad
- Wanaparthy
- Shadnagar
- Shamshabad
- Sangareddy
- Nizamabad
- Mahbubnagar

Andhra Pradesh

- Kurnool
- Nandyal
- Tirupathi
- Nellore
- Rajahmundry
- Visakhapatnam

Geographical Contribution - Revenue

● Q4FY24 ● FY24 ● FY23



Haryana

Gurgaon

West Bengal

Kolkata

Karnataka

Gulbarga

Maharashtra

Pune

map not to scale, only for illustration

Strategic Expansions

Expanding Our Reach and Enhancing Our Impact

Vijaya Diagnostic Centre is embarking on an ambitious journey of strategic expansion, aiming to strengthen our position as a leading diagnostic services provider in India. Our growth strategy encompasses both organic expansion and strategic acquisitions, designed to extend our reach and enhance our service offerings across key regions. The recent acquisition of P H Diagnostics in Pune and the proposed amalgamation of Medinova Diagnostic Services Limited with and into Vijaya Diagnostic Centre Limited mark significant milestones in our expansion journey.



Acquisition of PH Diagnostics



In December 2023, Vijaya Diagnostic Centre Limited acquired a 100% stake in P H Diagnostic Centre Private Limited, Pune's largest B2C focused integrated diagnostic chain. This strategic move marks our entry into the Western India market, aligning with our vision to provide high-quality, affordable diagnostic services across the country.

Acquisition Cost

₹147.50 Cr.

Total Consideration

P H Diagnostics brings to Vijaya a network of 18 centres, including 3 hubs, 3 spokes, and 12 collection centres, with an annual revenue of approximately ₹45 Crore.

Strategic Reasons for Acquisition

Geographical Expansion

Entry into the Western India market, particularly Pune, which has significant growth potential.

Market Consolidation

Strengthening our market position by integrating a well-established local brand.

Operational Synergies

Leveraging shared resources, technology, and best practices to achieve cost efficiencies.

Enhanced Service Offerings

Expanding our diagnostic services portfolio, thereby offering a comprehensive range of tests to a broader customer base.

Proposed Amalgamation of Medinova Diagnostic Services Limited with and into the Company

Building on our expansion strategy, Vijaya has proposed the amalgamation of Medinova Diagnostic Services Limited, a step aimed at consolidating our market position and creating synergies that will benefit both entities.

Key Details of the Amalgamation

Share Exchange Ratio

1 equity share of Vijaya for every 22 equity shares of Medinova.

Timeline

Expected completion within 9-12 months (approx.), subject to regulatory approvals.

Strategic Reasons for Amalgamation

Market Presence

Enhanced market presence in core geographies through consolidation.

Operational Synergies

Cost efficiencies through shared resources and elimination of duplication.

Service Enhancement

Combined strengths to offer integrated diagnostic services in both pathology and radiology.

Financial Growth

Positive contribution to Vijaya's revenue and profitability, creating value for shareholders.



Impact on Consolidated Business

Expanded Network

The combined entity will have a larger footprint, with over 19-20 centres across 2 cities, enhancing accessibility for patients.

Diversified Revenue Streams

Expansion into new geographies and addition of new service offerings will help diversify revenue sources and reduce regional concentration risk.

Economies of Scale

Larger scale of operations expected to lead to better cost management and improved operational efficiencies.

Brand Enhancement

Integration of well-established local brands like P H Diagnostics and Medinova under the Vijaya umbrella expected to strengthen overall brand equity.

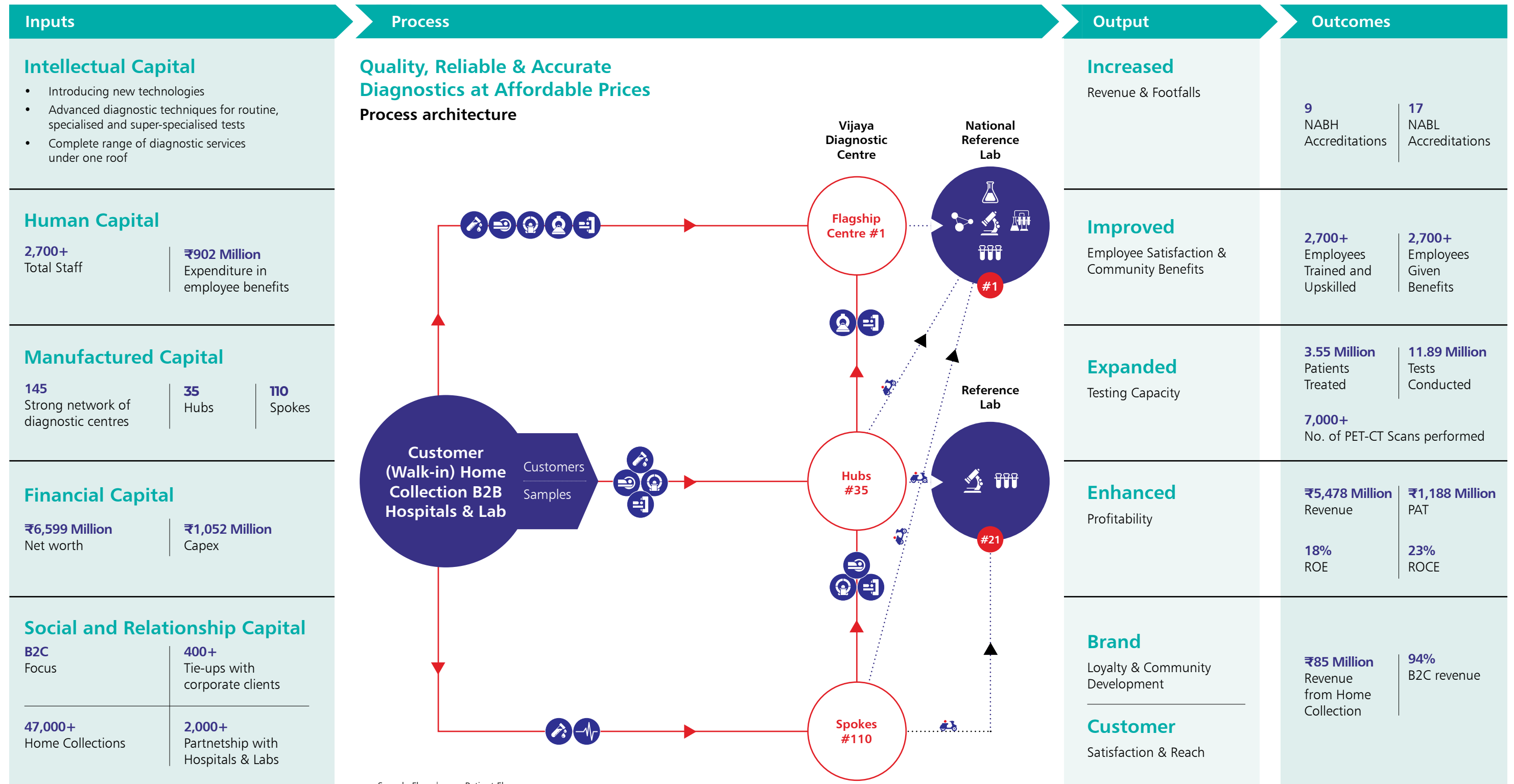
Technology Integration

Standardisation of technology platforms leading to improved patient experience and operational efficiency.

Business Model

Our Blueprint to Create Shared Value

Amplifying value with an integrated business model



..... Sample Flow | — Patient Flow

Strengths

Building Strengths for Sustainable Growth

Vijaya Diagnostic Centre Limited has consistently demonstrated its ability to leverage its core strengths and strategic initiatives to maintain its leadership position in the diagnostic industry. Our robust internal strengths and well-defined strategies have enabled us to capitalise on emerging opportunities and drive sustainable growth.

**Our Strengths****Comprehensive Service Offerings**

Vijaya Diagnostic Centre offers a wide range of diagnostic tests, combining both pathology and radiology services under one roof. This integrated business model enhances convenience for patients and ensures accurate and timely results. In FY24, we conducted over 11.9 million tests, serving more than 3.5 million patients, positioning us as a preferred diagnostic service provider in our core markets.

**Advanced Technological Infrastructure**

We continually invest in state-of-the-art technology to enhance our diagnostic capabilities. Our diagnostic centres are equipped with advanced equipment such as 3T MRI, 128-slice CT scanners, and PET-CT machines. These investments enable us to offer a wide range of tests, from routine blood work to complex imaging studies, ensuring that we remain at the forefront of the diagnostic industry.

**Strong Brand Reputation**

With over 40 years of experience, Vijaya Diagnostic Centre has built a strong brand reputation for delivering high-quality, reliable diagnostic services. Our commitment to excellence and patient-centric care has earned us the trust and loyalty of our customers, further strengthening our market position.

**Financial Stability**

Our robust financial performance, with a revenue increase of 19.3% in FY24, amounting to ₹5,478 Million, and an EBITDA of ₹2,209 Million, reflecting a year-on-year growth of 21.4%, demonstrates our financial stability. This strong financial position enables us to fund our expansion plans and invest in new technologies, ensuring sustained growth.

**Highly Skilled Workforce**

Our team of over 250 doctors, including radiologists and pathologists, along with more than 1,400 technical staff and 1,100 support staff, is one of our greatest assets. We prioritise continuous learning and development, offering regular training programmes led by top-level experts and consultants. This focus on skill enhancement ensures that our workforce remains adept at using the latest diagnostic technologies and delivering high-quality services.

**Extensive Network**

Our extensive network of 145 diagnostic centres and 21 reference laboratories across 23 cities enables us to efficiently serve both urban and semi-urban markets. This network ensures that high-quality diagnostic services are accessible to a broad customer base, reinforcing our market leadership.

**Accreditations and Certifications**

Our commitment to quality is reflected in our accreditations and certifications, including NABL and NABH. These certifications validate our adherence to the highest standards of diagnostic accuracy and patient care, reinforcing our reputation as a trusted diagnostic service provider.

**Innovative Service Delivery Models**

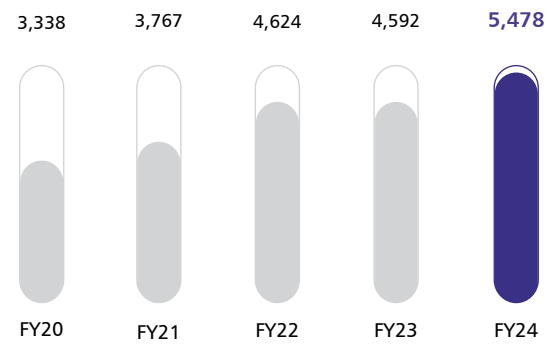
We have introduced home-based diagnostic services and telemedicine consultations, providing patients with convenient and accessible healthcare options. These initiatives have been particularly beneficial during the COVID-19 pandemic, enabling us to continue delivering essential diagnostic services while ensuring the safety of our patients and staff.

Key Performance Indicators

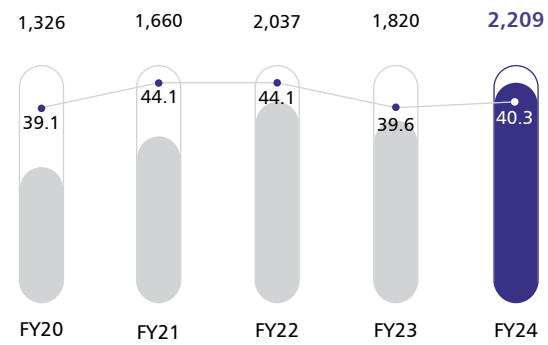
Tracking Our Progress Over the Years

Financial Metrics

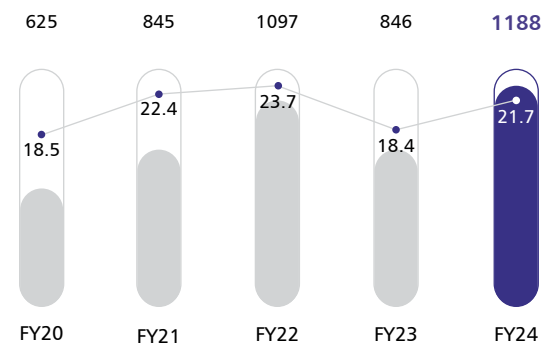
Revenue From Operations
(₹ in Million)



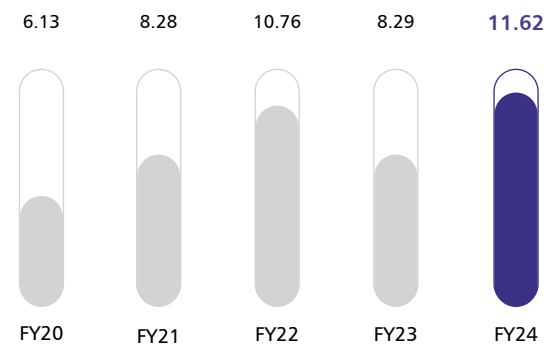
EBITDA & EBITDA Margin
(₹ in Million & %)



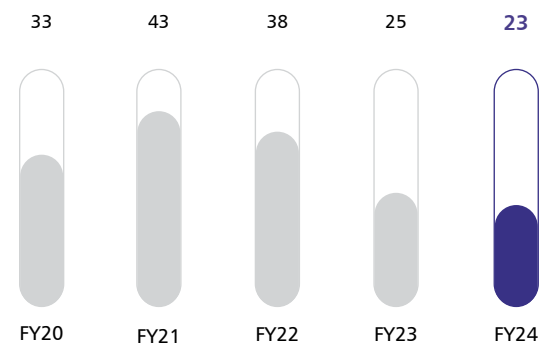
Profit After Tax & PAT Margin
(₹ in Million & %)



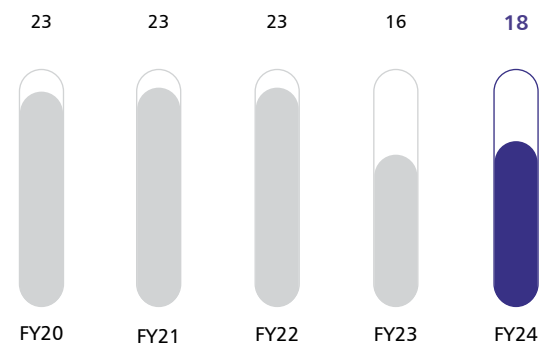
Earnings Per Share
(In ₹)



ROCE Pre-Cash
(In %)

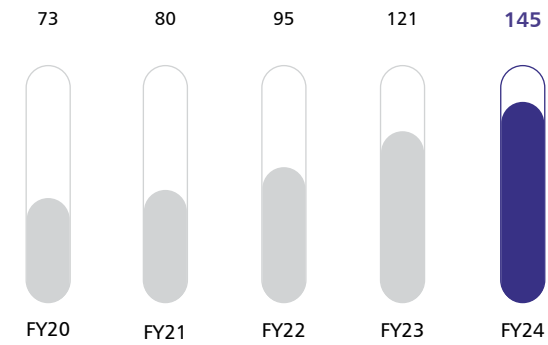


ROE
(In %)

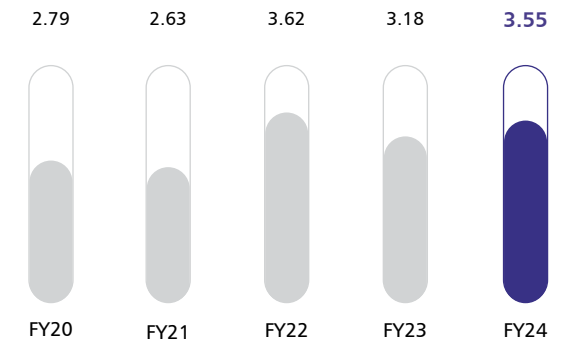


Operational Metrics

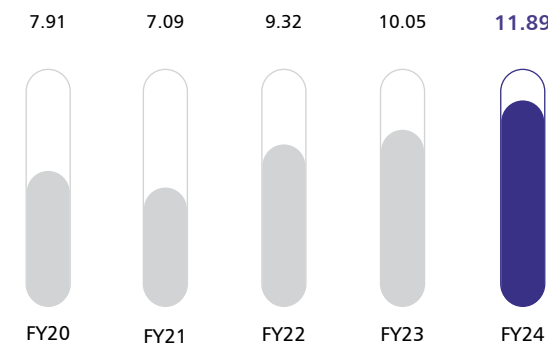
Diagnostic Centre
(In Number)



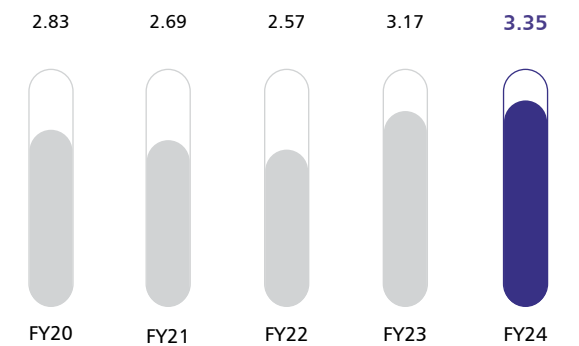
Footfalls
(In Million)



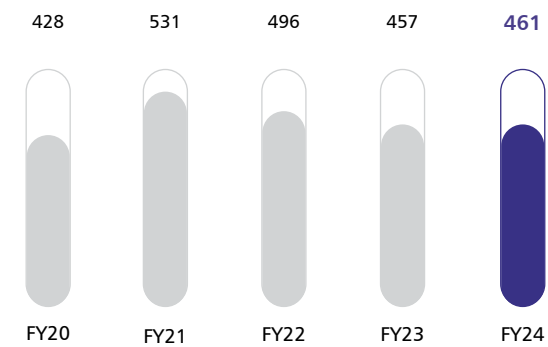
Tests Performed
(In Million)



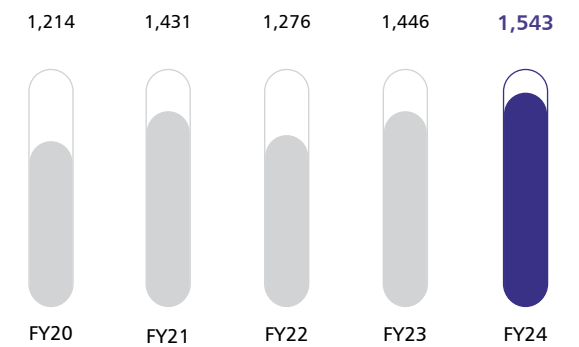
Test per Footfall
(In Number)



Revenue per Test
(In ₹)



Revenue per Footfall
(In ₹)



From the Chairman's Desk

Leading with Purpose in the Evolving Diagnostic Industry

Dear Shareholders,

It is with great pride and optimism that I present to you the annual report for Vijaya Diagnostic Centre Limited for the financial year 2024. This year has been a testament to our strategic foresight, operational excellence, and unwavering commitment to delivering high-quality diagnostic services. As we navigate through an evolving healthcare landscape, our focus remains steadfast on expanding our reach, enhancing our capabilities, and creating lasting value for all our stakeholders.



Shaping Our Vision

The diagnostic industry in India is poised for significant growth, driven by increasing healthcare awareness, rising demand for preventive healthcare, and advancements in diagnostic technologies. At Vijaya Diagnostic Centre, we are uniquely positioned to capitalise on these opportunities. Our integrated business model, which combines pathology and radiology services under one roof, allows us to offer comprehensive diagnostic solutions to our patients.

The Indian diagnostic market is expected to grow at a compound annual growth rate (CAGR) of 10-12% over the next five years. This growth is underpinned by several factors, including an ageing population, increasing prevalence of chronic diseases, and a growing middle class with higher disposable incomes. Additionally, the government's focus on healthcare infrastructure development and the rising adoption of digital health technologies are expected to further drive the demand for diagnostic services.

Our vision is to be the most trusted and preferred diagnostic service provider in India. We aim to achieve this by continuously investing in state-of-the-art technology, expanding our network of diagnostic centres, and enhancing our service offerings. Our commitment to quality, accuracy, and patient-centric care remains at the core of everything we do.

Pioneering New Frontiers

Our strategic positioning in the diagnostic industry is reinforced by our extensive network of 145 diagnostic centres and 21 reference laboratories across 23 cities. This year, we have made significant strides in expanding our geographical footprint and enhancing our service capabilities.

One of our key strategic initiatives has been the acquisition of PH Diagnostic Centre Private Limited, Pune's largest B2C-focused integrated diagnostic chain. This acquisition marks our entry into the Western India market and aligns with our vision to provide high-quality, affordable diagnostic services across the country. PH Diagnostics brings to Vijaya a network of 18 centres, including 3 hubs, 3 spokes, and 12 collection centres. This acquisition allows us to expand our presence in Pune, a region with significant growth potential.

In addition to the acquisition of PH Diagnostics, we have proposed the amalgamation of Medinova Diagnostic Services Limited. This merger aims to consolidate our market position and create synergies that will benefit both entities.

These strategic initiatives are part of our broader strategy to create a dense network of integrated diagnostic centres across high-potential geographies. By leveraging our proven hub-and-spoke model, we aim to replicate our success in these new regions. This approach allows us to efficiently extend our services to new communities while maintaining the high standards of quality and care that define the Vijaya brand.

Investing in Excellence

At Vijaya Diagnostic Centre, we believe that our people are our greatest asset. Investing in human resources is a key priority for us, as we strive to attract, retain, and develop the best talent in the industry. Our team of highly skilled professionals, including 250+ doctors (radiologists and pathologists), 1,400+ technical staff and over 1,100+ support staff, work tirelessly to ensure the highest standards of accuracy and care.

We are committed to fostering a culture of continuous learning and development. Our comprehensive training programmes are designed to equip our employees with the latest skills and knowledge, enabling them to deliver exceptional diagnostic services. Our Employee Stock Option Plan (ESOP) is a testament to our commitment to recognising and rewarding our employees' contributions. This initiative not only aligns our employees' interests with the company's long-term goals but also fosters a sense of ownership and commitment among our team members.

Sustainability is another cornerstone of our strategy. We are dedicated to minimising our environmental impact and promoting sustainable practices across our operations. Our diagnostic centres are designed to be energy-efficient, and we have implemented several initiatives to reduce waste and conserve resources. For instance, we have transitioned to using low-energy consuming lighting and electric vehicles, optimised paper usage, and shifted towards digitisation of information. These efforts are part of our broader commitment to contribute to a more sustainable environment.

Our Corporate Social Responsibility (CSR) initiatives reflect our commitment to giving back to the communities in which we operate. During the year ended March 31, 2024, we spent ₹244.33 lakhs on various CSR projects. These initiatives include promoting education, healthcare, and social welfare. For instance, we supported the construction of a kitchen and dining hall for students at a government school in Raghunathapuram Village, Yadadri District, and provided essential medical equipment to government hospitals. Our CSR activities are aligned with our vision to create sustained value for society and promote inclusive growth.

Leading with Purpose

As we look ahead, we are excited about the future and the opportunities that lie ahead. Our strategic initiatives, combined with our commitment to operational excellence, position us well to capitalise on the growing demand for diagnostic services. We plan to add 10 new hub centres over the next two years, with a particular emphasis on Pune and Eastern India. Our expansion strategy is backed by a strong financial position, with plans to fund these initiatives through internal accruals and existing cash reserves.

We are also exploring new opportunities for growth, including potential inorganic acquisitions in high-potential markets. Our goal is to create a dense network of integrated diagnostic centres that can efficiently serve a broad customer base across India. By strategically expanding and directing our capabilities towards future opportunities, we are confident in our ability to consistently deliver lasting value to our stakeholders.

In conclusion, I would like to express my gratitude to our shareholders, customers, and employees for their continued support and trust in Vijaya Diagnostic Centre. Together, we will continue to build a stronger, more resilient organisation that is well-positioned for future growth and success.

Dr. S. Surendranath Reddy
Chairman

From the Managing Director's Desk

Expanding Our Reach and Enhancing Patient Care

Dear Shareholders,

I am pleased to present the annual report for Vijaya Diagnostic Centre Limited for the financial year 2024. This year has been transformative for our company, marked by significant achievements and strategic initiatives aimed at strengthening our market position and expanding our reach. Our commitment to delivering high-quality, comprehensive diagnostic solutions remains unwavering as we continue to navigate the evolving healthcare landscape.



Financial and Operational Robustness

Our financial performance in FY24 has been robust, reflecting our strategic initiatives and operational efficiencies. We reported a revenue increase of 19.3%, amounting to ₹5,478 Million. This growth was driven by both organic and inorganic factors, including the successful integration of PH Diagnostics. Our EBITDA for the year stood at ₹2,209 Million, reflecting a year-on-year growth of 21.4%. The EBITDA margin was healthy at 40.3%, demonstrating our ability to maintain profitability while expanding our operations. Our Profit After Tax (PAT) grew by 40.4%, reaching ₹1,188 Million. We have consistently maintained industry-leading margins, thanks to our integrated business model and a strong focus on the B2C segment. Our radiology business, which now constitutes 37% of our total revenue, has been a significant contributor to our growth. The revenue per test stood at ₹461, and the revenue per footfall was ₹1,543, reflecting our ability to deliver high-value services to our customers.

Operationally, we have made significant strides. Our total tests performed increased by 24.1% year-on-year, reaching 11.9 million tests in FY24. Our total footfall also saw a substantial increase of 21.4%, with 3.5 million patient visits during the year. These metrics highlight the growing demand for our services and our ability to meet this demand effectively.

Expanding Our Horizons

Geographical expansion has been a key focus area for us this year. We have strategically expanded our network of diagnostic centres and reference laboratories, with a particular emphasis on establishing new hubs in high-potential markets. One of our significant milestones was the inauguration of a state-of-the-art hub in Kolkata

in July 2023. This 10,000 sq. ft. facility, equipped with advanced radiology equipment like 3T MRI and 128-slice cardiac CT, marks our first centre in Kolkata under the 'Vijaya' brand name. Additionally, we ventured into Karnataka by inaugurating a standalone hub in Gulbarga in November 2023, further expanding our footprint. Our expansion strategy also includes penetrating Tier II territories in Telangana. We inaugurated a standalone hub centre in Mahbubnagar in October 2023, which has already gained significant traction and achieved break-even within two quarters. This underscores the high demand for quality diagnostics in the area and reinforces Vijaya's reputation as a trusted brand.

Our entry into these new markets is part of a broader strategy to create a dense network of integrated centres across high-potential geographies. By leveraging our proven hub-and-spoke model, we aim to replicate our success in these new regions. This approach allows us to efficiently extend our services to new communities while maintaining the high standards of quality and care that define the Vijaya brand.

Strategic Acquisitions

Strategic acquisitions have played a crucial role in our growth strategy. In December 2023, we acquired a 100% stake in PH Diagnostic Centre Private Limited, Pune's largest B2C-focused integrated diagnostic chain. This acquisition marked our entry into the Western India market, aligning with our vision to provide high-quality, affordable diagnostic services across the country. The acquisition was completed for a total consideration of ₹147.50 Crore. This acquisition allows us to expand our presence in Pune, a region with significant growth potential. Furthermore, we have proposed the amalgamation of Medinova Diagnostic Services Limited, a step aimed at consolidating our market position and creating synergies that will benefit both entities.

The strategic reasons for these acquisitions and amalgamations are multifaceted. Firstly, they allow us to expand geographically, entering new markets and strengthening our position in existing ones. Secondly, they enable market consolidation, enhancing our market share by integrating well-established local brands. Thirdly, they create operational synergies, achieving cost efficiencies through shared resources and best practices. Fourthly, they enhance our service offerings, expanding our diagnostic services portfolio to offer a comprehensive range of tests. Lastly, they contribute positively to Vijaya's revenue and profitability, creating value for shareholders.

Driving Innovation

Our commitment to leveraging technology to drive efficiencies and enhance patient experience has been a cornerstone of our strategy. In FY24, we undertook

several digital initiatives aimed at streamlining operations and improving service delivery. We successfully migrated all of PH Diagnostics' core ERP and other IT applications to our parent company's systems, effective from April 1, 2024. This integration ensures seamless operations and enhances our ability to deliver consistent, high-quality services across our expanded network.

Additionally, we introduced an Open MRI at our Amerpet centre to address the specific issue of claustrophobia, particularly for children and elders. This initiative is part of our broader strategy to enhance patient comfort and experience. Our digital initiatives also include the launch of a revamped website and a mobile app, enabling patients to book appointments, access test results, and manage their healthcare needs conveniently. These platforms are designed to provide a seamless and user-friendly experience, reflecting our commitment to patient-centric care. We have also focused on enhancing our internal processes through technology. Our advanced Laboratory Information Management System (LIMS) and Radiology Information Systems (RIS) ensure that we maintain high standards of accuracy and efficiency in our diagnostic services. These systems enable us to closely monitor key performance metrics and maintain a consistent turnaround time (TAT) for test results, thereby improving overall patient satisfaction.

Future Outlook

As we look ahead, our primary focus will be on consolidating our recent acquisitions and continuing our strategic expansion. We plan to add 10 new hub centres over the next two years, with a particular emphasis on Pune and Eastern India. Our expansion strategy is backed by a strong financial position, with plans to fund these initiatives through internal accruals and existing cash reserves. We are confident that our strategic initiatives, combined with our commitment to operational excellence, will enable us to deliver lasting value to our stakeholders. Our focus on quality, accuracy, and patient-centric care will continue to drive our growth and success. We also plan to explore new opportunities for growth, including potential inorganic acquisitions in high-potential markets. Our goal is to create a dense network of integrated diagnostic centres that can efficiently serve a broad customer base across India.

In conclusion, I would like to thank our shareholders, customers, and employees for their continued support and trust in Vijaya Diagnostic Centre. Together, we will continue to build a stronger, more resilient organisation that is well-positioned for future growth and success.

Sincerely,

Suprita Reddy
Managing Director and
Chief Executive Officer

Board of Directors

Pioneering Healthcare with Experience


Dr. S. Surendranath Reddy
Founder and Executive Chairman

Dr. S. Surendranath Reddy is the visionary Founder and Executive Chairman of Vijaya Diagnostic Centre Limited. With over 40 years of experience, he has been instrumental in establishing Vijaya as South India's largest integrated diagnostic chain. Dr. Reddy holds a Bachelor's degree in Medicine from Shri Venkatesvara University and a Doctor of Medicine in Radiology from Osmania Medical College, Hyderabad. He is a life member of the Indian Radiological and Imaging Association and has received numerous accolades, including an award from Abbott for leadership in in-vitro diagnostics and the "Healthcare Entrepreneur of the Year" award in 2019 from Six Sigma Star Healthcare, New Delhi.


Suprita Reddy
Managing Director and Chief Executive Officer

Ms. Sura Suprita Reddy is the Managing Director and Chief Executive Officer of Vijaya Diagnostic Centre Limited. She has been associated with the Company since 2003. Since then, she has been heading the overall strategy, clinical excellence, operations, and expansion of the company in its home markets and beyond. With return metrics and best in class profitability, Ms. Reddy has been driving its growth giving the centre the lead in the market.

Ms. Reddy is known for her entrepreneurial skills and conscientiousness. She took a keen interest in the business at a very early age. After studying commerce from Osmania University, she was able to use her skills to help the company grow. Because of her, in less than 2 decades, the company was able to earn revenue of over INR 5400 million from INR 70 million. Her business acumen and deep understanding of the business has helped the company remain competitive and offer the latest technology in diagnostics at an affordable price.

She also believes in helping the needy and spares adequate time in her busy schedule for the welfare of the society. Her contribution towards education and healthcare in rural area were remarkable.


Sunil Chandra Kondapally
Executive Director

Sunil Chandra Kondapally has been an integral part of Vijaya Diagnostic Centre since 2002 and currently serves as the Executive Director. He holds a Bachelor's degree in Electrical Engineering from Florida State University and brings over 17 years of experience in the healthcare sector. Sunil has played a pivotal role in the company's operations, quality accreditation, finance, marketing, and network expansion. He is also the founder of Trikona Pharmaceuticals Private Limited and QPS Bioserve India Private Limited, focusing on innovative pharmaceutical products.


S. Geeta Reddy
Non-Executive Director

S. Geeta Reddy serves as a Non-Executive Director at Vijaya Diagnostic Centre. She holds a Bachelor's degree in Law from Osmania University and has been enrolled as an advocate with the Andhra Pradesh High Court since 1986. Her extensive legal expertise and experience have been invaluable to the company's governance and compliance framework.

Non-Executive, Independent Directors

Satyanarayana Murthy Chavali

Satyanarayana Murthy Chavali serves as a Non-Executive, Independent Director at Vijaya Diagnostic Centre. He holds a Bachelor's degree in Technology from the Indian Institute of Technology, Madras, and an MBA from the Indian Institute of Management, Bangalore. Mr. Chavali has previously served as the CEO of Aurigene Discovery Technologies Limited and has held significant positions at Dr. Reddy's Laboratories Limited.


Dr. D. Nageshwar Reddy

Dr. D. Nageshwar Reddy is a distinguished Non-Executive, Independent Director at Vijaya Diagnostic Centre. He holds a degree in General Medicine from the University of Madras and a D.M. in Gastroenterology from the Postgraduate Institute of Medical Education and Research, Chandigarh. Dr. Reddy is the Chairman of the Asian Institute of Gastroenterology, Hyderabad, and has been honoured with the Padma Shri and Padma Bhushan awards by the Government of India for his contributions to the field of gastroenterology.


Shekhar Prasad Singh

Shekhar Prasad Singh is a Non-Executive, Independent Director at Vijaya Diagnostic Centre. He is a retired IAS officer from the 1983 batch and has previously served as the Chief Secretary to the Government of Telangana. His extensive experience in public administration and governance brings valuable insights to the company's strategic direction.


Dr. Manjula Anagani

Dr. Manjula Anagani is a Non-Executive, Independent Director at Vijaya Diagnostic Centre. She holds an M.D. in Obstetrics and Gynaecology from N.T.R. University of Health Sciences, Andhra Pradesh. Dr. Anagani is the Clinical Director and Head of the Department of the Centre of Women and Childcare at Care Hospitals. She has been honoured with the Padma Shri award by the Government of India for her contributions to the medical field.

Board Committees

Audit Committee (A)
 Nomination and Remuneration Committee (N)
 Stakeholders Relationship Committee (S)
 Corporate Social Responsibility Committee (C)
 Risk Management Committee (R)

● Chairperson | ● Member

Key Managerial Personnel

In addition to our esteemed Board of Directors, the following individuals serve as the Key Managerial Personnel (KMP) of Vijaya Diagnostic Centre Limited:

Narasimha Raju K.A

Chief Financial Officer

Hansraj Singh Rajput

Company Secretary & Compliance Officer

Governance Framework

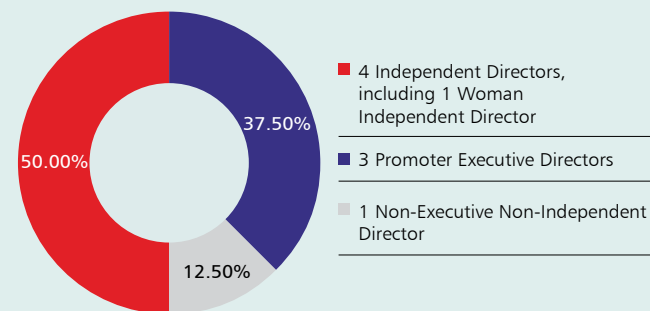
Upholding Integrity with Robust Governance

At Vijaya Diagnostic Centre Limited, we believe that robust corporate governance is fundamental to creating sustainable value for all our stakeholders. Our governance framework is designed to ensure transparency, accountability, and ethical conduct across all levels of the organisation.

Governance Structure

Board of Directors

Our Board of Directors comprises a diverse group of experienced professionals, ensuring a balanced mix of executive and non-executive directors. As of March 31, 2024, the Board consisted of 8 directors:



Committee Structure

To ensure focused attention on specific areas of governance, the Board has constituted several committees, each chaired by an Independent Director and meeting regularly to oversee its designated areas of responsibility:

Audit Committee

Oversees financial reporting, internal controls, and audit functions. The committee met 5 times during FY 2023-24.

Nomination and Remuneration Committee

Focuses on Board composition, executive remuneration, and succession planning.

Stakeholders Relationship Committee

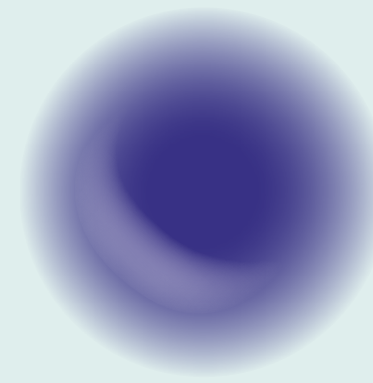
Addresses shareholder grievances and ensures effective communication with stakeholders.

Risk Management Committee

Identifies, assesses, and mitigates various risks faced by the company. The committee met twice during FY 2023-24.

Corporate Social Responsibility (CSR) Committee

Oversees the company's social initiatives and CSR activities.



Skills Matrix

The Board has identified key skills and expertise required for effective governance, including:

Corporate Governance and Systems Control

Business Capability and Integrity

Healthcare Industry Experience

Senior-Level Responsibility Handling

Finance and Risk Management

Business Development

Legal and Regulatory Understanding

Director Independence and Evaluation

The company has received declarations from all Independent Directors confirming their independence as per Section 149(6) of the Companies Act and Regulation 16(1)(b) of the SEBI Listing Regulations. A separate meeting of Independent Directors was held on February 5, 2024, to assess the performance of non-independent directors, the Board as a whole, and the Chairman.

7+ Years

Duration of Relationship with Current Auditor

9 Years

Average Tenure of Directors on Board

60 Years

Average Age of Directors on Board

80%

Average Board Meeting Attendance Rate

₹62.30 Mn.

Total Board Remuneration in FY24

₹386.19 Mn.

Value of Related Party Transactions During the Year



Risks & Mitigation

Strategic Risk Mitigation for Long-Term Success

At Vijaya Diagnostic Centre Limited, we recognise that effective risk management is critical to sustaining our growth and achieving our strategic objectives. Our comprehensive risk management framework is designed to identify, assess, and mitigate potential risks that could impact our operations, financial performance, and reputation. This section outlines our approach to risk management and the specific strategies we employ to address various risks.

Company Philosophy on Risk Management

Our risk management philosophy is rooted in proactive identification, assessment, and mitigation of risks to ensure business continuity and sustainable growth. We are committed to maintaining a robust risk management framework that integrates risk management practices into our strategic planning and operational processes. Our Board of Directors and senior management team play a pivotal role in overseeing risk management activities, ensuring that risks are effectively managed and mitigated.

Pricing Risk

Government-imposed price ceilings on services may impact revenue and profitability.

Mitigation Strategy

Focus on providing high-quality diagnostic services using advanced technology to become the first choice for patients.

Penetration Risk

Regulatory challenges and local competition make it difficult to enter new geographies.

Expand into underserved areas through a well-integrated hub-and-spoke model, particularly in Eastern India.

Technological Risk

Rapid technological advancements may reduce demand for existing services.

Offer more accurate and economical tests, leverage thorough analysis to help patients and doctors understand criteria in detail.

Regulatory Risk

Changes in government policies and regulations could impact operations.

Regularly monitor government policies and take necessary actions to stay compliant with regulatory changes.

Competition Risk

Intense competition from new and existing players in the healthcare sector.

Build a strong brand recall and provide advanced radiological and pathological services to gain a competitive edge.

Human Resource Risk

Need for continuous skill updates due to technological advancements.

Mitigation Strategy

Provide regular training and development programmes, offer ESOPs to retain and motivate employees.

Cybersecurity Risk

Potential cyber threats and data breaches could compromise patient information.

Implement robust cybersecurity measures, conduct regular audits, and provide training on data security practices.

Operational Risk

Disruptions in operations due to equipment failure or other unforeseen events.

Maintain comprehensive maintenance contracts, conduct regular equipment checks, and have contingency plans in place.

Supply Chain Risk

Dependence on third-party suppliers for critical equipment and reagents.

Develop strong relationships with key suppliers, maintain multiple sourcing options, and keep inventory buffers.

Corporate Social Responsibility

Enhancing Lives Through Social Responsibility



Our Corporate Social Responsibility (CSR) initiatives are designed to create a positive impact and promote sustained growth in society. Through our dedicated efforts, we aim to enhance value creation in the community, aligning with our vision of being a socially responsible corporate entity.



Company's CSR Philosophy

Vijaya Diagnostic Centre is committed to contributing to the well-being of the communities in which we operate. Our CSR initiatives are guided by our core values of integrity, transparency, and accountability. We focus on projects and activities that promote education, healthcare, and social welfare, ensuring that our efforts lead to meaningful and sustainable development.



₹244.33 Lakhs

Total CSR Spend in FY24

5

Major CSR Projects Undertaken

Key CSR Initiatives in FY24

Sponsorship of National Level Tennis Player

Objective

To promote rural and nationally recognised sports.

Location: Hyderabad, Telangana

Impact: Supported with one month of training expenses of a national-level tennis player, fostering talent and encouraging sportsmanship.

Construction of Govt. School at Patancheruvu

Objective

To promote education and provide better learning facilities.

Location: Sangareddy District, Telangana

Impact: Expansion of the building of a govt. school to accommodate more students and improve access to quality education.

Construction of Kitchen and Dining Hall for Students

Objective

To promote education and improve school infrastructure.

Location: Raghunathapuram Village, Yadadri District, Telangana

Impact: Enhanced the learning environment for students at Mandal Parishad Primary School by providing essential facilities.

Purchase and Supply of Medical Equipments for a Govt. Hospital

Objective

To promote health and improve hospital infrastructure.

Location: Hyderabad, Telangana

Impact: Provided stretchers and wheelchairs to Princess Durru Shehvar Children's and General Hospital, enhancing patient care.

Skill Training for Trainees Under National Apprenticeship Promotion

Objective To provide vocational skills and enhance employability.

Location: Hyderabad, Telangana

Impact: Offered skill training to trainees, improving their job prospects and contributing to workforce development.

Awards and Accolades

Honouring Our Commitment to Quality Healthcare

We take immense pride in the recognition bestowed upon us by esteemed organisations across the healthcare industry. These awards not only validate our commitment to excellence but also inspire us to continually raise the bar in diagnostic services. Our accolades span various aspects of our operations, from service quality to leadership, reflecting our holistic approach to healthcare delivery.

Awards won in FY24



Most Trusted Brand of India 2024-25 by Marksmen Daily at the 4th edition of the Most Trusted Brands of India

Most Trusted Brand of the Year Award at the 22nd Global Edition & 7th India Edition of Business Leader of the Year



Excellence in Comprehensive Diagnostic Care at the TV9 Bangla Suswasto Health Conclave and Excellence Awards 2023

Service Excellence in Integrated Diagnostic Care at the Times Health Excellence Awards – Telangana 2023



Other notable awards

Best Healthcare Brands 2022 by The Economic Times

Pride of India Brands Award – The Best of South Awards 2022

Healthcare Leadership Awards 2022

Best Diagnostic Centre – India by Times Healthcare Achievers

Leading Diagnostic Chain of the Year 2021 by Diagnostic Leadership Summit

Best Healthcare Brands 2021 by The Economic Times

Company of the Year - Healthcare by United Research Services

Indo Global Award for Healthcare Excellence 2021 by Indian Economic Development & Research Association

Leading Diagnostics with Excellence in Quality & Safety by Diagnostic Leadership Summit

Healthcare Entrepreneur of the Year – Dr. S Surendranath Reddy (2019) by Six Sigma Healthcare

Management Discussion and Analysis

Management Discussion and Analysis

Global Economy

The global economy demonstrated remarkable resilience in 2023, navigating through challenges to achieve a growth rate of 2.1%. This performance, while lower than the previous year's 3.1%, showcases the adaptability and strength of economies worldwide in the face of monetary policy adjustments and regional financial fluctuations. Looking ahead, the World Bank projects an encouraging uptick in global growth to 2.4% in 2024, signalling a positive trajectory as inflationary pressures ease and commodity markets stabilise.

Advanced economies, despite facing policy tightening, are poised for steady growth. The projected growth rates of 1.5% in 2023 and 1.4% in 2024 reflect the ongoing recovery from pandemic-related disruptions and the gradual normalisation of economic activities. This steady performance underscores the robustness of these economies in maintaining growth amid evolving global conditions. Emerging markets and developing economies (EMDEs) continue to be dynamic drivers of global economic expansion. While growth in EMDEs, excluding China, is expected to moderate to 2.9% in 2023 from 4.1% in 2022, there's optimism for a rebound to 4.0% in 2024. This anticipated acceleration is particularly encouraging, driven by China's economic resurgence and positive developments in other large economies within the region.

On the inflation front, there's cause for optimism. The International Monetary Fund (IMF) forecasts a gradual but steady decline in global inflation from 8.7% in 2022 to 6.9% in 2023, and further to 5.8% in 2024. This downward trend reflects the effectiveness of monetary policies and the stabilisation of commodity prices, paving the way for increased economic stability and consumer confidence.

The outlook for the global economy, while presenting challenges, also offers numerous opportunities for growth and innovation. The World Bank emphasises the potential for positive outcomes through global cooperation and structural reforms. There's a growing focus on reinforcing central bank independence, enhancing financial supervision, and improving the efficiency of public spending – all of which contribute to maintaining price and financial stability.

Indian Economy

The Indian economy demonstrated remarkable resilience and robust growth in 2023, reflecting its strong fundamentals and effective policy measures. According to the World Bank, India's GDP growth rate for 2023 is projected to be around 6.3%, making it one of the fastest-growing major economies in the world. This growth is underpinned by a strong recovery in domestic demand, increased investment, and a rebound in manufacturing and services sectors (World Bank, 2024).

The International Monetary Fund (IMF) also highlights India's impressive economic performance, noting that the country's growth has been driven by robust private consumption, government spending, and a revival in investment activities. The IMF's World Economic Outlook report projects India's GDP growth to remain strong at 6.3% in 2024, supported by continued policy support and structural reforms (IMF, 2024).

One of the key drivers of India's economic growth has been the recovery in the services sector, which has shown significant momentum. The services sector, which accounts for over 50% of India's GDP, has benefited from increased consumer spending, digital transformation, and a resurgence in travel and tourism. Additionally, the manufacturing sector has also shown resilience, with strong performance in key industries such as automotive, pharmaceuticals, and electronics. Inflation in India has been relatively moderate, with the Reserve Bank of India (RBI) maintaining a balanced approach to monetary policy. The RBI's efforts to control inflation, coupled with favourable monsoon conditions, have helped keep food prices stable. The IMF projects that India's inflation rate will moderate to 5.2% in 2023 and further to 4.8% in 2024, providing a stable environment for economic growth (IMF, 2024).

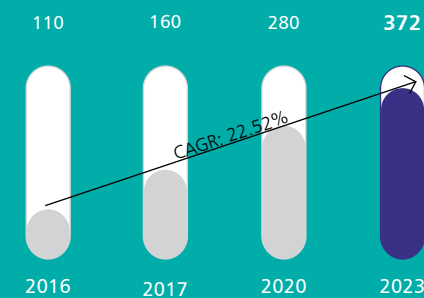
Looking ahead, the outlook for the Indian economy remains positive. The World Bank projects that India's GDP growth will accelerate to 6.4% in 2025, driven by continued policy reforms, infrastructure development, and increased foreign investment. The government's focus on key initiatives such as the Atmanirbhar Bharat (Self-Reliant India) campaign, Make in India, and Digital India is expected to further boost economic growth and create new opportunities for businesses and investors (World Bank, 2024).

Industry Overview

Indian Healthcare Sector

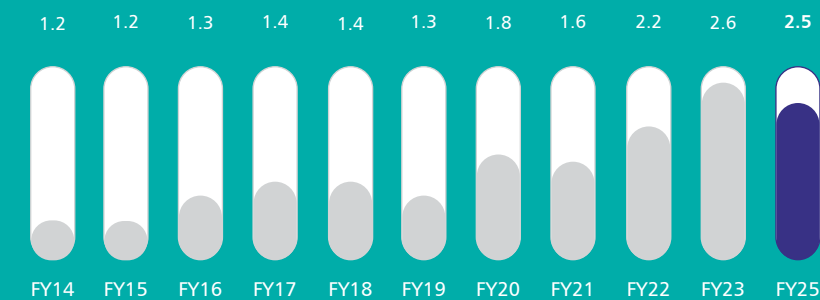
The Indian healthcare sector has demonstrated remarkable growth and resilience, emerging as a pivotal component of the country's economy. According to the India Brand Equity Foundation (IBEF) report of May 2024, the total industry size was estimated at US\$ 372 Billion in 2023, reflecting the sector's substantial scale and potential. The healthcare market in India has experienced robust growth, with a Compound Annual Growth Rate (CAGR) of 22.52% between 2016 and 2022. This impressive growth trajectory is expected to continue, with projections indicating that the market will reach US\$ 638 Billion by 2025.

Healthcare sector Growth Trend (US\$ Billion)



One of the key drivers of this growth is the increasing healthcare expenditure. The budgeted spending on the health sector by federal and state governments has risen from 1.6% of GDP in FY21 to 2.6% in FY23. The government aims to further increase public health spending to 2.5% of the country's GDP by 2025, underscoring its commitment to enhancing healthcare infrastructure and services.

Government Healthcare Expenditure as a % of GDP



Hospital Market and Infrastructure Development

The hospital market in India, a crucial component of the healthcare sector, was valued at US\$ 98.98 Billion in 2023. It is projected to grow at a CAGR of 8.0% from 2024 to 2032, potentially reaching an estimated value of US\$ 193.59 Billion by 2032. This growth is supported by significant infrastructure development, with the government planning to add three million beds by 2025 to achieve the target of 3 beds per 1,000 people.



Management Discussion and Analysis (Continued)

Workforce Expansion and Employment Opportunities

The healthcare sector is one of India's largest employers, with a workforce of 7.5 Million people as of 2024. The demand for healthcare professionals is expected to double both nationally and globally by 2030, driven by the current shortage of healthcare workers in India. The country currently has only 1.7 nurses per 1,000 people and a doctor-to-patient ratio of 1:1,500 nationwide, indicating significant room for workforce expansion

Digital Transformation and Technological Advancements

The Indian healthcare sector is witnessing a rapid digital transformation. The AI in Healthcare Market is projected to grow from US\$ 14.6 Billion in 2023 to US\$ 102.7 Billion by 2028, highlighting the increasing adoption of advanced technologies in healthcare delivery. Telemedicine, in particular, has seen substantial growth, with the domestic telemedicine market expected to reach US\$ 5.5 Billion by 2025.

Government Initiatives and Policy Support

The government has implemented several initiatives to boost the healthcare sector. The Pradhan Mantri Jan Arogya Yojana (PMJAY) has been instrumental in providing health insurance coverage to a large section of the population. As of October 2023, a total of 26 Crore Ayushman cards have been created under this scheme. The government has also focused on expanding medical education infrastructure. The number of allopathic doctors with recognised medical qualifications increased to 1.308 million in June 2022, from 0.83 million in 2010. Additionally, the government has approved grants for new medical colleges and is expanding existing facilities to strengthen the healthcare workforce.

Opportunities and Future Outlook

The healthcare sector in India presents numerous opportunities for growth and investment. The government's focus on universal health coverage, coupled with rising income levels and increasing health awareness, is expected to drive demand for healthcare services. The sector is also witnessing a shift from communicable to lifestyle diseases, necessitating specialised care and creating new market segments. Corporate wellness solutions represent another growing area. This segment is expected to contribute significantly to preventive healthcare and employee well-being initiatives.

Overview of the Indian Diagnostics Market

The Indian diagnostics market has experienced significant growth over the past few years, driven by increasing healthcare awareness, rising income levels, and advancements in diagnostic technologies. According to a report by Polaris Market Research, the Indian diagnostics market was valued at USD 16.23 Billion in 2023 and is forecasted to reach USD 43.57 Billion by FY32 (Polaris Market Research, 2024).

The sector is highly competitive and fragmented, with organised players holding only around 17% of the market share. The majority of the market is dominated by unorganised players, which presents both challenges and opportunities for growth and consolidation (CareEdge Ratings, 2024).

Market Size and Growth Projections

The Indian diagnostics market is projected to grow at a Compound Annual Growth Rate (CAGR) of 14%, reaching USD 20 Billion FY26 (Business Today, 2024). This growth is supported by several factors, including the increasing prevalence of chronic diseases, rising healthcare expenditure, and the growing adoption of preventive healthcare measures.



Key Trends Shaping the Industry

Digital Transformation and Technological Advancements

The diagnostics industry in India is undergoing a digital revolution, with significant investments in artificial intelligence (AI) and machine learning (ML) technologies. The AI in Healthcare Market is projected to grow from USD 14.6 Billion in 2023 to USD 102.7 Billion by 2028 (Lupin, 2024). Telemedicine and home-based diagnostic services are also gaining traction, driven by the demand for convenience and faster results.

Increasing Focus on Preventive Healthcare

There has been a paradigm shift towards preventive healthcare, with more individuals opting for regular health check-ups and screenings. This trend is supported by rising income levels and greater health awareness. The market for preventive healthcare is expected to grow significantly in the coming years, contributing to the overall expansion of the diagnostics sector.

Geographical Expansion and Inorganic Growth

Companies in the diagnostics industry are focusing on expanding their geographical footprint through both organic and inorganic growth strategies. Leading players are setting up new centres in untapped geographies and acquiring regional players to capture higher market share.

Increased Healthcare Spending

The budgeted spending on the health sector by federal and state governments has risen from 1.6% of GDP in FY21 to 2.1% in FY23. The government aims to further increase public health spending to 2.5% of the country's GDP by 2025 (CareEdge Ratings, 2024). This increased expenditure is expected to enhance healthcare infrastructure and services, benefiting the diagnostics market.

Opportunities in the Diagnostics Market

Rising Demand for Diagnostic Services

The demand for diagnostic services is expected to rise due to the increasing prevalence of chronic diseases such as diabetes, hypertension, and cardiovascular diseases. The sedentary lifestyle and ageing population are key factors contributing to this trend. The number of people suffering from non-communicable diseases is expected to increase from 19% in 2008 to 28% in 2030 (CareEdge Ratings, 2024).

Medical Tourism

India has emerged as a preferred destination for medical tourism, offering high-quality medical services at competitive prices. The medical tourism market in India was valued at USD 7.69 Billion in 2024 and is expected to reach USD 14.31 Billion by 2029 (Business Today, 2024). The influx of international patients seeking cost-effective and quality treatment options is expected to boost the demand for diagnostic services.

Corporate Wellness Solutions

The corporate wellness segment is gaining importance as companies recognise the need to ensure the health and well-being of their employees. The diagnostics industry is poised to benefit from this trend, with an increasing number of corporate clients opting for health check-up packages and wellness programmes.

Government Initiatives and Policy Support

The Indian government has implemented several initiatives to support the healthcare sector, including the Pradhan Mantri Jan Arogya Yojana (PMJAY), which provides health insurance coverage to a large section of the population. As of October 2023, a total of 26 crore Ayushman cards have been created under this scheme (CareEdge Ratings, 2024). These initiatives are expected to drive demand for diagnostic services and improve access to healthcare.

Future Outlook

The Indian diagnostics market is poised for substantial growth and transformation in the coming years. With a combination of government support, technological advancements, and increasing private sector participation, the sector is well-positioned to address the healthcare needs of India's large and diverse population. The focus on digital health initiatives, expansion of insurance coverage, and emphasis on medical education and workforce development are expected to drive sustained growth.

Management Discussion and Analysis (Continued)

Company Overview

Vijaya Diagnostic Centre Limited, established in 1981, has grown to become one of India's leading diagnostic service providers. With a steadfast commitment to delivering high-quality, comprehensive diagnostic solutions, Vijaya has built a robust network of 145 diagnostic centres and 21 reference laboratories across 23 cities. Our integrated business model, combining pathology and radiology services under one roof, allows us to offer a wide range of diagnostic tests with accuracy and efficiency.

Our mission is to make diagnostic services accessible and affordable while maintaining the highest standards of quality. We continually invest in state-of-the-art technology and infrastructure to ensure that our patients receive the best possible care. Our commitment to excellence is reflected in our accreditations and certifications, including NABL and NABH.

Financial Performance in FY24

FY24 has been a year of robust growth and operational excellence for Vijaya Diagnostic Centre. We reported a substantial revenue increase of 19.3%, amounting to ₹5,478 Million. This growth was driven by both organic and inorganic factors, including the successful integration of PH Diagnostics. Our EBITDA for the year stood at ₹2,209 Million, reflecting a year-on-year growth of 21.4%. The EBITDA margin was healthy at 40.3%, demonstrating our ability to maintain profitability while expanding our operations. Our Profit After Tax (PAT) grew by 40.4%, reaching ₹1,188 Million. Operationally, we have made significant strides. Our total tests performed increased by 24.1% year-on-year, reaching 11.9

Million tests in FY24. Our total footfall also saw a substantial increase of 21.4%, with 3.5 Million patient visits during the year. These metrics highlight the growing demand for our services and our ability to meet this demand effectively.

We have consistently maintained industry-leading margins, supported by our integrated business model and a strong focus on the B2C segment. Our radiology business, which now constitutes 36% of our total revenue, has been a significant contributor to our growth. The revenue per test stood at ₹461, and the revenue per footfall was ₹1,543, reflecting our ability to deliver high-value services to our customers.

Outlook

Looking ahead, the outlook for Vijaya Diagnostic Centre remains positive. We plan to add 10 new hub centres over the next two years, with a particular emphasis on Pune and Eastern India. Our expansion strategy is backed by a strong financial position, with plans to fund these initiatives through internal accruals and existing cash reserves. We are confident that our strategic initiatives, combined with our commitment to operational excellence, will enable us to deliver lasting value to our stakeholders. Our focus on quality, accuracy, and patient-centric care will continue to drive our growth and success. We also plan to explore new opportunities for growth, including potential inorganic acquisitions in high-potential markets. Our goal is to create a dense network of integrated diagnostic centres that can efficiently serve a broad customer base across India. In conclusion, Vijaya Diagnostic Centre is well-positioned to capitalise on the opportunities in the Indian diagnostics market. Our strategic focus on geographical expansion, digital transformation, and investment in human resources and sustainability will drive our growth and success in the coming years.

Key Financial Ratios

Ratios	FY 2023-24	FY 2022-23	Reason
Debtors Turnover (In times)	2.58	2.67	
Inventory Turnover (In times)	18.10	18.62	
Interest Coverage Ratio (In times)	Nil	Nil	
Current Ratio (In times)	2.90	4.17	During the previous year the company has successfully acquired wholly owned subsidiary in Pune by utilising the surplus investments in bank balances and mutual funds. Hence there is a decrease in these surplus bank balances and current Ratio.
Debt Equity Ratio (In times)	Nil	Nil	
Operating Profit Margin (In %)	40	40	
Net Profit Margin (In %)	22	19	
Return on Net Worth (In %)	18.08	15.54	

Strategic Position to Capitalise on Opportunities

Vijaya Diagnostic Centre is strategically positioned to capitalise on the numerous opportunities in the Indian diagnostics market. Our extensive network of diagnostic centres and reference laboratories, coupled with our commitment to quality and innovation, positions us well to capture a larger market share.

Geographical Expansion and Inorganic Growth:

We have been focusing on expanding our geographical footprint through both organic and inorganic growth strategies. The acquisition of PH Diagnostic Centre Private Limited, Pune's largest B2C-focused integrated diagnostic chain, marks our entry into the Western India market. This acquisition allows us to expand our presence in Pune, a region with significant growth potential.

In addition to the acquisition of PH Diagnostics, we have proposed the amalgamation of Medinova Diagnostic Services Limited. This merger aims to consolidate our market position and create synergies that will benefit both entities.

Digital Transformation and Technological Advancements:

The diagnostics industry in India is undergoing a digital revolution, and Vijaya Diagnostic Centre is at the forefront of this transformation. We have invested significantly in artificial intelligence (AI) and machine learning (ML) technologies to enhance diagnostic accuracy and operational efficiency. Our advanced Laboratory Information Management System (LIMS) and Radiology Information Systems (RIS) ensure that we maintain high standards of accuracy and efficiency in our diagnostic services.

Human Resources

Personnel at Vijaya Diagnostic Centre are immersed in a dynamic environment equipped with advanced and high-end laboratory and diagnostic facilities, enabling them to work with cutting-edge technology. To attract and retain top talent, the company offers Employee Stock Options (ESOPs) as rewards, fostering a high-performance culture and aligning employee interests with long-term organisational goals.

The company also prioritises employee well-being and satisfaction through a dedicated grievance cell, which addresses employee concerns and ensures fair and transparent communication. Regular training and development programmes, led by top-level experts and consultants, are conducted to enhance the skills and knowledge of our workforce. These initiatives ensure that our employees remain at the forefront of the latest advancements in diagnostic technology and practices.

As of March 31, 2024, the total number of staff at Vijaya Diagnostic Centre stands at over 2,698, reflecting our commitment to building a skilled and motivated workforce capable of delivering exceptional diagnostic services.

Internal Control Systems and Their Adequacy

Vijaya Diagnostic Centre has implemented a robust and comprehensive internal control framework that aligns with the company's strategic objectives and operational requirements. This system is designed to safeguard assets, ensure compliance with regulatory standards, and maintain the integrity of financial reporting.

The company's internal control mechanisms encompass a wide range of policies, procedures, and monitoring processes that are regularly reviewed and updated to address evolving business needs and regulatory requirements. Key features of our internal control system include:

- Risk Assessment and Management:** A structured approach to identifying, evaluating, and mitigating risks across all business functions.
- Financial Controls:** Rigorous checks and balances to ensure accuracy in financial reporting and adherence to accounting standards.
- Operational Efficiency:** Continuous monitoring and improvement of operational processes to enhance productivity and reduce wastage.
- Compliance Management:** Comprehensive systems to track and ensure compliance with all applicable laws and regulations.
- Information Technology Controls:** Robust IT systems with appropriate access controls and data security measures.
- Internal Audit Function:** An independent internal audit team that conducts regular audits across all departments and reports directly to the Audit Committee.

The Audit Committee, comprising independent directors, plays a crucial role in overseeing the effectiveness of these internal control systems. They regularly review audit reports, monitor the implementation of audit recommendations, and provide guidance on strengthening control mechanisms. In FY24, we further enhanced our internal control framework by implementing advanced data analytics tools to improve real-time monitoring capabilities and by conducting specialised training programmes for employees to reinforce the importance of internal controls in their day-to-day activities. The management believes that the current internal control systems are commensurate with the nature, size, and complexity of our operations. However, we recognise that internal control is an ongoing process, and we remain committed to continuously improving and adapting our systems to meet future challenges and opportunities.

Cautionary Statement

This Management Discussion and Analysis contains statements that describe the company's objectives, projections, estimates, expectations, or predictions. These 'forward-looking statements' are within the meaning of applicable securities laws and regulations. The company has undertaken various assessments and analyses to make these statements. However, actual results may differ materially from those expressed or implied due to various factors beyond the company's control. These factors include, but are not limited to, changes in government regulations, tax regimes, economic developments within India and other countries, and other incidental factors. Market data and product information contained in this report are based on information gathered from various published and unpublished reports and their accuracy, reliability, and completeness cannot be assured. The company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of their dates. They are advised to conduct their own investigation and analysis of the information contained or referred to in this section before taking any action with regard to their own specific objectives. Furthermore, the discussion of our financial condition and results of operations should be read together with our audited, consolidated financial statements and the notes to these statements included in the annual report.



Corporate Information

CIN: L85195TG2002PLC039075

DETAILS OF BOARD OF DIRECTORS

Dr. Sura Surendranath Reddy

Executive Chairman

Ms. Sura Suprita Reddy

Managing Director & Chief Executive Officer

Mr. Sunil Chandra Kondapally

Executive Director

Mrs. Sura Geeta Reddy

Non-Executive Non-Independent Director

Mr. Chavali Satyanarayana Murthy

Non-Executive Independent Director

Mr. Shekhar Prasad Singh

Non-Executive Independent Director

Dr. Duvvur Nageshwar Reddy

Non-Executive Independent Director

Dr. Manjula Anagani

Non-Executive Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Narasimha Raju KA

Chief Financial Officer

Mr. Hansraj Singh Rajput

Company Secretary & Compliance Officer

STATUTORY AUDITORS

M/s. B S R and Co.

Chartered Accountants

SECRETARIAL AUDITORS

M/s. Balaramakrishna & Associates

Practising Company Secretaries

INTERNAL AUDITORS

M/s. Laxminiwas & Co.

Chartered Accountants

REGISTERED OFFICE ADDRESS

No. 6-3-883/F, Ground Floor, FPA Building,
Near Topaz Building, Punjagutta,
Hyderabad-500082, Telangana, India.
Tel. Ph. No.: 040-2342 0411/12
Email: ir@vijayadiagnostic.in
Website: www.vijayadiagnostic.com

REGISTRAR AND SHARE TRANSFER AGENT

KFin Technologies Limited

Selenium Tower B, Plot Nos. 31 & 32,
Financial District Nanakramguda, Serilingampally,
Hyderabad – 500032, Telangana, India.
Toll: 1800-3454-001
Email: einward.ris@kfintech.com
Website: www.kfintech.com

Notice of 22nd Annual General Meeting

Notice is hereby given that the 22nd (twenty-second) Annual General Meeting (AGM) of the Members of Vijaya Diagnostic Centre Limited (the "Company") will be held on Friday, September 6, 2024 at 11:30 A.M. (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, and the Reports of the Board of Directors and Statutory Auditors thereon.
2. To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, and the Report of Statutory Auditors thereon.
3. To declare final dividend of ₹1 (i.e., 100%) per equity share of face value of ₹1/- each for the financial year ended March 31, 2024.
4. To appoint a director in place of Dr. Sura Surendranath Reddy (DIN: 00108599), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. **To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2025**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014 and the Companies (Cost Records and Audit) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force, the remuneration amounting to ₹30,000/- (Rupees Thirty Thousand only) plus applicable taxes & out of pocket expenses, if any, payable to M/s. TSSV Santhosh Kumar, Cost and Management Accountant, (Firm Registration No. 003955) appointed by the Board of Directors as Cost Auditor of the Company for the financial year ending March 31, 2025, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, matters, deeds and things as may be necessary to give effect to the above resolution."

6. **To consider and approve the re-appointment of Dr. Sura Surendranath Reddy (DIN: 00108599) as a Whole-Time Director and Chairman of the Company for a term of five (5) years**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any of the Companies Act, 2013 ("Act") read with Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the applicable provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, such other provisions as may be applicable, in accordance with the provisions of the Articles of Association, and Nomination and Remuneration Policy of the Company, and based upon the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company, the consent of the shareholders of the Company be and is hereby accorded for the re-appointment of Dr. Sura Surendranath Reddy (DIN: 00108599) as Whole-Time Director & Chairman of the Company for a further period of 5 (five) years with effect from October 1, 2024, on the terms & conditions including remuneration as detailed herein below:

- A. Salary: ₹2 Crore per annum
- B. The Company's contributions to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, if any, shall be as per the rules of the Company, and be in addition to the remuneration under (A) above.
- C. In addition to the remuneration under (A) above, Dr. Sura Surendranath Reddy, during his tenure as the Whole-Time Director and Chairman of the Company, shall be entitled to the following perquisites, allowances, and reimbursement of expenses, wherever applicable:
 - i. Company maintained car with driver for the use of Company's business;
 - ii. Expenses incurred for travelling, boarding and lodging during business trips and communication expenses for telephone/internet/mobile/fax at residence shall be reimbursed at actuals;
 - iii. Medical reimbursement expenses incurred for self and family as per the companies' group medical insurance policy;
 - iv. Personal Accident Insurance: As per Company's policy;
 - v. Keyman Insurance;
 - vi. Club Fee: Fee of clubs subject to maximum of two clubs;
 - vii. Reimbursement of reasonable expenses actually and properly incurred in connection with the business of the Company;

- viii. Dr. Sura Surendranath Reddy shall not, so long as he functions as the Whole-Time Director and Chairman, be entitled to receive any fee for attending any meeting of the Board or Committee thereof;

D. Annual Increment: During his tenure as Whole-Time Director and Chairman, Dr. Sura Surendranath Reddy, be paid an annual increment not exceeding 12% of the salary which shall be subject to the Company's policy and the approval of the Nomination and Remuneration Committee and the Board of Directors of the Company.

E. General:

- i. He shall perform such duties as shall from time to time be entrusted to him by the Board;
- ii. He shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors;
- iii. He shall adhere to the Company's Code of Conduct;
- iv. Notice period and other terms regarding cessation of employment shall be governed as per the rules of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 196 of the Act, approval of the shareholders of the Company be and is hereby also accorded for continuation of directorship of Dr. Sura Surendranath Reddy who has already attained the age of 70 years, as a Whole-Time Director and Chairman of the Company.

RESOLVED FURTHER THAT the above may be treated as a written memorandum setting out the terms of appointment of Dr. Sura Surendranath Reddy under Section 190 of the Act.

RESOLVED FURTHER THAT notwithstanding to the above, in the event of any loss or inadequacy of profits in any financial year of the Company during the tenure of Dr. Sura Surendranath Reddy (DIN: 00108599), Whole-Time Director & Chairman of the Company, the remuneration approved herewith shall be treated as minimum remuneration and be payable to him, notwithstanding that the above specified remuneration may be in excess of the limits specified in Section 197 of the Companies Act, 2013, and Section II of Part II of Schedule V of the Act and rules made thereunder, or any amendments thereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee of Directors) be and are hereby authorized to vary and/or revise the terms and conditions of the appointment including remuneration of Dr. Sura Surendranath Reddy within the overall limits under the Act and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Board of Directors to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorized to take all such necessary steps as may be required in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file necessary forms with the Registrar of Companies and with such other regulatory authorities, and to do the necessary entries in the statutory records and register of Directors and Key Managerial Personnel.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to issue a certified true copy of the above resolution to various authorities, as may be required."

7. To consider and approve the re-appointment of Mr. Sunil Chandra Kondapally (DIN: 01409332) as a Whole-Time Director of the Company for a term of five (5) years

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any of the Companies Act, 2013 ("Act") read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the applicable provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, such other provisions as may be applicable, in accordance with the provisions of the Articles of Association, and Nomination and Remuneration Policy of the Company, and based upon the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company, the consent of the shareholders of the Company be and is hereby accorded for the re-appointment of Mr. Sunil Chandra Kondapally (DIN: 01409332) as a Whole-Time Director of the Company for a further period of 5 (five) years with effect from October 1, 2024, on the terms & conditions including remuneration as detailed below:

- A.** Salary: ₹1 Crore per annum.
- B.** The Company's contributions to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, if any, shall be as per the rules of the Company, and be in addition to the remuneration under (A) above.
- C.** In addition to the remuneration under (A) above, Mr. Sunil Chandra Kondapally, during his tenure as the Whole-Time Director of the Company, shall be entitled to the following perquisites, allowances, and reimbursement of expenses, wherever applicable:
 - i. Company maintained car with driver for the use of Company's business;
 - ii. Expenses incurred for travelling, boarding and lodging during business trips and communication expenses for telephone/internet/mobile/fax at residence shall be reimbursed at actuals;

- iii. Medical reimbursement expenses incurred for self and family as per the companies' group medical insurance policy;
- iv. Personal Accident Insurance: As per Company's policy;
- v. Keyman Insurance;
- vi. Club Fee: Fee of clubs subject to maximum of two clubs;
- vii. Reimbursement of reasonable expenses actually and properly incurred in connection with the business of the Company;
- viii. Mr. Sunil Chandra Kondapally shall not, so long as he functions as the Whole-Time Director, be entitled to receive any fee for attending any meeting of the Board or Committee thereof;

D. Annual Increment: During his tenure as a Whole-Time Director, Mr. Sunil Chandra Kondapally, be paid an annual increment not exceeding 12% of the salary which shall be subject to the Company's policy and the approval of the Nomination and Remuneration Committee and the Board of Directors of the Company.

E. General:

- i. He shall perform such duties as shall from time to time be entrusted to him by the Chairman/Board, subject to superintendence, guidance and control of the Chairman/Board;
- ii. He shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors;
- iii. He shall adhere to the Company's Code of Conduct;
- iv. Notice period and other terms regarding cessation of employment shall be governed as per the rules of the Company.

RESOLVED FURTHER THAT the above may be treated as a written memorandum setting out the terms of appointment of Mr. Sunil Chandra Kondapally under Section 190 of the Act.

RESOLVED FURTHER THAT notwithstanding to the above, in the event of any loss or inadequacy of profits in any financial year of the Company during the tenure of Mr. Sunil Chandra Kondapally (DIN: 01409332), Whole-Time Director the remuneration approved herewith shall be treated as minimum remuneration and be payable to him, notwithstanding that the above specified remuneration may be in excess of the limits specified in Section 197 of the Companies Act, 2013, and Section II of Part II of Schedule V of the Act and rules made thereunder, or any amendments thereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee of Directors) be and are hereby authorized to vary and/or revise the terms and conditions of the appointment including remuneration of Mr. Sunil Chandra Kondapally within the overall limits under the Act and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Board of Directors to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorized to take all such necessary steps as may be required in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file necessary forms with the Registrar of Companies and with such other regulatory authorities, and to do the necessary entries in the statutory records and register of Directors and Key Managerial Personnel.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to issue a certified true copy of the above resolution to various authorities, as may be required."

By order of the Board
For **Vijaya Diagnostic Centre Limited**

Sd/-
Hansraj Singh
Company Secretary & Compliance Officer
Membership No.: F11438

Date: May 8, 2024
Place: Hyderabad

Notes

1. Explanatory Statement(s) setting out the material facts pursuant to Section 102(1) of the Companies Act 2013 ("Act") in respect of special business set forth in the AGM Notice is annexed hereto and forms part of this Notice. The Explanatory Statement also contains the relevant details of the Directors as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") Further, the term Member(s) or Shareholder(s) are used interchangeably in this Notice.
2. The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 20/2020 dated May 5, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 09/2023 dated September 25, 2023 (MCA Circulars), has allowed the Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) till September 30, 2024. In line with the MCA Circular, the Securities and Exchange Board of India (SEBI) vide its circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2023/167 dated October 7, 2023, in relation to "Relaxation from compliance with certain provisions of the SEBI Listing Regulations" ("SEBI Circular(s)") has relaxed the applicability of regulation 36(1)(b) of the SEBI Listing Regulations, for Annual General Meetings (AGMs) and regulation 44(4) of the SEBI Listing Regulations for general meetings (in electronic mode) till September 30, 2024. In compliance with the Act, MCA Circulars and SEBI Circular, the AGM of the members of the Company is being held through VC/OAVM and the deemed venue for the AGM shall be the registered office of the Company.
3. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy by Members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, pursuant to Section 113 of the Act, Corporate Shareholders are entitled to appoint their authorised representatives to attend the AGM through VC/OAVM on their behalf and to vote through electronic means.
4. Participation of Members through VC/OAVM shall be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
5. The facility of VC/OAVM, casting votes by a member using remote e-Voting system as well as venue e-Voting on the date of the AGM is being provided by e-Voting service provider, KFin Technologies Limited ("KFin").
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before scheduled time of the meeting and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. In case of joint holders, 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 at the AGM.
8. Institutional/Corporate Shareholders are required to send a scanned copy of their Board or governing body Resolution/ Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through e-Voting/remote e-Voting. The said Resolution/Authorization shall be sent to Scrutinizer by email at balaramdesina@gmail.com and to KFin at evoting@kfintech.com with a copy marked to cs@vijayadiagnostic.in
9. All documents referred to in the accompanying Notice shall be open for inspection electronically by the members by writing an email to the Company Secretary to cs@vijayadiagnostic.in
10. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013, will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to cs@vijayadiagnostic.in
11. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants.
12. The final dividend as recommended by the Board, if approved at the ensuing AGM, will be paid to those members whose names appear on the list of beneficial ownership as furnished by the Depositories on the Record Date i.e. Friday, August 30, 2024. Members are requested to update their bank account details with their respective Depository Participants for receipt of dividend payment by the Company.
13. As per the SEBI Listing Regulations and pursuant to SEBI circular dated April 20, 2018, a listed entity shall use any electronic mode of payment approved by the Reserve Bank of India for making payment to the members. Accordingly, dividend, if declared will be paid through electronic mode, where the bank account details of the members are available. Where dividend is paid through electronic mode, intimation regarding such remittance will be sent separately to the members. In case of members holding shares in demat mode and where the dividend could not be paid through electronic mode, payment will be made through physical instrument such as banker's cheque or demand draft incorporating bank account details of such members.

14. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of Members w.e.f. April 1, 2020, and the Company is required to deduct tax at source at time of paying dividend to the Members at the prescribed rates on the said Record Date. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Depositories (in case of shares held in demat mode).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No.15G/15H, to avail the benefit of non-deduction of tax at source by email to einward.ris@kfintech.com by 5 p.m. IST till August 28, 2024. Where any entity/person is entitled for exemption from TDS, TDS will not be deducted/deducted at lower rates provided such shareholder/entity provides valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc. issued by the Indian tax authorities) by email to einward.ris@kfintech.com by 5 p.m. IST till August 28, 2024. Any documents/communication on the tax determination/deduction received after August 28, 2024, shall not be considered. **Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.**

In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents, the concerned Shareholder may still have the option of claiming refund at the time of filing the income tax return (provided a valid PAN is registered with the RTA or DP). No claim shall lie against the Company for such taxes deducted. In the event of any income tax demand (including interest, penalty, etc.) on the Company arising due to any declaration, misrepresentation, inaccurate or omission of any information provided by the shareholder, such shareholder would be responsible to indemnify the Company and provide the Company with all information/documents and co-operation in any appellate proceedings.

15. In line with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the year 2023-24 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website viz. <https://www.vijayadiagnostic.com/investors/annual-reports>, and on the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and NSE at www.nseindia.com. The AGM Notice is also available on the website of KFin at <https://evoting.kfintech.com>.
16. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their depository participant(s).
17. Members holding shares in dematerialised mode, who have not registered/updated their PAN, KYC details and nomination are requested to register/update the same with the respective Depository Participants.
18. For Members who have not registered their email address, the Annual Report, Notice of AGM and e-Voting instructions cannot be serviced. In such case, member may send an e-mail request at the mail id einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio for sending the Annual report, Notice of AGM and the e-Voting instructions along with User id and password, as applicable.

19. IEPF RELATED INFORMATION:

- a) Shareholders/Members are requested to note that dividends remaining unclaimed for a consecutive period of seven years from the date of transfer to the Company's Unpaid Dividend Account, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). In addition, all shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority.
- b) In view of above Shareholders/Members are requested to claim their dividends from the Company, within the stipulated timeline as prescribed under the Companies act 2013 ('the Act'). In the event of transfer of shares and the unclaimed dividends to IEPF, Members may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in
- c) Members intending to claim their unclaimed dividends are requested to correspond with the KFinTech at einward.ris@kfintech.com or write to the Company at cs@vijayadiagnostic.in

20. PROCEDURE FOR E-VOTING:

- a) Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), the Company is providing facility to its members holding shares as on Cut-off date i.e., Friday, August 30, 2024 to exercise their right to vote by way of electronic means on all the resolutions as set forth in the accompanying AGM Notice through e-Voting service provider KFin Technologies Limited ("KFin").
- b) The remote e-Voting period commences on Tuesday, September 3, 2024, from 9:00 a.m. and ends on Thursday, September 5, 2024, at 5:00 p.m. The e-Voting module shall be disabled by KFin for voting thereafter. Once the shareholder casts the vote on a resolution, the shareholder shall not be allowed to change it subsequently.
- c) Members may cast their vote during the above-referred remote e-Voting period. Further, the facility to e-vote at the AGM will be provided to the Members who have not cast their vote during remote e-Voting period.
- d) A member may participate in the AGM even after exercising his right to vote through remote e-Voting prior to the AGM but shall not be allowed to vote again at the AGM.

- e) Any person holding shares in physical form and Non-Individual shareholders, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of cut-off date, may obtain the login id and password by sending a request to evoting@kfintech.com. However, if he/she is already registered for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.
- f) In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."
- g) The Board of Directors has appointed Mr. D. Balaram Krishna, Practising Company Secretary (FCS: 8168, CP No. 22414) as the Scrutinizer to scrutinize the remote e-Voting process and voting during the AGM in a fair and transparent manner.
- h) The Scrutinizer shall, immediately after the completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), not later than 48 hours from the conclusion of the AGM, submit a consolidated scrutinizer report of the total votes cast in favour and against the resolution(s) has/have been carried or not, to the chairman or any other person authorised by him in writing.
- i) The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.vijayadiagnostic.com and on the website of KFin <https://evoting.kfintech.com> immediately after the result is declared. The Company shall simultaneously forward the results to NSE and BSE where the securities of the Company are listed.
- j) Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e., September 6, 2024.

21. PROCESS FOR E-VOTING AND JOINING E-AGM:

The detailed process and manner for remote e-Voting and e-AGM are explained herein below:

STEP 1: Access to Depositories (NSDL/CDSL) e-Voting system in case of individual shareholders holding shares in demat mode.

STEP 2: Access to Kfintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

STEP 3: Access to join virtual meetings (e-AGM) of the Company on KFin system to participate in e-AGM and vote at the AGM.

STEP 1: Login method for remote e-Voting for Individual shareholders holding securities in demat mode:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility may follow the following procedure:</p> <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting." Click on Company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. Click on "Active e-Voting Cycles" option under e-Voting. You will see Company Name: "Vijaya Diagnostic Centre Limited" on the next screen. Click on the e-Voting link available against Vijaya Diagnostic Centre Ltd. or select e-Voting service provider "KFin" and you will be redirected to the e-Voting page of Kfintech to cast your vote without any further authentication. <p>2. User not registered for IDeAS e-Services may follow the following procedure:</p> <ol style="list-style-type: none"> To register click on link: https://eservices.nsdl.com Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed to complete registration using your DP ID, Client ID, Mobile Number etc. After successful registration, please follow steps given under point 1 above, to cast your vote. <p>3. Alternatively, the users may directly access the e-Voting website of NSDL:</p> <ol style="list-style-type: none"> Open URL: https://www.evoting.nsdl.com Click on the icon "Login" which is available under 'Shareholder/Member' section.

STEP 1: Login method for remote e-Voting for Individual shareholders holding securities in demat mode: (Contd.)

Type of shareholders	Login Method
	<ul style="list-style-type: none"> iii. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. iv. Post successful authentication, you will be requested to select the name of the Company and the e-Voting Service Provider name, i.e. KFin v. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period. <p>4. NSDL Speede app:</p> <p>Shareholders/Members may also download NSDL Speede App on Mobile which is available on Google Play Store and Apple App Store.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing users who have opted for Easi/Easiest may follow the following procedure:</p> <ul style="list-style-type: none"> i. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com ii. Click on New System Myeasi iii. Login with your registered user id and password iv. The user will see the e-Voting Menu. The Menu will have links of e-Voting service provider i.e. KFinTech e-Voting portal. v. You will see Company Name: "Vijaya Diagnostic Centre Limited" on the next screen. Click on the e-Voting link available against Vijaya Diagnostic Centre Ltd. or select e-Voting service provider "KFinTech" and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest may follow the following procedure:</p> <ul style="list-style-type: none"> i. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration ii. Proceed to complete registration using your DP IDClient ID (BO ID), etc. iii. After successful registration, please follow steps given under point 1 above to cast your vote <p>3. Alternatively, by directly accessing the e-Voting website of CDSL:</p> <ul style="list-style-type: none"> i. Visit URL: www.cdslindia.com ii. Provide your Demat Account Number and PAN No. iii. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the Demat Account. iv. After successful authentication, you will enter the e-Voting module of CDSL. Click on the e-Voting link available against Vijaya Diagnostic Centre Ltd. or select e-Voting service provider "KFinTech" and you will be redirected to the e-Voting page of KFinTech to cast your vote without any further authentication.
Individual Shareholders (holding shares in demat mode) login through their demat accounts/Website of Depository Participant.	<ul style="list-style-type: none"> i. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility. ii. Once logged-in, 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. iii. Click on options available against Vijaya Diagnostic Centre Ltd. or e-Voting service provider – KFinTech and you will be redirected to e-Voting page of KFinTech to cast your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login Type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022 - 23058738 or 022 -23058542-43

STEP 2: Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

A) Members whose email IDs are registered with the Company/Depository Participants (s), will receive an email from Kfintech which will include details of e-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (e-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Kfintech for e-Voting, you can use your existing User ID and password for casting the vote. If required, please visit <https://evoting.kfintech.com> or contact toll-free numbers 1800309 4001 (from 9:00 a.m. to 6:00 p.m. on all working days) for assistance on your existing password.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e. 'Vijaya Diagnostic Centre Ltd. – AGM' and click on "Submit".
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but

the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
- xi. A confirmation box will be displayed. Click "OK" to confirm or else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to cast its vote through remote e-Voting, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id balaramdesina@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_ EVEN No."

B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-Voting instructions cannot be serviced, will have to follow the following process:

- i. Member may send an e-mail request at the email id inward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-Voting instructions.
- ii. After receiving the e-Voting instructions, please follow all steps above to cast your vote by electronic means.

STEP 3: Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting:

- i. Members will be provided with a facility to attend the AGM through VC/OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com> by using the e-Voting login credentials provided in the email received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company or the Company name and click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
- ii. Facility for joining AGM through VC/OAVM shall open at least 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop, connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries in advance mentioning their name, demat account number/folio number, email id, mobile number at cs@vijayadiagnostic.in. Questions/queries received by the Company till September 2, 2024 shall only be considered and responded during the AGM.

Instructions for e-Voting during AGM:

- i. The e-Voting "Thumb sign" on the left hand corner of the video screen shall be activated upon instructions of the chairman during the AGM proceedings. Shareholders shall click on the same to take them to the "instapoll" page.
- ii. Members need to click on the "instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.
- iii. Only those shareholders, who are present in the AGM and have not cast their vote through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

22. OTHER INSTRUCTIONS:

- i. **Speaker Registration:** The Members who wish to speak during the AGM may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from KFinTech. On successful login, select 'Speaker Registration' for registration which will be opened from Monday, September 2, 2024, 9:00 a.m. IST to Wednesday, September 4, 2024, 5:00 p.m. IST. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
- ii. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the email received from KFinTech. On successful login, select 'Post Your Question' option which will be open from Monday, September 2, 2024, 9:00 a.m. IST to Wednesday, September 4, 2024, 5:00 p.m. IST.
- iii. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and e-Voting user manual available at the download section of <https://evoting.kfintech.com> (KFinTech Website) or contact Mr. Raghunath Veedha on (040) 67161606 or call KFin's toll free No. 1800-309-4001 for any further clarifications.
- iv. The Members whose names appear in the Register of Members/list of Beneficial Owners as on Friday, August 30, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the Member casts the vote on a resolution, the Member shall not be allowed to change it subsequently.

In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cutoff date for e-Voting, he/she may obtain the User ID and Password in the manner as mentioned below:

- a) If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD <space> e-Voting Event Number + Folio No. or DP ID Client ID to 9212993399
 1. **Example for NSDL:** MYEPWD <SPACE> XXXX IN12345612345678
 2. **Example for CDSL:** MYEPWD<SPACE> XXXX 1402345612345678
 3. **Example for Physical:** MYEPWD <SPACE> XXXX1234567890
- b) If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member



may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.

- c) Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1800-309-4001 or write to them at evoting@kfintech.com.

23. GENERAL INSTRUCTIONS:

- a) The Company has appointed Mr. Balam Krishna Desina, Practising Company Secretary, Hyderabad (FCS No. 8168, CP. No. 22414) to act as Scrutinizer to scrutinize the remote e-Voting process and voting during the AGM in a fair and transparent manner. The Scrutinizer will submit their report to the Chairman after the completion of scrutiny, and the result of the voting will be announced by the Chairman or any Director of the Company duly authorized, on or before September 9, 2024 and will also be displayed on the website of the Company at www.vijayadiagnostic.com, besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.
- b) All communications relating to equity shares/AGM are to be addressed to the Company’s RTA at KFin Technologies Limited, Selenium Tower-B, Plot No. 31 & 32, Financial District, Gachibowli, Nanakramguda, Serilingampally, Hyderabad-500032, Telangana State, India, Toll free Number 1800-309-4001, e-Mail id: inward.ris@kfintech.com, website: www.kfintech.com.
- c) As an ongoing endeavour to enhance Investor experience and leverage new technology, our KFinTech have been continuously developing new applications. Here is a list of applications that has been developed for our investors.

Investor Support Centre: A webpage accessible via any browser enabled system. Investors can use a host of services like Post a Query, raise a service request, Track the status of their DEMAT and REMAT request, Dividend status, Interest and Redemption status, Upload exemption forms (TDS), Download all ISR and other related forms.

URL: <https://ris.kfintech.com/clientservices/isc/default.aspx>

eSign Facility: Common and simplified norms for processing investor’s service requests by RTAs and norms for furnishing PAN, KYC details and Nomination requires that eSign option be provided to Investors for raising service requests. KFin is the only RTA which has enabled the option and can be accessed via the link below.

URL: <https://ris.kfintech.com/clientservices/isr/isr1.aspx?mode=f3Y5zP9DDNI%3d>

KYC Status: Shareholders can access the KYC status of their folio. The webpage has been created to ensure that shareholders have the requisite information regarding their folios.

URL: <https://ris.kfintech.com/clientservices/isc/kycqry.aspx>

KPRISM: A mobile application as well as a webpage which allows users to access Folio details, Interest and Dividend status, FAQs, ISR Forms and full suite of other investor services.

URL: <https://kprism.kfintech.com/signin.aspx>

Explanatory Statement

Pursuant to Section 102 of the Companies Act, 2013 and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circulars issued thereunder

The following Explanatory Statement sets out all material facts relating to Item Nos. 5 to 7 mentioned in the accompanying Notice and should be taken as forming part of the Notice.

ITEM NO. 5:

As per the provisions of Section 148 of the Act and relevant Rules made thereunder, Company is required to get the cost accounting records audited by a Cost & Management Accountant. Accordingly the Board of Directors of the Company in their meeting held on May 8, 2024, on recommendation of the Audit Committee, has approved the appointment of the Cost Auditors namely M/s. Santhosh & Associates, (Firm Registration No. 003955), Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025, at a remuneration in the range of between ₹30,000/- (Rupees Thirty Thousand only) plus applicable taxes and out-of-pocket expenses incurred in connection with the Cost Audit.

Pursuant to Rule 14 of the Companies (Audit and Accounts) rules, 2014, the members of the Company have to ratify the remuneration payable to Cost Auditor, as approved by the Board of Directors. Accordingly, the members' approval, to ratify the remuneration as approved or fixed by the Board for FY 2024-25, is sought for item no. 5 of the AGM notice.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of this AGM Notice.

The Board recommends the Ordinary Resolution as set out at item no. 5 of the Notice for approval of the Members.

ITEM NO. 6:

The Shareholders of the Company at the Annual General Meeting held on September 30, 2019 approved the re-appointment of Dr. Sura Surendranath Reddy as a Whole-Time Director & Chairman for a period of five years with effect from October 1, 2019 and the said term will expire on September 30, 2024.

Accordingly, the Nomination & Remuneration Committee, at its meeting held on May 8, 2024, considered the matter and recommended the Board to seek the approval of Shareholders at this Annual General Meeting for re-appointment of Dr. Sura Surendranath Reddy as Whole-Time Director & Chairman effective from October 1, 2024 in accordance with the provisions of Articles of Association, Nomination and Remuneration Policy of the Company and the Act.

The Board of Directors at its meeting held on May 8, 2024, accepted the recommendation of the Nomination & Remuneration Committee and passed resolutions appointing

Dr. Sura Surendranath Reddy (DIN: 00108599) as Whole-Time Director & Chairman for a period of five (5) years from October 1, 2024 subject to the shareholders' approval.

Dr. Sura Surendranath Reddy is related to Mrs. Sura Geeta Reddy, Ms. Sura Suprita Reddy and Mr. Sunil Chandra Kondapally, Directors of the Company.

The Company has received consent and necessary declarations and disclosures from Dr. Sura Surendranath Reddy confirming his eligibility for re-appointment as Whole-Time Director & Chairman.

In terms of the provisions of Section 196 read with Schedule V to the Companies Act, 2013 and other applicable provisions, if any, Dr. Sura Surendranath Reddy has already attained the age of 70 (seventy) years and shall continue to hold office of the "Whole-Time Director & Chairman" of the Company.

Dr. Sura Surendranath Reddy is the Founder Promoter and Executive Chairman of your Company and has been a Director on the Board of the Company since its incorporation in year 2002. Under his leadership, the Company has emerged as one of India's leading diagnostic centres and he has played a pivotal role in revolutionizing the healthcare services with a focus to deliver innovative, comprehensive and high-quality diagnostic services at affordable rates.

Considering Dr. S. Surendranath Reddy's background, experience & contribution made towards the growth/success of the Company, and basis the performance evaluation, the Nomination & Remuneration Committee and Board of Directors at their meetings held on May 8, 2024, recommended the proposal for seeking the approval of the Members for his re-appointment as Whole-Time Director and Chairman of the Company.

Brief resume of Dr. Sura Surendranath Reddy, nature of his expertise in specific functional areas, names of companies in which he holds directorships and memberships/chairmanships of Board Committees and shareholding etc. as stipulated under the Listing Regulations and incremental details as per Secretarial Standards 2, are given in Annexure to the notice.

Except Dr. Sura Surendranath Reddy, being the appointee, Mrs. Sura Geeta Reddy, Non-Executive Director, Ms. Sura Suprita Reddy, Managing Director & CEO, and Mr. Sunil Chandra Kondapally, Executive Director, none of the other directors or Key Managerial Personnel of the Company or their relatives, are concerned or interested, financially or otherwise, in the passing of the Resolution set out at Item No. 6 of the Notice.

The Board recommends the resolution set forth at Item No. 6 of this AGM Notice for the approval of Members by way of a Special Resolution.

**ITEM NO. 7:**

The Shareholders of the Company at the Annual General Meeting held on September 30, 2019 approved the re-appointment of Mr. Sunil Chandra Kondapally as a Whole-Time Director for a period of five years with effect from October 1, 2019 and the said term will expire on September 30, 2024.

Accordingly, the Nomination & Remuneration Committee, at their meeting held on May 8, 2024, considered the matter and recommended the Board to seek the approval of Shareholders at this Annual General Meeting for re-appointment of Mr. Sunil Chandra Kondapally as Whole-Time Director effective from October 1, 2024 in accordance with the provisions of Articles of Association, Nomination and Remuneration Policy of the Company and the Act.

The Board of Directors at their meeting held on May 8, 2024, accepted the recommendation of the Nomination & Remuneration Committee and passed resolutions appointing Mr. Sunil Chandra Kondapally (DIN: 01409332) as Whole-Time Director for a period of five (5) years from October 1, 2024 subject to the shareholder's approval.

Mr. Sunil Chandra Kondapally is related to Dr. Sura Surendranath Reddy, Mrs. Sura Geeta Reddy, and Ms. Sura Suprita Reddy, directors of the Company.

Date: May 8, 2024
Place: Hyderabad

The Company has received consent and necessary declarations and disclosures from Mr. Sunil Chandra Kondapally confirming his eligibility for re-appointment as Whole-Time Director.

Brief resume of Mr. Sunil Chandra Kondapally, nature of his expertise in specific functional areas, names of companies in which he holds directorships and memberships/chairmanships of Board Committees and shareholding etc. as stipulated under the Listing Regulations and incremental details as per Secretarial Standards 2, are given in Annexure to the notice.

Except Mr. Sunil Chandra Kondapally, being the appointee, Mrs. Sura Geeta Reddy, Non-Executive Director, Dr. Sura Surendranath Reddy, Executive Director & Chairman, and Ms. Sura Suprita Reddy, Managing Director & CEO, none of the other directors or Key Managerial Personnel of the Company or their relatives, are concerned or interested, financially or otherwise, in the passing of the Resolutions set out at Item No. 7 of the Notice.

The Board recommends the resolution set forth at Item No. 7 of this AGM Notice for the approval of Members by way of a Special Resolution.

By order of the Board
For **Vijaya Diagnostic Centre Limited**

Sd/-
Hansraj Singh
Company Secretary & Compliance Officer
Membership No.: F11438

STATEMENT OF INFORMATION PURSUANT TO SCHEDULE V, PART – II OF THE COMPANIES ACT, 2013

I. General Information:

- Nature of Industry:** Healthcare Services
- Date of commencement of commercial production:** The Company was incorporated on June 5, 2002 and started its business operations in the same year.
- In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable
- Financial Performance based on given indicators:**

Financial Performance	2023-24	2022-23	2021-22
Turnover (₹ in Lakhs)	52,502.27	44,957.93	45,087.93
Net Profit/loss as per profit and loss account (₹ in Lakhs)	11,460.20	8,323.39	10,810.47
Amount of Dividend Paid (excluding TDS/dividend tax) (₹ in Lakhs)	921.81	911.06	Nil
Rate of Dividend Declared	100%	100%	Nil

- Foreign investments or collaborations, if any:** For details in relation to foreign investment in the Company, refer to the shareholding pattern of the Company available on the website of the Company & that of the Stock Exchanges on which the Shares of the Company are listed.

II. Information about the appointee(s):

Name of Director(s)	Dr. Sura Surendranath Reddy	Mr. Sunil Chandra Kondapally
Background Details	Dr. Sura Surendranath Reddy is the Executive Chairman of the Company. He is the founder and has been associated with our Company since incorporation.	Mr. Sunil Chandra Kondapally is the Executive Director of the Company. He has been associated with our Company since incorporation.
Past Remuneration	₹2 Crore per annum received as the Whole-Time Director & Chairman of the Company.	₹1 Crore per annum received as the Whole-Time Director of the Company.
Recognition or awards	He has received an award from Abbott for leadership in in-vitro diagnostics and an award for the "Healthcare Entrepreneur of the year" in 2019 from Six Sigma Star Healthcare, New Delhi.	Nil
Job profile and his Suitability	He holds a bachelor's degree in medicine from Shri Venkateswara University and a provisional degree of Doctor of Medicine in Radiology from Osmania Medical College, Hyderabad. He has over 19 years of experience with our Company.	He holds a bachelor's degree in science in electrical engineering from Florida State University. He has over 17 years of experience in the field of Pharmaceutical industry. He has worked in operations, quality accreditation, finance, marketing and network expansion departments of our Company since its incorporation.
Remuneration Proposed	As stated in the resolution at Item No. 6. There is no change in the remuneration being proposed as the Whole-Time Director & Chairman of the Company.	As stated in the resolution at Item No. 7. There is no change in the remuneration being proposed as the Whole-Time Director of the Company.
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Taking into consideration the size of the Company, the profile of Dr. Sura Surendranath Reddy and the responsibilities shouldered on his, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial position in other companies.	Taking into consideration of size of the Company, the profile of Mr. Sunil Chandra Kondapally and the responsibilities shouldered on his, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial position in other companies.



II. Information about the appointee(s): (Contd.)

Name of Director(s)	Dr. Sura Surendranath Reddy	Mr. Sunil Chandra Kondapally
Pecuniary relationship directly or indirectly with the Company, or relation with the managerial personnel, if any	<p>Dr. Sura Surendranath Reddy, being a Promoter of the Company is holding 3,34,22,899 equity shares of the Company and is also part Promoter Group of the Company. Dr. Sura Surendranath Reddy is the Spouse of Mrs. Sura Geeta Reddy, Non-Executive Director and father of Ms. Sura Suprita Reddy, Managing Director & CEO and Mr. Sunil Chandra Kondapally, Executive Director of the Company.</p> <p>Except as stated above, Dr. Sura Suprita Reddy, does not have any other pecuniary relationship directly or indirectly with the Company, directors or relation with the managerial personnel.</p>	<p>Mr. Sunil Chandra Kondapally, is holding 85,96,933 equity shares of the Company and is a part of Promoter & Promoter Group of the Company. Mr. Sunil Chandra Kondapally is the son of Dr. Sura Surendranath Reddy, Executive Chairman and Mrs. Sura Geeta Reddy, Director, of the Company.</p> <p>Further, Mr. Sunil Chandra Kondapally is also the brother of Ms. Sura Suprita Reddy, Executive Director, of the Company.</p> <p>Except as stated above, Mr. Sunil Chandra Kondapally, does not have any other pecuniary relationship directly or indirectly with the Company, directors or relation with the managerial personnel.</p>

III. Other information:

- Reasons of loss or inadequate profits:** Not applicable
- Steps taken or proposed to be taken for improvement:** Not applicable
- Expected increase in productivity and profits in measurable terms:** It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that productivity and profitability may improve and would be comparable with the industry average.

IV. Disclosures:

All elements of remuneration package of the Directors have been given in the Report on Corporate Governance under the head Remuneration paid to Directors for the Financial Year 2023-24.

By order of the Board
For **Vijaya Diagnostic Centre Limited**

Date: May 8, 2024
Place: Hyderabad

Sd/-
Hansraj Singh
Company Secretary & Compliance Officer
Membership No.: F11438

Annexure to Notice

The details of the Director seeking re-appointment at the ensuing AGM as required under Secretarial Standard on General Meetings issued by The ICSI is provided hereunder:

Name of Director(s)	Dr. Sura Surendranath Reddy	Mr. Sunil Chandra Kondapally
Director Identification Number (DIN)	00108599	01409332
Date of Birth & Age	29-10-1948 76 years	20-07-1975 49 years
Date of first appointment	05-06-2002	05-06-2002
Qualification	He holds a bachelor's degree in medicine from Shri Venkateswara University and a provisional degree of Doctor of Medicine in Radiology from Osmania Medical College, Hyderabad.	He holds a bachelor's degree in science in electrical engineering from Florida State University.
Category/Designation	Chairman and Whole-Time Director	Whole-Time Director
Terms & Conditions of Re-Appointment along with Remuneration sought to be paid	Being re-appointed as a Whole-Time Director liable to retire by rotation terms and conditions as covered in the above resolution.	Being re-appointed as a Whole-Time Director liable to retire by rotation terms and conditions as covered in the above resolution.
Remuneration paid for FY 2023-24	₹2,00,00,000/- per annum	₹1,00,00,000/- per annum
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company.	Dr. Sura Surendranath Reddy is related to the following: <ol style="list-style-type: none"> Ms. Sura Suprita Reddy Managing Director & CEO - Daughter Mr. Sunil Chandra Kondapally Whole-Time Director - Son Mrs. Sura Geeta Reddy Non-Executive Director - Spouse 	Mr. Sunil Chandra Kondapally is related to the following: <ol style="list-style-type: none"> Dr. Sura Surendranath Reddy Executive Chairman - Father Ms. Sura Suprita Reddy Managing Director & CEO - Sister Mrs. Sura Geeta Reddy Non-Executive Director - Mother
Brief Resume and expertise in specific functional area	Dr. Sura Surendranath Reddy is the Executive Chairman of our Company. He holds a bachelor's degree in medicine from Shri Venkateswara University and a provisional degree of Doctor of Medicine in Radiology from Osmania Medical College, Hyderabad. He has over 19 years of experience with our Company. He is a life member of the Indian Radiological and Imaging Association. He has also received an award from Abbott for leadership in in-vitro diagnostics and an award for the "Healthcare Entrepreneur of the year" in 2019 from Six Sigma Star Healthcare, New Delhi.	Mr. Sunil Chandra Kondapally is the Executive Director of our Company. He has been associated with our Company since incorporation. He holds a bachelor's degree in science in electrical engineering from Florida State University. He has over 17 years of experience in the field of pharmaceutical industry. He founded a pharmaceutical services Company Trikona Pharmaceuticals Private Limited in 2016 and QPS Bioserve India Private Limited in 2004 and, which focuses on the development of innovative pharma chemical products. He has worked in operations, quality accreditation, finance, marketing and network expansion departments of our Company since its incorporation.

The details of the Director seeking re-appointment at the ensuing AGM as required under Secretarial Standard on General Meetings issued by The ICSI is provided hereunder: (Contd.)

Name of Director(s)	Dr. Sura Surendranath Reddy	Mr. Sunil Chandra Kondapally
Directorships held in other Companies as on March 31, 2024	He holds Directorship in below mentioned Companies: 1. Medinova Diagnostic Services Limited 2. P H Diagnostic Centre Private Limited 3. Kshetra Agritech Private Limited 4. Summit Nutraceuticals Private Limited 5. Trikona Pharmaceuticals Private Limited 6. Vijaya Hospitals Private Limited 7. Doctorslab Medical Services Private Limited* 8. Namrata Diagnostic Centre Private Limited*	He holds Directorship in below mentioned Companies: 1. Medinova Diagnostic Services Limited 2. P H Diagnostic Centre Private Limited 3. Kshetra Agritech Private Limited 4. Summit Nutraceuticals Private Limited 5. Trikona Pharmaceuticals Private Limited 6. Vijaya Hospitals Private Limited
Chairman/Member of the Committee of the Board of Directors of the Company#	Nil	1. Stakeholders Relationship Committee - Member 2. Risk Management Committee - Chairman & Member 3. Corporate Social Responsibility Committee - Member
No. of Board Meetings attended during the financial year	He has attended all Five (5) Board Meetings during the Financial Year 2023-24.	He has attended Four (4) Board Meetings during the Financial Year 2023-24.
Chairman/Member of the Committee of the Board of Directors in other Companies as on March 31, 2024#	Member of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee of Medinova Diagnostic Services Limited.	Nil
No. of Equity Shares of ₹1/- held in the Company as on March 31, 2024	3,34,22,899 Equity Shares of ₹1/- each.	85,96,933 Equity Shares of ₹1/- each.
Names of Listed Entities from which the director has resigned during last three years	Nil	Nil

*Strike-off and dissolved w.e.f. April 6, 2024.

#Private companies, Section 8 companies and foreign companies are not included.

Boards' Report

Dear Shareholders,

The Board of Directors is pleased to present the 22nd (twenty second) Annual Report on the business and operations of Vijaya Diagnostic Centre Limited ('the Company' or 'VDCL') and the Audited Financial Statements for the financial year ended March 31, 2024.

FINANCIAL SUMMARY

The financial performance of the Company for the year ended March 31, 2024, is summarized below:

(₹ in Lakhs)

Financial Performance	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Total Income	54,646.16	46,415.26	56,862.33	47,337.34
Total Expenses	39,193.99	35,287.96	16,073.09	11,351.00
Profit before Tax	15,247.17	11,127.30	15,868.09	11,351.00
Provision for Tax	3,786.97	2,803.91	3,904.48	2,830.30
Profit after Tax	11,460.20	8,323.39	11,963.71	8,520.70
Other Comprehensive Income	(12.44)	19.39	(11.22)	20.16
Total Comprehensive Income for the Period	11,447.76	8,342.78	11,952.49	8,540.86
Basic EPS (in ₹)	11.21	8.16	11.62	8.29
Diluted EPS (in ₹)	11.18	8.12	11.59	8.26

FINANCIAL PERFORMANCE

The standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024, have been prepared in accordance with the applicable Indian Accounting Standards (Ind AS) and the provisions of Companies Act, 2013.

Standalone Performance

During the FY 2023-24, the Company reported a Standalone Total Income of ₹54,646.16 Lakhs compared to ₹46,415.26 Lakhs in the previous year. The Standalone Net Profit After Tax of the Company stood at ₹11,460.20 Lakhs compared to ₹8,323.39 Lakhs in the previous year.

Consolidated Performance

During the FY 2023-24, the Company reported a Consolidated Total Income of ₹56,862.33 Lakhs compared to ₹47,337.34 Lakhs in the previous year. The Consolidated Net Profit After Tax of the Company stood at ₹11,963.71 Lakhs compared to ₹8,520.70 Lakhs in the previous year.

CONSOLIDATED FINANCIAL STATEMENTS

The Standalone and Consolidated Financial Statements of the Company for Financial year 2023-24 are prepared in accordance with the applicable provisions of Companies Act, 2013 ("Companies Act"), Indian Accounting Standards

("Ind AS") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). The consolidated financial statements have been prepared based on the audited financial statements of the Company and its subsidiaries as approved by their respective Board of Directors.

DIVIDEND

Your directors are pleased to recommend a final dividend of ₹1/- per equity share of face value of ₹1/- each for the financial year ended March 31, 2024.

The final dividend, subject to the approval of Members at the Annual General Meeting on Friday, September 6, 2024, will be paid to the Members whose names appear in the Register of Members, as on the Record date, i.e. August 30, 2024.

As per Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Company has adopted a Dividend Distribution Policy which is available on the website of the Company at - <https://images.vijayadiagnostic.com/investor/corporategovernance/DIVIDEND-DISTRIBUTION-POLICY.pdf>

The final dividend recommended for the financial year ended March 31, 2024, is in compliance with the Dividend Distribution Policy of the Company.

TRANSFER TO GENERAL RESERVES

During the year under review, ₹164.56 Lakhs have been transferred to the General Reserves of the Company.

SUBSIDIARY COMPANIES

The Company has four (4) subsidiaries (including step down subsidiaries) as on March 31, 2024, which are as follows:

1.	Medinova Diagnostic Services Limited	-	Subsidiary
2.	P H Diagnostic Centre Private Limited	-	Wholly-Owned Subsidiary
3.	VDC Diagnostics (Karnataka) LLP	-	Wholly-Owned Subsidiary
4.	Medinova Millennium MRI Services, LLP	-	Step-Down Subsidiary

There was no material change in the nature of the business carried on by the subsidiaries during the year under review.

As per the provisions of Section 129 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, a separate statement containing the salient features of the financial statements of the Subsidiary Companies is prepared in Form AOC-1 and is annexed herewith as **Annexure-I**.

During the year under review, the Company has acquired 100% stake by way of purchase of equity shares from the existing shareholders of P H Diagnostic Centre Private Limited ("P H/Target") on December 21, 2023, for a cash consideration and as

per the terms and conditions of the Share Purchase Agreement entered between the Company, P H and the sellers.

After completion of the aforesaid acquisition, "P H" has become a wholly owned subsidiary ('WOS') of the Company with effect from December 21, 2023.

During the year under review Doctorslab Medical Services Private Limited ("Doctorslab") a wholly owned subsidiary and Namrata Diagnostic Centre Private Limited ("Namrata"), step-down subsidiary of the Company (Non-functional and Non-material subsidiary) made application u/s 248 of the Companies Act, 2013 to strike off name from the Register of Companies, which has been approved by the Registrar of Companies, on April 6, 2024 and the names of the said Companies has been struck off and both the Companies are dissolved with effect from that date.

Your Company does not have any Associate Company or Joint Venture as on March 31, 2024.

The Company has placed separately, the audited accounts of its subsidiaries on its website at <https://www.vijayadiagnostic.com/investors/financials-subsidiaries> in compliance with the provisions of Section 136 of the Companies Act, 2013. Audited financial statements of the Company's subsidiaries will be provided to the Members, on request.

The Company has formulated a policy for determining material subsidiaries. The said policy is also available on the website of the Company at <https://images.vijayadiagnostic.com/investor/corporategovernance/MATERIAL-SUBSIDIARY-POLICY.pdf>

CHANGES IN SHARE CAPITAL OF THE COMPANY

Your Company's Equity Share Capital position as at the beginning of the Financial Year 2023-24 (i.e., as on April 1, 2023) and as at the end of the said Financial Year (i.e., as on March 31, 2024) was as follows:

Category of Share Capital	Authorised Share Capital			Issued, Subscribed & Paid-up Share Capital		
	No. of Shares	Face Value Per Share (₹)	Total Amount (₹)	No. of Shares	Face Value Per Share (₹)	Total Amount (₹)
As on April 1, 2023:						
Equity Share	12,05,00,000	1/-	12,05,00,000/-	10,20,71,175	1/-	10,20,71,175/-
Total	12,05,00,000		12,05,00,000/-	10,20,71,175		10,20,71,175/-
Changes during the year under review:						
Allotment of equity shares pursuant to the Employee Stock Option plan 2018 (ESOP 2018)*:						
June 21, 2023				46,118	1/-	46,118/-
August 22, 2023				1,50,189	1/-	1,50,189/-
November 3, 2023				41,157	1/-	41,157/-
February 6, 2024				37,054	1/-	37,054/-
Total no. of equity shares allotted under ESOP 2018				2,74,518		2,74,518/-
As on March 31, 2024:						
Equity Share	12,05,00,000	1/-	12,05,00,000/-	10,23,45,693	1/-	10,23,45,693/-
Total	12,05,00,000		12,05,00,000/-	10,23,45,693		10,23,45,693/-

*During the Financial Year 2023-24, the Company has allotted 2,74,518 (Two Lakhs Seventy-Four Thousand Five Hundred and Eighteen only) Equity Shares of Face Value of ₹1/- (Rupees One only) each under the VDCL Employees Stock Option Plan, 2018 ("ESOP 2018"), pursuant to exercise of options by eligible Employees under ESOP 2018.

The 2,74,518 (Two Lakhs Seventy-Four Thousand Five Hundred and Eighteen) Equity Shares rank pari-passu with the existing Equity Shares of the Company and have been listed for trading on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

During the year under review, your Company has not issued any Equity Share with differential rights, Sweat Equity Shares or Bonus Shares.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors

As on March 31, 2024, our Board consists of three (3) Executive Directors including one (1) Managing Director, one (1) Non-Executive, Non-Independent Director and four (4) Independent Directors. The constitution of the Board of the Company is in accordance with Section 149 of the Companies Act 2013 and Regulation 17 of the SEBI Listing Regulations.

Further, the Board of Directors of the Company at its meeting held on May 29, 2023, based on the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Ms. Sura Suprita Reddy (DIN: 00263618) as Managing Director & Chief Executive Officer ("MD & CEO"), not liable to retire by rotation, for a term of five (5) years i.e. effective from July 1, 2023 to June 30, 2028, which was approved by the shareholders at the 21st Annual General Meeting held on September 20, 2023.

Further, the Shareholders of the Company at the Annual General Meeting held on September 30, 2019, approved the re-appointment of – (i) Dr. Sura Surendranath Reddy as a Whole-Time Director & Chairman for a period of five (5) years with effect from October 1, 2019, and the said term will expire on September 30, 2024; and also reappointed (ii) Mr. Sunil Chandra Kondapally as a Whole-Time Director for a period of five years with effect from October 1, 2019 and the said term will expire on September 30, 2024.

Considering Dr. Sura Surendranath Reddy and Mr. Sunil Chandra Kondapally background, experience & contribution made towards the growth/success of the Company and basis the performance evaluation exercise, the Board of Directors in their meeting on May 8, 2024, recommended their re-appointment (including remuneration structure) effective from October 1, 2024 as Whole-Time Directors of the Company for a further period of five (5) years to the Members for approval.

In the opinion of the Board, all the Independent Directors of the Company possess requisite expertise, integrity and experience including proficiency. Further all the Independent Directors have confirmed that their respective names have been included in the Independent Director's Database as required under Section 150 of the Companies Act, 2013 and rules made thereunder.

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Articles of Association of the Company, Dr. Sura Surendranath Reddy, will retire by rotation at the ensuing AGM,

and being eligible, offers himself for re-appointment. The Board recommends the same to the shareholders for their approval.

In compliance with Regulation 36(3) of the SEBI Listing Regulations and the applicable provision of the Companies Act, 2013, brief resume and other details of all the directors proposed to be appointed/re-appointed are attached along with the Notice of the ensuing Annual General Meeting.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than the commission, and reimbursement of expenses, if any, incurred by them for the purpose of attending meetings of the Board/Committee of the Company.

Based on the written representations received from the directors, none of the above directors are disqualified under Section 164 (2) of the Companies Act, 2013, and are also not debarred by SEBI or any other statutory authority for holding office of a Director. As required by Listing Regulations, a certificate from Company Secretary in practice, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company, by SEBI, MCA or any such statutory authorities, is annexed to the Corporate Governance report which is forming part of the Annual Report.

Apart from the above, there have been no changes in the Directors.

Key Managerial Personnel

In accordance with the provisions of Sections 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following are the Key Managerial Personnel of the Company as on March 31, 2024:

1.	Dr. Sura Surendranath Reddy	-	Executive Chairman
2.	Ms. Sura Suprita Reddy	-	Managing Director & Chief Executive Officer
3.	Mr. Sunil Chandra Kondapally	-	Executive Director
4.	Mr. Narasimha Raju KA	-	Chief Financial Officer
5.	Mr. Hansraj Singh	-	Company Secretary & Compliance Officer

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from all its Independent Directors, confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties. In the opinion of the Board, Independent directors fulfill the conditions as specified in Companies Act and SEBI Listing Regulations and are independent from the management.

FAMILIARIZATION PROGRAMME

The Company has put in place a system to familiarize its Independent Directors. During the year under review the Independent Directors were familiarized with the Company, its business and the senior management.

Periodic presentations were made at the Board meetings apprising the Board Members about the finer aspects of the Company's businesses, the challenges posed and an overview of future business plans, including:

- Macro-economic view of the industry in which the Company operates;
- Budgets, operations and performance of the business and relevant regulatory/legal updates in the statutes applicable to the Company;
- Business model of the Company, risks and opportunities for the businesses and the growth levels for them; and
- Strategic outlook and the way forward.

MEETINGS OF BOARD OF DIRECTORS

The Meetings of the Board of Directors are prescheduled and intimated to all the Directors in advance, to help them plan their schedule. However, in case of special and urgent business needs, approval is taken either by convening meetings at a shorter notice with consent of all the Directors or by passing a Resolution through Circulation, as permitted by law. Video conferencing facilities are provided to enable active participation by Directors who are unable to attend the meetings in person.

There were five (5) Meetings of the Board of Directors held during the Financial Year 2023-24. The details of Board Meetings and the attendance of the Directors thereat are provided in the Corporate Governance Report, which forms a part of the Annual Report. The provisions of Act and the SEBI Listing Regulations were adhered to, while considering the time gap between any two meetings.

COMMITTEES OF THE BOARD

The Board Committees are set up by the Board and are governed by its terms of reference which exhibit the scope, composition, tenure, functioning and reporting parameters. The Board Committees play a crucial role in the governance structure of the Company, and they deal with specific areas of concern for the Company that needs a closer review. The Committees operate under the direct supervision of the Board and Chairpersons of the respective Committees report to the Board about the deliberations and decisions taken by the Committees. The recommendations of the Committees are submitted to the Board for approval.

The Board of Directors of your Company has formed various Committees, as per the provisions of the Companies Act, 2013 and SEBI Listing Regulations. The various committees of the Board are as provided hereunder:

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

The details of all the Committees along with their charters, composition and meetings held during the year, are provided in the "Report on Corporate Governance", which forms part of this Annual Report. During the year under review, all the recommendations of the Audit committee were accepted by the Board.

AUDITORS AND AUDITORS' REPORT

I. Statutory Auditors

The shareholders at their 21st Annual General Meeting (AGM), approved the appointment of M/s. B S R and Co., (Firm Registration No.: 128510W) as the Statutory Auditors of the Company, for a second term of five (5) years to hold the office from the conclusion of the 21st AGM until the conclusion of the 26th AGM of the Company on such remuneration as may be determined by the Board of Directors, in addition to the applicable taxes, reimbursement of out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company.

The Notes on financial statements 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.

No fraud has been reported by the Auditors under Section 143(12) of the Companies Act, 2013 requiring disclosure in the Boards' Report.

II. Cost Records and Cost Auditors

M/s. Santhosh & Associates, Cost Accountants, Hyderabad (Firm Registration No.: 003955) was appointed by the Board of Directors at its Meeting held on May 29, 2023, as the "Cost Auditors" of the Company for the Financial Year 2023-24, for all the applicable products, pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014. The Shareholders of the Company, at their 21st AGM held on September 20, 2023, had ratified the remuneration payable to the Cost Auditors in terms of Rule 14 of the Companies (Audit & Auditors) Rules, 2014.

The Company has prepared and maintained cost accounts and records for the Financial Year 2023-24, as per sub-section (1) of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014.

The Cost Auditor has submitted the Cost Audit Report for the financial year 2023-24 to the Board of Directors and the Board of Directors considered and examined the said report. The Cost audit report does not contain any qualification, reservation, adverse remark, or disclaimer.

M/s. Santhosh & Associates, Cost Accountants, Hyderabad has been re-appointed by the Board of Directors, at its Meeting held on May 8, 2024, as the "Cost Auditors" of the Company for the Financial Year 2024-25, for all the applicable products, pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014. The Shareholders are requested to ratify the remuneration payable to the Cost Auditors at their ensuing 22nd AGM, in terms of Rule 14 of the Companies (Audit & Auditors) Rules, 2014. There is no change in the remuneration payable to the cost auditor for the FY 2024-25.

III. Secretarial Auditor and Secretarial Audit Report

The Board of Directors of your Company, at its Meeting held on August 9, 2023, had appointed Mr. D Balaramakrishna, Practising Company Secretary (C.P. No. 22414), as the "Secretarial Auditor" of the Company, to conduct the Secretarial Audit for the Financial Year 2023-24, pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

The Secretarial Audit Report submitted by Mr. D. Balaramakrishna, for the Financial Year 2023-24 is annexed as **Annexure-II** to this Board's Report.

The Secretarial Auditors' Report is self-explanatory and does not contain any qualification, reservation, adverse remark, or disclaimer.

Pursuant to Regulation 24A of SEBI Listing Regulations, the Company has also obtained Annual Secretarial Compliance report for the financial year 2023-24 from Mr. D. Balaramakrishna, Practising Company Secretary and submitted the same to the Stock Exchanges where the shares of the Company are listed.

The Annual Secretarial Compliance report as submitted to the stock exchanges does not contain any qualification, reservation, adverse remark or disclaimer.

IV. Internal Auditor

Your Company has robust internal audit team for carrying out the internal audit. Further, pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, M/s. Laxminiwas & Co, Chartered Accountants, are the internal auditors of the Company. The Internal Auditors attend the respective Audit Committee Meetings, where internal audit reports are discussed.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

Your Company has in place an adequate internal financial control commensurate with the size, scale and complexity of its operations. The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, safeguarding of its assets, the prevention and detection of frauds the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

The internal control is supplemented by an extensive programme of internal, external audits and periodic review by the Management. This system is designed to adequately ensure that financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

The Statutory Auditors and the Internal Auditors are, inter alia, invited to attend the Audit Committee Meetings and present their observations on adequacy of Internal Financial Controls and the steps required to bridge gaps, if any. Accordingly, the Audit Committee makes observations and recommendations to the Board of Directors of your Company.

LOANS, GUARANTEES OR INVESTMENTS

As required to be reported pursuant to the provisions of Section 186 and Section 134(3)(g) of the Companies Act, 2013, the particulars of loans, guarantees and investments by your Company under the aforesaid provisions during the Financial Year 2023-24, have been provided in the notes to the Financial Statement.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, all contracts/arrangements/transactions entered by the Company with related parties were in ordinary course of business and on an arm's length basis. There were no material related party transactions by the Company during the year under review. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable. The details of transactions with related parties are provided in the notes to the Financial Statement.

Systems are in place for obtaining prior omnibus approval of the Audit Committee on an annual basis for transaction with related parties which are of a foreseeable and repetitive nature. The transactions entered pursuant to the omnibus approval so granted and a statement giving details of all transactions with related parties are placed before the Audit Committee for their review on a periodic basis.

In compliance with the requirements of the Companies Act, 2013 and SEBI Listing Regulations, the Board has formulated and adopted a Related Party Transactions Policy ("RPT Policy") for the purpose of identification, approval, monitoring and reporting of related party transactions. The RPT Policy as approved by the Board is available on the Company's website at <https://images.vijayadiagnostic.com/investor/corporategovernance/Related-Party-Transaction-Policy.pdf>

CHANGE IN NATURE OF BUSINESS

There was no change in the nature of business carried on by the Company during the year under review.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company which occurred between the end of the financial year to which the financial statements relate and the date of this Report.

ANNUAL EVALUATION OF BOARD'S PERFORMANCE

The Board of Directors of your Company has carried out an Annual Performance Evaluation of its own, the Directors individually as well as the evaluation of the working of its committees. The performance evaluation of the Board as a whole, the Chairman of the Board and Non-Independent Directors was carried out by the Independent Directors.



A structured questionnaire was prepared after taking into consideration various aspects of the Boards' functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance. The confidential questionnaire was responded to by the Directors and vital feedback was received from them on how the Board currently operates and ways and means to enhance its effectiveness.

The Board of Directors has expressed its satisfaction with the entire evaluation process.

Further Independent directors had separately met to evaluate the performance of Non-Independent Directors, Board as a whole, Chairperson and to assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

PUBLIC DEPOSITS

During the year under review, your Company has neither accepted nor renewed any deposit within the meaning of Section 73 and 76 of the Companies Act, read with Companies (Acceptance of Deposits) Rules, 2014.

RISK MANAGEMENT

Your Company through its Risk management policy periodically assesses the risk elements, mitigates the different kinds of risks which the Company faces in its day-to-day operations and incorporates such risk mitigation plans in its business operational plans. As on date of this report, your Company does not foresee any critical risk, which threatens its existence.

Further, information on the risk management process of the Company is contained in the Management Discussion & Analysis Report which forms part of the Annual Report.

COMPLIANCE WITH SECRETARIAL STANDARDS

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

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

The information in respect of matters pertaining to conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of the Companies (Accounts) Rules, 2014 is given in the **Annexure-III** to this Directors' Report.

ANNUAL RETURN

The Annual Return for financial year 2023-24 is available on the website of the Company at <https://www.vijayadiagnostic.com/investors/annual-return>

SIGNIFICANT AND MATERIAL ORDERS

During the year under review no significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

PARTICULARS OF EMPLOYEES

The disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are provided in the prescribed format and annexed herewith as **Annexure-IV**.

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Annual Report. In terms of the provisions of the first proviso to Section 136(1) of the Companies Act, 2013, the Annual Report is being sent to Shareholders, excluding the aforementioned information. Any shareholder interested in obtaining a copy of such statement may write to the Company Secretary of the Company at cs@vijayadiagnostic.in

CORPORATE GOVERNANCE

In accordance with Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), a detailed report on Corporate Governance is included in the Annual Report.

Mr. D. Balaramakrishna, Practicing Company Secretary, who is also the "Secretarial Auditor" of your Company, has certified your Company's compliance with the requirements of Corporate Governance in terms of Regulation 34 of the SEBI Listing Regulations and their Compliance Certificate is annexed to the Report on Corporate Governance.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report for the Financial Year 2023-24, as prescribed under Regulation 34(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of the Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Business Responsibility and Sustainability Report ('BRSR') for Financial Year 2023-24 is presented as a separate section and forms part of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY

In accordance with the provisions of Section 135 of the Companies Act, 2013 read with CSR Rules, the Company has constituted the Corporate Social Responsibility (CSR) Committee. The details of the CSR Committee are detailed in the Corporate Governance Report, which forms part of this Annual Report.

The Board, on the recommendation of the CSR Committee, adopted a CSR Policy. The said CSR Policy is available on the website of the Company at <https://images.vijayadiagnostic.com/website/CSR-POLICY.pdf>

The Annual Report on Corporate Social Responsibility as per Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed herewith as **Annexure-V** to this Report.

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

The Company has always believed in providing a safe and harassment free workplace for every individual working in Company's premises through various interventions and practices. The Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Board of Directors of your Company has constituted Internal Complaints Committees ("ICC") at Head/Corporate Office as well as Centre/Branch levels, pursuant to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder.

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has adopted a policy against sexual harassment in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder. The Company has constituted Internal Complaints Committee for redressal of complaints on sexual harassment. During the year, the Company had not received any complaints on sexual harassment.

NOMINATION AND REMUNERATION POLICY

In compliance with the provisions of Companies Act, 2013 and SEBI Listing Regulations, the Board had framed a Nomination and Remuneration Policy for selection and appointment of Directors, Key Managerial Personnel, senior management and their remuneration. The Company affirms that the remuneration paid is as per Nomination and Remuneration Policy of the Company. The said Policy is available on the website of the Company at <https://images.vijayadiagnostic.com/investor/corporategovernance/NOMINATION-REMUNERATION-POLICY.pdf>

Further, neither the Managing Director nor the Whole-Time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

WHISTLE BLOWER/VIGIL MECHANISM

The Company has established a Vigil Mechanism, which includes a Whistle Blower Policy, for its Directors and Employees, to provide a framework to facilitate responsible and secure reporting of concerns of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics. All employees shall be protected from any adverse action for reporting any unacceptable or improper practice and/or any unethical practice, fraud, or violation of any law, rule or regulation.

This Policy is also applicable to your Company's Directors and employees and it is available on the website of your Company at <https://images.vijayadiagnostic.com/investor/corporategovernance/WHISTLE-BLOWER-POLICY.pdf>

EMPLOYEE STOCK OPTION PLAN

VDCL Employee Stock Option Plan 2018 ("ESOP Plan") has been formulated and approved by the Board of Directors and Shareholders of the Company on May 3, 2018, and subsequently amended on March 25, 2021, and August 16, 2021 to be in line with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("ESOP Regulations"). The said ESOP Plan has also been ratified subsequently by the shareholders through postal ballot post listing of shares, on January 11, 2022, in terms of ESOP Regulations. The Nomination and Remuneration Committee of the Board of Directors of the Company, inter alia, administers and monitors the ESOP Plan of the Company.

During the year under review, the Nomination and Remuneration Committee of the Board of Directors of the Company, at its meeting held on Monday, May 29, 2023, has granted 2,51,291 (Two Lakhs Fifty-One Thousand Two Hundred and Ninety-One only) Employee Stock Options (ESOPs) convertible into 2,51,291 equity shares of face value of ₹1/- each under the ESOP Plan.

The details in respect of ESOPs as required under Companies Act, 2013 and ESOP Regulations are annexed herewith as **Annexure-VI** and available on the website of the Company at <https://www.vijayadiagnostic.com/investors/disclosure-of-events>

Further the certificate from the Secretarial Auditors of the Company certifying that the Company's Stock Option Plan is being implemented in accordance with the ESOP Regulations and the resolution passed by the Members, is placed on the Company's Website at <https://www.vijayadiagnostic.com/investors/disclosure-of-events>

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, with respect to Directors' Responsibility Statement, the Directors, to the best of their knowledge and ability, hereby confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit and loss of the Company for the year ended on that date;
- c) Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The annual accounts have been prepared on a going concern basis;
- e) The Company had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



DISCLOSURE RELATED TO INSOLVENCY AND BANKRUPTCY

During the year under review, neither any application was made, nor is any proceeding pending under the Insolvency and Bankruptcy Code, 2016 against the Company.

DETAILS OF DIFFERENCE BETWEEN THE AMOUNT OF VALUATION AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE AT THE TIME OF TAKING A LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the Financial Year 2023-24, the Company has not made any settlement with its bankers for any loan(s)/facility(ies) availed or/and still in existence.

Date: May 8, 2024
Place: Hyderabad

GREEN INITIATIVES

In commitment to keep in line with the Green Initiatives and going beyond it, electronic copy of the Notice of the 22nd Annual General Meeting of the Company including the Annual Report for the FY2023-24 are being sent to all Members whose e-mail addresses are registered with the Company/Depository Participant(s).

ACKNOWLEDGEMENT

Your directors thank various departments of Central and State Government, Organizations and Agencies for the continued help and co-operation extended by them to your Company. Your directors also gratefully acknowledge all stakeholders of the Company viz. members, customers, dealers, vendors, financial institutions, banks and other business partners for the excellent support received from them during the year.

Your directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

By order of the Board
For **Vijaya Diagnostic Centre Limited**

Sd/-
Dr. Sura Surendranath Reddy
Executive Chairman
DIN: 00108599

Annexure-I

Form AOC – 1

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

Statement containing salient features of the financial statements of subsidiaries as on March 31, 2024

(₹ in Lakhs)

Particulars	Subsidiary Company			Step down Subsidiary – LLP
	Medinova Diagnostic Services Limited	P H Diagnostic Centre Private Limited	VDC Diagnostics (Karnataka) LLP	Medinova Millennium MRI Services LLP
Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	31-03-2024	31-03-2024	31-03-2024	31-03-2024
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not applicable	Not applicable	Not applicable	Not applicable
Share capital/Contribution	998.16	500.00	1,950.00	230.27
Other Equity	(1,202.28)	286.34	(1,489.28)	(39.33)
Total Assets	601.16	2,867.28	461.85	237.12
Total Liabilities	807.76	2,080.94	1.13	46.18
Investments	296.82	-	-	-
Turnover	778.12	4,439.99	-	248.59
Profit before Taxation	101.67	397.99	25.09	126.22
Provision for Taxation	26.40	98.18	-	1.61
Profit after Taxation	75.27	299.81	25.09	124.61
Proposed Dividend	-	-	-	-
Extent of Shareholding (%)	62.14%	100%	100%	62.14%

- Names of subsidiaries which are yet to commence operations: Nil
- Names of subsidiaries which have been liquidated or sold during the year is as follows:

During the year under review Doctorslab Medical Services Private Limited ("Doctorslab") a wholly owned subsidiary and Namrata Diagnostic Centre Private Limited ("Namrata"), step-down subsidiary of the Company (Non-functional and Non-material subsidiary) made application u/s 248 of the Companies Act, 2013 to strike off name from the Register of Companies, which has been approved by the Registrar of Companies, on April 6, 2024 and the names of the said Companies has been struck off and both the Companies are dissolved with effect from that date.

By order of the Board
For **Vijaya Diagnostic Centre Limited**

Date: May 8, 2024
Place: Hyderabad

Dr. Sura Surendranath Reddy
Executive Chairman
DIN: 00108599



Annexure-II

Form No. MR-3

Secretarial Audit Report

For the Financial Year ended March 31, 2024

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

To,
The Members,
Vijaya Diagnostic Centre Limited
CIN: L85195TG2002PLC039075
Hyderabad.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Vijaya Diagnostic Centre Limited (hereinafter called "the Company").

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024, 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:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024, according to the provisions of:
 - 1.1. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - 1.2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - 1.3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - 1.4. 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;
 - 1.5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - 1.5.1. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- 1.5.2. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - 1.5.3. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - 1.5.4. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - 1.5.5. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **[NOT APPLICABLE AS THERE WAS NO NON-CONVERTIBLE SECURITIES LISTED ON THE STOCK EXCHANGE]**
 - 1.5.6. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - 1.5.7. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **[NOT APPLICABLE AS THERE WAS NO DELISTING OF EQUITY SHARES DURING THE YEAR]; and**
 - 1.5.8. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[NOT APPLICABLE AS THERE WAS NO BUYBACK OF SECURITIES BY THE COMPANY DURING THE YEAR].**
2. I have also examined compliance with the applicable clauses of the following:
 - 2.1. Secretarial Standards issued by The Institute of Company Secretaries of India;
 - 2.2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 3. The Company is engaged in the Business of Medical diagnostic services. Accordingly, the following Industry Specific Acts are applicable to the Company, in view of the

Management and as per the Guidance Note issued by the ICSI. Based on the explanation given, there are adequate system and process in the Company to monitor and ensure the compliance of following sector specific law, rule, regulation and guidelines:

- 3.1. Pre-Conception and Pre-Natal Diagnostic Techniques Act, 1994 read with the relevant rules and amendments.
 - 3.2. The Clinical Establishments (Registration and Regulations) Act, 2010.
 - 3.3. The Clinical Establishments (Central Government) Rules, 2012 ("CECG Rules").
 - 3.4. Telangana Allopathic Private Medical Care Establishments (Registration and Regulation) Act, 2002 and rules thereunder, as applicable.
 - 3.5. Andhra Pradesh Allopathic Private Medical Care Establishments (Registration and Regulation) Act, 2002 and rules thereunder, as applicable.
 - 3.6. Indian Atomic Energy Act 1962 & Atomic Energy (Radiation Protection) Rules 2004.
 - 3.7. Atomic Energy (Safe Disposal of Radioactive Wastes) Rules, 1987 ("Radioactive Waste Rules").
 - 3.8. Radiation Surveillance Procedures for Medical Application of Radiation, 1989 ("Surveillance Procedures").
 - 3.9. Safety Code for Medical Diagnostic X-Ray Equipment and Installations, 2001 (the "X-Ray Safety Code").
 - 3.10. Atomic Energy Regulatory Board- Safety Code on Safe Transport of Radioactive Material AERB/NRF-TS/SC- 1, 2015 ("Transport Code").
 - 3.11. Atomic Energy Regulatory Board - Safety code on Nuclear Medicine Facilities dated November 4, 2010 ("Nuclear Medicine Code").
 - 3.12. Radiation Surveillance Procedure for Medical Applications of Radiation, 1989 ("RSPM Notification").
 - 3.13. The Environment Protection Act, 1986 (the "Environment Protection Act") and The Environment (Protection) Rules, 1986 (the "Environment Protection Rules").
 - 3.14. Bio-Medical Waste Management Rules, 2016 ("BMW Rules").
 - 3.15. National Accreditation Board for Testing and Calibration Laboratories ("NABL").
 - 3.16. Guidelines for Exchange of Human Biological Material for Biomedical Research Purposes, 1997 ("HBM Guidelines").
 - 3.17. Consumer Protection Act, 2019 ("COPRA, 2019").
4. I further report that:
 - 4.1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
 - 4.2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
 - 4.3. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
 - 4.4. There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
 5. I further report that during the audit period there were following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards:
 - 5.1. The Company has allotted 46,118 shares on June 21, 2023; 1,50,189 shares on August 22, 2023; 41,157 shares on November 3, 2023 and 37,054 shares on February 6, 2024 against the options exercised under VDCL Employee Stock Option Plan 2018.
 - 5.2. The Company at its Board Meeting held on May 29, 2023 has appointed Ms. Sura Suprita Reddy (DIN: 00263618) as the Additional Director in the category of Managing Director & Chief Executive Officer (MD & CEO) of the Company for a period of Five (5) consecutive years with effect from July 1, 2023 to June 30, 2028, on the recommendation of the Nomination and Remuneration Committee and



subject to the approval of shareholders at the Annual General Meeting and the same was approved in the 21st Annual General Meeting held on September 20, 2023.

- 5.3. The Nomination and Remuneration Committee of the Board of Directors of the Company, at its meeting held on May 29, 2023, has granted 2,51,291 (Two Lakhs Fifty-One Thousand Two Hundred and Ninety-One only) Employee Stock Options (ESOPs) convertible into 2,51,291 equity shares of face value of ₹1/- each under the "VDCL Employee Stock Option Plan 2018" to the eligible employees of the Company.
- 5.4. The Company has acquired 100% stake by way of purchase of equity shares from the existing shareholders of P H Diagnostic Centre Private Limited on December 21, 2023 for a cash consideration as per the terms and conditions of the Share Purchase Agreement entered between the Company, P H Diagnostic Centre Private Limited and the sellers and thereafter P H Diagnostic Centre Private Limited has become a Wholly-Owned Subsidiary of the Company w.e.f. December 21, 2023.
- 5.5. The two subsidiaries of the Company with the name and style "Doctorslab Medical Services Private Limited" and "Namrata Diagnostic Centre Private Limited" have applied for the Strike off with the MCA and the approval orders were awaited till the end of the financial year 2023-24. (As on the date of this report, the above-mentioned subsidiaries have been struck off).

Balarama Krishna Desina

Proprietor

Balaramakrishna & Associates

Company Secretaries in Practice

FCS No.: 8168

C.P. No.: 22414

Peer Review Certificate No. 5448/2024

UDIN: F008168F000265458

Date: April 29, 2024

Place: Hyderabad

Note: This letter is to be read with our letter of even date, which is annexed, and form an integral part of this report.

ANNEXURE

To,
The Members,
Vijaya Diagnostic Centre Limited,
CIN: L85195TG2002PLC039075
Hyderabad

SUBJECT: My Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. My examination was limited to the verification of procedures.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

UDIN: F008168F000265458
Date: April 29, 2024
Place: Hyderabad

Balarama Krishna Desina
Proprietor
Balaramakrishna & Associates
Company Secretaries in Practice
FCS No.: 8168
C.P. No.: 22414
Peer Review Certificate No. 5448/2024

Annexure-III

The details regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo as required by Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are given below

A) CONSERVATION OF ENERGY

i. Steps taken for conservation of energy

The Company evaluates the possibilities and various alternatives to reduce energy consumption and use of low energy consuming LED lightings is being encouraged. The Company recognizes the importance of energy conservation in decreasing the adverse effects of global warming and climate change.

Further the Company carries on its activities such as using electric vehicles, optimization of paper usage and shifting towards digitization of information etc., in an environmentally friendly and energy efficient manner.

ii. The steps taken by the Company for utilizing alternate sources of energy

The Company, being in service sector, didn't made any significant steps towards utilizing alternative sources of energy.

iii. The capital investment on energy conservation equipment's

No significant capital investments were made in energy conservation equipment during the year. However, the Company primarily focuses on procuring high-end equipment for quality reporting, which results in consuming low energy.

B) TECHNOLOGY ABSORPTION

i. Efforts made towards technology absorption

- We provide global quality standards in preventive care and diagnostic testing services with speed & accuracy at affordable prices with a quick turnaround time throughout our Centres.
- A step ahead towards sustained expansion, the Company has inaugurated a futuristic hub in Kolkata, West Bengal, in July 2023. The expansive 10,000 Sq. ft. facility operates a fully automated laboratory and amongst other sophisticated equipment houses a 3T MRI and a 128-slice cardiac CT, making Vijaya one among a very few health care players to introduce such high-end facilities in the whole of West Bengal.
- A futuristic and one-of-a-kind hub in Tirupati, Andhra Pradesh started full-fledged operations in May 2023. This facility houses top-class equipment such as a 3T MRI, CT, Gamma Camera and an automated lab and offers some of the most advanced diagnostic services in the region.
- Progressing on the path of strategic expansion, the Company penetrated the Tier II territory in Telangana by unveiling the standalone hub centre in Mahbubnagar in the month of October 2023. This Centre is fully equipped to perform the whole gamut of diagnostics services from a routine blood test to advanced radiology modalities, right up to MRI. The Company's 'All under one roof' model sets a new standard in the diagnostic space in the district of Mahbubnagar.
- In line with our customer-oriented model of business and our single-minded focus towards always achieving a holistic customer experience, the Company has introduced an Open MRI at our centre at Ameerpet, Hyderabad. In addition to being the best in terms of capabilities and precision in the open MRI space, this technology enables an enhancement of the customer experience by addressing the aspect of greater comfort and the specific issue of claustrophobia, making it even more convenient especially for children and elders.
- The Company has also done a comprehensive revamp of the main hub centre at Vishakhapatnam, after a decade long track record of stellar business performance. A significant upgrade to this advanced stand-alone hub was the introduction of a futuristic PET CT machine, Vijaya's very first in Vishakhapatnam.
- The Company also marked its entry into the state of Karnataka by inaugurating a futuristic hub at Gulbarga in November 2023. The center offers a comprehensive range of diagnostics services from a routine blood test to advanced radiology modalities like MRI and CT.
- The Company has also successfully built and launched a robust, easy-to-use mobile app that is available for all test types in radiology and pathology for its customers.
- The Company has at all its major centres the latest and advanced equipment technology such as CT, MRI, nuclear medicine, PET and fusion imaging. Have installed 128 Slice CT scan, 32 Slice CT scan, DR System, 5CS MRI equipment and Epiq Elite Color Doppler System, Digital mammography etc.

ii. Benefits derived like product improvement, cost reduction, product development or import substitution

Less exposure of radiation to the patients, better quality images, efficiency, better and accurate services to customers etc.

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

The Company has not imported any technology during the last three years.

iv. The expenditure incurred on Research and Development

Nil

C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Activities relating to exports, initiatives taken to increase exports, development of new export market for products and services and export plans:

		(In ₹)	
Sr. No.	Description	FY 2023-24	FY 2022-23
1	Earnings	-	-
2	Outgo	19,73,884	19,02,814

By order of the Board
For **Vijaya Diagnostic Centre Limited**

Dr. Sura Surendranath Reddy
Executive Chairman
DIN: 00108599

Date: May 8, 2024

Place: Hyderabad



Annexure-IV

Disclosures required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of companies (appointment and remuneration of managerial personnel) rules, 2014.

1. The percentage increase in the median remuneration of employees during the Financial Year:

Median remuneration of employees of the Company as at the end of the year under review was ₹2,90,405/- and increased by 10.14% over the previous year.

2. The ratio of the remuneration of each Director to the median remuneration of employees for the Financial Year 2023-24; and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, during the Financial Year 2023-24:

Sr. No.	Name of the Director(s)/KMP(s)	Designation	Percentage increase/ (decrease) in remuneration in the Financial Year 2023-24 (%)	Ratio to median remuneration (in times)
1.	Dr. Sura Surendranath Reddy	Promoter & Executive Chairman	Nil	68.87
2.	Ms. S. Suprita Reddy	Managing Director and Chief Executive Officer	Nil	94.69
3.	Mr. Sunil Chandra Kondapally	Executive Director	Nil	34.43
4.	Mrs. Sura Geeta Reddy	Non-Executive Director	Nil	Nil
5.	Dr. D. Nageshwar Reddy	Independent Director	Nil	4.13
6.	Mr. C. Satyanarayana Murthy	Independent Director	Nil	4.13
7.	Mr. Shekhar Prasad Singh	Independent Director	Nil	4.13
8.	Dr. Manjula Anagani	Independent Director	Nil	4.13
9.	Mr. Narasimha Raju KA	Chief Financial Officer	10%	NA
10.	Mr. Hansraj Singh	Company Secretary	Nil	NA

3. The number of permanent employees on rolls of the Company as on March 31, 2024: 2,053

4. Average percentile increase already made in salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average percentage increase in the salaries paid to employees other than the managerial personnel in the last financial year is 8.9%. Further, there was no increase in the salary of Managerial Personnel during FY2023-24.

Annual increments to employees is based on their individual performance, potential and contribution to the Company while remuneration to managerial personnel is based on the relevant approvals of the Nomination and Remuneration committee, Board and Shareholders considering the market competitiveness, industry standards and their contribution to the growth of the Company. The increase in the managerial remuneration is also primarily governed by their terms of appointment, Company's policy and as per the remuneration policy of the Company.

5. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms that the remuneration paid is as per the Remuneration Policy of the Company.

By order of the Board
For Vijaya Diagnostic Centre Limited

Sd/-
Dr. Sura Surendranath Reddy
Executive Chairman
DIN: 00108599

Date: May 8, 2024
Place: Hyderabad

Annexure-V

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2023-24

1. Brief outline on CSR Policy of the Company:

The CSR initiatives of the Company are either undertaken as projects or programs or activities and in line with the CSR Policy. During the year ended March 31, 2024, the Company discharged its CSR obligations through projects and activities. In alignment with the vision of the Company, the Company, through its CSR initiatives is committed to continue to enhance value creation in the society and in the community in which it operates, through its services, conduct and initiatives, to promote sustained growth for the society and community, in fulfillment of its role as a socially responsible corporate. The CSR Policy of the Company is hosted at the website of the Company.

2. Composition of CSR Committee:

Sr. 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.	Mr. Shekhar Prasad Singh (Chairperson)	Non-Executive Independent Director	1	1
2.	Dr. D. Nageshwar Reddy	Non-Executive Independent Director	1	-
3.	Mrs. Sura Geeta Reddy	Non-Executive Non-Independent Director	1	1
4.	Mr. K. Sunil Chandra	Executive Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

CSR Committee: <https://images.vijayadiagnostic.com/investor/corporategovernance/Constitution-of-Board-Committee-Members.pdf>

CSR Policy: <https://images.vijayadiagnostic.com/website/CSR-POLICY.pdf>

CSR Activity: <https://images.vijayadiagnostic.com/website/CSR-Activities-FY23.pdf>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

Impact assessment report was not applicable for the year under review for the CSR projects undertaken by the Company.

		(₹ in Lakhs)
(a)	Average net profit of the Company as per sub-section (5) of Section 135	12,216.56
(b)	Two percent of average net profit of the Company as per sub-section (5) of Section 135	244.33
(c)	Surplus arising out of the CSR Projects or programs 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)]	244.33

6.

(a). CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
244.33 Lakhs			Nil		

(b) Details of CSR amount spent against ongoing projects for the financial year: **Not applicable**

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sr. No.	Name of the project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹)	Mode of implementation -Direct (Yes/No)	Mode of implementation - Through implementing agency
				State	District			
1.	Sponsorship of one month of training expenses for a National Level Tennis Player	Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympics sports	Yes	Telangana	Hyderabad	4,04,040/-	Yes	Not applicable
2.	Construction of kitchen and dining hall for students at Mandal Parishad Primary School (MPPS), a Govt. School at Raghunathapuram Village, Yadadri District	Promoting education	Yes	Telangana	Yadadri	8,11,660/-	Yes	Not applicable
3.	Construction of a govt. school at Patancheruvu, Sangareddy District	Promoting education	Yes	Telangana	Sangareddy	38,89,916/-	Yes	Not applicable
4.	Purchase & supply of medical equipments for Princess Durru Shehvar Childrens & General Hospital	Promoting health care including preventive health care	Yes	Telangana	Hyderabad	52,970/-	Yes	Not applicable
5.	Skill Training – To Trainees under National Apprenticeship Promotion Scheme (NAPs)	Promoting Vocational skills	Yes	Telangana	Hyderabad	1,92,74,547/-	Yes	Not applicable

(d) Amount spent in Administrative Overheads: **Nil**

(e) Amount spent on Impact Assessment, if applicable: **Nil**

(f) Total amount spent for the financial year [a + b + c]: **₹244.33 Lakhs**

(g) Excess amount for set-off if any:

		(₹ in Lakhs)
Sr. No.	Particulars	Amount
i.	Two percent of average net profit of the Company as per Section 135(5)	244.33
ii.	Total amount spent for the financial year	244.33
iii.	Excess amount spent for the financial year [(ii) – (i)]	Nil
iv.	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Nil
v.	Amount available for set off in succeeding financial years [(iii) – (iv)]	Nil

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

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years
				Name of the fund	Amount	Date of transfer	
Not applicable							

(b) Details of CSR amount spent in the financial year for on-going projects of the preceding financial year(s):

Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Amount spent on the project in the reporting Financial Year	Cumulative amount spent at the end of reporting Financial Year	Status of the Project – Completed/ on-going
Not applicable							

8. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Not applicable

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5): Not applicable

Dr. Sura Surendranath Reddy
Executive Chairman

Mr. Shekhar Prasad Singh
Chairman of CSR Committee

Ms. Sura Suprita Reddy
Managing Director & CEO

Annexure-VI

Employee Stock Option Plan

Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2024

The Company views Employee Stock Options as instruments that would enable the Employees to share the value they would create and contribute to the Company in the years to come.

The ESOP Plan 2018 and Schemes framed thereunder is in compliance with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Share Based Employee Benefit and Sweat Equity) Regulations, 2021 ("SEBI ESOP Regulations").

A. Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time.

The disclosures are provided in Note No. 29 to the Standalone Financial Statements of the Company for the year ended March 31, 2024.

B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time: ₹11.18

C. Details related to ESOS:

1) A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including:

Particulars	Year ended March 31, 2024	
Date of shareholders' approval	Institution/Amendment Date	Date of EGM
	03-05-2018	03-05-2018
	25-03-2021	25-03-2021
	16-08-2021	16-08-2021
	11-01-2022*	11-01-2022*
	*Ratification of Pre-IPO ESOP Plan pursuant to Reg. 12 of SEBI ESOP Regulations vide Postal Ballot	
Total number of options approved under ESOS	16,25,000	
Vesting Requirements	<p>The time and performance-based options under Scheme 1 become eligible on an annual basis at 30%, 30%, 20% and 20% over a period of four years and vesting starts from second year.</p> <p>The time and performance-based options under Scheme 2 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years and vesting starts from third year.</p> <p>The time-based options under Scheme 3 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years and vesting starts from third year.</p> <p>The time-based options under Scheme 4 become eligible on annual basis at 100% and vest on second year from the grant date.</p> <p>The time-based options under Scheme 5 become eligible and vest on an annual basis at 25%, 25%, and 50% over a period of three years.</p> <p>The time-based options under Scheme 6 become eligible on an annual basis at 0%, 25%, 50% and 25% over a period of four years and the performance-based options under the Scheme become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years.</p>	

- 1) A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including: **(Contd.)**

Particulars	Year ended March 31, 2024
Exercise price or pricing formula	The Exercise Price is the fair value of the equity share as on the date of the grant or as decided by the Nomination and remuneration committee.
Maximum term of options granted	Four (4) years
Source of shares (primary, secondary or combination)	Primary
Variation in terms of options	There was no variation in terms of options outstanding during 2023-2024.

- 2) Method used to account for ESOS: **Fair value**
- 3) Where the Company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed: **Not applicable**
- 4) Option movement during the year (For each ESOS):

Particulars	Details
Number of options outstanding at the beginning of the period	6,07,513
Number of options granted during the year	2,51,291
Number of options forfeited/lapsed during the year	1,05,664
Number of options vested during the year	2,14,510
Number of options exercised during the year	2,74,518
Number of shares arising as a result of exercise of options	2,74,518
Money realized by exercise of options (INR), if scheme is implemented directly by the Company.	₹3,05,04,440.16
Loan repaid by the Trust during the year from exercise price received	Not applicable
Number of options outstanding at the end of the year	4,78,622
Number of options exercisable at the end of the year	2,14,510

- 5) Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.

Grant	Grant Date	Number of options granted	Number of options Outstanding	Exercise Price (In ₹)	Fair Value at grant date (In ₹)
1 st Grant	10-May-2018	4,63,750	-	220.00	220.10
2 nd Grant	31-Oct-2018	9,000	-	233.90	233.90
3 rd Grant	1-Apr-2019	75,780	-	236.90	236.90
4 th Grant*	25-Mar-2021	8,66,853	2,73,450	111.12	111.12
5 th Grant	29-May-2023	2,51,291	2,05,172	318.00	376.05

*The options are post subdivision of equity shares and after impact of bonus issue

- 6) Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to:
- i. Senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sr. No.	Name of the Employee	Designation	No. of Options granted	Exercise Price (₹)
1.	Hansraj Singh Rajput	Company Secretary & Compliance Officer	23,937	318

- ii. Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year:

Sr. No.	Name of the Employee	Designation	No. of Options granted	Exercise Price (₹)
1.	Kamlesh Yashwant Murudkar	Business Head-P H Diagnostic Centre Private Limited (Subsidiary Company)	26,344	318
2.	Hansraj Singh Rajput	Company Secretary & Compliance Officer	23,937	318
3.	Madhava Reddy Beeravelli*	AGM-Finance and Accounts	22,152	318
4.	Tadimeti Venkata Raghavendra	Regional Sales Manager - Sales and Marketing	18,694	318
5.	Dr. Taposhi Das	Doctor-Lab Services	19,682	318
6.	Bollineni Satish	Senior Manager - Finance and Accounts	17,478	318
7.	Dr. Asima Mubeen Quadri	Doctor - Lab Services	16,590	318
8.	Chalicham Venkateswarlu	General Manager - Internal Audit	15,958	318

*Lapsed during the year due to resignation

- iii. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant: **Nil**
- 7) A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

The weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model:

The method used and the assumptions made to incorporate the effects of expected early exercise:

How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility:

Whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition:

The disclosures are provided in Note No. 29 to the Standalone Financial Statements of the Company for the year ended March 31, 2024.

Disclosures in respect of grants made in three years prior to IPO under each ESOS

All the disclosures provided above pertains to the options granted in the three years prior to the IPO.

By order of the Board
 For **Vijaya Diagnostic Centre Limited**

Dr. Sura Surendranath Reddy
 Executive Chairman
 DIN: 00108599

Date: May 8, 2024
Place: Hyderabad

Corporate Governance Report

The Corporate Governance Report of Vijaya Diagnostic Centre Limited ('the Company'/'VDCL') has been prepared in compliance to the requirements of Regulations 17 to 27, read with Schedule V and Clauses (b) to (i) and (t) of Regulation 46(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations/Listing Regulations'), as applicable, with regard to corporate governance.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Corporate Governance reflects the efficient conduct of affairs of the Company in a transparent manner, which helps in maximizing the stakeholder's value. At VDCL, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders.

The Company has been focusing on its vision of providing reliable and accurate diagnostic services to its customers and to provide the best service possible in a customer centric manner through responsible and ethical business practices.

The Company will continue to strive to be a wealth creator to meet stakeholder's expectations. In the achievement of its goals, the Company utilizes its resources with accountability and professionalism to meet the needs of customers and deliver on their expectations; meet the commitments with vendors, partners, employees, governments and the community.

2. BOARD OF DIRECTORS:

i. Your Company has an optimum combination of Executive and Non-Executive Directors including a Woman Director. As at the end of March 31, 2024, the Board of Directors of the Company comprised of 8 (Eight) Directors out of which 3 (Three) are Promoter Executive Directors, 1 (One) Non-Executive Non-Independent Director and 4 (four) Non-Executive Independent Directors, including 1 (One) Woman Independent Director. The composition of the Board is in conformity with Regulation 17 of Listing Regulations read with Section 149 and 152 of the Companies Act 2013 ("the act"). The Composition of the Board as of March 31, 2024, is given below:

Category of Directors	Name of Directors	No. of Directors	%
Promoter Executive Directors	1. Dr. S. Surendranath Reddy (Chairman)	3	37.50%
	2. Mr. Sunil Chandra Kondapally		
	3. Ms. S. Suprita Reddy* (Managing Director & CEO)		
Non-Independent Non-Executive Directors	1. Mrs. S. Geeta Reddy	1	12.50%
Independent Directors	1. Mr. C. Satyanarayana Murthy	4	50.00%
	2. Mr. Shekhar Prasad Singh		
	3. Dr. D. Nageshwar Reddy		
	4. Dr. Manjula Anagani		

*Appointed as Managing Director & Chief Executive Officer of the Company w.e.f. July 1, 2023, at the Board Meeting held on May 29, 2023, and approved by the shareholders of the Company at the Annual General Meeting held on September 20, 2023.

ii. Board Meetings:

The Board meets at regular intervals to discuss and decide on various business matters, business policies and strategies of the Company. The Board/Committee Meetings are timely scheduled and informed to all Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings.

During the financial year 2023-24, Five (5) meetings of the Board were held. The said meetings were held on May 29, 2023, August 9, 2023, November 7, 2023, December 19, 2023, and February 5, 2024. The gap between the two board meetings was within the limit prescribed under Section 173(1) of the Act and Regulation 17(2) of the SEBI Listing Regulations.

iii. Details of the attendance of Directors and other Directorship/Committee positions, etc.:

- (a) The names and categories of the Directors on the Board, their attendance at the Board meetings held during the year and at the last Annual General meeting ("AGM") held through Videoconferencing/Other Audio-Visual Means and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2024, are given below:

Name of Director(s)	Date of Board Meetings					Attendance at the last AGM held on September 20, 2023
	Whether attended the Board Meeting "Yes/No"					
	29-05-2023	09-08-2023	07-11-2023	19-12-2023	05-02-2024	
Dr. S. Surendranath Reddy (DIN: 00108599)	Yes	Yes	Yes	Yes	Yes	No
Mr. Sunil Chandra Kondapally (DIN: 01409332)	Yes	Yes	Yes	Yes	No	Yes
Ms. S. Suprita Reddy (DIN: 00263618)	NA	Yes	No	Yes	Yes	Yes
Mrs. S. Geeta Reddy (DIN: 01073233)	Yes	Yes	Yes	Yes	Yes	No
Mr. C. Satyanarayana Murthy (DIN: 00142138)	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Shekhar Prasad Singh (DIN: 00969209)	Yes	Yes	Yes	Yes	Yes	No
Dr. D. Nageshwar Reddy (DIN: 00324725)	No	No	Yes	Yes	No	Yes
Dr. Manjula Anagani (DIN: 03501757)	Yes	No	No	Yes	No	No

- (b) The composition and category of Directors, the number of Directorships and Committee Chairpersonships/Memberships held by them, and Directorships held by them in other listed entities as on March 31, 2024:

Name of Director(s)	Directorships in other Public Companies ^ (excluding VDCL)	Number of Committee Positions held in other Public Companies# (excluding VDCL)		Directorship in other listed Companies* (category of Directorships) as on March 31, 2024		No. of shares of ₹1/- each held in the Company@
		Member	Chairman	Name of Listed Entity	Category of Directorship	
		Dr. S. Surendranath Reddy	1	2	-	
Mr. Sunil Chandra Kondapally	1	-	-	Medinova Diagnostic Services Limited	Managing Director	85,96,933
Ms. S Suprita Reddy	-	-	-	-	-	91,76,933
Mrs. S. Geeta Reddy	-	-	-	-	-	40,58,638
Mr. C. Satyanarayana Murthy	1	2	2	Gland Pharma Limited	Non-Executive Independent	-
Mr. Shekhar Prasad Singh	-	-	-	-	-	-
Dr. D. Nageshwar Reddy	-	-	-	-	-	-
Dr. Manjula Anagani	-	-	-	-	-	-

^ For the purpose of reckoning Directorship/Committees position on which a Director serve, all public limited companies, whether listed or not, have been included and all other companies including private limited companies, foreign companies, high value Debt listed entities and companies under Section 8 of the Companies Act, 2013 or Section 25 of the Companies Act, 1956, have been excluded.

vii. Independent Directors:

The Independent Directors of the Company have been appointed in terms of the requirements of the Act, the Listing Regulations and the Governance Guidelines for Board Effectiveness adopted by the Company. Formal letters of appointment have been issued to the Independent Directors and the terms and conditions of their appointment are disclosed on the Company's website at the web link: <https://www.vijayadiagnostic.com/investors/terms-appointment>

The Company has received declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act read with Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

The Board is of the opinion that the Independent Directors fulfil the conditions specified in the Act and the Listing Regulations and that they are independent of the management. No Independent Director had resigned during the Financial Year 2023-24.

A separate meeting of Independent Directors of the Company without the presence of the Executive Directors & Management Representatives was held on February 5, 2024, as required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25(3) of the Listing Regulations. At the said meeting, the Independent Directors:

- (a) reviewed the performance of Non-Independent Directors and the Board of Directors as a whole;

- (b) reviewed the performance of the Chairman of the Company;
- (c) assessed the quality, quantity and timeliness of flow of information between the Management of the Company and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

The Independent Directors expressed their satisfaction to the desired level on the governance of the Board.

3. COMMITTEES OF THE BOARD OF DIRECTORS:

The Board of Directors of your Company has formed various Committees, as per the provisions of the Companies Act, 2013 and SEBI Listing Regulations. The various committees of the Board are as provided hereunder:

- A. Audit Committee
- B. Nomination and Remuneration Committee
- C. Stakeholders Relationship Committee
- D. Risk Management Committee
- E. Corporate Social Responsibility Committee

A. Audit Committee:

The Audit Committee of the Company has been duly constituted by the Board in compliance with the requirements of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. As on March 31, 2024, the Committee comprised of 3 (Three) Non-Executive Independent Directors as its members. The Chairperson of the Committee is an Independent Director.

During the year ended March 31, 2024, the Committee met 5 (Five) times. The composition and details of attendance of the members in the meetings are as follows:

Name of Members & Designation	Category of Directors	Date of Audit Committee Meetings				
		Whether attended the meetings "Yes/No"				
		May 29, 2023	August 9, 2023	November 7, 2023	December 19, 2023	February 5, 2024
Mr. C. Satyanarayana Murthy (Chairperson)	Non-Executive Independent Director	Yes	Yes	Yes	Yes	Yes
Mr. Shekhar Prasad Singh (Member)	Non-Executive Independent Director	Yes	Yes	Yes	Yes	Yes
Dr. D. Nageshwar Reddy (Member)	Non-Executive Independent Director	No	No	No	Yes	No

The Company Secretary acts as the Secretary of the Committee. Head of Finance & Accounts Department, Statutory Auditors and Internal Auditors were invited to attend the meetings of the Audit Committee. The Committee deals with the various aspects of financial statements including quarterly, half yearly and annual financial results, adequacy of internal controls & internal audit functions, compliance with accounting standards and Company's financial & risk management policies, etc. It reports to the Board of Directors about its findings & recommendations pertaining to above matters.

The brief terms of reference of Audit Committee are as under:

- Oversight of our Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, replacement, reappointment, remuneration and terms of appointment of auditors of our Company;

- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditors' 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 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; and
 - (g) Qualifications and modified opinion(s) in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Examination of the financial statement and auditors' report thereon;
- Monitoring the end use of funds raised through public offers and related matters;
- 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 issue document/prospectus/notice and making appropriate recommendations to the Board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- 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;
- Discussion with internal auditors of any significant findings and follow up there on;
- 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;
- Discussion with statutory auditors, internal auditors, secretarial auditors and cost auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To formulate, review and make recommendations to the Board to amend the Audit Committee charter from time to time;
- 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;
- To review the functioning of the whistle blower mechanism;
- Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as may be required/mandated as per the provisions of the Companies Act, 2013, Listing Agreements and/or any other applicable laws;
- Reviewing the utilization of loan and/or advances from investment by the holding Company in the subsidiary exceeding ₹100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments;
- Considering and commenting on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

B. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee has been duly constituted as per Regulation 19 of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013.

During the year ended March 31, 2024, the Committee met 1 (one) time on May 29, 2023. The composition and attendance of the members of the Committee are as follows:

Name of Member & Designation	Category	Whether attended the Meeting "Yes/No"
Mr. C. Satyanarayana Murthy (Chairperson)	Non-Executive Independent Director	Yes
Mr. Shekhar Prasad Singh (Member)	Non-Executive Independent Director	Yes
Mrs. S. Geeta Reddy (Member)	Non-Executive Director	Yes

The brief terms of reference of Nomination and Remuneration Committee are as under:

- Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

- the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;
 - relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
- Formulating criteria for evaluation of performance of independent directors and the Board of Directors;
 - Devising a policy on diversity of Board of Directors;
 - Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of directors their appointment and removal;
 - Extending or continuing the term of appointment of the independent director, on the basis of the report of performance evaluation of Independent Directors;

- Recommending to the board, all remuneration, in whatever form, payable to senior management;
- Administering, monitoring and formulating detailed terms and conditions of the ESOP Plan 2018 and ESOP Schemes 2018 including any amendments made thereto, and any other employee stock option plan that the Company adopts in the future;
- Carrying out any other function as is mandated by the Board from time to time and/or enforced/mandated by any statutory notification, amendment or modification, as may be applicable;
- Performing such other functions as may be necessary or appropriate for the performance of its duties as prescribed under applicable laws;
- Framing suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:
 - the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended; and
 - the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade.

Practices relating to the Securities Market) Regulations, 2003, as amended, by the Company and its employees, as applicable.

Performance evaluation criteria:

Pursuant to the provisions of the Companies Act and the SEBI Listing Regulations, the Board has carried out the annual performance evaluation of the Directors including Independent Directors, Board as a whole, Chairperson and Committees of the Board.

Questionnaire(s) for the purpose of evaluation have been framed on various parameters for each of the categories. These include quantitative questions along with an option to provide feedback for overall performance. Evaluation has been carried out by way of assigning the relevant rating in the range of 1-5 in the questionnaire(s).

Evaluation of Board's performance was based on criteria such as Board Composition & Quality, Board Meetings and Procedures, Board Development, Board Strategy and Risk Management, Board and Management Relations and Stakeholder value and responsibility. Evaluation of Committees was based on criteria such as Function and Duties, Management Relations, Committee Meetings and Procedures. Evaluation of Directors including Independent Directors was based on criteria such as Participation at Board/Committee Meetings, Managing Relationship, Knowledge and Skill, Leadership, Strategy Formulation, Strategy Execution, Financial Planning/performance, Relationships with the Board, External Relations, Human resources Management/ Relations, Product/Service knowledge, Personal Attributes.

The Individual Directors response to the questionnaire on the performance of the Board, Committee(s), Directors and Chairman, were analysed. The Directors were satisfied with the evaluation process and have expressed their satisfaction with the evaluation process.

Further Independent directors had separately met to evaluate the performance of Non-Independent Directors, Board as a whole, Chairperson and to assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

C. Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee has been constituted by the Board in compliance with the requirements of Section 178(5) of the Act and Regulation 20 of the Listing Regulations. Dr. D. Nageshwar Reddy, Independent Director is the Chairman of this Committee.

During the year ended March 31, 2024, the Committee met one (1) time on February 8, 2024. The composition and attendance of the members of the Committee are as follows:

Name of Member & Designation	Category	Whether attended the Meeting "Yes/No"
Dr. D. Nageshwar Reddy (Chairperson)	Non-Executive Independent Director	No
Mr. C. Satyanarayana Murthy (Member)	Non-Executive Independent Director	Yes
Mr. Sunil Chandra Kondapally (Member)	Executive Director	Yes

The brief terms of reference of Stakeholders' Relationship Committee are as under:

- To resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc. and assisting with quarterly reporting of such complaints;
- To review of measures taken for effective exercise of voting rights by shareholders;
- To review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Giving effect to all transfer/transmission of shares and debentures, dematerialisation of shares and re-materialisation of shares, split and issue of duplicate/consolidated share certificates, compliance with all the requirements related to shares, debentures and other securities from time to time;
- To 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; and

- Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act or the SEBI Listing Regulations or by any other regulatory authority.

Name and designation of Compliance Officer:

Mr. Hansraj Singh, Company Secretary and Compliance Officer

Contact No.: +91 40 23420411

Email ID for investor grievances: ir@vijayadiagnostic.in

Investor Complaints:

During the financial year ended March 31, 2024, the Company has received and resolved 1 (One) complaint from investors. Number of complaints not resolved to the satisfaction of shareholders is nil and there were no pending complaints at the year end.

D. Risk Management Committee:

The Risk Management Committee of the Company is constituted in line with the provisions of Regulation 21 of the SEBI Listing Regulations. As on March 31, 2024, the Risk Management Committee comprised of 1 (One) Independent Director, 2 (Two) Executive Directors.

During the year ended March 31, 2024, the Committee met 2 (Two) times. The date of Meeting and details of composition and attendance of the members of the Committee are as follows:

Name of Member & Designation	Category	Date of Meetings	
		Whether attended the Meeting "Yes/No"	
		August 9, 2023	February 5, 2024
Mr. Sunil Chandra Kondapally (Chairperson)	Executive Director	Yes	No
Dr. D. Nageshwar Reddy (Member)	Non-Executive Independent Director	No	Yes
Ms. S. Suprita Reddy (Member)	Managing Director & CEO	Yes	Yes

The brief terms of reference of Risk Management Committee are as under:

- To formulate a detailed risk management policy this 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;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;

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.

Senior Management:

The particulars of Senior Management Personnel as on March 31, 2024, are as follows:

Sr. No.	Name	Designation	Change (Appointment/Resignation) during FY 2023-24
1.	Ms. S Suprita Reddy*	Managing Director & CEO	Appointed w.e.f. July 1, 2023
2.	Mr. Narasimha Raju KA	Chief Financial Officer	-
3.	Mr. Sheshadri Vasani	Chief Operating Officer	Appointed w.e.f. June 5, 2023
4.	Mr. Hansraj Singh	Company Secretary & Compliance Officer	-

*Ms. S Suprita Reddy, CEO, was appointed and redesignated as Managing Director & CEO by Board of Directors in their Meeting Held on May 29, 2023, with effect from July 1, 2023, which was later approved by the Shareholders at the Annual General Meeting held on September 20, 2023.

E. Corporate Social Responsibility Committee:

The Corporate Social Responsibility (CSR) Committee has been constituted by the Board in compliance with the requirements of Section 135 of the Act.

During the year ended March 31, 2024, the Committee met one (1) time on May 29, 2023. The composition and attendance of the members of the Committee are as follows:

Name of Member & Designation	Category	Whether attended the Meeting "Yes/No"
Mr. Shekhar Prasad Singh (Chairperson)	Non-Executive Independent Director	Yes
Dr. D. Nageshwar Reddy (Member)	Non-Executive Independent Director	No
Mrs. S. Geeta Reddy (Member)	Non-Executive Director	Yes
Mr. Sunil Chandra Kondapally (Member)	Executive Director	Yes

The brief terms of reference of Corporate Social Responsibility Committee are as under:

- Formulation of a corporate social responsibility policy to the Board, indicating the activities to be undertaken by the Company in areas or subject specified in the Companies Act, 2013. The activities should be within the list of permitted activities specified in the Companies Act, 2013 and the rules there under;
- Recommending the amount of expenditure to be incurred, amount to be at least 2% of the average net profit of the Company in the three immediately preceding financial years or where the Company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years;
- Instituting a transparent monitoring mechanism for implementation of the corporate social responsibility projects or programs or activities undertaken by the Company;
- Monitoring the corporate social responsibility policy from time to time and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;
- Identifying corporate social responsibility policy partners and corporate social responsibility policy programmes;
- Identifying and appointing the corporate social responsibility team of the Company including corporate social responsibility manager, wherever required; and
- Performing such other duties and functions as the Board may require the corporate social responsibility committee to undertake to promote the corporate social responsibility activities of the Company.

The detailed CSR Policy is available on the website of the Company and can be accessed through the following web link: <https://images.vijayadiagnostic.com/website/CSR-POLICY.pdf>

4. REMUNERATION OF DIRECTORS:

(a) Disclosures with respect to remuneration:

The details of remuneration paid to Directors for the Financial Year ended March 31, 2024, is given below:

Executive Directors:

Name of the Directors	Remuneration (in ₹)
Dr. S. Surendranath Reddy	2,00,00,000/-
Mr. Sunil Chandra Kondapally	1,00,00,000/-
Ms. S. Suprita Reddy	2,75,00,000/-

Non-Executive Independent Directors:

Name of the Directors	Consolidated Remuneration by way of Commission (in ₹)
Mr. C. Satyanarayana Murthy	12,00,000/-
Mr. Shekhar Prasad Singh	12,00,000/-
Dr. D. Nageshwar Reddy	12,00,000/-
Dr. Manjula Anagani	12,00,000/-

- The details of fixed component and performance linked incentives, along with the performance criteria: The shareholders of the Company have approved the payment of fixed remuneration to Executive Directors. There has been no performance linked incentive payable to them.
- Service contracts, notice period, severance fees: Company doesn't have any service contracts with any of the Directors. There is no separate provision for payment of severance fee

to Directors. The notice period for their employments will be governed by the rules of the Company.

- Stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable: None of the Directors have been allotted any stock options under the ESOP Plan of the Company.

(b) During the year under review, there was no pecuniary relationship or transaction between the Company and any of its Non-Executive Independent Directors apart from payment of consolidated remuneration by way of commission. Mrs. Sura Geeta Reddy, Non-Executive Non-Independent Director of the Company has given certain premise(s) on lease to the Company, for operating diagnostic centres in earlier years. The Company has paid her lease rentals for the aforesaid leased premises at regular intervals. The details of the same are provided in notes to financial statements.

(c) Criteria for making payments to Non-Executive Directors:

Non-Executive Independent Directors of the Company are being paid consolidated remuneration by way of Commission at the rate of 0.5% of consolidated net profits of the Company subject to maximum of ₹12,00,000/- p.a. Currently Company have one Non-Executive Non-Independent Director and no amount is being paid to the said Director.

The Nomination and Remuneration Policy of the Company, inter alia, disclosing detailed criteria of making payments to Non-Executive Directors of the Company is placed on Company's website under the web link: <https://images.vijayadiagnostic.com/investor/corporategovernance/NOMINATION-REMUNERATION-POLICY.pdf>

5. GENERAL BODY MEETINGS:

(a) Details of the last three Annual General Meetings are as under:

Particulars	F.Y. 2020-21	F.Y. 2021-22	F.Y. 2022-23
Date	August 4, 2021	September 28, 2022	September 20, 2023
Time	03:30 p.m.	03:00 p.m.	03:00 p.m.
Venue	Corporate office, 6-3-883/F, FPA Building, Near Topaz Building, Punjagutta, Hyderabad-500082, Telangana, India	Held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).	Held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).
Special Resolutions	Nil	Extension of loan to Medinova Diagnostic Services Limited, Subsidiary Company.	Revise the borrowing limit under Section 180(1)(c) of the Companies Act, 2013. Revise the limit under Section 180(1)(a) of the Companies Act, 2013, for creation of charge on the assets of the Company, both present and future, in respect of its borrowings. Appointment of Ms. Sura Suprita Reddy (DIN: 00263618) as, Managing Director and Chief Executive Officer (MD & CEO) of the Company, not liable to retire by rotation and approve the remuneration payable to her.

**(b) Postal Ballot:**

During the Financial Year 2023-24, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and Listing Regulations, no special resolutions were passed by the Company through postal ballot.

Currently, there are no foreseen businesses that may be transacted through Postal Ballot. Special resolutions, if any, required to be passed in future through Postal ballot would be decided at the relevant time and would be accordingly communicated to the shareholders.

6. MEANS OF COMMUNICATION:

The quarterly, half yearly and annual financial results of the Company are uploaded on NSE Electronic Application Processing System (NEAPS) and BSE Listing Centre in accordance with the requirements of SEBI Listing Regulations. The financial results are displayed on BSE and NSE websites. The Financial Results are also published in 'Financial Express' (English) and 'Nava Telangana' (Telugu) newspapers and posted on the Company's website at www.vijayadiagnostic.com. In terms of the Listing Regulations, the Company has a designated email ID for dealing with Investors' complaints viz., ir@vijayadiagnostic.in

The results along with presentations made by the Company to Analysts/Investors are also intimated to the Stock Exchanges and on hosted on the website of the Company viz. www.vijayadiagnostic.com

The Company organizes quarterly investor earnings call(s) to discuss the financial results and investor queries were answered by the Senior Management of the Company during such call. The audio recording and transcripts of the said earnings calls were disclosed to the Stock Exchanges and hosted on our website viz. www.vijayadiagnostic.com. All the official news releases will be displayed at website of the Company.

(e) Market price of the Company's equity shares (closing share price) in comparison to BSE SENSEX and NSE NIFTY during each month in the FY 2023-24:**BSE Limited:**

Month	SENSEX		VIJAYA	
	High	Low	High	Low
Apr-23	61,209.46	58,793.08	428.05	349.50
May-23	63,036.12	61,002.17	394.75	360.15
Jun-23	64,768.58	62,359.14	517.95	371.20
Jul-23	67,619.17	64,836.16	494.15	445.15
Aug-23	66,658.12	64,723.63	528.00	437.90
Sep-23	67,927.23	64,818.37	527.50	452.65
Oct-23	66,592.16	63,092.98	602.00	485.05
Nov-23	67,069.89	63,550.46	653.85	563.25
Dec-23	72,484.34	67,149.07	685.45	595.30
Jan-24	73,427.59	70,001.60	694.50	626.05
Feb-24	73,413.93	70,809.84	718.90	610.95
Mar-24	74,245.17	71,674.42	649.90	596.05

7. GENERAL SHAREHOLDER INFORMATION:**(a) Annual General Meeting (AGM):**

Day & Date: Friday, September 6, 2024

Time: 11:30 a.m. (IST)

Venue: through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)

(b) Financial Year (April 1, 2024 to March 31, 2025):

- First Quarterly Results: on or before August 14, 2024
- Second Quarterly Results: on or before November 14, 2024
- Third Quarterly Results: on or before February 14, 2025
- Audited Yearly Results for the year ending March 31, 2025: on or before May 30, 2025
- Annual General Meeting for the year March 31, 2025: on or before September 30, 2025

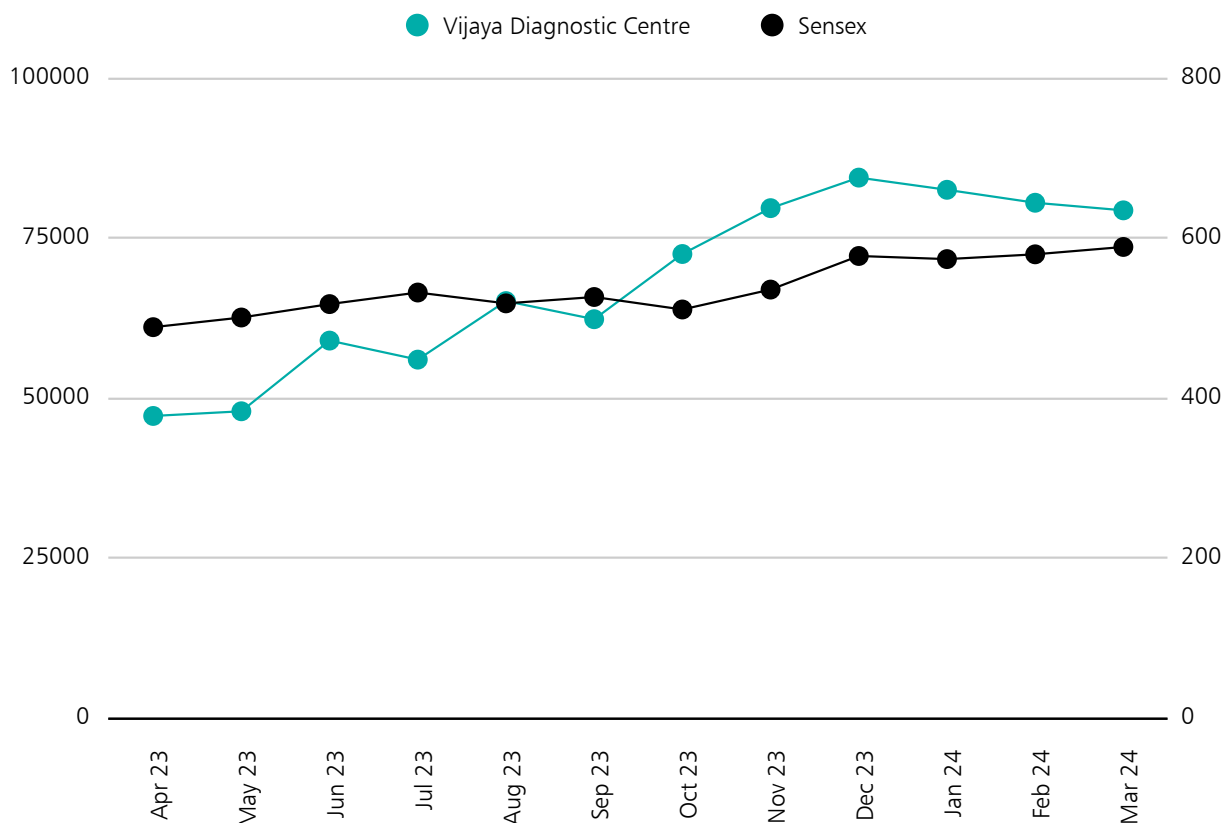
(c) The Dividend, if declared at the AGM, will be paid on or before 30 (thirty) days from the date of the AGM.

(d) Stock Exchanges where Company's share are listed and Scrip code:

National Stock Exchange of India Limited – Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051, Trading Symbol – VIJAYA

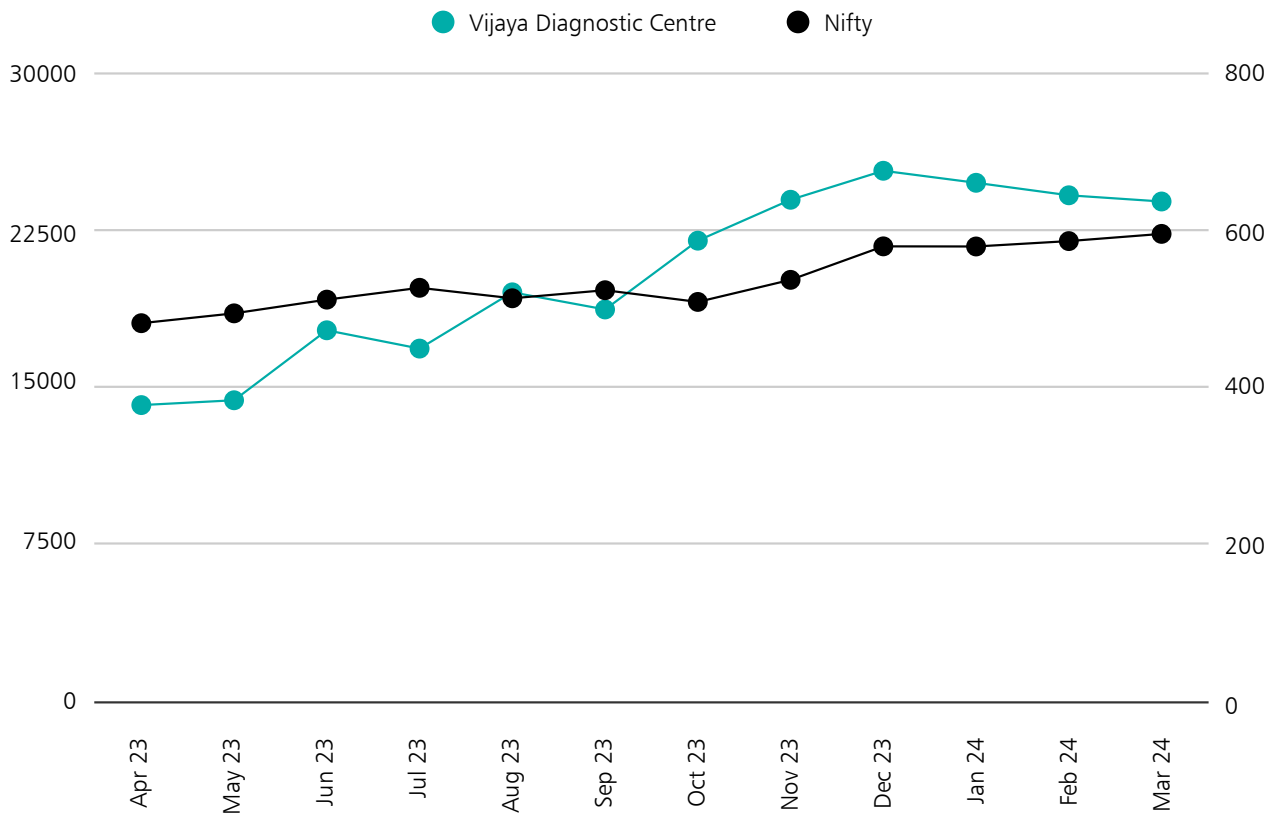
BSE Limited - Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 543350

The Company has paid the Annual Listing fees for the financial year 2024-25 to each of the Stock exchanges, where the equity shares of the Company are listed.



National Stock Exchange of India Limited:

Month	NIFTY		VIJAYA	
	High	Low	High	Low
Apr-23	18,089.15	17,312.75	428.55	349.25
May-23	18,662.45	18,042.40	394.50	360.00
Jun-23	19,201.70	18,464.55	518.40	377.00
Jul-23	19,991.85	19,234.40	495.00	445.00
Aug-23	19,795.60	19,223.65	528.30	437.25
Sep-23	20,222.45	19,255.70	529.00	453.00
Oct-23	19,849.75	18,837.85	603.00	487.85
Nov-23	20,158.70	18,973.70	653.90	563.05
Dec-23	21,801.45	20,183.70	686.10	595.10
Jan-24	22,124.15	21,137.20	698.95	624.80
Feb-24	22,297.50	21,530.20	718.80	608.55
Mar-24	22,526.60	21,710.20	650.70	596.05



(f) Suspension of shares of the Company from trading:

The shares of the Company are not suspended from trading during the financial year under review.

(g) Registrar and Share Transfer Agent:

KFin Technologies Limited

Selenium Tower B, Plot Nos. 31 & 32,
 Financial District Nanakramguda, Serilingampally,
 Hyderabad – 500032, Telangana, India. Toll: 1800-3454-001
 E-mail: einward.ris@kfintech.com
 Website: www.kfintech.com

(h) Share Transfer System, Dematerialisation of shares and liquidity:

The equity shares of the Company are compulsorily traded in dematerialised form. In terms of Regulation 40(1) of Listing Regulations, as amended from time to time, request for effecting transfer of securities shall be processed only if the shares are in dematerialised form in depository. Further transmission or transposition of securities held in physical or dematerialised form shall be affected only in dematerialised form. As on date of this report, all the shares of the Company are in dematerialised form, and no shares are held.

(i) Distribution of shareholding:

Distribution of shareholding as on March 31, 2024, is as given below:

Sr. No.	Category (Amount)	Cases	% of Cases	Amount	% of Amount
1.	1 -5000	66,549	99.76	46,25,455	4.52
2.	5001 - 10000	47	0.07	3,41,688	0.33
3.	10001 - 20000	32	0.05	4,69,749	0.46
4.	20001 - 30000	6	0.01	1,54,160	0.15
5.	30001 - 40000	8	0.01	2,71,993	0.27
6.	40001 - 50000	3	0.00	1,43,834	0.14
7.	50001 - 100000	11	0.02	7,79,320	0.76
8.	100001 & above	50	0.08	9,55,59,494	93.37

(j) Categories of Shareholders as on March 31, 2024:

Sr. No.	Descriptions	No. of Cases	Total Shares	% Equity
1.	Promoter Individual	1	3,34,22,899	32.65
2.	Promoter Group	10	2,19,06,053	21.40
3.	Mutual Funds	18	2,08,50,056	20.37
4.	Alternative Investment Fund	3	2,23,347	0.22
5.	Qualified Institutional Buyer	1	2,13,941	0.21
6.	NBFC	1	4,700	0.00
7.	Foreign Portfolio	93	2,05,57,762	20.08
8.	Resident Individuals	63,989	44,25,998	4.32
9.	Employees	59	86,152	0.08
10.	Non-Resident Indian Non-Repatriable	521	1,15,584	0.11
11.	Non-Resident Indians	736	1,20,428	0.11
12.	Bodies Corporate	271	3,32,307	0.32
13.	HUF	1,016	84,806	0.08
14.	Trusts	3	425	0.00
15.	Clearing Members	2	1,235	0.00
Total		66,724	10,23,45,693	100.00

(k) Outstanding GDR/ADR/warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDR/ADR and there are no outstanding warrants or any convertible Instruments.

(l) Commodity price risk or foreign risk and hedging activities:

The Company does not have commodity price risk nor does the Company engage in hedging activities.

(m) Plant locations:

The Company does not have any manufacturing or processing plants. The Company is into providing diagnostic service and has diagnostic centres at various locations in the states of Telangana, Andhra Pradesh, West Bengal, Maharashtra and NCR.

(n) Address for correspondence:

Registered Office 6-3-883/F, FPA Building, Near Topaz building, Punjagutta, Hyderabad 500082, Telangana.

(o) Credit ratings:

The Company hasn't issued any debt instruments and didn't require obtaining any credit ratings for such debt instruments.

8. OTHER DISCLOSURES:**(a) Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Company:**

All related Party Transactions that were entered into during the year under review, were in the ordinary course of business and on at Arm's Length basis. During the year under review, Company didn't not enter any materially significant related party transactions that may have potential conflict with the interests of the Company.

(b) Details of non-compliance by the Company, penalties, strictures imposed on the Company by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

No penalties/fines were imposed on the Company by the Stock Exchanges or SEBI or any Statutory Authority on any matter related to Capital Markets, during last three years.

(c) Disclosure of vigil mechanism/whistle blower policy and access to the Audit committee:

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined under Regulation 22 of the SEBI Listing Regulations to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Ethics. Company affirms that no personnel has been denied access to the Audit committee.

(d) Details of compliance with mandatory requirements on Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

The Company has complied with the mandatory requirements on Corporate Governance under the SEBI Listing Regulations and in process of implementing the non-mandatory requirements.

(e) Policy for determining material subsidiaries:

The Company does not have any material un-listed Indian Subsidiary as defined under Regulation 24 of the SEBI Listing Regulations.

The Company has formulated a policy for determining material subsidiaries in terms of the Listing Regulations. This Policy has been hosted on the website of the Company at the web link: <https://images.vijayadiagnostic.com/investor/corporategovernance/MATERIAL-SUBSIDIARY-POLICY.pdf>

(f) Policy on dealing with related party transactions:

In compliance with the requirements of the Companies Act and SEBI Listing Regulations, the Board has formulated and adopted a Related Party Transactions Policy ("RPT Policy") for the purpose of identification, approval, monitoring and reporting of related party transactions. The RPT Policy as approved by the Board is available on the Company's website at: <https://images.vijayadiagnostic.com/investor/corporategovernance/Related-Party-Transaction-Policy.pdf>

(g) Proceeds of preferential issues and qualified institutional placement:

The Company has not raised any fund through public, rights, Preferential Allotment or Qualified Institutions Placement, during the financial year under review.

(h) Certificate from a Company Secretary in Practice:

A certificate from Mr. D. Balarama Krishna, Company Secretary in Practice have been obtained certifying that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority and the same is annexed herewith as **Annexure-A** to this Report.

(i) Recommendations of the Committees:

There were no instances during the financial year under review, wherein the Board had not accepted any recommendations made by any Committee of the Board.

(j) Statutory Auditor Fee:

The total fee paid by the Company, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which Statutory Auditor is a part, for all the services during the Financial Year 2023-24 is ₹87.80 Lakhs.

(k) Disclosure in relation to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the financial year	0
Number of complaints disposed of during the financial year	0
Number of complaints pending as on end of the financial year	0

(l) Disclosure of loans and advances in the nature of loans to firms/companies in which directors are interested:

As on March 31, 2024, Company has given a loan to the below mentioned Companies, in which directors are deemed to be interested:

- ₹5.00 Crore to Medinova Diagnostic Services Limited, Subsidiary Company;
- ₹7.86 Crore to P H Diagnostic Centre Private limited, wholly owned Subsidiary Company.

(m) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

The Company does not have any material subsidiaries as on March 31, 2024.

9. ADOPTION OF DISCRETIONARY REQUIREMENTS SPECIFIED IN PART E OF SCHEDULE II OF LISTING REGULATIONS:

Internal auditors submit their report directly to Audit Committee.

There were no qualifications in the Standalone and the Consolidated Financial Statements of the Company for the financial year ended March 31, 2024.

10. The Company has complied with the requirement of corporate governance report as specified in sub paras (2) to (10) of clause C of Schedule V of SEBI Listing Regulations.

11. The Company is in compliance with the applicable corporate governance requirements specified in Regulations 17 to 27 and clause (b) to (i) of Regulation 46(2) of SEBI Listing Regulations as on date of this report.

12. DISCLOSURES WITH RESPECT TO UNCLAIMED SUSPENSE ACCOUNT:

i.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	0
ii.	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	0
iii.	Number of shareholders to whom shares were transferred from suspense account during the year	0
iv.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	0
v.	That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	0

13. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES:

During the year under review, the Company has neither entered into nor been a party to any agreements specified in clause 5A of para A of part A of schedule III to the SEBI Listing Regulations, nor has it received any intimation regarding such agreements.

14. CODE OF CONDUCT:

The Board of Directors has laid down a 'Code of Conduct' (the Code) for all the Board members and the senior management personnel of the Company and this Code is hosted on the website of the Company. All Board Members and Senior Management Executives have affirmed compliance with the Code of Conduct for the Financial Year 2023-24.

An annual declaration signed by the Chief Executive Officer of the Company affirming compliance to the Code by the Board of Directors and the Senior Management is annexed to this Report as **Annexure-B**.

15. CERTIFICATE ON CORPORATE GOVERNANCE:

As required by Schedule V of the SEBI Listing Regulations, the Certificate on Corporate Governance issued by Practicing Company Secretary is annexed to the Board's report as **Annexure-C**.

16. CEO/CFO CERTIFICATION:

The Chief Executive Officer & Chief Financial Officer (CEO & CFO) of the Company have certified to the Board with regard to the compliance made by them in terms of Regulation 17(8) read with Part B of schedule II of SEBI Listing Regulations and the said certificate is annexed to this Report as **Annexure-D**.

By Order of the Board
For Vijaya Diagnostic Centre Limited

Sd/-
Dr. Sura Surendranath Reddy
Executive Chairman
DIN: 00108599

Date: May 8, 2024

Place: Hyderabad



Annexure A

CERTIFICATE PURSUANT TO THE PROVISIONS OF REGULATION 34(3) READ WITH SCHEDULE V PARA C CLAUSE (10)(i) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
Vijaya Diagnostic Centre Limited
CIN: L85195TG2002PLC039075
Hyderabad.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Vijaya Diagnostic Centre Limited having CIN: L85195TG2002PLC039075 and having registered office at No. 6-3-883/F, FPA Building, Near Topaz building, Punjagutta, Hyderabad, Telangana – 500082 (hereinafter referred to as 'the Company'), produced before me 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 Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my 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 me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	*Date of appointment as Director in the Company
01.	Dr. Sura Surendranath Reddy	00108599	05/06/2002
02.	Mr. Satyanarayana Murthy Chavali	00142138	26/05/2021
03.	Dr. Nageshwar Reddy Duvvur	00324725	26/05/2021
04.	Mr. Shekhar Prasad Singh	00969209	26/05/2021
05.	Mrs. Sura Geeta Reddy	01073233	21/11/2019
06.	Mr. Sunil Kondapally Chandra	01409332	05/06/2002
07.	Dr. Manjula Anagani	03501757	22/08/2021
08.	Ms. Sura Suprita Reddy	00263618	01/07/2023

*The date of appointment is as per MCA portal.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. My 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 the management has conducted the affairs of the Company.

UDIN: F008168F000267163
Date: April 29, 2024
Place: Hyderabad

Balaramakrishna Desina
Proprietor
Balaramakrishna & Associates
Company Secretaries in Practice
FCS No.: 8168
C.P No.: 22414
Peer Review Certificate No.: 5448/2024

Annexure B

DECLARATION

I, S. Suprita Reddy, Chief Executive Officer of the Company, hereby declare that as provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the senior management personnel have confirmed compliance with the Code of Conduct and Ethics for the year ended March 31, 2024.

For **Vijaya Diagnostic Centre Limited**

Place: Hyderabad
Date: May 8, 2024

S Suprita Reddy
Managing Director & CEO



Annexure C

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

Under Regulation 34(3) - Schedule V - (E) of SEBI (LODR) Regulations, 2015

To
The Members of
Vijaya Diagnostic Centre Limited
CIN: L85195TG2002PLC039075
Hyderabad.

I have examined the compliance of the conditions of Corporate Governance by Vijaya Diagnostic Centre Limited ('the Company') for the year ended on March 31, 2023, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para-C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. My examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the financial year ended on March 31, 2024.

I further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

UDIN: F008168F000267231
Date: April 29, 2024
Place: Hyderabad

Balaramakrishna Desina
Proprietor
Balaramakrishna & Associates
Company Secretaries in Practice
FCS No.: 8168
C.P No.: 22414
Peer Review Certificate No.: 5448/2024

Annexure D

COMPLIANCE CERTIFICATE

To
The Board of Directors
Vijaya Diagnostic Centre Limited

We hereby certify that:

- A. We have reviewed audited financial statements (Standalone and Consolidated) of the Company, for the financial year ended March 31, 2024 and that to the best of our knowledge and belief:
- 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, there are no transactions entered into by the Company during the financial year ended March 31, 2024, which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we 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, wherever applicable:
- 1) There haven't been any significant changes in internal control over financial reporting during the financial year ended March 31, 2024.
 - 2) There haven't been any significant changes in accounting policies during the financial year ended March 31, 2024, and that the same have been disclosed in the notes to the annual financial statements, wherever applicable.
 - 3) There haven't been any Instances of significant fraud of which they 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.

For **Vijaya Diagnostic Centre Limited**

Place: Hyderabad
Date: May 8, 2024

S Suprita Reddy
Managing Director & CEO

Narasimha Raju KA
Chief Financial Officer



Business Responsibility & Sustainability Report

SECTION A: GENERAL DISCLOSURES

1) Details of the Listed Entity

Sr. No.	Particulars	Response
1.	Corporate Identity Number (CIN) of the Entity	L85195TG2002PLC039075
2.	Name of the Entity	Vijaya Diagnostic Centre Limited
3.	Year of incorporation	2002
4.	Registered & Corporate office address	6-3-883/F, Ground Floor, FPA Building, Near Topaz Building, Punjagutta, Hyderabad 500082, Telangana.
5.	E-mail	ir@vijayadiagnostic.in
6.	Telephone	040 – 2342 0411/12
7.	Website	www.vijayadiagnostic.com
8.	Financial year for which reporting is being done	FY 2023-24
9.	Name of the Stock Exchange(s) where shares are listed	1. National Stock Exchange of India Limited (NSE) and 2. BSE Limited (BSE)
10.	Paid-up Capital	₹ 10,23,45,693
11.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Hansraj Singh Rajput Company Secretary & Compliance Officer Telephone No. 040-2342 0411 E-mail Id: ir@vijayadiagnostic.in
12.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Standalone basis
13.	Name of assurance provider	Not Applicable
14.	Type of assurance obtained	Not Applicable

2) Products/Services

15. Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Other Human Health Activities	Activities of Independent Diagnostics/ Pathological Laboratories	100

16. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Comprehensive diagnostic services, spanning pathological investigations, basic and high-end radiology/imaging services including, nuclear medicine.	869	100

3) Operations

17. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of Offices/Labs	Total
National	Not applicable as the Company provides Diagnostic Services in the area of Radiology and Pathology.	150	150*
International		Nil	Nil

*includes all the centres/labs and offices operated by Vijaya Diagnostic Group.

18. Markets served by the entity:

a) Number of locations:

Locations	Number
National (No. of States)	Six (6) Telangana, Andhra Pradesh, Maharashtra, Karnataka, West Bengal, and NCR
International (No. of Countries)	As of now, the Company doesn't serve in any other Country apart from India.

b) Contribution of exports:

What is the contribution of exports as a percentage of the total turnover of the entity?	Nil
--	-----

c) Type of Customers:

A brief on types of customers	The Company provides diagnostic services to customers including individuals, hospitals, corporate clients, and other healthcare providers.
-------------------------------	--

4) Employees

19. Details at the end of the year of Financial year:

a) Employees and workers (including differently abled):

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	Permanent (D)	2,053	1,215	59%	838	41%
2.	Other than Permanent (E)*	645	256	40%	389	60%
3.	Total employees (D + E)	2,698	1,471	55%	1,227	45%
Workers						
1.	Permanent (F)	-	-	-	-	-
2.	Other than Permanent (G)	-	-	-	-	-
3.	Total workers (F + G)	-	-	-	-	-

*Includes Trainees and Consultant Doctors.

b) Differently abled Employees and workers:

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Differently abled Employees						
1.	Permanent (D)	1	1	100%	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total employees (D + E)	1	1	100%	-	-
Differently abled Workers						
4.	Permanent (F)	-	-	-	-	-
5.	Other than Permanent (G)	-	-	-	-	-
6.	Total workers (F + G)	-	-	-	-	-

20. Participation/Inclusion/Representation of women:

Category	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	8	3	37.50%
Key Management Personnel*	5	1	20.00%

*Includes: Managing Director & CEO, Whole-Time Directors, Company Secretary, and Chief Financial Officer.

21. Turnover rate for permanent employees and workers:

(Disclose trends for the past 3 years)

	FY 2023-24 (Turnover rate in current FY)			FY 2022-23 (Turnover rate in previous FY)			FY 2021-22 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	27.98%	33.01%	29.98%	34.56%	23.67%	30.87%	30.05%	25.76%	33.25%
Permanent Workers	-	-	-	-	-	-	-	-	-

5) Holding, Subsidiary and Associate Companies (Including Joint Ventures)
22. Names of holding/subsidiary/associate companies/joint ventures:

Sr. No.	Name of the holding/subsidiary/associate companies/joint ventures (A)	Indicate whether holding/Subsidiary/Associate/Joint Venture	% of shares held by the listed entity	Does the entity indicated in column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Medinova Diagnostic Services Limited	Subsidiary	62.14%	No
2.	P H Diagnostic Centre Private Limited [#]	Subsidiary	100.00%	No
3.	Medinova Millennium MRI Services LLP	Step Down Subsidiary	62.14%	No
4.	VDC Diagnostic (Karnataka) LLP	Subsidiary	100.00%	No
5.	Doctorslab Medical Services Private Limited*	Subsidiary	100.00%	No
6.	Namrata Diagnostic Centre Private Limited*	Subsidiary	100.00%	No

*Strike-off and dissolved w.e.f. April 6, 2024

[#]w.e.f. December 21, 2023

6) Corporate Social Responsibility (CSR) Details
23.

Sr. No.	Requirement	Response
1.	Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No)	Yes
2.	Turnover (in ₹ Million)	5,250.22
3.	Net worth (in ₹ Million)	6,533.21

7) Transparency and Disclosures Compliances

24. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2023-24 Current Financial Year			FY 2022-23 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes https://images.vijayadiagnostic.com/investor/corporategovernance/WHISTLE-BLOWER-POLICY.pdf	There were no complaints/grievances received from any specific community.					
Investors (other than shareholders)	Yes https://www.vijayadiagnostic.com/investors/contact-details	There were no complaints received.					
Shareholders	Yes https://www.vijayadiagnostic.com/investors/contact-details	1	0	NA	2	0	NA
Employees and workers	Yes https://images.vijayadiagnostic.com/investor/corporategovernance/WHISTLE-BLOWER-POLICY.pdf	0	0	NA	0	0	NA
Customers	Yes The company has a dedicated helpline number (040-2100 0000/040-6910 0100) and email id info@vijayadiagnostic.com which address and resolves all customer Grievances. In addition, the Company responds to customer concerns that it receives through its official social media handles.	3,366	166	The unresolved complaints as on March 31, 2024, have been subsequently resolved.	5,854	54	The unresolved complaints as on March 31, 2023, have been subsequently resolved.
Value Chain Partners	Yes https://images.vijayadiagnostic.com/investor/corporategovernance/WHISTLE-BLOWER-POLICY.pdf	There were no complaints/grievances received from the value chain partners of the Company.					
Other (please specify)	-	-	-	-	-	-	-

25. Overview of the entity's material responsible business conduct issues:

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, and approach to adapt or mitigate the risk along with its financial implications, as per the following format:

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Workplace Safety	Risk/Opportunity	<p>Risk: Insufficient implementation of proper safety measures can result in work-related safety incidents, leading to adverse consequences such as increased absenteeism and a higher Lost Time Rate (LTR).</p> <p>Opportunity: By prioritizing workplace safety, the Company can optimise employee performance and achieve higher levels of productivity.</p>	<p>The organization has implemented a comprehensive safety manual that outlines guidelines applicable to all labs within the company. Regular health check-ups are conducted, particularly for individuals in technical or sample handling roles, to proactively monitor their well-being.</p> <ul style="list-style-type: none"> - Necessary safety equipment are provided to staff, including items such as eye wash stations, gloves, lab coats, goggles, fire sprinklers, and fire extinguishers. - Periodic fire drills are conducted to ensure that employees are familiar with evacuation procedures and understand their roles in emergency situations. - Adheres to the BMW (Biomedical Waste management rules established by the Central Pollution Control Board (CPCB) guidelines. - Rigorous disinfection protocols are implemented within the laboratories, ensuring a clean and hygienic working environment. 	<p>Risk: Lost Time, resulting from workplace accidents or injuries, can lead to Additional challenges for a laboratory, including the need to pay overtime to compensate for work completion.</p>
2.	Occupational hazard affecting health of employees	Risk	Sample collection from infectious disease patients.	<p>The Company has taken initiatives to ensure the well-being of its staff members. Periodic vaccination is conducted according to the guidelines.</p> <p>Medical insurance is provided to mitigate health and financial risks for staff members. The company offers financial support to the relatives of staff who have lost their lives while treating patients. The Company also deploys rotating staff involved in sample collection. All the collection outlets follow safety norms as prescribed by the ICMR and MoHFW.</p>	<p>Negative: The company may face the challenge of revenue loss, as well as difficulties in filling positions due to a shortage of available manpower, which can negatively impact the quality of clinical care provided to patients and increase recruitment costs.</p>

25. Overview of the entity's material responsible business conduct issues: (Contd.)

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Risk Management	Risk/Opportunity	<p>Risk: Businesses face the risk of experiencing adverse effects across multiple operational areas if they lack robust controls within their risk management system.</p> <p>Opportunity: Integrating risk management into a Company's overall strategy offers several opportunities for businesses. It helps protect against potential disruptions and ensures that the Company is better positioned to respond and adapt to a rapidly changing business landscape. This approach offers businesses the opportunity to enhance their resilience, ensuring continued success in the face of challenges.</p>	<p>The Company engages with key stakeholders in the risk management process to ensure that all relevant parties are aware of potential risks and invested in developing strategies to mitigate them.</p> <p>By involving stakeholders in this process, the Company fosters a culture of risk awareness and accountability, ultimately leading to more successful outcomes in risk management.</p>	<p>Positive: The Company can establish a more resilient and sustainable approach to growth by proactively linking material topics with risk mitigation strategies. This approach is grounded in a deep understanding of the risks and opportunities associated with the Company's operations, allowing them to effectively manage risks and capitalise on opportunities. By adopting this approach, the Company can improve their overall performance and position themselves for long-term success.</p>
4.	Investments in technology and digital marketing	Opportunity	By embracing digital marketing and technology, the Company can diversify its services portfolio and enhance patient services, aligning with its vision. This strategy bolsters market presence and widens accessibility to a broader audience. Prioritizing digital Advancements empowers the company to innovate and exceed customer expectations, creating products and services that resonate effectively.	-	<p>Positive: The Company's commitment to innovation and technology drives the enhancement of its service portfolio and patient services, ensuring timely access and meeting evolving needs. This investment underscores the Company's dedication to innovation and staying at the forefront of industry advancements.</p>
5.	Waste Management	Risk	Generation of Biomedical Waste due to nature of business.	Disposal is done through a Government authorized partner and the waste is segregated into different color bags with barcodes. It is weighed before being handed over to an authorized vendor. All safety norms are followed from generation until handover to Authority.	If not disposed of properly, it could lead to the spread of diseases and affect the social license to operate.

The Company provides diagnostics services wherein sustainability issues pertaining to the environment are negligible. Being conscious of environmental concerns, we are always committed to reducing the impact on the environment while we deliver our services to customers, without compromising on the quality of our deliverables. As part of such measures, we do buy advanced radiology and/or laboratory equipment, which emits lesser radiation & co2 and reduces the exposure of patient to the radiation and higher echo while undergoing medical diagnostic procedures.

**SECTION B: MANAGEMENT AND PROCESS DISCLOSURES**

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Sr. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	a) Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)					Yes				
	b) Has the policy been approved by the Board? (Yes/No)					Yes				
	c) Web Link of the Policies, if available									https://www.vijayadiagnostic.com/investors/governance-policies
2.	Whether the entity has translated the policy into procedures? (Yes/No)					Yes				
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)					No				
4.	Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<p>NABL: Seventeen (17) Centres/Labs are accredited by National Accreditation Board for Testing and Calibration Laboratories (NABL).</p> <p>NABH: Nine (9) Centres/Labs are accredited by National Accreditation Board for Hospitals & Healthcare Providers (NABH).</p> <p>ISO 9001:2015 for Quality Management</p> <p>The Company has put in place a comprehensive set of norms and standards to guarantee compliance with best practices in environmental, social, and corporate governance. The Company has implemented quality healthcare guidelines issued by NABH, which promote patient safety and quality of care. The Company has also adopted environment and social standards issued by the International Finance Corporation (IFC), which provide a framework for managing environmental and social risks associated with business operations. The NVG guidelines issued by the Ministry of Corporate Affairs, GOI, ensure that the Company adheres to good corporate governance practices and promotes transparency and accountability. It also follows Section 135 of the Companies Act, 2013. The Company adheres to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which require listed companies to disclose information on various aspects of their business, including corporate governance and sustainability practices. The Company's commitment to these guidelines and standards demonstrates its dedication to responsible and sustainable business practices.</p>								
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	The Company is determined to follow the path envisioned under the 9 principles laid down in the National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business issued by the Ministry of Corporate Affairs.								
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The Company remains vigilant in monitoring its adherence to the specified principle(s) and takes appropriate measures whenever necessary.								

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)
- Given the industry in which the Company operates, the ESG paradigm assumes higher importance; the Company has consistently been helming multiple initiatives to thrive within and yet be fully responsible for its immediate environment.
- Commitment to sustainability is at the heart of every corporate endeavour and initiative towards growth, prudently nurturing its human quotient, building social capital, while being responsible towards consumption of resources. Over the years, the Company has enhanced the salience to ESG best practices and has made meaningful and noticeable strides forward in several spheres.
- Core teams have been entrusted with ensuring the sustainability of approach across key corporate functions; in instances addressing key issues like proper disposal and treatment of biomedical waste, replacing plastic bags with biodegradable bags, water conservation through water saving reducers, integrating e-billing to curb usage of paper, solar panel usage and rainwater harvesting among others.
- The Company remains mindful of its moral responsibilities as a corporate citizen and acts in an ethical manner. Being an undisputed leader in the branded diagnostics space, the Company has a long history of transparency in governance practices, and it keenly reviews this to make a positive impact on society and its stakeholders.
- At Vijaya Diagnostic Centre Limited, our ethos of providing affordable diagnostic tests with easy accessibility endures, with best-in-class service offerings and accurate diagnoses. While doing so, we will continue our focus of scaling our ESG performance parameters with global best practices.
8. Details of the highest authority responsible for implementation and over-sight of the Business Responsibility policy(ies).
- Board of Directors
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.
- The CSR Committee of the Board is responsible for taking decisions on sustainability related issues.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee	Frequency (Annually/Half yearly/Quarterly/ Any other – please specify)																	
		P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action.	Policies wherever stated have been approved by the Board/Committees of Board/Senior Management of the Company. Policies are reviewed at periodic intervals in all aspects including statutory requirements depending on the frequency stated in respective policies or on a need basis whichever is earlier and necessary updates are made to the policies.																		
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances.	The Company has necessary procedures in place to ensure the compliance with all relevant regulations and the Board of Directors periodically reviews the same.																		

11. Independent assessment/evaluation of the working of its policies by an external agency:

	P1	P2	P3	P4	P5	P6	P7	P8	P9	
Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.										Evaluation is continuous process, and all the policies and processes are subject to audits/reviews done internally from time to time.

12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)						Not Applicable			
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)						Not Applicable			
The entity does not have the financial or/human and technical resources available for the task (Yes/No)						Not Applicable			
It is planned to be done in the next financial year (Yes/No)						Not Applicable			
Any other reason (please specify)						Not Applicable			

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is ethical, transparent and accountable
Essential Indicators
1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	3	The Board of Directors and Committee members were apprised on SEBI Regulations, IT Risk Governance including Data Privacy and Cyber Security, and Corporate Social Responsibility.	100%
Key Managerial Personnel	3	The KMPs were apprised on SEBI Regulations, IT Risk Governance including Data Privacy and Cyber Security, and Corporate Social Responsibility.	100%
Employees other than BOD and KMPs	6	The training and awareness programmes for employees are broadly being conducted in the following areas: a. Health and Safety b. Skill Upgradation c. POSH d. Data Security e. Human Rights f. Code of Conduct	98%
Workers			Not Applicable

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format:

(Note: the Company shall make disclosures based on materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the Company's website):

MONETARY					
Particulars	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine					
Settlement			Nil		
Compounding fee					

NON-MONETARY					
Particulars	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)	
Imprisonment					
Punishment			Nil		

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed:

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
	Nil

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

The Company places a strong emphasis on conducting business in a transparent and ethical manner. To ensure compliance with ethical standards, the Company strictly follows all relevant laws, treaties, and regulations that prohibit bribery and other corrupt activities. The Whistle blower and Code of Conduct Policies, which address ethics, bribery, and corruption, apply to all Vijaya Group, subsidiaries, and entities. The same can be accessed at <https://images.vijayadiagnostic.com/investor/corporategovernance/CODE-OF-CONDUCT-BOD.pdf>

The Company complies with all applicable statutory obligations and fully supports the law of the land. It has internal policies and procedures in place for ensuring compliance in letter and spirit.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Directors	-	-
KMPs	-	-
Employees	-	-
Workers	-	-

6. Details of complaints with regard to conflict of interest:

	FY 2023-24 (Current Financial Year)		FY 2022-23 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	-	Nil	-

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest:

Not applicable, as there were no such cases of corruption and conflict of interest

8. Number of days of accounts payables [(Accounts payable*365)/Cost of goods/services procured] in the following format:

	FY 2023-24	FY 2022-23
Number of days of accounts payable	25	10

9. Open-ness of Business:

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24	FY 2022-23
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	57.73%	68.63%
	b. Number of trading houses where purchases are made from	17	20
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	95.55%	96.53%
Concentration of Sales	a. Sales to dealers/distributors as % of total sales		
	b. Number of dealers/distributors to whom sales are made	Not applicable as the Company does not provide its services through dealers/distributor.	
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors		
Share of RPTs in	a. Purchases (Purchases with related parties/ Total Purchases)	0.07%	0.10%
	b. Sales (Sales to related parties/Total Sales)	0.30%	0.27%
	c. Loans & advances* (Loans & advances given to related parties/Total loans & advances)	-	-
	d. Investments* (Investments in related parties/Total Investments made)	-	-

*Does not include loans & advances given to and investments made in subsidiary company(ies).

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively:

Segment	2023-24 Current Financial Year	2022-23 Previous Financial Year	Details of improvements in environmental and social impacts
R&D	-	-	The Company incurred no expenditure on Research and Development during the period under review.
Capex	68.13%	54.87%	The company's major capex investment is towards buying of the advanced radiology and/or laboratory equipments, which emits lesser radiation & co2 and reduces the exposure of patient to the radiation while undergoing medical diagnostic procedures. The company also purchased some E-bikes for its usage on experimental basis.

2. Sustainable sourcing:

(a) Does the entity have procedures in place for sustainable sourcing? (Yes/No)

c) Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:

	FY 2023-24	FY 2022-23
Cost incurred on well-being measures as a % of total revenue of the Company	0.24%	0.36%

2. Details of retirement benefits, for Current FY and Previous Financial Year:

Benefits	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/NA)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/NA)
PF	100%	NA	Y	100%	NA	Y
Gratuity	100%	NA	Y	100%	NA	NA
ESI	48%	NA	Y	47%	NA	Y
Others – Please specify	NA	NA	NA	NA	NA	NA

3. Accessibility of workplaces:

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

We are committed to build an accessible inclusive workplace and welcome the skills and talent of differently abled people. Over the year, we have identified appropriate roles to on-board more differently abled team members through our inclusive hiring practices. We are working progressively to increase their participation in the organization.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy:

Yes, the Company is committed to maintaining a policy of non-discrimination and enforcing a strong stance against any behaviours that contravene its ethics and Code of Conduct. These standards are clearly outlined in the Business Responsibility Policy, demonstrating the Company's dedication to promoting a culture of fairness, respect and accountability. The same can be accessed at: <https://images.vijayadiagnostic.com/investor/corporategovernance/Business-Responsibility-Policy.pdf>

5. Return to work and Retention rates of permanent employees and workers that took parental leave:

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100.00%	100.00%		
Female	98.45%	97.85%	Not Applicable	
Total	99.22%	98.92%		

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief:

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Not Applicable
Other than Permanent Workers	

9. Details of performance and career development reviews of employees and worker:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	1,471	1,215	82.60%	1,183	1,183	100%
Female	1,227	838	68.30%	813	813	100%
Total	2,698	2,053*	76.09%	1,996	1,996	100%
Workers						
Male						
Female						Not Applicable
Total						

*excludes other than permanent employees.

10. Health and safety management system:

Sr. No.	Particulars	Response
a)	Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage such system?	Yes, the safety manual covers guidelines which are applicable to all units/centres.
b)	What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?	Appropriate policies/guidelines have been formulated to address various types of hazards and related risk assessment & mitigation. <ul style="list-style-type: none"> All work related hazards are identified basis the recommended guidelines. Their associated risk assessment procedures are part of the Safety manual. Regular audits are conducted by the Quality dept. to monitor the compliance.
c)	Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)	<ul style="list-style-type: none"> The Lab safety program prescribes the procedures to be followed by the users in the event of any adverse safety incident. Safety incident reporting tool has been developed which records each of such incident/occurrence at the work units.
d)	Do the employees/worker of the entity have access to non-occupational medical and healthcare services? (Yes/No)	<ul style="list-style-type: none"> Mediclaime coverage is extended to all employees other than those under the ambit of the ESIC act. Those under ESI ambit get all applicable medical benefits under ESIC. Additionally, all employees are eligible for discounted diagnostic investigations.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million person hours worked)	Employees	-	-
	Workers	-	-
Total recordable work-related injuries	Employees	-	-
	Workers	-	-
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy workplace:

General guidelines have been formulated pertaining to personal protection, safety equipment, emergency procedures, fires, chemical hygiene, electrical safety, waste disposal, laboratory equipment's.

- Safety gears are provided to staff - e.g. Lab Coat, Gloves, Eye wash and Goggles.
- Fire Sprinklers and Fire extinguishers are installed at the workplace.
- Fire drills are conducted on periodic basis and there are designated safety supervisors.
- Disinfection protocols are implemented in labs.
- Ergonomic lab furniture is provided to all staff.
- Health check-ups are conducted and Immunization for all those in technical/sample handling roles.

13. Number of Complaints on the following made by employees and workers:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	1. Periodic internal audits are conducted by the Quality team of health and safety practices.
Working Conditions	2. Before all the new labs are made operational, the project and lab operations teams conduct a safety audit of the setups. There are safety trainings conducted regularly. 3. Fire drills are undertaken to make all employees aware of the safety requirements and what needs to be done in case of non-compliance. 4. Accrediting bodies like NABL, NABH, ISO audit our various labs and evaluate the health & safety practices/policies and the overall working conditions every year.

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions:

- The Lab safety manual serves as a guiding document for all safety related issues.
- In case of any safety incident, specific corrective protocols are defined which are being followed.
- Training of all staff is being done on a periodic basis.
- Risk management guide has been defined for all labs.

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity:

Our approach towards responsible and sustainable business practices involves regular engagement with internal and external stakeholders. This practice helps the Company measure its performance based on the value it brings to its stakeholders and to prioritize key sustainability issues in terms of relevance to its business and stakeholders.

Such stakeholder engagement helps not only in identifying opportunities but also in assessing emerging risks which may increase in magnitude at a later stage in future.

The Company's process to identify key stakeholders stems from:

- Its Mission and Vision Statement/policy.
- Key Decision Makers.
- Individual stakeholders' and their power and influence on the decision-making process.

2. Details of minimum wages paid to employees and workers, in the following format:

Category	Total (A)	FY 2023-24 (Current Financial Year)				Total (D)	FY 2022-23 (Previous Financial Year)			
		Equal to Minimum Wage		More than Minimum Wage			Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	2,053	518	25%	1,535	75%	1,996	553	28%	1,443	72%
Male	1,215	267	22%	948	78%	1,183	256	22%	927	78%
Female	838	251	30%	587	70%	813	297	37%	516	63%
Other than Permanent	The Company engages trainees and consultants who are governed by their respective contracts									
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent	Not Applicable									
Male										
Female										
Other than Permanent	Not Applicable									
Male										
Female										

3. Details of remuneration/salary/wages, in the following format:

a) Median remuneration/wages:

	Male		Female	
	Number	Median *remuneration/salary/wages of respective category (in ₹)	Number	Median *remuneration/salary/wages of respective category (in ₹)
Board of Directors (BoD)	5	12,00,000	3	12,00,000
Key Managerial Personnel**	4	89,32,500	1	2,75,00,000
Employees other than BoD and KMP	1,213	3,49,716	838	2,62,071
Workers	-	-	-	-

*Remuneration means and includes the Cost to the Company (CTC).

**Includes Managing Director & CEO, Whole-Time Directors, Chief Financial Officer and Company Secretary.

b) Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages	31.1%	31.2%

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No):

Yes, the Company is committed to honesty, fairness, and transparency, and it strives to maintain the highest standards of ethical behaviour and practise. It actively encourages professionalism and ethical behaviour among its employees and has put in place strong measures to foster and support this culture. To guarantee a safe and ethical working environment for all, the Company's management takes quick action to investigate and address the issue in accordance with its policy.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues:

The Company is firmly committed to internationally accepted human rights principles and standards. To ensure compliance with this commitment, the Company has established rigorous procedures and processes to prevent any human rights violations across all its operations. Additionally, the Company has implemented a whistle-blower policy to encourage and facilitate the reporting grievances or complaints by its employees. The Company ensures that all received grievances are thoroughly investigated and appropriate measures are taken to address the issue or complaint.

6. Number of Complaints on the following made by employees and workers:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	-	0	0	
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/ Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees/workers	0	0
Complaints on POSH upheld	0	0

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases:

The Company has implemented a Code of Conduct, gender-neutral prevention of sexual harassment, and BRR policies to encourage and facilitate the reporting of any grievances or complaints by its employees. In case of any human right issue the Company's management will take strict action to investigate and address the issue in accordance with its policy, to ensure a safe and ethical working environment for all.

All our policies ensure that employees who raise concerns/violations are protected from any form of retaliation or threat to employment. The Company is committed to protect employees upholding the principles by notifying violations from any form of retaliation or adverse action due to their disclosure.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No):

Yes, the requisite clauses are part of all relevant business agreements/contracts.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	No case reported for the period. The Company's systems have inbuilt checks to validate any hiring of employee who is less than 14 years of age. The system will give an alert to the team.
Forced/involuntary labour	No case reported for the period. Any such incidence raised shall be addressed by the redressal mechanism.
Sexual harassment	All cases of POSH are handled by the respective committees and the reports are submitted to the management. The annual report has the details on the cases received and their closures.
Discrimination at workplace	No case reported for the period. Any such incidence raised shall be addressed by the redressal mechanism.
Wages	No case reported for the period. Additionally, compliance to minimum wage requirement is audited by the Statutory and the Internal auditors.
Others – please specify	-

11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 10 above:

Not Applicable, since there were no cases which were received for principle mentioned under Question 10 above.

Principle 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
From renewable sources		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	-	-
From non-renewable sources		
Total electricity consumption (D) (In Giga Joules)	45,288	38,840
Total fuel consumption (E) (In Giga Joules)	2,395	2,519
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F) (In Giga Joules)	47,683	41,359
Total energy consumed (A+B+C+D+E+F) (In Giga Joules)	47,683	41,359
Energy intensity per rupee of turnover (Total energy consumption/turnover in rupees)	0.0000091	0.0000092
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP) (conversion factor @ 22.88 INR/USD)	0.000208	0.000210
Energy intensity in terms of physical output	-	-
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any:

No.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	-	-
(iii) Third party water	2,862	2,121
(iv) Seawater/desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	2,862	2,121
Total volume of water consumption (in kilolitres)*	2,862	2,121
Water intensity per rupee of turnover (Water consumed/turnover)	0.00000057	0.00000047
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP) (conversion factor @ 22.88 INR/USD)	0.0000125	0.0000108

3. Provide details of the following disclosures related to water, in the following format: (Contd.)

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Water intensity in terms of physical output	-	-
Water intensity (optional) - the relevant metric may be selected by the entity	-	-

*Total volume of water withdrawal and water consumption has been assumed the same.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

4. Provide the following details related to water discharged:

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	2,862	2,121
- With treatment – please specify level of treatment		
(ii) To Groundwater	-	-
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Seawater	-	-
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third parties	-	-
- No treatment		
- With treatment – please specify level of treatment		
(v) Others	-	-
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	2,862	2,121

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency. No

5. Has the Company implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation: Nil

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
NOx	-	-	-
SOx	-	-	-
Particulate matter (PM)	-	-	-
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others – please specify	-	-	-

Note: Being in the service industry, the Company's only source of air emissions is the use of diesel generators at its centres and office units. All of these generators are regularly maintained and operate within permissible emission limits.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

The Company is not into manufacturing and therefore the possibility of releasing GHG emissions into the atmosphere is negligible/not applicable.

Parameter	Unit	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	--	--
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	--	--
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)	Metric tonnes of CO ₂ equivalent	--	--
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP) (conversion factor @ 22.88 INR/USD)	Metric tonnes of CO ₂ equivalent	--	--
Total Scope 1 and Scope 2 emission intensity in terms of physical output	Metric tonnes of CO ₂ equivalent	--	--
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant metric may be selected by the entity	Metric tonnes of CO ₂ equivalent	--	--

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details: No

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A) (Plastic Waste is included in the Bio Medical Waste)	-	-
E-waste (B)	1.36	0.00
Bio-medical waste (C)	106.88	101.56
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please Specify (G)	-	-
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	-	-
Total (A+ B + C + D + E + F + G + H)	108.24	101.56
Waste intensity per rupee of turnover (Waste consumed/turnover)	0.000000021	0.000000023
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste consumption/Revenue from operations adjusted for PPP) (conversion factor @ 22.88 INR/USD)	0.000000472	0.000000517
Waste intensity in terms of physical output	-	-
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-

9. Provide details related to waste management by the entity, in the following format: (Contd.)

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	-	-
Bio Medical generated by the Company in the course of its operations cannot be recovered through recycling or reusing by the Company		
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations – i.e., handing over of bio-medical waste to authorised service provider for further processing	108.24	101.56
Total	108.24	101.56

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes:

The Company follows the CPCB BMW rules of 2016 policy for the disposal of Biomedical waste (BMW). PCB authorised collectors are employed for segregation and disposal. Under the provisions and guidelines issued by MoEF, the Company has adopted an e-waste policy that covers all electronic and electrical goods. The e-waste and waste oil are disposed of through authorised vendors. General waste, which includes papers, cardboard boxes, day-to-day plastic waste, tins, and general scrap, is disposed of on a need basis. Additionally periodic visits by the Company officials are made to ensure that the vendor is following all due compliances.

We have also implemented strong measures for digitising processes to reduce the need for paper. Further minimising the usage of paper across offices is an on-going activity.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

Sr. No	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not applicable, as the Company does not operate in or around ecologically sensitive areas, and hence there are no environmental approvals or clearances to report.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

The Company has not undertaken any EIA project during the year.

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link
Not applicable, as the Company has not undertaken any projects in the current financial year that require environmental impact assessments according to applicable laws.					

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, and Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Based on the nature of Business, the Company is compliant with all applicable laws/regulations/guidelines.

Sr. No.	Specify the law/regulation/guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
--				

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a) Number of affiliations with trade and industry chambers/associations: The Company was a member of one (1) trade and industry chambers/associations during FY2024.

b) List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to:

Sl. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1.	Confederation of Indian Industry ('CII')	National

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities:

Name of authority	Brief of the case	Corrective action taken
The Company has not engaged in any anti-competitive conduct and therefore has not received any adverse orders from regulatory authorities in this regard.		

Principle 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
Not applicable, as there was no such project which was mandated for social impact assessment based on applicable laws.					

2. Provide information on project(s) for which on-going Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Sr. No.	Name of Project for which R&R is on-going	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not applicable, as there was no project that required Rehabilitation and Resettlement (R&R).						

3. Describe the mechanisms to receive and redress grievances of the community:

The Company is not into manufacturing operations and as such its operations does not have an impact on the lives of local community from where it operates its diagnostic centres.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Category	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Directly sourced from MSMEs/Small producers	10.53%	4.40%
Sourced directly within India	100.00%	100.00%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost:

Location	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Rural	-	-
Semi-urban	11.15%	9.79%
Urban	11.12%	11.28%
Metropolitan	77.73%	78.93%

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback:

The Company receives customers' queries and complaints through various channels, including voice calls, emails, social media, mobile app and chat. The First Call Resolution (FCR) is provided wherever possible and in case the complaint is not FCR, the request has been raised and tagged internally to ensure close tracking of complaints and queries. If the client is not satisfied with the resolution provided, then the complaint is thereafter discussed with the concerned internal stakeholders for effective closure to the satisfaction of the consumer. The average span of closure is within 48 hours.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

Category	As a percentage to total turnover
Environmental and social parameters relevant to the product	-
Safe and responsible usage	-
Recycling and/or safe disposal	-

3. Number of consumer complaints in respect of the following:

Category	FY 2023-24 (Current Financial Year)		Remarks	FY 2022-23 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential services	3,366	166	The unresolved complaints as on March 31, 2024, have been subsequently resolved.	5,854	54	The unresolved complaints as on March 31, 2023, have been subsequently resolved.
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other	-	-	-	-	-	-

4. Details of instances of product recalls on account of safety issues:

Particulars	Number	Reasons for recall
Voluntary recalls	-	Not Applicable
Forced recalls	-	Not Applicable

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy:

Yes, the Company is committed to respecting the privacy of every person who shares information or data with the Company. The web link for the privacy policy can be accessed on Company's website at <https://www.vijayadiagnostic.com/privacy-policy>

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services:

There were no material issues arise relating to advertising, delivery of essential services; cyber security and data privacy of customers which required corrective action to be taken. Also there was no penalty imposed/action taken by any regulatory authority during the period under review.

7. Provide the following information relating to data breaches:

- a. **Number of instances of data breaches:** None
- b. **Percentage of data breaches involving personally identifiable information of customers:** Nil
- c. **Impact, if any, of the data breaches:** Not Applicable

Independent Auditor’s Report

To the Members of Vijaya Diagnostic Centre Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the standalone financial statements of Vijaya Diagnostic Centre Limited (the “Company”) which comprise the standalone balance sheet as at 31 March 2024, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in

the Auditor’s Responsibilities for the Audit of the Standalone 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 standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

KEY AUDIT MATTER(S)

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

REVENUE RECOGNITION

Refer note 3A of the summary of material accounting policies and note 14 to the standalone financial statements.

The key audit matter	How the matter was addressed in our audit
<p>Revenue from diagnostics services is recognised at a point in time when the tests are conducted and samples are processed.</p> <p>The Company’s revenue relates to sales through large number of diagnostic centres with high volume of sales that are made primarily on cash and carry basis which increases the risk of revenue being recognised inappropriately and which highlights the criticality of sound internal processes of summarising and recording sales revenue to mitigate error and fraud risk.</p> <p>In view of the above, we identified revenue recognition as a key audit matter</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient and appropriate audit evidence:</p> <ol style="list-style-type: none"> <li data-bbox="810 1317 1479 1496">1. We obtained an understanding of the systems, processes and controls implemented by the Company. We evaluated the design and implementation and the operating effectiveness of key internal financial controls with respect to revenue recognition including those related to the reconciliation of sales to cash/credit card receipts. <li data-bbox="810 1525 1479 1615">2. We tested the reconciliation of revenue generated through cash/credit card and the amount deposited into the bank statements. <li data-bbox="810 1644 1479 1845">3. We performed substantive testing on samples selected using statistical sampling of revenue transactions recorded during the year by testing the underlying documents to assess whether criteria for revenue recognitions are met. Further, we verified the accuracy of the sales price by comparing the rates with the approved price list and discount policy. <li data-bbox="810 1874 1479 2018">4. We tested the periodic reconciliation of revenue as per the billing system to the revenue recorded as per the accounting records. Further, we tested the reconciliation of revenue recognised with statutory filings (Goods and Services Tax returns).

The key audit matter	How the matter was addressed in our audit
	<ol style="list-style-type: none"> 5. We tested sample journal entries affecting revenue recognised during the year selected based on specified risk-based criteria, to identify unusual items. 6. We carried out analytical procedures on revenue recognised during the year to identify unusual variances. 7. We assessed the adequacy of disclosures in respect of revenue in the standalone financial statements.

OTHER INFORMATION

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report(s) thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for

assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis

of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under

Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 01 April 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its standalone financial statements - Refer Note 22 to the standalone financial statements.
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 34 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding,

- whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 34 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.
- As stated in Note 36 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.
- f. Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:
- (a) The feature of recording audit trail (edit log) facility was enabled but did not provide audit evidence of direct database level changes throughout the year relating to the accounting software used for financial reporting;
- (b) In the absence of independent auditor's report in relation to controls at service organisation for accounting software used for maintaining the books of account relating to payroll process, which is operated by a third-party software service provider, we are unable to comment whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions recorded in the software;
- Further, where audit trail (edit log) facility was enabled and operated throughout the year, we did not come across any instance of audit trail feature being tampered with.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R and Co
Chartered Accountants
Firm's Registration No.:128510W

Amit Kumar Bajaj
Partner
Membership No.: 218685
ICAI UDIN:24218685BKGPOO4698

Place: Hyderabad
Date: 08 May 2024

Annexure A

To the Independent Auditor's Report on the Standalone Financial Statements of Vijaya Diagnostic Centre Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans secured or unsecured to firms or limited liability partnership during the year.

The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans secured or unsecured to any other parties during the year. Further, the Company has not provided any guarantee or security or granted any secured loans or advances in the nature of loans to any companies during the year. However, the Company has made investments in Companies and other parties and has granted unsecured loans to Companies during the year:

- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to subsidiaries as below:

Particulars	(Rs. in lakhs)
Aggregate amount during the year Subsidiaries*	INR 786 lakhs
Balance outstanding (of such loans) as at balance sheet date Subsidiaries*	INR 786 lakhs

*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made and the terms and conditions of the grant of loans are prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest, where applicable, has been stipulated and the repayments or receipts have been regular. The Principal amount of loan and interest is not due

as at 31 March 2024. Further, the Company has not given any advance in the nature of loan to any party during the year.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the loans given and investments made by the Company, in our opinion the provisions of Section 185 and 186 of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of the services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the

records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act). The Company does not hold any investments in any associate or joint ventures (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.



- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in annual report is expected to be made available to us after the date of this auditor's report.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R and Co
Chartered Accountants
Firm's Registration No.:128510W

Amit Kumar Bajaj
Partner

Membership No.: 218685
ICAI UDIN:24218685BKGPOO4698

Annexure B

To the Independent Auditor's Report on the standalone financial statements of Vijaya Diagnostic Centre Limited for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of sub-section 3 of Section 143 of the Act

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

OPINION

We have audited the internal financial controls with reference to financial statements of Vijaya Diagnostic Centre Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the

audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A Company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to financial statements include those policies and procedures that: (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.



INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R and Co
Chartered Accountants
Firm's Registration No.:128510W

Place: Hyderabad
Date: 08 May 2024

Amit Kumar Bajaj
Partner
Membership No.: 218685
ICAI UDIN:24218685BKGPOO4698

Standalone Balance Sheet

as at March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
I Non-current assets			
(a) Property, plant and equipment	4 (a)	35,276.27	28,157.05
(b) Capital work-in-progress	4 (b)	820.26	2,710.61
(c) Right-of-use assets	4 (c)	21,504.72	22,233.92
(d) Investment property	4 (d)	1,097.12	1,100.83
(e) Other intangible assets	5	364.47	219.23
(f) Intangible assets under development	5	42.48	63.06
(g) Financial assets			
(i) Investments	6 (a)	14,450.35	487.35
(ii) Loans	6 (c)	1,286.00	575.00
(iii) Other financial assets	6 (f)	938.26	844.48
(h) Deferred tax assets (net)	7	196.69	769.55
(i) Other tax assets (net)	21 (d)	3.73	3.73
(j) Other non-current assets	9	618.73	861.51
Total non-current assets		76,599.08	58,026.32
II Current assets			
(a) Inventories	8	440.53	192.64
(b) Financial assets			
(i) Investments	6 (a)	10,912.98	13,899.32
(ii) Trade receivables	6 (b)	1,283.95	885.13
(iii) Cash and cash equivalents	6 (d)	1,556.38	2,328.97
(iv) Bank balances other than (iii) above	6 (e)	4,644.91	8,813.59
(v) Other financial assets	6 (f)	339.70	359.66
(c) Other current assets	9	436.23	500.65
Total current assets		19,614.68	26,979.96
TOTAL ASSETS (I + II)		96,213.76	85,006.28
EQUITY AND LIABILITIES			
I Equity			
(a) Equity share capital	10 (a)	1,023.46	1,020.71
(b) Other equity	10 (b)	64,308.65	53,488.09
Total equity		65,332.11	54,508.80
Liabilities			
II Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	4 (c)	23,267.78	23,303.01
(b) Provisions	12	978.81	684.35
(c) Other non-current liabilities	13	34.17	46.07
Total non-current liabilities		24,280.76	24,033.43
III Current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	4 (c)	1,751.35	1,452.89
(ii) Trade payables	11 (a)		
- Total outstanding dues of micro enterprises and small enterprises; and		56.75	51.26
- Total outstanding dues of creditors other than micro enterprises and small enterprises		3,004.21	2,667.98
(iii) Other financial liabilities	11 (b)	1,057.20	1,369.72
(b) Other current liabilities	13	375.37	351.50
(c) Provisions	12	257.33	335.49
(d) Current tax liabilities (net)	21 (d)	98.68	235.21
Total current liabilities		6,600.89	6,464.05
Total liabilities (II + III)		30,881.65	30,497.48
TOTAL EQUITY AND LIABILITIES (I + II + III)		96,213.76	85,006.28
Corporate information	1		
Basis of preparation and measurement and material accounting policies	2 & 3		
The notes referred to above form an integral part of the standalone financial statements			

As per our report of even date attached.

For B S R and Co

Chartered Accountants
ICAI Firm registration number: 128510W

Amit Kumar Bajaj

Partner
Membership Number: 218685

Hansraj Singh Rajput
Company Secretary
Membership No: F11438

Dr. S. Surendranath Reddy
Executive Chairman
DIN: 00108599

K. Sunil Chandra
Executive Director
DIN: 01409332

S. Suprita Reddy
Managing Director
DIN: 00263618

Narasimha Raju K.A.
Chief Financial Officer

For and on behalf of the Board of Directors of
Vijaya Diagnostic Centre Limited
CIN: L85195TG2002PLC039075

Place: Hyderabad
Date: 08 May 2024

Place: Hyderabad
Date: 08 May 2024

Standalone Statement of Profit and Loss

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
I Income			
(a) Revenue from operations	14	52,502.27	44,957.93
(b) Other income	15	2,143.89	1,457.33
Total income		54,646.16	46,415.26
II Expenses			
(a) Cost of materials consumed	16	6,284.97	5,758.71
(b) Employee benefits expense	17	8,646.48	7,649.90
(c) Finance costs	19	2,370.82	2,087.61
(d) Depreciation and amortisation expense	18	5,540.59	6,139.43
(e) Other expenses	20	16,351.13	13,652.31
Total expenses		39,193.99	35,287.96
III Profit before exceptional item and tax		15,452.17	11,127.30
IV Exceptional items	20	205.00	-
V Profit before tax (III - IV)		15,247.17	11,127.30
VI Tax expense	21		
(a) Current tax		3,209.93	2,753.00
(b) Deferred tax		577.04	50.91
Tax expense		3,786.97	2,803.91
VII Profit for the year (V - VI)		11,460.20	8,323.39
VIII Other comprehensive income			
Items that will not be reclassified to profit or loss			
(a) Remeasurement of defined benefit liability/(asset)		(16.62)	25.91
(b) Income tax relating to items that will not be reclassified to profit or loss	21	4.18	(6.52)
Other comprehensive income for the year, net of tax		(12.44)	19.39
IX Total comprehensive income for the year (VII + VIII)		11,447.76	8,342.78
X Earnings per equity share (face value of Re. 1 each, fully paid)	23		
- Basic (in Rs.)		11.21	8.16
- Diluted (in Rs.)		11.18	8.12

Corporate information 1
 Basis of preparation and measurement and material accounting policies 2 & 3
 The notes referred to above form an integral part of the standalone financial statements

As per our report of even date attached.

For B S R and Co
 Chartered Accountants
 ICAI Firm registration number: 128510W

For and on behalf of the Board of Directors of
Vijaya Diagnostic Centre Limited
 CIN: L85195TG2002PLC039075

Amit Kumar Bajaj
 Partner
 Membership Number: 218685

Dr. S. Surendranath Reddy
 Executive Chairman
 DIN: 00108599

S. Suprita Reddy
 Managing Director
 DIN: 00263618

Hansraj Singh Rajput
 Company Secretary
 Membership No: F11438

K. Sunil Chandra
 Executive Director
 DIN: 01409332

Narasimha Raju K.A.
 Chief Financial Officer

Place: Hyderabad
Date: 08 May 2024

Place: Hyderabad
Date: 08 May 2024

Standalone Statement of Cash Flows

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(A) Cash flows from operating activities		
Profit before tax	15,247.17	11,127.30
Adjustments for:		
Depreciation and amortisation expense	5,540.59	6,139.43
Net gain on sale/retirement of property, plant and equipment	(195.15)	(8.60)
Interest income under the effective interest method	(638.87)	(859.70)
Rental income from investment property	(37.00)	(36.00)
Gain on sale of mutual funds	(1,566.26)	(86.49)
Write off of loans given	-	9.34
Loss allowance for trade receivables	30.00	20.00
Provision for doubtful advances	-	20.00
Equity-settled share-based payment transactions (ESOP)	93.17	71.67
Fair value gain on investments measured at FVTPL *	318.70	(385.44)
Finance costs	2,176.26	1,940.03
Liabilities no longer required written back	(5.51)	(66.70)
Operating profit before working capital adjustments	20,963.10	17,884.84
Working capital adjustments:		
Decrease/(Increase) in trade receivables	(428.82)	63.54
Decrease/(Increase) in inventories	(247.89)	217.35
Decrease in other financial assets	21.25	261.93
(Increase) in other assets and deposits	(101.46)	(217.26)
Increase in trade payables	347.23	746.67
Increase in provisions and other liabilities	113.12	96.28
(Decrease)/Increase in other financial liabilities	156.78	(182.33)
Cash generated from operating activities	20,823.31	18,871.02
Income tax paid, net	(3,346.46)	(2,607.45)
Net cash flow generated from operating activities	17,476.85	16,263.57
(B) Cash flows from investing activities		
Acquisition of property, plant and equipment, capital work-in-progress (CWIP), other intangible assets and intangible assets under development (including capital advances and capital creditors)	(8,591.84)	(12,445.58)
Proceeds from sale of property, plant and equipment	284.18	25.71
Investment in liquid mutual funds/bonds, net	4,233.90	(8,003.84)
Deposits redeemed having original maturity of more than 3 months, net	4,028.40	8,752.89
Investment in subsidiary (refer note 6(a))	(13,964.00)	-
Loans given to subsidiaries	(786.00)	-
Loans repaid by subsidiaries	75.00	95.63
Rental income from investment property	37.00	36.00
Interest received	768.75	691.48
Net cash used in investing activities	(13,914.61)	(10,847.71)
(C) Cash flows from financing activities		
Payment of lease liabilities	(3,617.21)	(3,221.17)
Proceeds from issue of equity shares under ESOP	305.05	115.90
Dividend paid	(1,022.67)	(1,020.64)
Net cash used in financing activities	(4,334.83)	(4,125.91)
Net increase in cash and cash equivalents (A + B + C)	(772.59)	1,289.95
Cash and cash equivalents at the beginning of the year	2,328.97	1,039.02
Cash and cash equivalents at the end of the year	1,556.38	2,328.97

**NOTE:**

(a) The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - Statement of Cash Flows.

(b) Cash and cash equivalents as per above comprise of the following:

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	83.48	54.50
Balances with banks		
- in current accounts	568.19	1,072.50
- unpaid dividend accounts	0.71	0.47
- in deposit accounts with original maturity period of 3 months or less	904.00	1,201.50
Total cash and cash equivalents (refer note 6(d))	1,556.38	2,328.97

(c) Reconciliation of movements of liabilities to cash flows arising from financing activities:

Particulars	As at March 31, 2024	As at March 31, 2023
Movement in financial liabilities:		
Opening balance		
Lease liabilities	24,755.90	18,282.80
Movement		
Interest and principal payment of lease liabilities	(3,617.21)	(3,221.17)
Interest expense	2,116.17	1,889.66
Other non-cash movements		
- Additions/Disposals to lease liabilities (net)	1,764.27	7,804.61
Closing balance		
Lease liabilities	25,019.13	24,755.90

The notes referred to above form an integral part of the standalone financial statements.

As per our report of even date attached.

For B S R and Co
Chartered Accountants
ICAI Firm registration number: 128510W

For and on behalf of the Board of Directors of
Vijaya Diagnostic Centre Limited
CIN: L85195TG2002PLC039075

Amit Kumar Bajaj
Partner
Membership Number: 218685

Dr. S. Surendranath Reddy
Executive Chairman
DIN: 00108599

S. Suprita Reddy
Managing Director
DIN: 00263618

Hansraj Singh Rajput
Company Secretary
Membership No: F11438

K. Sunil Chandra
Executive Director
DIN: 01409332

Narasimha Raju K.A.
Chief Financial Officer

Place: Hyderabad
Date: 08 May 2024

Place: Hyderabad
Date: 08 May 2024

Standalone Statement of Changes in Equity

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	Equity share capital	Reserves and surplus				Total
		General reserve	Share based payment reserve	Securities premium	Retained earnings	
As at April 01, 2022	1,019.66	493.20	196.29	4,590.28	40,698.61	46,998.04
Total comprehensive income for the year ended March 31, 2023						
Profit for the year	-	-	-	-	8,323.39	8,323.39
Other comprehensive income for the year	-	-	-	-	19.39	19.39
Total comprehensive income	-	-	-	-	8,342.78	8,342.78
On account of Share based payments (refer note 29)	-	-	71.67	-	-	71.67
Transfer on account of employee share options lapsed/forfeited	-	45.00	(45.00)	-	-	-
Transfer on account of employee share options exercised	-	30.52	(30.52)	-	-	-
Proceeds from issue of shares under ESOP plan	1.05	-	-	115.90	-	116.95
Payment of dividend (refer note 10 (b))	-	-	-	-	(1,020.64)	(1,020.64)
As at March 31, 2023	1,020.71	568.72	192.44	4,706.18	48,020.75	54,508.80
Total comprehensive income for the year ended March 31, 2024						
Profit for the year	-	-	-	-	11,460.20	11,460.20
Other comprehensive income for the year	-	-	-	-	(12.44)	(12.44)
Total comprehensive income	-	-	-	-	11,447.76	11,447.76
On account of Share based payments (refer note 29)	-	-	93.17	-	-	93.17
Transfer on account of employee share options lapsed/forfeited	-	85.51	(85.51)	-	-	-
Transfer on account of employee share options exercised	-	79.05	(79.05)	-	-	-
Proceeds from issue of shares under ESOP plan	2.75	-	-	302.30	-	305.05
Payment of dividend (refer note 10 (b))	-	-	-	-	(1,022.67)	(1,022.67)
As at March 31, 2024	1,023.46	733.28	121.05	5,008.48	58,445.84	65,332.11

As per our report of even date attached.

For B S R and Co

Chartered Accountants
ICAI Firm registration number: 128510W

For and on behalf of the Board of Directors of

Vijaya Diagnostic Centre Limited
CIN: L85195TG2002PLC039075

Amit Kumar Bajaj

Partner
Membership Number: 218685

Dr. S. Surendranath Reddy

Executive Chairman
DIN: 00108599

S. Suprita Reddy

Managing Director
DIN: 00263618

Hansraj Singh Rajput

Company Secretary
Membership No: F11438

K. Sunil Chandra

Executive Director
DIN: 01409332

Narasimha Raju K.A.

Chief Financial Officer

Place: Hyderabad
Date: 08 May 2024

Place: Hyderabad
Date: 08 May 2024

Notes to the Standalone Financial Statements

for the year ended March 31, 2024

1. CORPORATE INFORMATION

Vijaya Diagnostic Centre Limited ('the Company') is engaged in the business of providing comprehensive range of diagnostic services, spanning pathological investigations, basic and high end radiology, nuclear medicine and related healthcare services.

The Company is domiciled and incorporated in India on June 05, 2002 and has its registered and corporate office at # 6-3-883/F, Ground Floor, Family Planning Association of India, Panjagutta, Hyderabad - 500 082, India.

The Company got listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

2. BASIS OF PREPARATION AND MEASUREMENT

(i) Statement of compliance

The standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as 'Ind AS') as per Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013.

The standalone financial statements were approved by the Board of Directors and authorised for issue on May 08, 2024.

(ii) Change in accounting estimates

The Company charged depreciation on Property, Plant and Equipment based on Written Down Value ("WDV") method from 01 April 2022 to 31 December 2022. With effect from 01 January 2023, the Company changed its method of depreciation from WDV to Straight Line Method ("SLM") based on the technical assessment of the expected pattern of consumption of future economic benefits embodied in the assets as per Ind AS 16.

As per Ind AS 8, the effect of change in accounting estimate has to be given prospectively in the financial statements, accordingly, the Company has changed the method of depreciation w.e.f 01 January 2023. Due to this change in accounting estimate, the depreciation expense is lower and the profit before tax is higher by Rs. 3,874.67 lakhs for the year ended 31 March 2024. Refer note 4(a)(i) for change in accounting estimate.

(iii) Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (Rs.), which is also the Company's functional currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

(iv) Basis of measurement

These standalone financial statements have been prepared under the historical cost basis except for the following items, which are measured on an alternative basis on each reporting date.

Item Basis	Measurement
Certain financial assets and liabilities	Fair Value or Amortised Cost
Equity securities at FVOCI	Fair Value
Net defined benefit (asset)/liability	Fair value of plan assets less the present value of the defined benefit obligations (refer note 28)
Equity settled share based payments	Fair Value

(v) Use of estimates and judgements

In preparing these standalone financial statements, management has made judgements and estimates that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Judgements

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

- Note 3(l), 20 - lease term; whether the Company is reasonably certain to exercise extended options.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are included in the following notes:

- Note 28 - measurement of defined benefit obligations: key actuarial assumptions;
- Notes 12 - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;
- Note 6 (b) - impairment of financial assets;

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

- Note 4 and Note 5 - determining an asset's expected useful life and the expected residual value at the end of its life;
- Note 29 - Employee share based payments, equity settled;
- Note 6(b), 33C(i) - measurement of ECL allowance for trade receivables.

(vi) Measurement of fair values

A number of the accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values.

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.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Significant valuation issues are reported to the Company's audit committee.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in the measuring fair values is included in the following notes:

- Note 4: Investment Property.
- Note 29: Share based payments.
- Note 33: Financial Instruments.

(vii) Current and non-current classification

The Company classifies an asset as current when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it expects to realise the asset within twelve months after the reporting period;
- it holds the asset primarily for the purpose of trading; or
- the asset is cash or cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as a current when:

- it is expected to be settled in the Company's normal operating cycle;
- the liability is due to be settled within twelve months from the reporting period;
- it is held primarily for the purposes of being trading;
- it does not hold an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and realisation in cash or cash equivalents. The Company's normal operating cycle is twelve months.

3. MATERIAL ACCOUNTING POLICIES

A. Revenue from contracts with customers

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a good or service to a customer.

i) Diagnostic services

Revenue from diagnostic services is recognized on amount billed net of discounts/concessions if any. No element of financing is deemed present as the sales are made primarily on cash and carry basis, however for institutional/organizational customers

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

billing is done fortnightly/monthly based on the agreement, which is consistent with market practice.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when the underlying tests are conducted, samples are processed for requisitioned diagnostic tests. Each service is generally a separate performance obligation and therefore revenue is recognised at a point in time when the tests are conducted, samples are processed. For multiple tests, the Company measures the revenue in respect of each performance obligation at its relative stand alone selling price and the transaction price is allocated accordingly. The price that is regularly charged for a test separately registered is considered to be the best evidence of its stand alone selling. Revenue contracts are on principal to principal basis and the Company is primarily responsible for fulfilling the performance obligation.

A contract liability is the obligation to transfer services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfer services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company performs under the contract.

Revenues in excess of invoicing are classified as contract assets (referred to as 'unbilled revenue') while invoicing in excess of revenues are classified as contract liabilities (referred to as 'unearned revenue').

ii) Sale of privilege cards

The Company operates a discount scheme where certain 'Privilege cards' are sold to the customers against which specified discounts are given on the future diagnostic services availed by the customer for a specified period. The Company recognises revenue from the sale of such cards over the period for which the card is valid. The difference in sale consideration received and revenue recognised is recognised as deferred revenue.

B. Recognition of dividend income, interest income or expense and rental income

Dividend income

Dividend are recognised in statement of profit and loss on the date on which the Company's right to receive payment is established.

Interest income or expense

Interest income or expense is recognized using the effective interest method.

The effective interest rate' is the rate that exactly discounts estimated future cash payments are receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Rental income

Rental income from investment property is recognised as part of Other income in statement profit and loss on the date on which the Company's right to receive payment is established.

C. Financial instruments

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

i) Initial recognition and measurement

Trade receivables issued are initially recognised when they are originated. All other financial assets or financial liabilities are initially recognised when the Company becomes a party to the contractual provision of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

The average credit period from these services provided to customers is 0 to 60 days. No interest is charged on the trade receivables for the amount over due above the credit period. A trade receivable without a significant financing component is initially measured at the transaction price.

ii) Classification and subsequent measurement

Financial assets

All financial assets are initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

On initial recognition, a financial asset is classified as measured at:

- Amortised cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value through Profit or Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- Its held within a business model whose objective is to hold assets to collect contractual cash flows; and
- Its contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Subsequent measurement

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Equity investments at FVOCI: These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit or loss.

iii) Derecognition

Financial assets

The Company derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or

- it transfers the rights to receive the contractual cash flows in a transaction in which either:

- substantially all of the risks and rewards of ownership of the financial asset are transferred; or
- the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets in these cases, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

D. Property, plant and equipment

i) Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefit associated with the item will flow to the Company and the cost of the item can be measured reliably. Items of property, plant and equipment (including capital-work-in-progress) are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and any accumulated impairment losses. Freehold land is carried at historical cost less any accumulated impairment losses.

Cost of an item of property, plant and equipment comprises its purchase price, including non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the items to its working conditions for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset

The net written down value as at April 01, 2016 has been considered as the gross carrying amount recognised as per the previous GAAP (Deemed cost) as at the date of transition to Ind AS.

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

ii) Depreciation

Depreciation is recognised so as to write off the cost of assets (other than freehold land) less their residual values over their useful lives. The Company has charged depreciation on property, plant and equipment (PPE) based on Written Down Value ("WDV") method upto 31 December 2022. With effect from 01 January 2023, the Company has changed its method of depreciation from WDV to Straight Line Method ("SLM") based upon the technical assessment of expected pattern of consumption of the future economic benefits embodied in the assets.

Depreciation is charged over the useful lives of the assets as estimated by the management based on technical evaluation, which coincide with the useful life prescribed in Schedule II to the Act. Depreciation on additions and deletions are restricted to the period of use.

The estimated useful lives of items of property, plant and equipment are as follows:

Asset category	Management estimate of useful life	Useful life as per Schedule II
Buildings	60 years	60 years
Plant and equipment		
- Medical and diagnostic equipments	13 years	13 years
- Other equipments	15 years	15 years
Electrical equipments	10 years	10 years
Furniture and fixtures	10 years	10 years
Office equipments	5 years	5 years
Computers		
- Servers and networks	6 years	6 years
- End user devices such as laptops, etc.	3 years	3 years
Vehicles	8 years	8 years

In case of Building on leasehold land, the depreciation is charged based on useful life of the building or the lease period whichever

is lower. In the case of lease hold building improvements, the depreciation is charged based on useful life of the improvements which is 10 years or lease period including expected renewal period whichever is lower.

Residual value is considered to be 5% on all the assets, as technically estimated by the management.

Assets costing below Rs. 5,000 are depreciated using depreciation rate at 100%.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

iii) Investment property

Recognition and measurement

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost, including related transaction costs. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Investment property is derecognised either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on disposal of investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised of profit or loss.

Subsequent expenditure

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

Depreciation

Depreciation on investment property, other than perpetual leasehold land, is calculated on Straight Line Method (SLM) method based on useful life estimated by the Management, which is equal to life prescribed in Schedule II of the Act.

Fair value disclosure

The fair values of investment property is disclosed in the notes. Fair values is determined by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

E. Intangible assets

i) Recognition and measurement

Intangible assets that are acquired, are recognized at cost initially and carried at cost less accumulated amortization and accumulated impairment loss, if any. Subsequent expenditure is

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

ii) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the Straight Line Method (SLM) and is included in depreciation and amortisation expense in statement of profit and loss.

The estimated useful lives are as follows:

- Software - 5 years

Amortisation method, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

F. Inventories

Inventories comprise of diagnostic kits, reagents, laboratory chemicals, consumables etc., these are measured at lower of cost and net realisable value. The cost of inventories is based on the first-in, first-out formula and includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

The comparison of cost and net realisable value is made on an item-by-item basis.

G. Impairment of assets

i) Impairment of financial instruments

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default or being more than 90 days past due;
- it is probable that the debtor will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12 months expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

'Expected credit losses' are discounted at the effective interest rate of the financial statement.

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering asset in its entirety or a portion thereof. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

ii) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amount of non-financial assets, other than inventories and deferred tax assets, to determine whether there is any indication

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

In respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss has been recognised.

H. Employee benefits

i) Short-term employee benefits

Short term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan where the Company's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity.

The Company makes specified monthly contributions towards Government administered provident fund scheme and Employees' State Insurance ('ESI') scheme.

Obligations for contributions to defined contribution plans are expensed as an employee benefits expense in statement of profit and loss in the period in which the related services are rendered by employees.

iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation

in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefits that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The defined benefit obligation is calculated annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. They are included in retained earnings in the statement of changes in equity and in the balance sheet. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate determined by reference to market yields at the end of the reporting period on government bonds. This rate is applied on the net defined benefit liability (asset), both as determined at the start of the annual reporting period, taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost. The Company recognises gain and losses on settlement of a defined benefit plan when the settlement occurs.

iv) Other long-term employee benefits - compensated absences

Accumulated absences expected to be carried forward beyond twelve months is treated as long-term employee benefit for measurement purposes. The Company's net obligation in respect of other long-term employee benefit of accumulating compensated absences is the amount of future benefit that employees have accumulated at the end of the year. That benefit is discounted to determine its present value. The obligation is measured annually by a qualified actuary using the projected unit credit method. Remeasurements are recognised in profit or loss in the period in which they arise.

The obligations are presented as current liabilities in the balance sheet if the Company does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

v) Share based payments

The grant date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an employee benefits expense, with a corresponding increase in equity, over the vesting period of the options. The amount recognised as an expense is adjusted to reflect the number of options for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of options that meet the related service and non-market performance

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

conditions at the vesting date. For share-based payment options with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

I. Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Lease contracts entered by the Company majorly pertains for buildings taken on lease to conduct its business in the ordinary course.

As a Lessor:

Leases for which the Company is a lessor are classified as a finance or operating lease. Whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. Rental income from operating leases are recognised on straight line basis over the term of relevant lease as part of other income.

As a Lessee:

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement

date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee;
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Company recognises the lease payments associated with these leases as an expense in profit or loss on a straight-line basis over the lease term.

J. Income-tax

Income-tax expenses comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted at the reporting date.

Tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction; and
- temporary differences in relation to a right-of-use asset and a lease liability for a specific lease are regarded as a net package (the lease) for the purpose of recognising deferred tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

K. Provision, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Expected future operating losses are not provided for.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

The Company records a provision for decommissioning costs. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognized in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate.

Contingencies

Provision in respect of loss/contingencies relating to claims, litigations, assessments, fines and penalties are recognised when it is probable that a liability has been incurred and the amount can be estimated reliably.

Contingent liabilities and contingent assets

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

Contingent asset is not recognised in standalone financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

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for the year ended March 31, 2024

L. Earnings per share

Basic Earnings per share

Basic Earnings Per Share ('EPS') is calculated by dividing the profit attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted Earnings per share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

M. Exceptional items

The Company discloses certain financial information both including and excluding exceptional items. The presentation of information excluding exceptional items allows a better understanding of the underlying operating performance of the Company and provides consistency with the Company internal management reporting. Exceptional items are identified by virtue of either their size or nature so as to facilitate comparison with prior periods and to assess underlying trends in the financial performance of the Company.

N. Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows are segregated into operating, investing and financing activities. The Company considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.

O. Cash and cash equivalents

Cash and cash equivalents in the balance sheet and cash flow statement consists of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities less than three months which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

P. Investments in subsidiaries

Investments in subsidiaries carried at cost less any provision for impairment. Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable.

Q. Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period.

R. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

S. Material accounting policy information

The Company adopted "Disclosure of Accounting Policies (Amendments to Ind AS 1) from April 01, 2023. Although the amendments did not result in any changes in the accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material' rather than 'significant' accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

T. Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

4(a) PROPERTY, PLANT AND EQUIPMENT

	Freehold land	Buildings	Buildings on leasehold land	Leasehold improvements	Plant and equipment - Medical	Plant and equipment - others	Electrical equipment	Furniture and fixtures	Office equipment	Computers	Vehicles	Total
A. Gross carrying value (at cost)												
As at April 01, 2022	3,748.19	617.85	1,255.40	3,337.14	18,864.29	1,890.55	1,458.18	1,871.14	321.76	698.33	274.12	34,336.95
Additions	-	-	-	1,545.12	8,374.04	628.43	690.89	1,375.89	138.83	366.22	390.37	13,509.79
Disposals	-	-	-	(99.57)	(65.96)	(12.17)	(42.67)	(17.82)	-	-	(70.52)	(308.71)
As at March 31, 2023	3,748.19	617.85	1,255.40	4,782.69	27,172.37	2,506.81	2,106.40	3,229.21	460.59	1,064.55	593.97	47,538.03
Additions	-	-	-	1,155.19	7,356.21	300.55	403.23	486.97	95.25	176.33	58.23	10,031.96
Disposals	-	-	-	-	(589.57)	(1.28)	-	-	-	-	(34.77)	(625.62)
As at March 31, 2024	3,748.19	617.85	1,255.40	5,937.88	33,939.01	2,806.08	2,509.63	3,716.18	555.84	1,240.88	617.43	56,944.37
B. Accumulated depreciation												
As at April 01, 2022	-	137.20	585.75	1,828.41	9,833.36	878.31	756.07	990.39	235.70	518.60	162.45	15,926.24
Depreciation charge for the year	-	19.63	58.56	495.03	2,136.49	194.16	228.80	337.33	88.54	153.65	28.44	3,740.63
Disposals	-	-	-	(99.58)	(54.81)	(8.88)	(42.66)	(17.83)	-	-	(62.13)	(285.89)
As at March 31, 2023	-	156.83	644.31	2,223.86	11,915.04	1,063.59	942.21	1,309.89	324.24	672.25	128.76	19,380.98
Depreciation charge for the year (refer note 4(a)(i))	-	7.97	26.48	354.08	1,653.00	120.51	150.30	237.44	58.30	154.17	61.46	2,823.71
Disposals	-	-	-	-	(508.29)	(1.28)	-	-	-	-	(27.02)	(536.59)
As at March 31, 2024	-	164.80	670.79	2,577.94	13,059.75	1,182.82	1,092.51	1,547.33	382.54	826.42	163.20	21,668.10
C. Net carrying value (A-B)												
As at March 31, 2024	3,748.19	453.05	584.61	3,359.94	20,879.26	1,623.26	1,417.12	2,168.85	173.30	414.46	454.23	35,276.27
As at March 31, 2023	3,748.19	461.02	611.09	2,558.83	15,257.33	1,443.22	1,164.19	1,919.32	136.35	392.30	465.21	28,157.05

Notes:

Refer to note 22 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Note 4(a)(i)

The depreciation on Property, plant and equipment is charged based on Written Down Value ("WDV") method upto December 31, 2022. Based upon the technical assessment of expected pattern of consumption of the future economic benefits embodied in the assets, with effect from January 01, 2023 the depreciation method is changed to Straight Line Method (SLM) hence the carrying value of the assets as on December 31, 2022 has been depreciated as per SLM method over the remaining useful lives of the assets. Due to this change in accounting estimate, the depreciation expense is lower and the profit before tax is higher by Rs. 3,874.67 lakhs for the year ended 31 March 2024.

The impact, on account of this change in method of depreciation, on the future periods is given below:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2026	For the year ended 31 March 2027	Later years
(Decrease)/Increase in depreciation expense	(3,112.55)	(2,556.73)	(1,729.60)	7,398.88

Note 4(a)(ii)

Title deeds for Freehold land and Buildings

Particulars	March 31, 2024	March 31, 2023
Title deeds held in the name of	Vijaya Diagnostic Centre Limited	Vijaya Diagnostic Centre Limited
Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	No	No
Reason for not being held in the name of the Company	Not applicable	Not applicable

4(b)

(i) Capital work-in-progress (CWIP)

Particulars	As at March 31, 2024	As at March 31, 2023
As at the beginning of the year	2,710.61	3,410.10
Additions during the year	8,141.61	12,810.30
Less: Capitalised during the year	(10,031.96)	(13,509.79)
As at the end of the year	820.26	2,710.61

(ii) Capital work-in-progress ageing schedule

As at March 31, 2024

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	537.22	-	283.04	-	820.26
Total	537.22	-	283.04	-	820.26

As at March 31, 2023

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	2,427.57	283.04	-	-	2,710.61
Total	2,427.57	283.04	-	-	2,710.61

(iii) The Company does not have any capital work-in-progress which is overdue or has exceeded its cost compared to its original plan and hence capital work-in-progress completion schedule is not applicable.

(iv) There are no CWIP which is temporarily suspended as at March 31, 2024 and March 31, 2023.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

4(c) RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

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.

The Company uses the incremental borrowing rate to discount its lease payments. The rate applied is 8.50% p.a.

(i) Movement in Right-of-use assets ('ROU') and Lease liabilities is given below:

Particulars	Right of use assets (Buildings)
A. Gross carrying value	
As at April 01, 2022	21,611.13
Additions	8,051.35
Disposals	(417.80)
As at March 31, 2023	29,244.68
Additions	1,967.88
Disposals	(259.30)
As at March 31, 2024	30,953.26
B. Accumulated depreciation	
As at April 01, 2022	4,895.88
Depreciation charge for the year	2,369.37
Disposals	(254.49)
As at March 31, 2023	7,010.76
Depreciation charge/Adjustment for the year	2,591.79
Disposals	(154.01)
As at March 31, 2024	9,448.54
C. Net carrying value (A-B)	
As at March 31, 2024	21,504.72
As at March 31, 2023	22,233.92

Set out below are the carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2024	As at March 31, 2023
Balance as at the beginning of the year	24,755.90	18,282.80
Additions during the year	1,869.56	7,956.26
Disposal during the year	(105.29)	(151.65)
Accretion of interest	2,116.17	1,889.66
Payment of lease liabilities	(3,617.21)	(3,221.17)
Balance as at the end of the year	25,019.13	24,755.90
Bifurcation of Lease liabilities		
- Current lease liabilities	1,751.35	1,452.89
- Non-Current lease liabilities	23,267.78	23,303.01

(ii) Payments recognised as expenses and income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Short-term leases (refer note 20)	44.02	36.26
	44.02	36.26

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(iii) Contractual maturities of lease liabilities on undiscounted basis

Particulars	As at March 31, 2024	As at March 31, 2023
Less than one year	1,927.24	3,501.80
One to five years	13,018.91	12,966.36
More than five years	23,336.26	24,023.30
	38,282.42	40,491.46

Note: All the leases are entered in the name of the Company

4(d) INVESTMENT PROPERTY

I. Reconciliation of carrying amount

Particulars	As at March 31, 2024	As at March 31, 2023
A. Gross carrying value (at cost)		
As at the beginning of the year	1,114.77	1,114.77
Additions during the year	-	-
Less: Disposals during the year	-	-
As at the end of the year	1,114.77	1,114.77
B. Accumulated depreciation		
As at the beginning of the year	13.94	4.20
Depreciation charge for the year	3.71	9.74
Disposals during the year	-	-
As at the end of the year	17.65	13.94
C. Net carrying value (A-B)	1,097.12	1,100.83
Fair value	1,736.00	1,307.00

Information regarding income and expenditure of investment property

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rental income derived from Investment property	37.00	36.00
Direct operating expenses (including repairs and maintenance)	-	-
Less: Depreciation	(3.71)	(9.74)
Profit arising from investment property before indirect expenses	33.29	26.26

Title deeds

Particulars	March 31, 2024	March 31, 2023
Title deeds held in the name of	Vijaya Diagnostic Centre Limited	Vijaya Diagnostic Centre Limited
Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	No	No
Reason for not being held in the name of the Company	Not applicable	Not applicable

II. Other information

- (i) The fair value of the investment property for the current year was determined by an independent property valuer. The said property has been valued based on local enquiry and market investigation based on composite method.
- (ii) The Company has given the Investment property on operating lease. The Company has no restrictions on the realisability of its investment property.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

5.

(i) Other intangible assets and Intangible assets under development

Particulars	Software	Intangible assets under development
A. Gross carrying value (at cost)		
As at April 01, 2022	414.72	6.84
Additions	228.18	284.40
Disposals/Capitalisation	-	(228.18)
As at March 31, 2023	642.90	63.06
Additions	306.45	42.48
Disposals/Capitalisation	-	(63.06)
As at March 31, 2024	949.35	42.48
B. Accumulated amortisation		
As at April 01, 2022	279.69	-
Amortisation charge for the year (refer note 4(a)(ii))	143.98	-
Disposals	-	-
As at March 31, 2023	423.67	-
Amortisation charge for the year (refer note 4(a)(ii))	161.21	-
Disposals	-	-
As at March 31, 2024	584.88	-
C. Net carrying value (A-B)		
As at March 31, 2024	364.47	42.48
As at March 31, 2023	219.23	63.06

(ii) The Company does not have any intangible assets under development which is overdue or has exceeded its cost compared to its original plan and hence, Intangible assets completion schedule is not applicable.

(iii) Intangible assets under development ageing schedule

As at March 31, 2024

Particulars	Amount in Intangible assets under development for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	42.48	-	-	-	42.48
Total	42.48	-	-	-	42.48

As at March 31, 2023

Particulars	Amount in Intangible assets under development for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	63.06	-	-	-	63.06
Total	63.06	-	-	-	63.06

(iv) There are no Intangible assets under development which are temporarily suspended as at March 31, 2024 and March 31, 2023.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

6. FINANCIAL ASSETS

(a) Investments

Non-current

A. Subsidiaries

Particulars	As at March 31, 2024	As at March 31, 2023
Investment in equity instruments - carried at cost, less provision for other than temporary impairment		
Quoted		
Medinova Diagnostic Services Limited, India [62,02,220 (March 31, 2023: 62,02,220) Equity shares of Rs.10 each fully paid up]	411.06	411.06
Unquoted		
P H Diagnostic Centre Private Limited, India [500,000 (March 31, 2023: Nil) equity shares of Rs.100 each fully paid up]	13,964.00	-
Doctors Lab Medical Services Private Limited, India [Nil (March 31, 2023: 10,000) equity shares of Rs.10 each fully paid up]	-	1.00
Investment in Limited Liability Partnership (LLP)		
Unquoted		
VDC Diagnostics (Karnataka) LLP, India [100% (March 31, 2023: 100%) share in capital contribution]	1,831.29	1,831.29
Less: Share of loss attributable to the Company	(1,760.00)	(1,760.00)
Net investment in LLP	71.29	71.29
Sub-total	14,446.35	483.35

B. Investment in others - Non-trade

Particulars	As at March 31, 2024	As at March 31, 2023
Investment in equity instruments - carried at FVOCI		
Unquoted		
C.R Broadcasting Hyderabad Limited [40,000 (March 31, 2023: 40,000) equity shares of Rs. 10 each fully paid up]	4.00	4.00
Sub-total	4.00	4.00
Total (A+B)	14,450.35	487.35
Aggregate book value of quoted investments	411.06	411.06
Aggregate book value of unquoted investments	14,039.29	76.29
Aggregate book value of impairment in value of investments	-	-
Aggregate market value of quoted investments	1,902.22	1,088.49

Current

Particulars	As at March 31, 2024	As at March 31, 2023
Investments at fair value through profit or loss - Quoted		
Mutual funds		
Aditya Birla Sunlife Floating Rate Fund - Nil (March 31, 2023: 1,12,481.50) units	-	336.98
Aditya Birla Sunlife Low Duration Fund - Nil (March 31, 2023: 73,574.67) units	-	449.87
ABSL Money Manager Fund - Nil (March 31, 2023: 3,47,967.47) units	-	1,100.25
ABSL Saving Fund-Nil (March 31, 2023: 1,60,099.92) units	-	752.88
Axis Money Market Fund - G-Direct - Nil (March 31, 2023: 79,560.23) units	-	968.73
HDFC Balanced Advantage Fund - Reg - Growth - Nil (March 31, 2023: 3,12,765.36) units	-	1,011.18

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Current (Contd.)

Particulars	As at March 31, 2024	As at March 31, 2023
HDFC Low Duration Fund - Nil (March 31, 2023: 805,643.61) units	-	423.13
Bandhan Banking & PSU Debt Fund Growth - Nil (March 31, 2023: 48,65,969.99) units (formerly IDFC mutual fund)	-	1,039.03
Bandhan Low Duration Fund D- Growth - Nil (March 31, 2023: 42,00,260.34) units (formerly IDFC mutual fund)	-	1,406.31
Kotak Low Duration Fund - Nil (March 31, 2023: 12,724.06) units	-	389.44
Kotak Money Market Fund-DP-Growth Nil (March 31, 2023: 15,810.84) units	-	605.29
Nippon India Money Market Fund - G-Direct - Nil (March 31, 2023: 24,136.90) units	-	856.26
SBI Magnum Ultra Short Duration Fund (DG) - Nil (March 31, 2023: 7,941) units	-	409.63
SBI Savings Fund-DP-Growth-Nil (March 31, 2023: 21,49,800.57) units	-	807.71
TATA Treasury Advantage Fund-D-Growth - Nil (March 31, 2023: 33,517.07) units	-	1,144.93
Tata Money Market Fund-DP-Growth - Nil (March 31, 2023: 29,779.82) units	-	1,205.50
HDFC Liquid Fund-Direct-Growth-24,650.89 (March 31, 2023: Nil) units	1,169.35	-
Bandhan Liquid fund Growth - Direct-24,698.69 (March 31, 2023: Nil) units	720.55	-
ADITYA BIRLA SUN LIFE LIQUID FUND-1,16,169.69 (March 31, 2023: Nil) units	452.69	-
TATA Liquid Fund-Direct Plan-Growth-40,346.31 (March 31, 2023: Nil) units	1,537.30	-
Nippon India Liquid Fund-DP-Growth-12,439.91 (March 31, 2023: Nil) units	735.07	-
ICICI Prudential Liquid Fund - Direct - Growth-1,13,466.16 (March 31, 2023: Nil) units	405.54	-
Franklin India Liquid Fund - Dp - Growth-58,516.54 (March 31, 2023: Nil) units	2,122.33	-
DSP Liquid Fund - Direct - Growth-21,781.19 (March 31, 2023: Nil) units	751.75	-
Axis Liquid Fund - D-Growth-1,12,470.7 (March 31, 2023: Nil) units	3,018.40	-
Investments in Bonds		
Axis Finance Limited - Bonds having face value of Rs.10,00,000 each Nil (March 31, 2023: 83)	-	992.20
	10,912.98	13,899.32
Aggregate book value of quoted investments	10,912.98	13,899.32
Aggregate market value of quoted investments	10,912.98	13,899.32
Aggregate value of impairment in value of investments	-	-
Aggregate value of unquoted investments	-	-

No strategic investments were disposed off during the year ended 31 March 2024, and there were no transfers of any cumulative gain of loss within equity relating to these investments.

(b) Trade receivables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables - considered good - Secured	-	-
Trade receivables - considered good - Secured	-	-
Trade receivables - considered good - Unsecured*	1,378.62	996.28
Less: Allowance for expected credit loss	(94.67)	(111.15)
Trade receivables - considered good - Unsecured	1,283.95	885.13
Trade receivables - credit impaired - Unsecured	106.88	60.40
Less: Allowance for credit impaired	(106.88)	(60.40)
Trade receivables - credit impaired - Unsecured	-	-
	1,283.95	885.13

* Include amount receivable from related parties (refer note 30)

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Trade receivables ageing schedule

As at March 31, 2024

Particulars							Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	311.35	581.05	387.63	56.87	10.52	31.20	1,378.62
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	10.20	12.28	1.14	22.87	60.39	106.88
Total (A)	311.35	591.25	399.91	58.01	33.39	91.59	1,485.50
Allowance for expected credit loss	-	-	-	-	-	-	94.67
Allowance for credit impairment	-	-	-	-	-	-	106.88
Total (B)	-	-	-	-	-	-	201.55
Total (A-B)	311.35	591.25	399.91	58.01	33.39	91.59	1,283.95

As at March 31, 2023

Particulars							Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	80.85	774.92	59.54	44.08	36.89	-	996.28
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	60.40	60.40
Total (A)	80.85	774.92	59.54	44.08	36.89	60.40	1,056.68
Allowance for expected credit loss	-	-	-	-	-	-	111.15
Allowance for credit impairment	-	-	-	-	-	-	60.40
Total (B)	-	-	-	-	-	-	171.55
Total (A-B)	80.85	774.92	59.54	44.08	36.89	60.40	885.13

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(c) Loans

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current loans		
(Unsecured, considered good)		
Loans to subsidiaries (refer note 30)	1,286.00	575.00

Loans to Subsidiaries

Particulars	March 31, 2024	March 31, 2023
Amount of loan	1,286.00	575.00
Percentage to the total loans	100%	100%

The loan has been given towards the business purposes of the subsidiary.

No loans are due from directors or other officers of the Company either severally or jointly with any other person. Refer note 30 for dues from related parties.

(d) Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	83.48	54.50
Balances with banks		
- in current accounts	568.19	1,072.50
- unpaid dividend accounts	0.71	0.47
- in deposit accounts with original maturity period of 3 months or less	904.00	1,201.50
	1,556.38	2,328.97

(e) Other bank balances

Particulars	As at March 31, 2024	As at March 31, 2023
Current		
Deposits with banks with original maturity more than three months but less than twelve months* [@]	4,644.91	8,813.59
	4,644.91	8,813.59

[@] Fixed deposit of Rs. 12.37 (March 31, 2023: Rs. 10.10) under lien.

* The deposits made with banks comprise of time deposits, which are available at call.

(f) Other financial assets

(Unsecured, considered good)

Non-current

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with bank held as margin money	6.35	12.37
Security deposits (rental/electricity deposits)*	931.91	832.11
	938.26	844.48

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Current

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits with banks, with original maturity of more than twelve months and remaining maturity of less than twelve months from balance sheet date	134.26	-
Interest accrued on bank deposits and others	119.57	316.26
Other receivables	19.50	34.72
Security deposits (rental/electricity deposits) *	66.37	8.68
	339.70	359.66

* Includes amount receivable from related parties (refer note 30)

7. DEFERRED TAX ASSETS, NET

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets		
Decommissioning liability on property, plant and equipment (refer note 12)	185.05	160.25
Leases	1,096.28	853.42
Employee benefits	126.06	96.42
Credit impaired debts	50.73	43.18
Others	78.12	67.48
Sub total (A)	1,536.24	1,220.75
Deferred tax liabilities		
Fair value gain/loss from investments	59.36	139.57
Property, plant and equipment and Intangible assets	1,280.19	311.63
Sub total (B)	1,339.55	451.20
Deferred tax asset/(liability), net (A-B)	196.69	769.55

Movement in deferred tax assets/(liabilities)

On account of	Property, plant and equipment and intangible assets including decommissioning liability	Provision for employee benefits	Leases	Fair value gain/loss from investments	Others	Total
At April 01, 2022	76.21	89.34	598.05	(42.56)	105.94	826.98
(Charged)/credited:						
- to profit or loss	(227.59)	13.60	255.37	(97.01)	4.72	(50.91)
- to OCI	-	(6.52)	-	-	-	(6.52)
As at March 31, 2023	(151.38)	96.42	853.42	(139.57)	110.66	769.55
(Charged)/credited:						
- to profit or loss	(943.76)	25.46	242.86	80.21	18.19	(577.04)
- to OCI	-	4.18	-	-	-	4.18
As at March 31, 2024	(1,095.14)	126.06	1,096.28	(59.36)	128.85	196.69

There are no unrecognized deferred tax assets and liabilities as at March 31, 2024 and March 31, 2023.

8. INVENTORIES

(Valued at lower of cost and net realisable value)

Particulars	As at March 31, 2024	As at March 31, 2023
Reagents, chemicals, digital imaging films, consumables etc.(net of provision of Rs. 51 (March 31,2023: Rs. 34))	440.53	192.64
	440.53	192.64

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

9. OTHER ASSETS

(Unsecured, considered good)

Non-current

Particulars	As at March 31, 2024	As at March 31, 2023
Capital advances	431.80	651.45
Less: Allowance for doubtful advances	(63.63)	(63.63)
	368.17	587.82
Prepaid expenses	250.56	273.69
	618.73	861.51

Current

Particulars	As at March 31, 2024	As at March 31, 2023
Advances other than capital advances		
- Advance to suppliers	85.26	214.02
- Advance to employees	25.44	13.07
Prepaid expenses	325.53	273.56
	436.23	500.65

10. EQUITY

Particulars	As at March 31, 2024	As at March 31, 2023
Authorised share capital		
120,500,000 equity shares of Re.1 each (March 31, 2023: 120,500,000 equity shares of Re. 1 each)	1,205.00	1,205.00

(a) Equity share capital

Particulars	As at March 31, 2024	As at March 31, 2023
Issued, subscribed and fully paid up capital		
102,345,693 equity shares of Re.1 each (March 31, 2023: 102,071,175 equity shares of Re. 1 each), fully paid-up	1,023.46	1,020.71
	1,023.46	1,020.71

(i) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year:

Particulars	March 31, 2024		March 31, 2023	
	No. of shares	Amount	No. of shares	Amount
Shares outstanding at the beginning of the year	10,20,71,175	1,020.71	10,19,65,926	1,019.66
Issue under Employee Stock Option Plan (refer note 29)	2,74,518	2.75	1,05,249	1.05
Shares outstanding at the end of the year	10,23,45,693	1,023.46	10,20,71,175	1,020.71

(ii) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Re. 1 per share (March 31, 2023: Re. 1 per share). Each holder of equity shares is entitled to one vote per share. The shareholders are entitled to dividends in Indian Rupees, proposed by the Board of Directors and subject to the approval of the shareholders in the Annual General Meetings. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(iii) Details of shareholders holding more than 5% shares in the Company

Particulars	March 31, 2024		March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares:				
Dr S.Surendranath Reddy	3,34,22,899	32.66%	3,37,22,899	33.04%
S Suprita Reddy	91,76,933	8.97%	91,76,933	8.99%
K Sunil Chandra	85,96,933	8.40%	91,06,933	8.92%
Nippon Life India Trustee Limited	63,69,308	6.22%	58,67,208	5.75%

As per records the Company including registration of shareholders/members, the above share holding represents both legal and beneficial ownership of shares.

(iv) Shares held by promoters at the end of the year

Promoter's Name	March 31, 2024			March 31, 2023		
	No. of Shares	% of holding	% of change	No. of Shares	% of holding	% of change
Dr S.Surendranath Reddy	3,34,22,899	32.66%	(0.38)%	3,37,22,899	33.04%	0.26%
Total	3,34,22,899	32.66%	(0.38)%	3,37,22,899	33.04%	0.26%

(v) During the five years immediately preceding the year, no shares have been bought back, no shares have been issued for consideration other than cash except for equity shares issued by way of bonus as provided below:

Particulars	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020
Allotted as fully paid up equity shares by way of bonus	-	-	5,66,47,736	-	-
Shares issued for consideration other than cash	-	-	-	-	-

(vi) For details of share reserved for issue under Employee Stock Option Plan (ESOP) of the Company, refer note 29.

(b) Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
General reserve	733.28	568.72
Share based payments reserve	121.05	192.44
Securities premium	5,008.48	4,706.18
Retained earnings	58,445.84	48,020.75
Total	64,308.65	53,488.09

(i) General reserve

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the commencement of the year	568.72	493.20
Add: Transfer on account of employee share based options lapsed/forfeited	85.51	45.00
Add: Transfer on account of exercise of employee share based options	79.05	30.52
Balance as at the end of the year	733.28	568.72

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(ii) Share based payments reserve

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the commencement of the year	192.44	196.29
Add: Share based payments expense (refer note 17)	93.17	71.67
Less: Transfer to general reserve due to employee share based options lapsed/forfeited	(85.51)	(45.00)
Less: Transfer to general reserve due to exercise of employee share based options	(79.05)	(30.52)
Balance as at the end of the year	121.05	192.44

The Company has established equity settled share based payment plans for employees of the Company, refer note 29 for details on these plans.

(iii) Securities premium

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the commencement of the year	4,706.18	4,590.28
Less: Issue of bonus shares	-	-
Add: Proceeds from exercise of employee share based options (ESOP)	302.30	115.90
Balance as at the end of the year	5,008.48	4,706.18

Securities premium is used to record the premium on issue of shares. It is utilised in accordance with the provisions of the "Act".

(iv) Retained earnings

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the commencement of the year	48,020.75	40,698.61
Add: Profit for the year	11,460.20	8,323.39
Less: Dividend paid	(1,022.67)	(1,020.64)
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurement of defined benefit obligations (net of tax)	(12.44)	19.39
Balance as at the end of the year	58,445.84	48,020.75

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distribution to shareholders.

Other comprehensive income (OCI) represents remeasurement of defined employee benefit obligations: Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and subsequently not reclassified to statement of profit and loss.

11. FINANCIAL LIABILITIES

(a) Trade payables

Particulars	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro enterprises and small enterprises ('MSME') (refer note 24)	56.75	51.26
Total outstanding dues of creditors other than micro enterprises and small enterprises*	3,004.21	2,667.98
	3,060.96	2,719.24

* Includes amount payable to related parties (refer note 30)

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Trade payables ageing schedule

As at March 31, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) MSME	-	56.75	-	-	-	56.75
(ii) Others	1,593.99	1,376.25	15.42	18.55	-	3,004.21
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
Total	1,593.99	1,433.00	15.42	18.55	-	3,060.96

As at March 31, 2023

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) MSME	-	51.26	-	-	-	51.26
(ii) Others	1,554.11	1,094.69	6.50	12.68	-	2,667.98
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
Total	1,554.11	1,145.95	6.50	12.68	-	2,719.24

(b) Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Current		
Employee payables	751.42	600.89
Dividend payable	0.71	0.47
Capital creditors	305.07	768.36
	1,057.20	1,369.72

12. PROVISIONS

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Provision for employee benefits:		
- Gratuity (refer note 28)	243.54	146.37
Others:		
- Decommissioning liability *	735.27	537.98
	978.81	684.35
Current		
Provision for employee benefits:		
- Gratuity (refer note 28)	73.94	85.33
- Compensated absences	183.39	151.40
Others:		
- Decommissioning liability *	-	98.76
	257.33	335.49

* Provision for Decommissioning liability represents the amounts which would be incurred towards decommissioning the Company's Plant and Machinery - Medical.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Movement in Provision

Decommissioning liability	As at March 31, 2024	As at March 31, 2023
Balance as at the beginning of the year	636.74	511.73
Add: Unwinding of interest	60.09	50.37
Add: Provision created during the year	38.44	74.64
Balance as at the end of the year	735.27	636.74

13. OTHER LIABILITIES

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Deferred revenue- contract liability	34.17	46.07
	34.17	46.07
Current		
Deferred revenue - contract liability	49.24	38.66
Statutory liabilities	298.60	283.42
Advance from customers - contract liability	27.53	29.42
	375.37	351.50

14. REVENUE FROM OPERATIONS

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from contracts with customers - Sale of services	52,483.37	44,939.77
Other operating revenue		
- Sale of scrap	18.90	18.16
	52,502.27	44,957.93

Disclosure as per Ind AS 115 - Revenue from contracts with customers

A. Contract balances

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Contract assets	-	-
Contract liabilities		
- Advances from customers (refer note 13)	27.53	29.42
- Deferred revenue (refer note 13)	83.41	84.73

The revenue recognized during the current year is the balancing number for transactions with customers after adjusting opening and closing balances of contract assets and liabilities.

B. Movement in contract liabilities during the year

March 31, 2024

Particulars	Deferred Revenue	Advance from customers
Balance at the beginning of the year	84.73	29.42
Less: revenue recognised during the period from above	(45.99)	(30.89)
Add: Addition during the year	44.67	29.00
Balance at the end of the year	83.41	27.53

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

March 31, 2023

Particulars	Deferred Revenue	Advance from customers
Balance at the beginning of the year	23.45	21.18
Less: revenue recognised during the period from above	(22.89)	(18.92)
Add: Addition during the year	84.17	27.16
Balance at the end of the year	84.73	29.42

C. Reconciliation of revenue recognised with contract price

Decommissioning liability	As at March 31, 2024	As at March 31, 2023
Revenue from contract with customer as per the contract price	54,280.47	46,400.60
Adjustments made to contract price on account of:		
Discount/rebates	(1,797.10)	(1460.83)
Revenue from contract with customer	52,483.37	44,939.77
Other operating revenue	18.90	18.16
Revenue from operations	52,502.27	44,957.93

15. OTHER INCOME

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest income under the effective interest method on:		
Fixed deposits with banks	497.31	740.71
Loans at amortized cost, given to subsidiaries	74.75	57.50
Financial assets carried at amortised cost	66.81	61.49
Gain on sale of mutual funds	1,566.26	86.49
Fair value gain on investments measured at FVTPL*	(318.70)	385.44
Net gain on sale/retirement of property, plant and equipment	195.15	8.60
Liabilities no longer required written back	5.51	66.70
Rental income from investment property	37.00	36.00
Other non-operating income	19.80	14.40
	2,143.89	1,457.33

*Unrealized gain on investments in mutual funds

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening balance of unrealised gain	554.51	169.07
Reversal of unrealised gain during the year (A)	(554.51)	(36.06)
Unrealised gain accounted during the year (B)	235.81	421.50
Impact of unrealised gain on the statement of profit and loss account (A+B)	(318.70)	385.44
Closing balance of unrealised gain	235.81	554.51

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

16. COST OF MATERIALS CONSUMED

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Inventory of materials as at the beginning of the year (refer note 8)	192.64	409.99
Add: Purchases during the year	6,532.86	5,541.36
Less: Inventory of materials as at the end of the year (refer note 8)	(440.53)	(192.64)
	6,284.97	5,758.71

17. EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages and bonus	7,853.27	6,856.99
Contribution to provident and other funds (refer note 28)	421.24	382.76
Gratuity (refer note 28)	139.16	117.22
Compensated absences	78.61	55.20
Equity-settled share-based payment transactions (refer note 29)	93.17	71.67
Staff welfare expenses	61.03	166.06
	8,646.48	7,649.90

18. DEPRECIATION AND AMORTISATION EXPENSE

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation on property, plant and equipment (refer note 4(a) & note 4(a)(i))	2,823.71	3,740.63
Depreciation on investment properties (refer note 4(d))	3.71	9.74
Amortisation on other intangible assets (refer note 5)	161.21	143.98
Depreciation on right of use assets (refer note 4(c))	2,551.96	2,245.08
	5,540.59	6,139.43

19. FINANCE COSTS

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Unwinding of interest on decommissioning liability	60.09	50.37
Interest expense on lease liabilities (refer note 4(c))	2,116.17	1,889.66
Bank charges	194.56	147.58
	2,370.82	2,087.61

20. OTHER EXPENSES

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Power and fuel	1,738.84	1,448.41
Rent	44.02	36.26
Testing charges	201.35	126.55
Samples collection charges	287.14	303.67
Repairs and maintenance		
a. Building	314.68	181.40
b. Plant and equipment	1,333.99	1,344.10
c. Others	275.20	163.73
House keeping expenses	785.93	725.33
Security charges	427.92	452.86

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

20. OTHER EXPENSES (Contd.)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Insurance	139.12	87.34
Rates and taxes	361.05	262.53
Advertisement, publicity and marketing	407.53	329.19
Business promotion expenses	351.02	237.78
Travelling and conveyance	350.90	309.77
Legal and professional charges (professional fees to doctors, consultants and others)	8,372.61	6,742.48
Payment to auditors (refer note (i) below)	87.80	87.32
Remuneration paid to Independent Directors	56.64	56.64
Postage and communication	171.68	165.74
Printing and stationery	140.06	77.70
Loss allowance for trade receivables	30.00	20.00
Provision for doubtful advances	-	20.00
Write off of loans given	-	9.34
Corporate social responsibility expenditure ('CSR') (refer note (ii) below)	244.33	225.14
Donations *	2.55	10.25
Miscellaneous expenses	226.77	228.78
	16,351.13	13,652.31

* Donations include Rs. 1 (March 31, 2023: Nil) contribution made to political party - Communist Party of India (Marxist)

Notes:

i. Payment to auditors (inclusive of taxes)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
As auditors		
- Statutory audit fees	59.00	59.00
- Limited review of quarterly results	21.24	21.24
Reimbursement of expenses	7.56	7.08
	87.80	87.32

ii. Details of corporate social responsibility expenditure

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(i) Gross amount required to be spent by the Company during the year	244.33	225.14
(ii) Amount approved by the Board to be spent during the year	244.33	225.14
(iii) Amount spent during the year		
- construction/acquisition of any asset	-	-
- on purpose other than above	244.33	225.14
(iv) (Shortfall)/Excess at the end of the year	-	-
(v) Total of previous years shortfall	-	-
(vi) Details of related party transactions	NA	NA
(vii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year	NA	NA

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

ii. Details of corporate social responsibility expenditure (Contd.)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(viii) Reason for shortfall: For the year ending March 31, 2024 and March 31, 2023: No shortfall		
(ix) Nature of CSR activities:		
a) Skill development		
b) Education		
c) Healthcare		

iii. Exceptional items

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Acquisition related costs - Financial, legal and tax due diligence	205.00	-
	205.00	-

21. INCOME-TAX EXPENSE

(a) Amount recognised in statement of profit and loss

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax	3,209.93	2,753.00
Deferred tax attributable to temporary differences	577.04	50.91
Tax expense	3,786.97	2,803.91

(b) Amount recognised in other comprehensive income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Deferred tax related to items recognised in OCI		
Deferred tax (expense)/income on remeasurements of defined benefit obligations	4.18	(6.52)
Income-tax expense/(income) recognised in OCI	4.18	(6.52)

(c) Reconciliation of effective tax rate

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit before tax	15,247.17	11,127.30
Enacted tax rate in India	25.17%	25.17%
Tax expense at enacted rates	3,837.41	2,800.52
Tax effect of:		
Effect of expenses not deductible for tax purposes	69.69	56.66
Effect of tax at special rates	(66.96)	-
Effect of expenses deductible only for tax purposes	(52.00)	(53.27)
Others	(1.16)	-
Income-tax recognised in the statement of profit and loss	3,786.97	2,803.91

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(d) The following table provides the details of income tax assets and income tax liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Other tax assets (net)	3.73	3.73
Current tax liabilities (net)	(98.68)	(235.21)
	(94.95)	(231.48)

Particulars	As at March 31, 2024	As at March 31, 2023
Net current income-tax liability at the beginning of the year	231.48	85.93
Add: Current tax expense	3,209.93	2,753.00
Less: Tax paid during the year	(3,346.46)	(2,607.45)
Net income tax liability at the end of the year	94.95	231.48

22. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

Contingent liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Claims against the Company not acknowledged as debts	-	-

The Company based on its legal assessment does not believe that any of the pending claims/litigations if any with statutory authorities/ others require a provision as at the balance sheet date, as the likelihood of the probability of an outflow of resources at this point of time is low.

Capital commitments

Particulars	As at March 31, 2024	As at March 31, 2023
Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances)	4,199.07	2,506.90

23. EARNINGS PER SHARE

Particulars	As at March 31, 2024	As at March 31, 2023
Earnings for the year		
Net profit for the year attributable to equity shareholders (A)	11,460.20	8,323.39
Shares		
Weighted average number of equity shares for Basic EPS (B)	10,22,21,031	10,20,41,263
Add: Effect of dilution		
- On account of outstanding employee based share based options	2,97,180	4,40,844
Weighted average number of equity shares for Diluted EPS (C)	10,25,18,211	10,24,82,107
(a) Basic earnings per share of face value of Re. 1 each (A/B)	11.21	8.16
(b) Diluted earnings per share of face value of Re. 1 each (A/C)	11.18	8.12

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

24. DISCLOSURE REQUIRED UNDER CLAUSE 22 OF MICRO, SMALL AND MEDIUM ENTERPRISE DEVELOPMENT ('MSMED') ACT, 2006

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31 March 2024 has been made in the financial statements based on information received and available with the Company. Further in view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier under the said Act.

Particulars	March 31, 2024	March 31, 2023
(a) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;		
- Principal amount	56.75	51.26
- Interest due on the above	-	-
(b) the amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier 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 day during the year) but without adding the interest specified under this MSMED Act, 2006;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of the each accounting year; and	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the MSMED Act, 2006.	-	-

Note: The above disclosures are provided by the Company based on the information available with the Company in respect of the registration status of its vendors/suppliers.

25. DISCLOSURE AS PER SECTION 186 OF THE COMPANIES ACT, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

- (i) Details of investments made are given in Note 6(a);
- (ii) Details of the loans given by the Company is given in Note 6(c).

26. OPERATING SEGMENTS

A. Basis for segmentation

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segment's results are reviewed regularly by the Company's Chairman and Managing Director to make decisions about resources to be allocated to the segments and assess their performance.

The Chief Operating Decision Maker ("CODM") who are the Company's Chairman and Managing Director evaluate the Company's performance and allocates resources based on

an analysis of various performance indicators at operational unit level and since there is single operating segment, no segment disclosures of the Company is presented. The Company's operations fall within a single business segment "Diagnostic services".

B. Geographical information

The Company operates within India and therefore there are no assets or liabilities outside India.

C. Major customers

No single customer contributed more than 10% of the Company's revenues during the year ended March 31, 2024 and March 31, 2023.

27. PURCHASE COMMITMENTS TOWARDS REAGENT KITS

The Company has entered into agreements with certain suppliers for purchase of reagents which include the right to use equipment during the life of the agreement in addition to purchase of minimum committed quantities of reagents every year. These agreements are in substance, cost of reagents and services arrangements provided by the supplier on an annual basis and the minimum purchase commitments therein do not result in more than insignificant penalty on termination of the agreement. The cost of reagents which includes the cost of rental of the equipment is recorded as cost of material consumed.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

28. EMPLOYEE BENEFIT PLANS

The Company has following post employment benefit plans:

(a) Defined contribution plans

Contributions were made to provident fund and Employees' State Insurance in India for the employees of the Company as per the regulations. These contributions are made to registered funds administered by the Government of India. The obligation of the Company is limited to the respective amount contributed and it has no further contractual nor any other constructive obligation. The expense recognised during the period in the standalone statement of profit and loss towards defined contribution plans is Rs. 421.24 (March 31, 2023: Rs. 382.76).

(b) Defined benefit plan

The Company provides for Gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in

continuous service for a period of 5 years are eligible for Gratuity. The amount of Gratuity payable on retirement/termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service or part thereof in excess of six months, restricted to a sum of Rs. 20.

The Gratuity plan is administered through a Gratuity Scheme with Life Insurance Corporation of India ('LIC'). The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

This defined benefit plans expose the Company to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

i. Reconciliation of the net defined benefit (asset)/liability

The amounts recognised in the balance sheet and the movements in the defined benefit obligation and fair value of plan assets over the year are as follows:

Particulars	For the year ended March 31, 2024			For the year ended March 31, 2023		
	Present value of obligation	Fair value of plan assets	Net amount	Present value of obligation	Fair value of plan assets	Net amount
Opening balance	525.89	294.19	231.70	469.03	253.06	215.97
Current service cost	122.21	-	122.21	103.19	-	103.19
Interest expense/(income)	38.47	(21.52)	16.95	30.47	(16.44)	14.03
Recognised in statement of profit or loss	160.68	21.52	139.16	133.66	16.44	117.22
Remeasurements						
Return on plan assets, excluding amounts included in interest expense	-	7.85	7.85	-	1.48	1.48
Actuarial (gains)/losses arising from:						
- Changes in demographic assumptions	-	-	-	-	-	-
- Changes in financial assumptions	6.08	-	6.08	(26.86)	-	(26.86)
- Experience variance (i.e. actual experience vs assumptions)	2.69	-	2.69	(0.53)	-	(0.53)
Re-measurements recognised in other comprehensive income	8.77	7.85	16.62	(27.39)	1.48	(25.91)
Contribution paid to the plan	-	70.00	(70.00)	-	75.58	(75.58)
Benefits paid	(63.35)	(63.35)	-	(49.41)	(49.41)	-
Closing balance	631.99	314.51	317.48	525.89	294.19	231.70

ii. Plan assets

Plan assets comprises of the following:

Particulars	March 31, 2024	March 31, 2023
Funds managed by Life Insurance Corporation of India	100%	100%

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

iii. Actuarial assumptions

Principal actuarial assumptions for defined benefit obligation are as follows:

Particulars	March 31, 2024	March 31, 2023
Discount rate	7.15%	7.30%
Salary escalation rate	8.00%	8.00%
Attrition rate	10.00% to 15.00%	10.00% to 15.00%

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.

Attrition rate: Represents the Company's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

iv. 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 and current service cost by the amounts shown below:

Particulars	Change in assumption		Impact on defined benefit obligation	
	March 31, 2024	March 31, 2023	Increase in Assumption	Decrease in Assumption
Discount rate	1.00%	1.00%	38.77	43.34
		Decreased by		Increased by
Salary escalation rate	1.00%	1.00%	41.86	38.41
		Increased by		Decreased by
Attrition rate	50.00%	50.00%	28.29	39.72
		Decreased by		Increased by
			30.49	34.02
			33.30	30.57
			20.55	30.54

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting year, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

v. Expected contributions to the plan for the next annual reporting period

Expected contribution to post-employment benefit plans for the next year ending March 31, 2025 is Rs. 461.92 (March 31, 2024: Rs. 343.59)

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

vi. Maturity profile of the defined benefit liability

The weighted average duration of the defined benefit obligation is 6 years (March 31, 2023 - 6 years). The expected maturity analysis of defined benefit obligation on an undiscounted basis is as follows:

Particulars	Less than a year	Between 2-5 years	Between 6-10 years	More than 10 years
March 31, 2024	73.94	304.78	326.13	396.82
March 31, 2023	85.33	252.99	245.48	318.93

29. SHARE BASED PAYMENTS

VDCL Employee Stock Option Plan 2018 "The Plan" or "ESOP 2018"

The shareholders of the Company approved "VDCPL Employee Stock Option Plan 2018 (ESOP 2018)" at the Extraordinary General Meeting held on May 03, 2018 and subsequently it was amended at the extraordinary general meeting held on March 25, 2021 and August 26, 2021 to grant a maximum of 1,625,000 options to specified categories of employees of the Company. Each option granted and vested under ESOP 2018 shall entitle the holder to acquire one equity share of face value of Rs. 1 each of the Company.

The Plan consists of six schemes with various vesting periods from the grant date subject to satisfaction of vesting conditions. The method of settlement under the Plan is by issue of equity shares of the Company and there are no cash settlement alternatives for the employees.

Vested options can be exercised over a period of ten years from the grant date. The Exercise Price is the fair value of the equity share as on the date of the grant or as decided by the Nomination and remuneration committee. The time and performance based options under Scheme 1, 2, 3, 4, 5 and 6 become vested as below:

The time and performance based options under Scheme 1 become eligible on an annual basis at 30%, 30%, 20% and

20% over a period of four years and vesting starts from second year. The time and performance based options under Scheme 2 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years and vesting starts from third year. The time based options under Scheme 3 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years and vesting starts from third year. The time based options under Scheme 4 become eligible on annual basis at 100% and vest on second year from the grant date. The time based options under Scheme 5 become eligible and vest on an annual basis at 25%, 25%, and 50% over a period of three years. The time based options under Scheme 6 become eligible on an annual basis at 0%, 25%, 50% and 25% over a period of four years and the performance based options under Scheme 6 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years.

The fair value of equity share options is estimated at the date of grant using Black- Scholes model, taking into account the terms and conditions upon which the share options were granted. Based on the historical trends, 50% of stock options are expected to be vested and exercised, accordingly the total compensation cost recognised in the statement of profit and loss is Rs. 93.17 (March 31, 2023: 71.67).

(A) Details of options granted under ESOP 2018 by the Board/Nomination and Remuneration committee are as below:

Grant	Grant date	Number of options granted	Number of options outstanding	Exercise Price (in Rs.)	Fair value at grant date (in Rs.)
1 st Grant	May 10, 2018	4,63,750	-	220.00	222.10
2 nd Grant	October 31, 2018	9,000	-	233.90	233.90
3 rd Grant	April 01, 2019	75,780	-	236.90	236.90
4 th Grant*	March 25, 2021	8,66,853	2,73,450	111.11	111.11
5 th Grant	May 29, 2023	2,51,291	2,05,172	318.00	376.05

* The options are post subdivision of equity shares and after impact of bonus issue (refer note 10(a)(v)).

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(B) The movement of stock options during the year (in No's)

Particulars	No of stock options
As at April 01, 2022	7,59,956
Forfeited/lapsed during the year before bonus issue (refer note 10(a)(v))	(47,194)
Vested/exercisable during the year	3,01,694
Exercised during the year	(1,05,249)
As at March 31, 2023	6,07,513
Granted during the year	2,51,291
Vested/exercisable during the year	2,14,510
Forfeited/lapsed during the year	(1,05,664)
Exercised during the year	(2,74,518)
As at March 31, 2024	4,78,622

(C) Disclosures as per Ind AS 102 for outstanding options*

Particulars	As at March 31, 2024	As at March 31, 2023
Weighted average exercise price for outstanding options at year end (in Rs.)	199.81	111.11
Weighted average remaining contractual life for outstanding options at year end.	7.92 years	7.99 years
Range of exercise prices for outstanding options at year end (in Rs.)	111.11 to 318.00	111.11

* The aforementioned disclosures are post subdivision of equity shares and the effect of bonus issue (refer note 10(a)(v)).

(D) The key assumption used to estimate the fair value of stock option as on grant date

Grant date	Dividend yield	Risk-free interest rate	Expected life of options granted in years	Expected volatility
May 10, 2018	0%	7.95%	5.5 Years to 7 Years	21.32%
October 31, 2018	0%	7.84%	5.5 Years to 7 Years	24.95%
April 01, 2019	0%	7.15%	5.5 Years to 7 Years	29.52%
March 25, 2021	0%	6.12%	5.5 Years to 7 Years	43.78%
May 29, 2023	0.26%	6.74% to 6.80%	1.5 Years to 4.5 Years	43.91%

30. RELATED PARTIES

(a) Details of related parties

Description of relationship	Name of the related parties
Subsidiaries	Medinova Diagnostic Services Limited
	Doctors Lab Medical Services Private Limited (struck off w.e.f. 06 April 2024)
	P H Diagnostic Centre Private Limited (w.e.f. 21 December 2023)
	VDC Diagnostics (Karnataka) LLP
Step down subsidiaries	Namrata Diagnostic Centre Private Limited (struck off w.e.f. 06 April 2024)
	Medinova Millennium MRI Services LLP
Person exercising control	Dr. S Surendranath Reddy (Executive Chairman) (also a KMP)

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(a) Details of related parties (Contd.)

Description of relationship	Name of the related parties
Key Management Personnel (KMP)	Dr. S Surendranath Reddy (Executive Chairman)
	S Suprita Reddy (Managing Director & Chief Executive Officer)
	K Sunil Chandra (Executive Director)
	S Geeta Reddy (Director)
Independent Directors	Dr. D. Nageshwar Reddy
	Mr. S P Singh
	Mr. Satyanarayana Murthy Chavali
	Dr. Manjula Anagani
Enterprise where KMP has significance influence	Vijaya Hospitals Private Limited
	Summit Nutraceuticals Private Limited
	Kshetra Agritech Private Limited
	Trikona Pharmaceuticals Private Limited
	Trikona Holdings LLP
	Vijaya Holdings India LLP
	S Square Properties LLP
	Park Health Systems Private Limited
	Asian Institute of Gastroenterology Private Limited
	Asian Institute of Nephrology And Urology (Vizag) Private Limited
Asian Institute of Nephrology And Urology Private Limited	
IFFCO Kisan SEZ Limited	
Relative of KMP	B Vishnu Priya (Wife of K Sunil Chandra)
Controlled Trust	Vijaya Diagnostic Charitable Trust

(b) Details of transactions during the year[#]

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rent paid		
Dr. S Surendranath Reddy	470.31	457.94
K Sunil Chandra	107.53	107.96
S Suprita Reddy	102.61	101.18
S Geeta Reddy	424.27	418.81
B Vishnu Priya	1.91	1.91
Vijaya Hospitals Private Limited	120.82	120.82
Reimbursement of expenses		
VDC Diagnostics (Karnataka) LLP	-	0.05
Medinova Diagnostics Services Limited	-	0.13
P H Diagnostic Centre Private Limited	5.58	-
Rental deposits given (refund), net		
Dr. S Surendranath Reddy	-	(0.80)
K Sunil Chandra	-	(1.19)
S Geeta Reddy	-	(0.35)
Purchase of consumables		
Medinova Diagnostics Services Limited	-	0.07

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(b) Details of transactions during the year# (Contd.)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of consumables		
Medinova Diagnostics Services Limited	-	5.24
Services availed		
P H Diagnostic Centre Private Limited	0.17	-
Purchase of Property, plant and equipment		
Asian Institute of Gastroenterology Private Limited	-	18.29
P H Diagnostic Centre Private Limited	15.34	-
Sale of Property, plant and equipment		
Park Health Systems Private Limited	-	11.37
P H Diagnostic Centre Private Limited	35.40	-
Sale of services		
Medinova Diagnostic Services Limited	44.16	34.96
Park Health Systems Private Limited	76.49	68.33
Asian Institute Of Nephrology And Urology (Vizag) Private Limited	0.17	-
Asian Institute Of Nephrology And Urology Private Limited	0.92	-
Loans given		
P H Diagnostic Centre Private Limited	786.00	-
Investment in Subsidiary		
P H Diagnostic Centre Private Limited	499.00	0.00
Loans recovered		
Medinova Diagnostic Services Limited	75.00	-
Doctors Lab Medical Services Private Limited	-	95.63
Loans Written-off		
Doctors Lab Medical Services Private Limited	-	9.34
Investment redeemed		
Doctors Lab Medical Services Private Limited	0.84	-
Investment written off		
Doctors Lab Medical Services Private Limited	0.16	-
Interest income		
Medinova Diagnostic Services Limited	57.40	57.50
P H Diagnostic Centre Private Limited	17.35	-
Rental Income		
Medinova Diagnostic Services Limited	43.54	42.48
Remuneration to KMP		
Dr. S Surendranath Reddy	200.00	200.00
K Sunil Chandra	100.00	100.00
S Suprita Reddy	275.00	275.00
Remuneration paid to Independent Directors		
Dr. D.Nageshwar Reddy	12.00	12.00
Mr. S P Singh	12.00	12.00
Mr. Satyanarayana Murthy Chavali	12.00	12.00
Dr. Manjula Anagani	12.00	12.00

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(c) Amounts due (to)/from related parties

Particulars	As at March 31, 2024	As at March 31, 2023
Rent payable		
Dr. S Surendranath Reddy	36.10	-
S Suprita Reddy	7.89	-
K Sunil Chandra	8.30	-
Vijaya Hospitals Private Limited	9.22	-
S Geeta Reddy	32.56	-
B Vishnu Priya	0.16	-
Rental deposits		
Vijaya Hospitals Private Limited	34.95	34.95
Dr. S Surendranath Reddy	113.35	113.35
S Suprita Reddy	38.15	38.15
K Sunil Chandra	31.81	31.81
S Geeta Reddy	129.82	129.82
B Vishnu Priya	0.72	0.72
Trade receivables		
Medinova Diagnostic Services Limited	7.07	3.30
Park Health Systems Private Limited	7.49	7.05
Asian Institute of Nephrology and Urology (Vizag) Private Limited	0.08	-
Asian Institute of Nephrology and Urology Private Limited	0.25	-
Trade payable		
P H Diagnostic Centre Private Limited	0.17	-
Loans outstanding		
Medinova Diagnostic Services Limited	500.00	575.00
P H Diagnostic Centre Private Limited	786.00	-
Interest receivable		
Medinova Diagnostic Services Limited	12.67	12.76
P H Diagnostic Centre Private Limited	15.62	-
Other receivables		
P H Diagnostic Centre Private Limited	19.50	-
Medinova Diagnostic Services Limited	-	16.00
Remuneration payable to Independent Directors		
Dr. D.Nageshwar Reddy	-	2.70
Mr. S P Singh	-	2.70
Mr. Satyanarayana Murthy Chavali	-	2.70
Dr. Manjula Anagani	-	2.70

Note:

- (i) 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)
- (ii) #Amounts paid as dividends to promoters and their relatives in the capacity of shareholders are not considered as related party transactions.



Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

31. RATIO ANALYSIS

Ratio	Numerator	Denominator	March 31, 2024	March 31, 2023	Variance (in %)	Reason for variance
Current Ratio (in times)	Current assets	Current liabilities	2.97	4.17	(29%)	Refer Note (i)
Debt-Equity Ratio (in times)	Total debt	Total equity	-	-	-	
Debt Service Coverage Ratio (in times)	Earnings available for debt service	Debt service	-	-	-	
Return on Equity Ratio (in %)	Net Profits after taxes	Average shareholder's equity	19.13%	16.40%	17%	
Inventory Turnover Ratio (in times)	Cost of goods sold	Average inventory	19.85	19.11	4%	
Trade Receivables Turnover Ratio (in times)	Net credit sales	Average trade receivables	2.90	2.63	10%	
Trade Payables Turnover Ratio (in times)	Net credit purchases	Average trade payables	7.92	8.07	(2%)	
Net Capital Turnover Ratio (in times)	Revenue	Working capital	4.03	2.19	84%	Refer Note (ii)
Net Profit Ratio (in %)	Net Profit	Revenue	21.83%	18.51%	18%	
Return on Capital Employed (in %) (Pre cash)	Earnings before interest and taxes	Capital employed	23.82%	21.66%	10%	
Return on Investment (in %)			Not Applicable			

Reasons for variance of more than 25%

- (i) There is a decrease in the current ratio primarily due to decrease in the fixed deposits held with the bank and investments made in mutual funds.
- (ii) The increase in the Net Capital Turnover ratio is primarily due to decrease in the working capital held by the Company due to decrease in fixed deposits and investments made in mutual funds.

Definitions:

- (a) Earnings available for debt service = Profit for the year + Non-cash operating expenses such as depreciation and amortisation + Interest + other adjustments like loss on sale of fixed assets etc.
- (b) Debt service = Interest + Lease Payments + Principal Repayments
- (c) Average inventory = (Opening inventory balance + Closing inventory balance)/2
- (d) Average trade receivables = (Opening trade receivables balance + Closing trade receivables balance)/2
- (e) Average trade payables = (Opening trade payables balance + Closing trade payables balance)/2
- (f) Working Capital = Current assets - Current liabilities
- (g) Earnings before interest and taxes = Profit before tax + Finance costs - Other income
- (h) Capital Employed = Total assets - Total liabilities - Intangible assets + Deferred tax liabilities

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

32. CAPITAL MANAGEMENT

The Company's policy is to maintain a stable and strong capital structure with a focus on equity so as to provide returns to shareholders, benefits to other stakeholders, creditors and to sustain future development and growth of the business. In order to maintain the capital structure, the Company monitors the return on capital as well as debt to total equity ratio. The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to all its shareholders. For the purpose of debt to total equity, debt includes its long-term and short-term borrowings. Total equity comprises of issued share capital and all other equity reserves.

Gearing ratio:

Particulars	As at March 31, 2024	As at March 31, 2023
Total debt	-	-
Total equity	65,332.11	54,508.80
Debt equity ratio	-	-

The Company's bank balances as at March 31, 2024 is ₹ 6,335.54 (March 31, 2023: ₹ 11,142.56) and debt outstanding is ₹ Nil (March 31, 2023: ₹ Nil).

33. FINANCIAL INSTRUMENTS

A. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

Particulars	Note	March 31, 2024		March 31, 2023		Fair value level
		Amortised cost	Fair value	Amortised cost	Fair value	
Financial assets						
Investments (other than in subsidiary companies and LLP)						
- in mutual funds - FVTPL	6 (a)	-	10,912.98	-	12,907.12	Level 1
- in equity instruments - FVOCI	6 (a)	-	4.00	-	4.00	Level 3
- in bonds - FVTPL	6 (a)	-	-	-	992.20	Level 1
Trade receivables	6 (b)	1,283.95	-	885.13	-	
Loans	6 (c)	1,286.00	-	575.00	-	
Cash and cash equivalents	6 (d)	1,556.38	-	2,328.97	-	
Other bank balances	6 (e)	4,644.91	-	8,813.59	-	
Other financial assets	6 (f)	1,277.96	-	1,204.14	-	
Total financial assets		10,049.20	10,916.98	13,806.83	13,903.32	
Financial liabilities						
Lease liabilities	4 (c)	25,019.13	-	24,755.90	-	
Trade payables	11 (a)	3,060.96	-	2,719.24	-	
Other financial liabilities	11 (b)	1,057.20	-	1,369.72	-	
Total financial liabilities		29,137.29	-	28,844.86	-	

The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, other bank balances, borrowings, trade payables and other financial liabilities approximate their carrying amount largely due to short-term nature of these instruments. Investments in mutual funds, which are classified as FVTPL are measured using net assets value at the reporting date multiplied by the quantity held.

Investment in subsidiaries have been accounted at historical cost. Since, these are scoped out of Ind AS 109 for the purpose of measurement, the same are not disclosed in the table above.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

B. Measurement of fair values

i. Valuation techniques and significant unobservable inputs

Investment in equity instruments: The fair value of investment in equity instruments approximate to its carrying value. Hence, no fair value gain/(loss) accounted in OCI.

Name of financial asset	Valuation technique	Significant unobservable inputs
Investment in unquoted equity shares	Discounted cash flow method was used to capture the present value of the expected future economic benefits that will flow to the Company arising from the investments in financial assets.	Long term growth rate, discount rate, revenue multiple.

ii. Transfer between Level 1 and 2

There have been no transfers from Level 2 to Level 1 or vice-versa in the current year and no transfers in either direction in previous year.

iii. Level 3 fair values

Particulars	FVOCI equity securities	
	March 31, 2024	March 31, 2023
Balance as at the beginning of the year	4.00	4.00
Investment made	-	-
Net change in fair value (unrealised)	-	-
Balance as at the end of the year	4.00	4.00

C. Financial risk management

The Company activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Trade receivables, security deposits, bank deposits and loans.	Ageing analysis, Credit score of customers/entities.	Monitoring the credit limits of customers and obtaining security deposits

The Company's risk management is carried out by the Senior Management under policies approved by the Board of Directors. The Board of Directors provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk and liquidity risk.

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans.

The Company has no significant concentration of credit risk with any counterparty.

Trade receivables and loans

Customer credit risk is managed by the respective department subject to Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits as defined by the Company. Outstanding customer receivables are regularly monitored. All the trade receivables are non-interest bearing.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Expected credit loss (ECL) assessment for individual customers

As per simplified approach, the Company makes provision of expected credit losses on trade receivable using a provision matrix to mitigate the risk of default payment and make appropriate provision at each reporting date.

Trade receivables	As at March 31, 2024				As at March 31, 2023				Credit impaired?
	ECL Rate	Gross amount	ECL amount	Net amount	ECL Rate	Gross amount	ECL amount	Net amount	
below 90 days past due	0.63%	607.64	3.84	603.80	3.26%	621.94	20.29	601.65	No
91 to 180 days past due	1.93%	269.93	5.22	264.71	7.27%	233.84	17.00	216.84	No
181 to 270 days past due	3.97%	299.14	11.89	287.25	11.39%	41.72	4.75	36.97	No
271 to 360 days past due	7.99%	87.48	6.99	80.49	20.65%	17.82	3.68	14.14	No
361 to 450 days past due	13.49%	26.99	3.64	23.35	39.78%	12.92	5.14	7.78	No
451 to 540 days past due	16.07%	6.10	0.98	5.12	63.12%	11.01	6.95	4.06	No
541 to 630 days past due	20.75%	16.82	3.49	13.33	75.69%	11.56	8.75	2.81	No
631 to 720 days past due	25.13%	7.88	1.98	5.90	89.74%	8.58	7.70	0.88	No
above 720 days past due	100.00%	163.52	163.52	-	100.00%	97.29	97.29	-	Yes
Total		1,485.50	201.55	1,283.95		1,056.68	171.55	885.13	

The ageing analysis of the receivables has been considered from the date the invoice falls due.

Particulars	< 180 days	> 180 days	Provision	Total
March 31, 2024	902.60	582.90	(201.55)	1,283.95
March 31, 2023	855.77	200.91	(171.55)	885.13

Management believes that the unimpaired amounts that are past due by more than 180 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

The movement in the allowance for impairment in respect of trade receivables is as follows:

Particulars	March 31, 2024	March 31, 2023
Balance at the beginning of the year	171.55	151.55
Add: Allowance measured at lifetime expected credit loss	30.00	20.00
Less: Amounts written off	-	-
Balance at the end of the year	201.55	171.55

The Company has an exposure of Rs. 786.00 as at March 31, 2024 (March 31, 2023: Rs. 575.00) for loans given to subsidiaries. Such loans are classified as financial asset measured at amortised cost. The Company did not have any amounts that were past due but not impaired at March 31, 2024 or March 31, 2023. The Company has no collateral in respect of these loans.

Credit risk on cash and cash equivalents, deposits with banks is generally low as the said deposits have been made with the banks who have been assigned high credit rating by credit rating agencies. Investments of surplus funds are made only with approved financial institutions. Investments primarily include investments in subsidiaries and mutual funds.

ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The finance team monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash outflows on trade payables and other financial liabilities and any excess/short liquidity is managed in the form of current borrowings, bank deposits and investment in mutual funds as per the approved frame work.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

March 31, 2024	Carrying amount	Total	Contractual cash flows				
			6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Lease liabilities	25,019.13	38,282.42	1,885.05	1,927.24	3,733.60	9,285.31	23,336.26
Trade payables	3,060.96	3,060.96	3,060.96	-	-	-	-
Capital creditors	305.07	305.07	305.07	-	-	-	-
Other financial liabilities	752.13	752.13	752.13	-	-	-	-
	29,137.29	42,400.58	6,003.21	1,927.24	3,733.60	9,285.31	23,336.26

March 31, 2023	Carrying amount	Total	Contractual cash flows				
			6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Lease liabilities	24,755.90	38,654.35	1,747.11	1,754.69	3,641.09	9,235.27	24,023.30
Trade payables	2,719.24	2,719.24	2,719.24	-	-	-	-
Capital creditors	768.36	768.36	768.36	-	-	-	-
Other financial liabilities	601.36	601.36	601.36	-	-	-	-
	28,844.87	42,743.31	5,836.07	1,754.69	3,641.09	9,235.27	24,023.30

Except for these financial liabilities, it is not expected that cash flows included in the maturity analysis could occur significantly.

iii. Market risk

Market risk is the risk that results from changes in market prices - such as foreign exchange rates, interest rates and others - will affect the Company's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

34. ADDITIONAL REGULATORY INFORMATION PURSUANT TO THE REQUIREMENT IN DIVISION II OF SCHEDULE III TO THE COMPANIES ACT 2013

- i. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- ii. The Company does not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.
- iii. The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.
- iv. The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
- v. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vi. 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:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Notes to the Standalone Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

- vii. The Company has not entered into any 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).
- viii. The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.
- ix. The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

35. The Company has received a letter dated July 5, 2021, March 14, 2022 and September 16, 2022 under Section 37 of the Foreign Exchange Management Act, 1999 read with Section 133(6) of the Income Tax Act, 1961 from the Directorate of Enforcement, Government of India ("ED") requesting certain information for the purpose of their investigation. The Company has responded to the ED letter by

letter dated August 5, 2021, March 31, 2022 and September 29, 2022 by providing the information requested for. The letter has only sought certain information, which has been complied with, and it is not a show cause notice or demand letter at this stage, and there is no impact to the financial statements.

36. SUBSEQUENT EVENTS

- (a) The wholly owned subsidiaries of the Group namely Doctorslab Medical Services Private Limited and Namrata Diagnostic Centre Private Limited, based on the application filed by the respective companies have been struck off by the Registrar of Companies (ROC) as on April 06, 2024, since there were no operations in these companies. There is no impact on account of this in the financial statements.
- (b) Subsequent to March 31, 2024, the Board of Directors of the Company at its meeting held on 08 May 2024 has recommended a final dividend of Re. 1/- per equity share which is subject to approval at the ensuing Annual General Meeting of the Company and hence was not recognised as a liability.

As per our report of even date attached.

For B S R and Co

Chartered Accountants

ICAI Firm registration number: 128510W

Amit Kumar Bajaj

Partner

Membership Number: 218685

Hansraj Singh Rajput

Company Secretary

Membership No: F11438

Dr. S. Surendranath Reddy

Executive Chairman

DIN: 00108599

K. Sunil Chandra

Executive Director

DIN: 01409332

S. Suprita Reddy

Managing Director

DIN: 00263618

Narasimha Raju K.A.

Chief Financial Officer

For and on behalf of the Board of Directors of

Vijaya Diagnostic Centre Limited

CIN: L85195TG2002PLC039075

Place: Hyderabad

Date: 08 May 2024

Place: Hyderabad

Date: 08 May 2024

Independent Auditor’s Report

To the Members of Vijaya Diagnostic Centre Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the consolidated financial statements of Vijaya Diagnostic Centre Limited (hereinafter referred to as the “Holding Company”) and its subsidiaries (Holding Company and its subsidiaries together referred to as “the Group”), which comprise the consolidated balance sheet as at 31 March 2024, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate/consolidated financial statements of such subsidiaries as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (“Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2024, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

REVENUE RECOGNITION

Refer note 3A of the summary of the material accounting policies and note 14 to the consolidated financial statements:

The key audit matter	How the matter was addressed in our audit
<p>Revenue from diagnostics services is recognised at a point in time when the tests are conducted and samples are processed.</p> <p>The Group’s revenue relates to sales through large number of diagnostic centres with high volume of sales that are made primarily on cash and carry basis which increases the risk of revenue being recognised inappropriately and which highlights the criticality of sound internal processes of summarising and recording sales revenue to mitigate error and fraud risk.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient and appropriate audit evidence:</p> <ol style="list-style-type: none"> <li data-bbox="805 1456 1482 1646">1. We obtained an understanding of the systems, processes and controls implemented by the Company. We evaluated the design and implementation and the operating effectiveness of key internal financial controls with respect to revenue recognition including those related to the reconciliation of sales to cash/credit card receipts. <li data-bbox="805 1668 1482 1758">2. We tested the reconciliation of revenue generated through cash/credit card and the amount deposited into the bank statements. <li data-bbox="805 1780 1482 1989">3. We performed substantive testing on samples selected using statistical sampling of revenue transactions recorded during the year by testing the underlying documents to assess whether criteria for revenue recognitions are met. Further, we have verified the accuracy of the sales price by comparing the rates with the approved price list and discount policy.

In view of the above, we identified revenue recognition as a key audit matter.

BASIS FOR OPINION

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

KEY AUDIT MATTER(S)

Key audit matters are those matters that, in our professional judgment and based on the consideration of reports of other auditors on separate/consolidated financial statements of components audited by them, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter	How the matter was addressed in our audit
	<ol style="list-style-type: none"> 4. We tested the periodic reconciliation of revenue as per the billing system to the revenue recorded as per the accounting records. Further, we tested the reconciliation of revenue recognised with statutory filings (Goods and Services Tax returns). 5. We tested sample journal entries affecting revenue recognised during the year selected based on specified risk-based criteria, to identify unusual items. 6. We carried out analytical procedures on revenue recognised during the year to identify unusual variances. 7. We assessed the adequacy of disclosures in respect of revenue in the standalone financial statements.

BUSINESS COMBINATION

See Note 30 to consolidated financial statements

The key audit matter	How the matter was addressed in our audit
<p>On 21 December 2023, the Holding Company acquired 100% equity stake in P H Diagnostic Centre Private Limited, an unlisted private company pursuant to the Share Purchase Agreement ("SPA").</p> <p>The Group determined the acquisition to be within the scope of Ind AS 103 'Business Combination'. Ind AS 103 requires identified assets and liabilities be recognised at fair value at the date of acquisition, with the excess of the acquisition cost over identified fair value of assets and liabilities as goodwill.</p> <p>The Group determined the fair values of the net identifiable assets acquired was ₹ 3,363.26 lakhs.</p> <p>The Group appointed independent professional valuer to determine the fair values of the identified assets acquired and liabilities assumed which resulted in recognition of Goodwill of ₹ 11,386.74 lakhs.</p> <p>Significant assumptions and estimates are used as of the date of acquisition in the determination of the fair values of the identified assets acquired and liabilities assumed in the transaction. Significant judgements were made in respect of the future projections and the discount rate used in assessing the carrying value of the net assets acquired. Accordingly, this is considered to be key audit matter.</p>	<p>In view of the significance of the matter, we applied the following audit procedures in this area:</p> <ol style="list-style-type: none"> 1. Assessed and tested the effectiveness of internal controls relating to identification of assets acquired and liabilities assumed and determination of respective fair values as of acquisition date. 2. Obtained understanding of the valuation methodologies used by the Group and external valuation expert in the fair valuation of acquired assets and liabilities. 3. Read the Share Purchase agreement pertaining to acquisition of P H Diagnostic Centre Private Limited with a view to identify specific clauses impacting the determination and recognition of the purchase price. 4. Evaluated the competence, capabilities and relevant experience of the experts engaged by the Company to determine fair valuation of the assets and liabilities acquired. 5. Traced the value of the consideration transferred with reference to the Share Purchase Agreement. 6. Involved our internal valuation experts to challenge the methodology and key assumptions used in determination of fair values of the identified assets acquired and liabilities assumed. 7. Assessed adequacy of the disclosures made in the Consolidated Ind AS financial statements with the relevant accounting standards.

OTHER INFORMATION

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the financial statements and auditor's reports thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Holding Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

MANAGEMENT'S AND BOARD OF DIRECTORS'/DESIGNATED PARTNERS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies/Designated Partners of the LLPs included in the Group are responsible for assessing the ability of each company/LLP 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/Designated Partners either intends to liquidate the Company/LLP or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

- We did not audit the financial statements of three subsidiaries, whose financial statements reflect total assets (before consolidation adjustments) of ₹ 1,300.13 lakhs as at 31 March 2024, total revenues (before consolidation adjustments) of ₹ 1,026.71 lakhs and net cash flows (before consolidation adjustments) amounting to ₹ 113.58 lakhs for the year 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-section (3) of Section 143 of the Act, in so far 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 this matter with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate/consolidated financial statements of such subsidiaries, as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that:
 - 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 financial statements.
 - In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - On the basis of the written representations received from the directors of the Holding Company as on 01 April 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b)

above on reporting under Section 143(3)(b) and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate/consolidated financial statements of the subsidiaries, as noted in the "Other Matters" paragraph:
- a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2024 on the consolidated financial position of the Group. Refer Note 22 to the consolidated financial statements.
 - b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2024.
 - c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies incorporated in India during the year ended 31 March 2024.
 - d. (i) The management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies that, to the best of their knowledge and belief, as disclosed in the Note 34 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (ii) The management of the Holding Company and its subsidiary companies incorporated

in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies that, to the best of their knowledge and belief, as disclosed in the Note 34 to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary companies from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary companies shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors notice that has caused us or other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The final dividend paid by the Holding Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 36 to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- f. Based on our examination which included test checks and such procedures performed by the respective auditors of the subsidiary companies incorporated in India whose financial statements have been audited under the Act, except for the instances mentioned below, the Holding Company and its subsidiary companies, have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and respective auditors of such subsidiary companies did not come across any instance of audit trail feature being tampered with.

Nature of exception	Details of exception
Instances of accounting software for maintaining its books of account which did not have a feature of recording audit trail (edit log) facility and the same was not operated throughout the year for all relevant transactions recorded in the software.	<p>(a) In respect of Holding company:</p> <p>(i) The feature of recording audit trail (edit log) facility was enabled but did not provide audit evidence of direct database level changes throughout the year relating to the accounting software used for financial reporting.</p> <p>(ii) In the absence of independent auditor's report in relation to controls at service organisation for accounting software used for maintaining the books of account relating to payroll process, which is operated by a third-party software service provider, we are unable to comment whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions recorded in the software.</p> <p>(b) In respect of one subsidiary, the company has used an accounting software only from 01 March 2024 for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated from 01 March 2024 till end of the year for relevant transactions recorded in the software from the said date only.</p>

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary companies to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the the Holding Company and its subsidiary companies is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R and Co
Chartered Accountants
Firm's Registration No.:128510W

Amit Kumar Bajaj
Partner
Membership No.: 218685
ICAI UDIN: 24218685BKGPO3678

Place: Hyderabad
Date: 08 May 2024



Annexure A

To the Independent Auditor's Report on the Consolidated Financial Statements of Vijaya Diagnostic Centre Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(xxi) In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order, 2020 reports of the companies incorporated in India and included in the consolidated financial statements.

For B S R and Co
Chartered Accountants
Firm's Registration No.:128510W

Amit Kumar Bajaj
Partner
Membership No.: 218685
ICAI UDIN: 24218685BKGPOM3678

Place: Hyderabad
Date: 08 May 2024

Annexure B

To the Independent Auditor's Report on the consolidated financial statements of Vijaya Diagnostic Centre Limited for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of sub-section 3 of Section 143 of the Act

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

OPINION

In conjunction with our audit of the consolidated financial statements of Vijaya Diagnostic Centre Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies, as of that date.

In our opinion and based on the consideration of reports of the other auditors on internal financial controls with reference to financial statements of subsidiary companies, as were audited by the other auditors, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial

statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OTHER MATTER(S)

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to two subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of this matter.

For B S R and Co
Chartered Accountants
Firm's Registration No.:128510W

Place: Hyderabad
Date: 08 May 2024

Amit Kumar Bajaj
Partner
Membership No.: 218685
ICAI UDIN: 24218685BKGPO3678

Consolidated Balance Sheet

as at March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
I Non-current assets			
(a) Property, plant and equipment	4 (a)	37,862.14	29,403.95
(b) Capital work-in-progress	4 (b)	820.63	2,710.61
(c) Right-of-use assets	4 (c)	22,354.94	22,233.92
(d) Goodwill	5	11,920.49	533.75
(e) Other intangible assets	5	2,069.70	219.63
(f) Intangible assets under development	5	48.67	63.06
(g) Financial assets			
(i) Investments	6 (a)	4.00	4.00
(ii) Other financial assets	6 (e)	1,129.95	899.92
(h) Deferred tax assets, (net)	7	291.85	824.91
(i) Other tax assets, (net)	21 (d)	21.38	19.31
(j) Other non-current assets	9	618.73	861.51
Total non-current assets		77,142.48	57,774.57
II Current assets			
(a) Inventories	8	518.27	204.86
(b) Financial assets			
(i) Investments	6 (a)	10,912.98	13,899.32
(ii) Trade receivables	6 (b)	1,623.97	948.87
(iii) Cash and cash equivalents	6 (c)	2,224.77	2,417.69
(iv) Bank balances other than (iii) above	6 (d)	5,082.99	9,224.54
(v) Other financial assets	6 (e)	312.42	362.04
(c) Other current assets	9	457.39	508.80
Total current assets		21,132.79	27,566.12
TOTAL ASSETS (I + II)		98,275.27	85,340.69
EQUITY AND LIABILITIES			
I Equity			
(a) Equity share capital	10 (a)	1,023.46	1,020.71
(b) Other equity	10 (b)	64,695.88	53,452.23
Equity attributable to owners of the Company		65,719.34	54,472.94
Non-controlling interest		271.78	190.14
Total equity		65,991.12	54,663.08
Liabilities			
II Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	4 (c)	23,905.21	23,303.01
(b) Provisions	12	1,058.18	711.66
(c) Other non-current liabilities	13	34.17	46.07
Total non-current liabilities		24,997.56	24,060.74
III Current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	4 (c)	2,013.02	1,452.89
(ii) Trade payables	11 (a)		
- Total outstanding dues of micro enterprises and small enterprises; and		60.45	51.84
- Total outstanding dues of creditors other than micro enterprises and small enterprises		3,234.52	2,719.64
(iii) Other financial liabilities	11 (b)	1,139.85	1,398.87
(b) Other current liabilities	13	402.43	357.71
(c) Provisions	12	315.62	395.02
(d) Current tax liabilities, (net)	21 (d)	120.70	240.90
Total current liabilities		7,286.59	6,616.87
Total liabilities (II + III)		32,284.15	30,677.61
TOTAL EQUITY AND LIABILITIES (I + II + III)		98,275.27	85,340.69

Corporate information 1

Basis of preparation and measurement and Summary of material accounting policies 2 & 3

The notes referred to above form an integral part of the consolidated financial statements.

As per our report of even date attached.

For B S R and Co

Chartered Accountants

ICAI Firm registration number: 128510W

Amit Kumar Bajaj

Partner

Membership Number: 218685

For and on behalf of the Board of Directors of

Vijaya Diagnostic Centre Limited

CIN: L85195TG2002PLC039075

Dr. S. Surendranath Reddy

Executive Chairman

DIN: 00108599

S. Suprita Reddy

Managing Director

DIN: 00263618

Hansraj Singh Rajput

Company Secretary

Membership No: F11438

K. Sunil Chandra

Executive Director

DIN: 01409332

Narasimha Raju K.A.

Chief Financial Officer

Place: Hyderabad

Date: 08 May 2024

Place: Hyderabad

Date: 08 May 2024



Consolidated Statement of Profit and Loss

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
I Income			
(a) Revenue from operations	14	54,780.53	45,922.27
(b) Other income	15	2,081.80	1,415.07
Total income		56,862.33	47,337.34
II Expenses			
(a) Cost of materials consumed	16	6,543.84	5,888.16
(b) Employee benefits expense	17	9,021.86	7,847.74
(c) Finance costs	19	2,398.98	2,094.79
(d) Depreciation and amortisation expense	18	5,699.62	6,172.01
(e) Other expenses	20	17,124.94	13,983.64
Total expenses		40,789.24	35,986.34
III Profit before exceptional items and tax [I - II]		16,073.09	11,351.00
IV Exceptional items	20	205.00	-
V Profit Before Tax (PBT) [III - IV]		15,868.09	11,351.00
VI Tax expense	21		
(a) Current tax		3,319.95	2,776.18
(b) Deferred tax		584.43	54.12
Tax expenses		3,904.38	2,830.30
VII Profit for the year [V-VI]		11,963.71	8,520.70
VIII Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurement of defined benefit liability/(asset)		(14.99)	26.94
(ii) Income tax relating to items that will not be reclassified to profit or loss	21	3.77	(6.78)
Other comprehensive income for the year, net of tax		(11.22)	20.16
IX Total comprehensive income for the year [VII+VIII]		11,952.49	8,540.86
Profit for the year attributable to:			
Owners of the Company		11,882.53	8,463.16
Non-controlling interests		81.18	57.54
Other comprehensive income for the year attributable to:			
Owners of the Company		(11.68)	19.87
Non-controlling interests		0.46	0.29
Total comprehensive income for the year attributable to:			
Owners of the Company		11,870.85	8,483.03
Non-controlling interests		81.64	57.83
Earnings per equity share (face value of ₹ 1 each fully paid up)	23		
- Basic (in ₹)		11.62	8.29
- Diluted (in ₹)		11.59	8.26

Corporate information

1

Basis of preparation and measurement and
Summary of material accounting policies

2 & 3

The notes referred to above form an integral part of the consolidated financial statements.

As per our report of even date attached.

For B S R and Co

Chartered Accountants
ICAI Firm registration number: 128510W

Amit Kumar Bajaj

Partner
Membership Number: 218685

For and on behalf of the Board of Directors of

Vijaya Diagnostic Centre Limited

CIN: L85195TG2002PLC039075

Dr. S. Surendranath Reddy

Executive Chairman
DIN: 00108599

S. Suprita Reddy

Managing Director
DIN: 00263618

Hansraj Singh Rajput

Company Secretary
Membership No: F11438

K. Sunil Chandra

Executive Director
DIN: 01409332

Narasimha Raju K.A.

Chief Financial Officer

Place: Hyderabad
Date: 08 May 2024

Place: Hyderabad
Date: 08 May 2024

Consolidated Statement of Cash Flows

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash flow from operating activities		
Profit before tax	15,868.09	11,351.00
Adjustments for:		
Depreciation and amortisation expense	5,699.62	6,172.01
Net gain on sale/retirement of property, plant and equipment	(195.15)	(8.60)
Interest income under the effective interest method	(597.31)	(828.00)
Profit on sale of mutual fund investments (net)	(1,566.26)	(86.49)
Loss allowance for trade receivables	48.00	23.28
Provision for doubtful advances	-	20.00
Fair value gain on investments measured at FVTPL	318.70	(385.44)
Liabilities no longer required, written back	(5.53)	(90.00)
Equity-settled share-based payment transactions (ESOP)	93.17	71.67
Finance costs	2,196.24	1,942.46
Operating profit before working capital changes	21,859.57	18,181.89
Working capital adjustments:		
Decrease/(Increase) in inventories	(230.42)	222.82
Decrease/(Increase) in trade receivables	(456.69)	4.94
Decrease in other financial assets	140.45	261.82
(Increase) in other assets	(187.58)	(205.03)
Increase in trade payables	334.49	697.60
Increase in provisions and other liabilities	111.09	101.52
Increase/(Decrease) in other financial liabilities	149.29	(182.07)
Cash from operating activities	21,720.20	19,083.49
Income tax paid, net	(3,390.11)	(2,622.32)
Net cash from operating activities	18,330.09	16,461.17
B. Cash flows from investing activities		
Acquisition of property, plant and equipment, Capital work-in-progress (CWIP), Other Intangible assets and Intangible assets under development (including capital advances and capital creditors)	(8,796.39)	(12,484.26)
Proceeds from sale of property, plant and equipment	333.08	25.42
Acquisition of subsidiary (refer note 30)	(14,750.00)	-
Redeemed/Investment made in liquid mutual funds/bonds, net	4,233.90	(8,003.84)
Deposits redeemed having original maturity of more than 3 months, (net)	4,012.95	8,868.52
Interest received	735.73	636.92
Net cash used in investing activities	(14,230.73)	(10,957.24)
C. Cash flows from financing activities		
Repayments of short-term borrowings, net	-	(63.46)
Proceeds from the exercise of employee stock option	305.05	115.90
Dividend paid on equity shares	(1,022.67)	(1,021.11)
Payment of lease liabilities	(3,737.33)	(3,221.17)
Interest paid	-	(1.39)
Net cash used in financing activities	(4,454.95)	(4,191.23)
Net increase in cash and cash equivalents (A + B + C)	(355.59)	1,312.70
Cash and cash equivalents at the beginning of the year	2,417.69	1,104.99
Cash acquired on account of business combination (refer Note 30)	162.67	-
Cash and cash equivalents at end of the year	2,224.77	2,417.69

NOTE:

(a) The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - Statement of Cash Flows.

(b) Cash and cash equivalents as per above comprise of the following:

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	90.97	56.05
Balances with banks		
- in current accounts	928.25	1,159.67
- unpaid dividend accounts	0.71	0.47
- in deposit accounts having maturity less than three months	1,204.84	1,201.50
Total cash and cash equivalents (refer note 6(c))	2,224.77	2,417.69

(c) Reconciliation of movements of liabilities to cash flows arising from financing activities:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Movement in financial liabilities:		
Opening balance		
Current borrowings	-	63.46
Lease liabilities	24,755.90	18,282.80
Movement		
Cash flows	(3,737.33)	(3,286.02)
Interest expense	2,136.15	1,891.05
Other non-cash movements		
- Additions/Disposals to lease liabilities (net)	1,764.27	7,804.61
Closing balance		
Current borrowings	-	-
Lease liabilities	25,918.23	24,755.90

The notes referred to above form an integral part of the consolidated financial statements.

As per our report of even date attached.

For B S R and Co
 Chartered Accountants
 ICAI Firm registration number: 128510W

For and on behalf of the Board of Directors of
Vijaya Diagnostic Centre Limited
 CIN: L85195TG2002PLC039075

Amit Kumar Bajaj
 Partner
 Membership Number: 218685

Dr. S. Surendranath Reddy
 Executive Chairman
 DIN: 00108599

S. Suprita Reddy
 Managing Director
 DIN: 00263618

Hansraj Singh Rajput
 Company Secretary
 Membership No: F11438

K. Sunil Chandra
 Executive Director
 DIN: 01409332

Narasimha Raju K.A.
 Chief Financial Officer

Place: Hyderabad
Date: 08 May 2024

Place: Hyderabad
Date: 08 May 2024

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Particulars	Equity share capital		Reserves and surplus		Retained earnings	Total attributable to owners of the Company	Total attributable to Non-controlling interest	Total
	General reserve	Securities Premium	Share based payment reserve	Share based payment reserve				
As at April 1, 2022	1,019.66	493.20	4,590.28	196.29	40,522.50	46,821.93	132.31	46,954.24
Total comprehensive income for the year ended March 31, 2023	-	-	-	-	8,463.16	8,463.16	57.54	8,520.70
Profit for the year	-	-	-	-	19.87	19.87	0.29	20.16
Other comprehensive income for the year	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	8,483.03	8,483.03	57.83	8,540.86
On account of Share based payments (refer note 28)	-	-	-	71.67	-	71.67	-	71.67
Transfer on account of employee share options lapsed/forfeited	-	45.00	-	(45.00)	-	-	-	-
Transfer on account of employee share options exercised	-	30.52	-	(30.52)	-	-	-	-
Proceeds from issue of shares under ESOP plan	1.05	-	115.90	-	-	116.95	-	116.95
Payment of dividend (refer note 10(b)(iv))	-	-	-	-	(1,020.64)	(1,020.64)	-	(1,020.64)
As at March 31, 2023	1,020.71	568.72	4,706.18	192.44	47,984.89	54,472.94	190.14	54,663.08
Total comprehensive income for the year ended March 31, 2024	-	-	-	-	11,882.53	11,882.53	81.18	11,963.71
Profit for the year	-	-	-	-	(11.68)	(11.68)	0.46	(11.22)
Other comprehensive income for the year	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	11,870.85	11,870.85	81.64	11,952.49
On account of Share based payments (refer note 28)	-	-	-	93.17	-	93.17	-	93.17
Transfer on account of employee share options lapsed/forfeited	-	85.51	-	(85.51)	-	-	-	-
Transfer on account of employee share options exercised	-	79.05	-	(79.05)	-	-	-	-
Proceeds from issue of shares under ESOP plan	2.75	-	302.30	-	-	305.05	-	305.05
Payment of dividend (refer note 10(b)(iv))	-	-	-	-	(1,022.67)	(1,022.67)	-	(1,022.67)
As at March 31, 2024	1,023.46	733.28	5,008.48	121.05	58,833.07	65,719.34	271.78	65,991.12

As per our report of even date attached.

For B S R and Co

Chartered Accountants

ICAI Firm registration number: 128510W

Amit Kumar Bajaj

Partner

Membership Number: 218685

Dr. S. Surendranath Reddy

Executive Chairman

DIN: 00108599

For and on behalf of the Board of Directors of

Vijaya Diagnostic Centre Limited

CIN: L85195TG2002PLC039075

S. Suprita Reddy

Managing Director

DIN: 00263618

Hansraj Singh Rajput

Company Secretary

Membership No: F11438

K. Sunil Chandra

Executive Director

DIN: 01409332

Narasimha Raju K.A.

Chief Financial Officer

Place: Hyderabad

Date: 08 May 2024

Place: Hyderabad

Date: 08 May 2024

Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

1. CORPORATE INFORMATION

Vijaya Diagnostic Centre Limited ('the Company' or 'the Parent Company') together with its subsidiaries ('collectively, 'the Group') is engaged in the business of providing comprehensive range of diagnostic services, spanning pathological investigations, basic and high end radiology, nuclear medicine and related healthcare services.

The Company is domiciled and incorporated in India on June 05, 2002 and has its registered and corporate office at # 6-3-883/F, Ground Floor, Family Planning Association of India, Panjagutta, Hyderabad - 500 082, India.

The Company got listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

2. BASIS OF PREPARATION AND MEASUREMENT

(i) Statement of compliance

The consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as 'Ind AS') as per Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013.

The consolidated financial statements were approved by the Board of Directors and authorised for issue on May 08, 2024.

(ii) Change in accounting estimate

The Group changed depreciation on Property, Plant and Equipment based on Written Down Value ("WDV") method from 01 April 2022 to 31 December 2022. With effect from 01 January 2023, the Group changed its method of depreciation from WDV to Straight Line Method ("SLM") based on the technical assessment of the expected pattern of consumption of future economic benefits embodied in the assets as per Ind AS 16.

As per Ind AS 8, the effect of change in accounting estimate has to be given prospectively in the financial statements, accordingly, the Company has changed the method of depreciation w.e.f 01 January 2023. Due to this change in accounting estimate, the depreciation expense is lower and the profit before tax is higher by ₹ 3,886.67 lakhs for the year ended 31 March 2024. Refer note 4(a)(i) for change in accounting estimate.

(iii) Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees (Rs.), which is also the Group's functional currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

(iv) Basis of measurement

These consolidated financial statements have been prepared under the historical cost basis except for the following items, which are measured on an alternative basis on each reporting date.

Item Basis	Measurement
Certain financial assets and liabilities	Fair Value or Amortised Cost
Equity securities at FVOCI	Fair Value
Net defined benefit (asset)/liability	Fair value of plan assets less the present value of the defined benefit obligations (refer note 28)
Equity settled share based payments	Fair Value

(v) Use of estimates and judgements

In preparing these consolidated financial statements, management has made judgements and estimates that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Judgements

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

- Note 3(L), 19 and 27 - lease term; whether the Group is reasonably certain to exercise extended options.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are included in the following notes:

- Note 3(H) – Impairment testing for goodwill generated on consolidation;
- Note 27 – measurement of defined benefit obligations: key actuarial assumptions;
- Notes 12 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;

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- Note 6 (b) – impairment of financial assets;
- Note 4 and Note 5 - determining an asset's expected useful life and the expected residual value at the end of its life
- Note 28 - Employee share based payments, equity settled
- Note 6(b), 31C(i) - measurement of ECL allowance for trade receivables

(vi) Measurement of fair values

A number of the accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values.

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 Group. 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.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Significant valuation issues are reported to the Group's audit committee.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same

level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in the measuring fair values is included in the following notes:

- Note 28: Share based payments.
- Note 31: Financial Instruments.

(vii) Principles of consolidation

a. Subsidiaries

Subsidiaries are entities controlled by the Group. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

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

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

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements;
- The Group's voting rights and potential voting rights;
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

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

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in

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similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent Company, i.e. year ended on March 31, 2024.

b. Consolidation procedures

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and property, plant and equipment and intangible assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise

from the elimination of profit and losses resulting from intragroup transactions.

c. Non-controlling interests (NCI)

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.

Changes in the Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

d. Loss of control

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

If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary.
- Derecognises the carrying amount of any non-controlling interests.
- Derecognises the cumulative translation differences recorded in equity.
- Recognises the fair value of the consideration received.
- Recognises the fair value of any investment retained.
- Recognises any surplus or deficit in profit or loss.
- Reclassifies the parent's share of components previously recognized in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

e. Subsidiaries considered in the consolidated financial statements

Sr. No.	Name of the entity	Relationship	Country of incorporation	Ownership interest in % March 31, 2024	Ownership interest in % March 31, 2023
1	Medinova Diagnostic Services Limited	Subsidiary	India	62.14%	62.14%
2	VDC Diagnostic (Karnataka) LLP	Subsidiary	India	100.00%	100.00%
3	Medinova Millennium MRI Services LLP*	Stepdown Subsidiary	India	100.00%	100.00%
4	Doctorslab Medical Services Private Limited#	Subsidiary	India	100.00%	100.00%
5	Namrata Diagnostic Centre Private Limited#	Stepdown Subsidiary	India	100.00%	100.00%
6	P H Diagnostic Centre Private Limited**	Subsidiary	India	100.00%	00.00%

*Subsidiary of Medinova Diagnostic Services Limited

**Subsidiary w.e.f December 21, 2023

#Refer Note 36 for further details

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(vii) Current and non-current classification

The Group classifies an asset as current when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it expects to realise the asset within twelve months after the reporting period;
- it holds the asset primarily for the purpose of trading; or
- the asset is cash or cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as a current when:

- it is expected to be settled in the Group's normal operating cycle;
- the liability is due to be settled within twelve months from the reporting period;
- it is held primarily for the purposes of being trading;
- it does not hold an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and realisation in cash or cash equivalents. The Group's normal operating cycle is twelve months.

3. MATERIAL ACCOUNTING POLICIES

A. Revenue from contracts with customers

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer.

i) Diagnostic services

Revenue from diagnostic services is recognized on amount billed net of discounts/concessions if any. No element of financing is deemed present as the sales are made primarily on cash and carry basis, however for institutional/organizational customers billing is done fortnightly/monthly based on the agreement, which is consistent with market practice.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when the underlying tests are conducted, samples are processed for requisitioned diagnostic tests. Each service is generally a separate performance obligation and therefore revenue is recognised at a point in time when the tests are conducted, samples are processed. For multiple tests,

the Group measures the revenue in respect of each performance obligation at its relative stand alone selling price and the transaction price is allocated accordingly. The price that is regularly charged for a test separately registered is considered to be the best evidence of its stand alone selling. Revenue contracts are on principal to principal basis and the Group is primarily responsible for fulfilling the performance obligation.

A contract liability is the obligation to transfer services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfer services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group performs under the contract.

ii) Sale of privilege cards

The Group operates a discount scheme where certain 'Privilege cards' are sold to the customers against which specified discounts are given on the future diagnostic services availed by the customer for a specified period. The Group recognises revenue from the sale of such cards over the period for which the card is valid. The difference in sale consideration received and revenue recognised is recognised as deferred revenue.

B. Recognition of dividend income, interest income or expense and rental income

Dividend income

Dividend are recognised in statement of profit and loss on the date on which the Group's right to receive payment is established.

Interest income or expense

Interest income or expense is recognized using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Rental income

Rental income from Investment property is recognised as part of Other income in statement profit and loss on the date on which the Group's right to receive payment is established.

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C. Financial instruments

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

i) Initial recognition and measurement

Trade receivables issued are initially recognised when they are originated. All other financial assets or financial liabilities are initially recognised when the Group becomes a party to the contractual provision of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

The average credit period from these services provided to customers is 0 to 60 days. No interest is charged on the trade receivables for the amount over due above the credit period. A trade receivable without a significant financing component is initially measured at the transaction price.

ii) Classification and subsequent measurement

Financial assets

All financial assets are initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

On initial recognition, a financial asset is classified as measured at:

- Amortised cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value through Profit or Loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- Its contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Subsequent measurement

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Equity investments at FVOCI: These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit or loss.

iii) Derecognition

Financial assets

The Group derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
 - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
 - the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset."

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

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Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

D. Property, plant and equipment

i) Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefit associated with the item will flow to the Group and the cost of the item can be measured reliably. Items of property, plant and equipment (including capital-work-in-progress) are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and any accumulated impairment losses. Freehold land is carried at historical cost less any accumulated impairment losses.

Cost of an item of property, plant and equipment comprises its purchase price, including non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the items to its working conditions for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

The cost of Property, plant and equipment as at April 01, 2016, the Group's date of transition to Ind AS, was determined with reference to its carrying value recognised as per the previous GAAP (deemed cost), as at the date of transition to Ind AS.

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

ii) Depreciation

Depreciation is recognised so as to write off the cost of assets (other than freehold land) less their residual values over their useful lives. The Group charged depreciation on Property, Plant and Equipment (PPE) based on Written Down Value ("WDV") method upto 31 December 2022. With effect from 01 January 2023, the Group has changed its method of depreciation from WDV to Straight Line Method ("SLM") based upon the technical assessment of expected pattern of consumption of the future economic benefits embodied in the assets.

Depreciation is charged over the useful lives of the assets as estimated by the Management based on technical evaluation, which coincide with the useful life prescribed in Schedule II to the Act. Depreciation on additions and deletions are restricted to the period of use.

The estimated useful lives of items of property, plant and equipment are as follows:

Asset category	Management estimate of useful life	Useful life as per Schedule II
Buildings	60 years	60 years
Plant and equipment		
- Medical and diagnostic equipments	5 years - 13 years	13 years
- Other equipments	7 years - 15 years	15 years
Electrical equipments	10 years	10 years
Furniture and fixtures	5 years - 10 years	5 years
Office equipments	3 years - 5 years	5 years
Computers		
- Servers and networks	6 years	6 years
- End user devices such as laptops, etc.	3 years - 5 years	3 years
Vehicles	8 years	8 years

In case of Building on leasehold land, the depreciation is charged based on useful life of the building or the lease period whichever is lower. In the case of lease hold building improvements, the depreciation is charged based on useful life of the improvements which is 10 years or lease period including expected renewal period which ever is lower.

Residual value is considered to be 5% on all the assets, as technically estimated by the management.

Assets costing below ₹ 5,000 are depreciated using depreciation rate at 100%.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

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iii) Intangible assets acquired in a business combination are recognised separately from goodwill such as brand and non compete fees are initially recognised at their fair value at the acquisition date (which is regarded as their cost). Significant estimates are required to be made in determining the value of these intangible assets as per Ind AS 103. These valuations are conducted by independent valuation experts. Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the basis of intangible assets that are acquired separately.

E. Intangible assets

i) Recognition and measurement

Intangible assets that are acquired, are recognized at cost initially and carried at cost less accumulated amortization and accumulated impairment loss, if any. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

ii) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the Straight Line Method (SLM) and is included in depreciation and amortisation expense in statement of profit and loss.

The estimated useful lives are as follows:

- Software - 5 years
- Non-compete fees - 5 years

Amortisation method, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

F. Goodwill and Brand

Goodwill acquired in business combination is allocated, at acquisition, to the cash generating units (CGUs) that are expected to benefit from that business combination.

The Group's Goodwill on consolidation and Brand are tested for impairment annually or more frequently if there are indications that goodwill might be impaired.

An impairment loss recognized for Goodwill and Brand is not reversed in subsequent periods.

Further information about the assumptions made in testing impairment is included in the following notes:

- Note 5 - Intangible assets under development, Other intangible assets and Goodwill.

G. Inventories

Inventories comprise of diagnostic kits, reagents, laboratory chemicals, consumables etc., these are measured at lower of cost and net realisable value. The cost of inventories is based on the first-in, first-out formula and includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

The comparison of cost and net realisable value is made on an item-by-Item basis.

H. Impairment of assets

i) Impairment of financial instruments

The Group recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default or being more than 90 days past due;
- it is probable that the debtor will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Group measures loss allowances at an amount equal to lifetime expected credit losses.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12 months expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

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In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

'Expected credit losses' are discounted at the effective interest rate of the financial statement.

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering asset in its entirety or a portion thereof. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

ii) Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amount of non-financial assets, other than inventories and deferred tax assets, to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

In respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss has been recognised.

I. Employee benefits

i) Short-term employee benefits

Short-term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan where the Group's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity.

The Group makes specified monthly contributions towards Government administered provident fund scheme and Employees' State Insurance ('ESI') scheme.

Obligations for contributions to defined contribution plans are expensed as an employee benefits expense in statement of profit and loss in the period in which the related services are rendered by employees.

iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefits that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The defined benefit obligation is calculated annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. They are included in retained earnings in the statement of changes in equity and in the balance sheet. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate determined by reference to market yields at the end of the reporting period on government bonds. This rate is applied on the net defined

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benefit liability (asset), both as determined at the start of the annual reporting period, taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost. The Group recognises gain and losses on settlement of a defined benefit plan when the settlement occurs.

iv) Other long-term employee benefits - compensated absences

Accumulated absences expected to be carried forward beyond twelve months is treated as long-term employee benefit for measurement purposes. The Group's net obligation in respect of other long-term employee benefit of accumulating compensated absences is the amount of future benefit that employees have accumulated at the end of the year. That benefit is discounted to determine its present value. The obligation is measured annually by a qualified actuary using the projected unit credit method. Remeasurements are recognised in profit or loss in the period in which they arise.

The obligations are presented as current liabilities in the balance sheet if the Group does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

v) Share based payments

The grant date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an employee benefits expense, with a corresponding increase in equity, over the vesting period of the options. The amount recognised as an expense is adjusted to reflect the number of options for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of options that meet the related service and non-market performance conditions at the vesting date. For share-based payment options with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

J. Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Lease contracts entered by the Group majorly pertain for buildings taken on lease to conduct its business in the ordinary course.

As a Lessor:

Leases for which the Group is a lessor are classified as a finance or operating lease. Whenever the terms of a lease transfer

substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. Rental income from operating leases are recognised on straight line basis over the term of relevant lease as part of other income.

As a Lessee:

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

- amounts expected to be payable under a residual value guarantee;
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets:

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense in profit or loss on a straight-line basis over the lease term.

K. Income-tax

Income-tax expenses comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted at the reporting date.

Tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business

combination and that affects neither accounting nor taxable profit or loss at the time of the transaction; and

- temporary differences in relation to a right-of-use asset and a lease liability for a specific lease are regarded as a net package (the lease) for the purpose of recognising deferred tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

Temporary differences in relation to a right-of-use asset and a lease liability for a specific lease are regarded as a net package (the lease) for the purpose of recognising deferred tax.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

L. Provision, contingent liabilities and contingent assets

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Expected future operating losses are not provided for.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

The Group records a provision for decommissioning costs. Decommissioning costs are provided at the present value of

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognized in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate.

Contingencies

Provision in respect of loss/contingencies relating to claims, litigations, assessments, fines and penalties are recognised when it is probable that a liability has been incurred and the amount can be estimated reliably.

Contingent liabilities and contingent assets

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

Contingent asset is not recognised in consolidated financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

M. Earnings per share

Basic Earnings per share

Basic Earnings Per Share ('EPS') is calculated by dividing the profit attributable to the equity shareholders of the Group by the weighted average number of equity shares outstanding during the year.

Diluted Earnings per share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

N. Exceptional items

The Group discloses certain financial information both including and excluding exceptional items. The presentation of information excluding exceptional items allows a better understanding of the underlying operating performance of the Company and provides consistency with the Company internal management reporting. Exceptional items are identified by virtue of either their size or nature so as to facilitate comparison with prior periods and to assess underlying trends in the financial performance of the Company.

N. Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows are segregated into operating, investing and financing activities. The Group considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.

O. Cash and cash equivalents

Cash and cash equivalents in the balance sheet and cash flow statement consists of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities less than three months which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

P. Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period.

Q. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

R. Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

4(a) PROPERTY, PLANT AND EQUIPMENT

Particulars	Freehold land	Buildings	Building on leasehold land	Leasehold improvements	Plant and equipment - Medical	Plant and equipment - others	Electrical equipment	Furniture and fixtures	Office equipment	Computers	Vehicles	Total
A. Gross value (at cost)												
As at April 01, 2022	4,619.08	861.71	1,416.77	3,215.64	18,853.24	2,721.21	1,458.17	1,920.64	321.57	717.97	274.12	36,380.12
Additions	-	-	-	1,556.19	8,392.03	628.43	698.76	1,375.89	139.91	366.89	390.37	13,548.47
Disposals	-	-	-	(99.57)	(78.31)	(12.17)	(42.67)	(17.98)	(0.31)	-	(70.52)	(321.53)
As at March 31, 2023	4,619.08	861.71	1,416.77	4,672.26	27,166.96	3,337.47	2,114.26	3,278.55	461.17	1,084.86	593.97	49,607.06
Additions on account of business combinations (refer note 30)	-	-	-	-	948.59	30.18	61.29	200.11	16.71	11.83	0.79	1,269.50
Additions	-	-	-	1,156.80	7,492.68	300.55	413.64	489.29	98.02	198.98	58.23	10,208.19
Disposals	-	-	-	-	(647.83)	(1.28)	-	-	-	-	(34.77)	(683.88)
As at March 31, 2024	4,619.08	861.71	1,416.77	5,829.06	34,960.40	3,666.92	2,589.19	3,967.95	575.90	1,295.67	618.22	60,400.87
B. Accumulated depreciation												
As at April 01, 2022	-	141.39	651.02	1,791.65	9,670.95	1,740.98	757.14	1,032.18	235.47	535.81	162.45	16,719.04
For the year	-	29.37	58.56	499.00	2,161.88	194.16	230.11	338.12	88.70	154.76	28.44	3,783.10
Disposals	-	-	-	(100.53)	(66.57)	(8.88)	(42.66)	(17.99)	(0.28)	-	(62.12)	(299.03)
As at March 31, 2023	-	170.76	709.58	2,190.12	11,766.26	1,926.26	944.59	1,352.31	323.89	690.57	128.77	20,203.11
For the year	-	11.68	26.48	356.37	1,686.54	121.75	154.48	247.65	59.32	155.80	61.50	2,881.57
Disposals	-	-	-	-	(517.65)	(1.28)	-	-	-	-	(27.02)	(545.95)
As at March 31, 2024	-	182.44	736.06	2,546.49	12,935.15	2,046.73	1,099.07	1,599.96	383.21	846.37	163.25	22,538.73
C. Net carrying value (A-B)												
As at March 31, 2024	4,619.08	679.27	680.71	3,282.57	22,025.25	1,620.19	1,490.12	2,367.99	192.69	449.30	454.97	37,862.14
As at March 31, 2023	4,619.08	690.95	707.19	2,482.14	15,400.70	1,411.21	1,169.67	1,926.24	137.28	394.29	465.20	29,403.95

Notes:

Refer to note 22 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Note 4(a)(i)

The depreciation on Property, plant and equipment is charged based on Written Down Value ("WDV") method upto December 31, 2022. Based upon the technical assessment of expected pattern of consumption of the future economic benefits embodied in the assets, with effect from January 01, 2023 the depreciation method is changed to Straight Line Method (SLM) hence the carrying value of the assets as on December 31, 2022 has been depreciated as per SLM method over the remaining useful lives of the assets. Due to this change in accounting estimate, the depreciation expense is lower and the profit before tax is higher by ₹ 3,886.67 lakhs for the year ended 31 March 2024.

The impact, on account of this change in method of depreciation, on the future periods is given below:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2026	For the year ended 31 March 2027	Later years
(Decrease)/Increase in depreciation expense	(2,888.88)	(1,598.63)	(721.86)	5,209.36

Note 4(a)(ii)

Title deeds for Freehold land and Buildings

Particulars	March 31, 2024	March 31, 2023
Title deeds held in the name of	Group	Group
Whether title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/director	No	No
Reason for not being held in the name of the Company	Not applicable	Not applicable

4(b)

(i) Capital work-in-progress (CWIP)

Particulars	As at March 31, 2024	As at March 31, 2023
As at the beginning of the year	2,710.61	3,409.88
Additions during the year	8,318.21	12,849.20
Less: Capitalised during the year	(10,208.19)	(13,548.47)
Balance at the end of the year	820.63	2,710.61

(ii) The Group does not have any CWIP which is overdue or has exceeded its cost compared to its original plan and hence CWIP completion schedule is not applicable.

(iii) Capital work-in-progress ageing schedule

As at March 31, 2024

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	537.59	-	283.04	-	820.63
	537.59	-	283.04	-	820.63

As at March 31, 2023

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	2,427.57	283.04	-	-	2,710.61
	2,427.57	283.04	-	-	2,710.61

(iv) There are no CWIP which is temporarily suspended as at March 31, 2024 and March 31, 2023.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

4(c) RIGHT OF USE ASSETS AND LEASE LIABILITIES

The Group 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.

The Group uses the incremental borrowing rate to discount its lease payments. The rate applied is 8.50% p.a.

(i) Movement in Right-of-use assets ('ROU') and Lease liabilities is given below:

Particulars	Right of use assets (Buildings)
Gross ROU asset	
As at April 01, 2022	21,611.12
Additions	8,051.35
Disposals	(417.80)
As at March 31, 2023 (A)	29,244.67
Additions	1,967.88
Additions on account of business combinations (refer note 30)	922.88
Disposals	(259.30)
As at March 31, 2024 (C)	31,876.13
Accumulated depreciation	
As at April 1, 2022	4,895.87
Depreciation charge/Adjustments for the year	2,369.37
Disposals	(254.49)
As at March 31, 2023 (B)	7,010.75
Depreciation charge/Adjustments for the year	2,664.45
Disposals	(154.01)
As at March 31, 2024 (D)	9,521.19
Net carrying amount as at March 31, 2024 (C)-(D)	22,354.94
Net carrying amount as at March 31, 2023 (A)-(B)	22,233.92

Set out below are the carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2024	As at March 31, 2023
Balance as at the beginning of the year	24,755.90	18,282.80
Additions during the year	1,869.56	7,956.26
Additions on account of business combinations (refer note 30)	960.56	-
Disposal during the year	(105.29)	(151.65)
Accretion of interest	2,136.15	1,889.66
Payment of lease liabilities	(3,698.65)	(3,221.17)
Balance as at the end of the year	25,918.23	24,755.90
Lease liabilities		
- Current lease liabilities	2,013.02	1,452.89
- Non-Current lease liabilities	23,905.21	23,303.01

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(ii) Payments recognised as expenses and income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Short term leases (refer note 20)	65.97	45.03
	65.97	45.03

(iii) Contractual maturities of lease liabilities on undiscounted basis

Particulars	As at March 31, 2024	As at March 31, 2023
Less than one year	1,926.89	3,501.80
One to five years	13,016.94	12,966.36
More than five years	23,344.76	24,023.30
	38,288.59	40,491.46

Note: All the leases are entered in the name of the Group

5. INTANGIBLE ASSETS UNDER DEVELOPMENT, OTHER INTANGIBLE ASSETS AND GOODWILL

Particulars	Goodwill	Intangible assets under development *	Other intangible assets			Total
			Software	Brand	Non- competee fee	
A. Gross carrying value (at cost)						
As at April 01, 2022	533.75	6.84	415.37	-	-	415.37
Additions	-	284.40	228.18	-	-	228.18
Disposals/Capitalisation	-	(228.18)	-	-	-	-
As at March 31, 2023	533.75	63.06	643.55	-	-	643.55
Additions	-	48.67	314.75	-	-	314.75
Additions on account of business combinations (refer note 30)	11,386.74	-	1.18	1,395.26	317.87	1,714.31
Disposals/Capitalisation	-	(63.06)	-	-	-	-
As at March 31, 2024	11,920.49	48.67	959.48	1,395.26	317.87	2,672.61
B. Accumulated amortisation						
As at April 01, 2022	-	-	279.69	-	-	279.69
Amortisation charge for the year	-	-	144.23	-	-	144.23
Disposals	-	-	-	-	-	-
As at March 31, 2023	-	-	423.92	-	-	423.92
Amortisation charge for the year	-	-	163.10	-	15.89	178.99
Disposals	-	-	-	-	-	-
As at March 31, 2024	-	-	587.02	-	15.89	602.91
C. Net carrying value (A-B)						
As at March 31, 2024	11,920.49	48.67	372.46	1,395.26	301.98	2,069.70
As at March 31, 2023	533.75	63.06	219.63	-	-	219.63

* Intangible assets under development primarily represents softwares which are under progress and are not capitalized

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(i) The Group does not have any Intangible assets under development which is overdue or has exceeded its cost compared to its original plan.

(ii) Impairment testing for cash generating unit containing goodwill and brand (indefinite useful life)

For the purpose of impairment testing carrying amount of Goodwill and Brand has been allocated to the following Cash Generating Units (CGU) as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
P H Diagnostic Centre Private Limited ('CGU 1')		
- Goodwill	11,386.74	-
- Brand	1,395.26	-
Medinova Diagnostic Services Limited ('CGU 2')		
- Goodwill	533.75	533.75
	13,315.75	533.75

Goodwill and Brand (indefinite useful life) are tested for impairment annually and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill and brand by assessing the recoverable amount of each CGU to which the goodwill and brand relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised.

The recoverable amounts of the above cash generating units have been assessed using a value-in-use model. Value in use is generally calculated as the net present value of the projected post-tax cash flows plus a terminal value of the cash generating unit to which the goodwill is allocated. Initially, a post-tax discount rate is applied to calculate the net present value of the post-tax cash flows. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been used on historical data from both external and internal sources.

Key assumptions upon which the Group has based its determinations of value-in-use include:

Particulars	CGU 1	CGU 2
Revenue growth rate for five years	10%	5% - 12%
Terminal value growth rate	5%	5%
Weighted average cost of capital % (WACC) post tax	14.30%	14.30%

- The cash flow projections include specific estimates for five years and a terminal growth rate thereafter.
- The terminal value is arrived at by extrapolating the last forecasted year cash flows to perpetuity, using a constant long-term growth rate. This long term growth rate takes into consideration external macroeconomic sources of data.
- The after tax discount rates used reflect the current market assessment of the risks specific to a CGU, the discount rate is estimated based on the weighted average cost of capital ('WACC') for respective CGU.

As at March 31, 2024, the estimated recoverable amount of CGU exceeds its carrying amount and accordingly, nil impairment was recognised during the year ended March 31, 2024 (March 31, 2023: ₹ Nil).

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

(iii) Intangible assets under development ageing schedule

As at March 31, 2024

Particulars	Amount in intangible asset under development for period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	48.67	-	-	-	48.67
Total	48.67	-	-	-	48.67

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

As at March 31, 2023

Particulars	Amount in intangible asset under development for period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	63.06	-	-	-	63.06
Total	63.06	-	-	-	63.06

(iv) There are no intangible assets under development which are temporarily suspended as at March 31, 2024 and March 31, 2023

6. FINANCIAL ASSETS

(a) Investments

Non-current

Particulars	As at March 31, 2024	As at March 31, 2023
Investments designated at fair value through OCI		
Investment in Equity Instruments - carried at FVOCI		
Unquoted		
C. R. Broadcasting Hyderabad Limited [40,000 (March 31, 2023: 40,000) equity shares of ₹ 10 each fully paid up]	4.00	4.00
	4.00	4.00
Aggregate book value of unquoted investments	4.00	4.00
Aggregate book value of impairment in value of investments	-	-

Current

Particulars	As at March 31, 2024	As at March 31, 2023
Investments at fair value through profit or loss		
Mutual Funds - quoted		
Aditya Birla Sunlife Floating Rate Fund - Nil (March 31, 2023: 1,12,481.50) units	-	336.98
Aditya Birla Sunlife Low Duration Fund - Nil (March 31, 2023: 73,574.67) units	-	449.87
ABSL Money Manager Fund - Nil (March 31, 2023: 3,47,967.47) units	-	1,100.25
ABSL Saving Fund - Nil (March 31, 2023: 1,60,099.92) units	-	752.88
Axis Money Market Fund-G-Direct - Nil (March 31, 2023: 79,560.23) units	-	968.73
HDFC Balanced Advantage Fund - Reg - Growth - Nil (March 31, 2023: 3,12,765.36) units	-	1,011.18
HDFC Low Duration Fund - Nil (March 31, 2023: 805,643.61) units	-	423.13
Bandhan Banking & PSU Debt Fund Growth - Nil (March 31, 2023: 48,65,969.99) units (formerly IDFC mutual fund)	-	1,039.03
Bandhan Low Duration Fund D-Growth - Nil (March 31, 2023: 42,00,260.34) units (formerly IDFC mutual fund)	-	1,406.31
Kotak Low Duration Fund - Nil (March 31, 2023: 12,724.06) units	-	389.44
Kotak Money Market Fund-DP-Growth - Nil (March 31, 2023: 15,810.84) units	-	605.29

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Current (Contd.)

Particulars	As at March 31, 2024	As at March 31, 2023
Nippon India Money Market Fund- G-Direct - Nil (March 31, 2023: 24,136.90) units	-	856.26
SBI Magnum Ultra Short Duration Fund (DG) - Nil; (March 31, 2023: 7,941) units	-	409.63
SBI Savings Fund-DP-Growth - Nil (March 31, 2023: 21,49,800.57) units	-	807.71
TATA Treasury Advantage Fund-D-Growth - Nil (March 31, 2023: 33,517.07) units	-	1,144.93
Tata Money Market Fund-DP-Growth - Nil (March 31, 2023: 29,779.82) units	-	1,205.50
HDFC Liquid Fund-Direct-Growth - 24,650.89 (March 31, 2023: Nil) units	1,169.35	-
Bandhan Liquid fund Growth - Direct - 24,698.69 (March 31, 2023: Nil) units	720.55	-
Aditya Birla Sun Life Liquid Fund-1,16,169.69 (March 31, 2023: Nil) units	452.69	-
TATA Liquid Fund-Direct Plan-Growth - 40,346.31 (March 31, 2023: Nil) units	1,537.30	-
Nippon India Liquid Fund-DP-Growth - 12,439.91 (March 31, 2023: Nil) units	735.07	-
ICICI Prudential Liquid Fund - Direct - Growth-1,13,466.16 (March 31, 2023: Nil) units	405.54	-
Franklin India Liquid Fund - Dp - Growth-58,516.54 (March 31, 2023: Nil) units	2,122.33	-
DSP Liquid Fund - Direct - Growth - 21,781.19 (March 31, 2023: Nil) units	751.75	-
Axis Liquid Fund - D-Growth - 1,12,470.7 (March 31, 2023: Nil) units	3,018.40	-
Investments in Bonds		
Axis Finance Limited - 83 Bonds having face value of ₹ 10,00,000 each (March 31, 2023: 992.20)	-	992.20
	10,912.98	13,899.32
Aggregate book value of quoted investments	10,912.98	13,899.32
Aggregate market value of quoted investments	10,912.98	13,899.32
Aggregate value of impairment in value of investments	-	-
Aggregate value of unquoted investments	-	-

No strategic investments were disposed off during the year ended 31 March 2024, and there were no transfers of any cumulative gain of loss within equity relating to these investments.

(b) Trade receivables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables considered good- Secured	-	-
Trade receivables - considered good- Secured	-	-
Trade receivables - considered good- Unsecured *	1,737.92	1,064.57
Less: Allowance for expected credit loss	(113.95)	(115.70)
Trade receivables - considered good- Unsecured	1,623.97	948.87
Trade receivables - credit impaired- Unsecured	106.88	60.40
Less: Allowance for credit impaired	(106.88)	(60.40)
Trade receivables - credit impaired- Unsecured	-	-

* Includes amount receivable from related parties (refer note 29)

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Trade receivables ageing schedule

As at March 31, 2024

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	311.35	862.99	445.03	57.55	10.52	31.20	1,718.64
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	0.19	1.55	17.54	19.28
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	10.20	12.28	1.14	22.87	60.39	106.88
Total (A)	311.35	873.19	457.31	58.88	34.94	109.13	1,844.80
Allowance for expected credit loss							113.95
Allowance for credit impairment							106.88
Total (B)							220.83
Total (A-B)	311.35	873.19	457.31	58.88	34.94	109.13	1,623.97

As at March 31, 2023

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	80.85	824.15	61.92	46.13	41.87	8.37	1,063.29
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	0.46	0.82	1.28
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	60.40	60.40
Total (A)	80.85	824.15	61.92	46.13	42.33	69.59	1,124.97
Allowance for expected credit loss							115.70
Allowance for credit impairment							60.40
Total (B)							176.10
Total (A-B)	80.85	824.15	61.92	46.13	42.33	69.59	948.87

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(c) Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	90.97	56.05
Balances with banks		
- in current accounts	928.25	1,159.67
- unpaid dividend accounts	0.71	0.47
- in deposit accounts having original maturity less than 3 months or less	1,204.84	1,201.50
	2,224.77	2,417.69

(d) Other bank balances

Particulars	As at March 31, 2024	As at March 31, 2023
Current		
Deposits with banks with original maturity more than three months but less than twelve months * @	5,082.99	9,224.54
	5,082.99	9,224.54

@ Fixed deposit of ₹ 14 (March 31, 2023: ₹ 10.10) under lien.

*These deposits are made with banks comprise of time deposits, which are available at call.

(e) Other financial assets

(Unsecured, considered good)

Non-current

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with bank held as margin money	6.35	12.37
Fixed deposit with banks, with remaining maturity of more than twelve months from balance sheet date	39.35	39.54
Security deposits (rental/electricity deposits) *	1,084.25	848.01
	1,129.95	899.92

* Includes amount receivable from related parties (refer note 29)

Current

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits with banks, with original maturity of more than twelve months and remaining maturity of less than twelve months from balance sheet date	134.26	-
Interest accrued on bank deposits and others	111.41	318.53
Security deposits (rental/electricity deposits) *	66.37	8.68
Other receivables	0.38	34.83
	312.42	362.04

* Includes amount receivable from related parties (refer note 29)

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

7. DEFERRED TAX ASSETS/(LIABILITIES), NET

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets		
- Decommissioning liability on property, plant and equipment (refer note 12)	196.03	171.23
- Leases	1,096.28	853.42
- Employee benefits	156.70	96.42
- Credit impaired debts	50.73	43.18
- Property, plant and equipment	34.26	31.07
- Others	97.40	80.79
Sub-total (A)	1,631.40	1,276.11
Deferred tax liabilities		
- Fair value gain/loss from investments	59.36	139.57
- Property, plant and equipment and intangible assets	1,280.19	311.63
Sub-total (B)	1,339.55	451.20
Deferred tax asset/(liability), net (A-B)	291.85	824.91

Movement in deferred tax assets/(liabilities)

On account of	Property, plant and equipment including decommissioning liability	Provision for employee benefits	Leases	Fair value gain or loss from investments	Others	Total
As at April 01, 2022	122.23	89.34	598.05	(42.56)	118.75	885.81
(Charged)/credited						
- to profit and loss	(231.56)	13.86	255.37	(97.01)	5.22	(54.12)
- to OCI	-	(6.78)	-	-	-	(6.78)
As at March 31, 2023	(109.33)	96.42	853.42	(139.57)	123.97	824.91
On account of business combination (refer note 30)	14.42	16.23	-	-	16.94	47.59
(Charged)/credited						
- to profit and loss	(954.99)	40.28	242.86	80.21	7.22	(584.42)
- to OCI	-	3.77	-	-	-	3.77
As at March 31, 2024	(1,049.90)	156.70	1,096.28	(59.36)	148.13	291.85

There are no unrecognized deferred tax assets and liabilities as at March 31, 2024 and March 31, 2023.

8. INVENTORIES

(Valued at lower of cost and net realisable value)

Particulars	As at March 31, 2024	As at March 31, 2023
Reagents, chemicals, digital imaging films, consumables etc. (net of provision of ₹ 51 (March 31, 2023: ₹ 34))	518.27	204.86
	518.27	204.86

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

9. OTHER ASSETS

(Unsecured, considered good)

Non-current

Particulars	As at March 31, 2024	As at March 31, 2023
Capital advances	431.80	651.45
Less: Provision for doubtful advances	(63.63)	(63.63)
Prepaid expenses	250.56	273.69
	618.73	861.51

Current

Particulars	As at March 31, 2024	As at March 31, 2023
Advances other than capital advances		
- Advance to suppliers	85.26	214.02
- Advance to employees	28.64	13.56
Prepaid expenses	343.49	281.22
	457.39	508.80

10. EQUITY

Particulars	As at March 31, 2024	As at March 31, 2023
Authorised share capital		
120,500,000 equity shares of ₹ 1 each (March 31, 2023: 120,500,000 equity shares of ₹ 1 each)	1,205.00	1,205.00

(a) Equity share capital

Particulars	As at March 31, 2024	As at March 31, 2023
Issued, subscribed and fully paid up capital		
102,345,693 equity shares of ₹ 1 each (March 31, 2023: 102,071,175 equity shares of ₹ 1 each), fully paid-up	1,023.46	1,020.71
	1,023.46	1,020.71

i) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

Particulars	March 31, 2024		March 31, 2023	
	Number of shares	Amount	Number of shares	Amount
Shares outstanding at the beginning of the year	10,20,71,175	1,020.71	10,19,65,926	1,019.66
Issue under Employee Stock Option Plan (refer note 28)	2,74,518	2.75	1,05,249	1.05
Shares outstanding at the end of the year	10,23,45,693	1,023.46	10,20,71,175	1,020.71

ii) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1 per share (March 31, 2023: ₹ 1 per share). Each holder of equity shares is entitled to one vote per share. The shareholders are entitled to dividends in Indian Rupees, proposed by the Board of Directors and subject to the approval of the shareholders in the Annual General Meetings. In the event of liquidation of the Company, the holders 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.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

iii) Details of shareholders holding more than 5% shares in the Company

Particulars	March 31, 2024		March 31, 2023	
	No. of shares	% of holding	No. of shares	% of holding
Equity Shares				
Dr S.Surendranath Reddy	3,34,22,899	32.66%	3,37,22,899	33.04%
S Suprita Reddy	91,76,933	8.97%	91,76,933	8.99%
K Sunil Chandra	85,96,933	8.40%	91,06,933	8.92%
Nippon Life India Trustee Limited	63,69,308	6.22%	58,67,208	5.75%

iv) Shares held by promoters at the end of the year

Promoter's Name	March 31, 2024			March 31, 2023		
	No. of Shares	% of holding	% of change	No. of Shares	% of holding	% of change
Dr S.Surendranath Reddy	3,34,22,899	32.66%	(0.38%)	3,37,22,899	33.04%	0.26%
Total	3,34,22,899	32.66%	(0.38%)	3,37,22,899	33.04%	0.26%

v) During the five years immediately preceding the year, no shares have been bought back, no shares have been issued for consideration other than cash except for equity shares issued by way of bonus as provided below:

Particulars	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020
Allotted as fully paid up equity shares by way of bonus	-	-	5,66,47,736	-	-
Shares issued for consideration other than cash	-	-	-	-	-

vi) For details of share reserved for issue under Employee Stock Option Plan (ESOP) of the Company, refer note 28.

(b) Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
General reserve	733.28	568.72
Employee share options outstanding	121.05	192.44
Securities premium	5,008.48	4,706.18
Retained earnings	58,833.07	47,984.89
	64,695.88	53,452.23

i) General reserve

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	568.72	493.20
Add: Transfer on account of employee share based options lapsed/forfeited	85.51	45.00
Add: Transfer on account of exercise of employee share based options	79.05	30.52
Balance as at the end of the year	733.28	568.72

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

ii) Share based payments reserve

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the commencement of the year	192.44	196.29
Add: Share based payments expense (refer note 17)	93.17	71.67
Less: Transfer to general reserve due to employee share based options lapsed/forfeited	(85.51)	(45.00)
Less: Transfer to general reserve due to exercise of employee share based options	(79.05)	(30.52)
Balance as at the end of the year	121.05	192.44

The Company has established equity settled share based payment plan for employees of the Company (refer note 28 for details)

iii) Securities premium

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the commencement of the year	4,706.18	4,590.28
Less: Issue of bonus shares	-	-
Add: Proceeds from exercise of employee share based options (ESOP)	302.30	115.90
Balance as at the end of the year	5,008.48	4,706.18

Securities premium is used to record the premium on issue of shares. It is utilised in accordance with the provisions of the "Act".

iv) Retained earnings

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the commencement of the year	47,984.89	40,522.50
Add: Profit for the year	11,882.53	8,463.16
Less: Dividend paid during the year	(1,022.67)	(1,020.64)
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurement of defined benefit obligations (net of tax)	(11.68)	19.87
Balance as at the end of the year	58,833.07	47,984.89

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distribution to shareholders.

OCI represents re-measurement on defined employee benefit obligations: Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and subsequently not reclassified to statement of profit and loss.

Total Other equity (i+ii+iii+iv)	64,695.88	53,452.23
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Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

11. FINANCIAL LIABILITIES

(a) Trade payables

Particulars	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro enterprises and small enterprises (MSME) (refer note 24)	60.45	51.84
Total outstanding dues of creditors other than micro enterprises and small enterprises*	3,234.52	2,719.64
	3,294.97	2,771.48

* Includes amount payable to related parties (refer note 29)

As at March 31, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	3.52	56.93	-	-	-	60.45
ii) Others	1,594.59	1,601.99	15.42	19.36	2.66	3,234.02
iii) Disputed Dues - MSME	-	-	-	-	-	-
iv) Disputed Dues - Others	-	-	-	-	-	-
Total	1,598.11	1,658.92	15.42	19.36	2.66	3,294.47

As at March 31, 2023

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	-	51.84	-	-	-	51.84
ii) Others	1,565.57	1,119.67	8.30	20.37	5.73	2,719.64
iii) Disputed Dues - MSME	-	-	-	-	-	-
iv) Disputed Dues - Others	-	-	-	-	-	-
Total	1,565.57	1,171.51	8.30	20.37	5.73	2,771.48

(b) Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Current		
Employee payables	834.07	630.04
Dividend payable	0.71	0.47
Capital creditors	305.07	768.36
	1,139.85	1,398.87

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

12. PROVISIONS

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Provision for employee benefits		
- Gratuity (refer note 27)	319.40	169.90
- Compensated absences	3.51	3.78
Others		
- Decommissioning liability*	735.27	537.98
	1,058.18	711.66
Current		
Provision for employee benefits		
- Gratuity (refer note 27)	93.10	102.45
- Compensated absences	187.34	158.63
Others		
- Decommissioning liability*	35.18	133.94
	315.62	395.02

*Provision for Decommissioning liability represents the amounts which would be incurred towards decommissioning the Company's Plant and Machinery - Medical

Note:

i. Movement in Provision for Decommissioning liability

Decommissioning liability	As at March 31, 2024	As at March 31, 2023
Balance as at the beginning of the year	671.92	545.87
Add: Unwinding of interest	59.73	51.43
Add: Provision created during the year	38.80	74.62
Balance as at the end of the year	770.45	671.92

13. OTHER LIABILITIES

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Deferred revenue - contract liability	34.17	46.07
	34.17	46.07
Current		
Deferred revenue - contract liability	49.24	38.66
Statutory liabilities	325.66	289.63
Advance from customers - contract liability	27.53	29.42
	402.43	357.71

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

14. REVENUE FROM OPERATIONS

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contracts with customers- Sale of services	54,757.91	45,900.39
Other operating revenue		
- Sale of scrap	18.90	18.16
- Others	3.72	3.72
	54,780.53	45,922.27

Disclosure as per Ind AS 115 - Revenue from contracts with customers

A. Contract balances

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Contract assets	-	-
Contract liabilities		
- Advances from customers (refer note 13)	27.53	29.42
- Deferred revenue (refer note 13)	83.41	84.73

The revenue recognized during the current year is the balancing number for transactions with customers after adjusting opening and closing balances of contract assets and liabilities.

B. Movement in contract liabilities during the year

March 31, 2024

Particulars	Deferred Revenue	Advance from customers
Balance at the beginning of the year	84.73	29.42
Less: Revenue recognised during the period from above	(45.99)	(30.89)
Add: Addition during the year	44.67	29.00
Balance at the end of the year	83.41	27.53

March 31, 2023

Particulars	Deferred Revenue	Advance from customers
Balance at the beginning of the year	23.45	21.18
Less: Revenue recognised during the period from above	(22.89)	(18.92)
Add: Addition during the year	84.17	27.16
Balance at the end of the year	84.73	29.42

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

C. Reconciliation of Revenue recognised with contract price

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contract with customer as per the contract price	56,555.01	47,387.57
Adjustments made to contract price on account of		
Discount/rebates	(1,797.10)	(1,487.18)
Revenue from contract with customer	54,757.91	45,900.39
Other operating revenue	22.62	21.88
Revenue from operations	54,780.53	45,922.27

15. OTHER INCOME

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income under the effective interest method on:		
Fixed deposits with banks	528.61	766.51
Financial assets carried at amortised cost	68.70	61.49
Gain on sale of mutual funds	1,566.26	86.49
Fair value gain/(loss) on investments measured at FVTPL*	(318.70)	385.44
Net gain on sale/retirement of property, plant and equipment	195.15	8.60
Liabilities no longer required written back	5.53	90.00
Other non operating income	36.25	16.54
	2,081.80	1,415.07

* Unrealised gain on investments in mutual funds

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening balance of unrealised gain	554.51	169.07
Reversal of unrealised gain during the year (A)	(554.51)	(36.06)
Unrealised gain accounted during the year (B)	235.81	421.50
Impact of unrealised gain on the statement of profit and loss account (A+B)	(318.70)	385.44
Closing Unrealised gain	235.81	554.51

16. COST OF MATERIALS CONSUMED

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventory of materials as at the beginning of the year (refer note 8)	204.86	427.67
Add: On account of business combination (refer note 30)	82.99	-
Add: Purchases during the year	6,774.26	5,665.35
Less: Inventory of materials as at the end of the year (refer note 8)	(518.27)	(204.86)
	6,543.84	5,888.16

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

17. EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	8,169.97	7,032.61
Contribution to provident and other funds (refer note 27)	465.92	396.43
Gratuity (refer note 27)	147.29	122.24
Compensated absences	78.18	56.45
Equity-settled share based payment transactions (refer note 28)	93.17	71.67
Staff welfare expenses	67.33	168.34
	9,021.86	7,847.74

18. DEPRECIATION AND AMORTISATION EXPENSE

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation on property, plant and equipment (refer note 4(a) & note 4(a)(i))	2,896.01	3,783.10
Amortisation on other intangible assets (refer note 5)	178.99	144.23
Depreciation on right of use assets (refer note 4(c))	2,624.62	2,244.68
	5,699.62	6,172.01

19. FINANCE COSTS

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest on borrowings measured at amortised cost	-	1.39
Unwinding of interest on decommissioning liability	60.09	51.41
Interest expense on lease liabilities (refer note 4(c))	2,136.15	1,889.66
Bank charges	202.74	152.33
	2,398.98	2,094.79

20. OTHER EXPENSES

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Power and fuel	1,827.01	1,482.64
Rent	65.97	45.03
Testing charges	220.26	131.61
Sample collection charges	293.72	303.67
Repairs and maintenance		
a. Buildings	318.29	181.40
b. Plant and equipment	1,491.14	1,412.03
c. Others	284.01	164.98
House keeping expenses	813.89	732.65
Security charges	429.87	452.86
Insurance	140.63	88.58
Rates and taxes	381.00	271.98
Advertisement, publicity and marketing	415.02	335.75
Business promotion expenses	355.09	237.78

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

20. OTHER EXPENSES (Contd.)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Travelling and conveyance	372.37	323.02
Legal and professional fees (professional fees to doctor consultants and others)	8,701.09	6,890.24
Payment to auditors (refer note (i) below)	87.80	87.32
Remuneration to independent directors	56.64	56.64
Postage and communication	188.49	177.03
Printing and stationery	150.60	77.74
Loss allowance for trade receivables	48.00	23.28
Provision for doubtful advances	-	20.00
Advances written-off	-	13.38
Corporate social responsibility expenditure ('CSR') (refer note (ii) below)	244.33	225.14
Donations*	2.55	10.25
Miscellaneous expenses	237.17	238.64
	17,124.94	13,983.64

*Donations include ₹ 1 (March 31, 2023: Nil) contribution made to political party - Communist Party of India (Marxist)

Notes:

i. Payment to auditors (inclusive of taxes)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
As auditors		
- Statutory audit fees	59.00	59.00
- Limited review of quarterly results	21.24	21.24
Reimbursement of expenses	7.56	7.08
	87.80	87.32

ii. Details of corporate social responsibility expenditure

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(i) Gross amount required to be spent by the Group during the period	244.33	225.14
(ii) Amount approved by the Board to be spent during the period	244.33	225.14
(iii) Amount spent during the period (in cash)		
- construction/acquisition of any asset	-	-
- on purpose other than above	244.33	225.14
(iv) (Shortfall)/Excess at the end of the period	-	-
(v) Total of previous years shortfall	-	-
(vi) Details of related party transactions	NA	NA
(vii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the period should be shown separately	NA	NA

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

ii. Details of corporate social responsibility expenditure (Contd.)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(viii) Reason for shortfall: For the year ending March 31, 2024, March 31, 2023: No shortfall		
(ix) Nature of CSR activities:		
a) Skill development		
b) Education		
c) Healthcare		

iii. Exceptional items

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Acquisition related costs - Financial, legal and tax due diligence	205.00	-
	205.00	-

21. INCOME-TAX EXPENSE

(a) Amount recognised in statement of profit and loss

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current tax	3,319.95	2,776.18
Deferred tax attributable to temporary differences	584.43	54.12
Tax expense	3,904.38	2,830.30

(b) Amount recognised in other comprehensive income

Deferred tax related to items recognised in OCI

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Deferred tax expense/(income) on remeasurements of defined benefit obligations	(3.77)	6.78
Income-tax expense/(income) recognised in OCI	(3.77)	6.78

(c) Reconciliation of effective tax rate

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before tax	15,868.09	11,351.00
Enacted tax rate in India	25.17%	25.17%
Tax expense at enacted rates	3,993.68	2,856.82
Tax effect of:		
Effect of expenses not deductible for tax purposes	83.26	56.66
Unrecognised deferred taxes	(37.77)	5.67
Effect of tax at special rates	(66.96)	-
Effect of expenses deductible only for tax purpose	(67.83)	(88.85)
Income-tax recognised in the statement of profit and loss	3,904.38	2,830.30

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(d) The following table provides the details of income tax assets and income tax liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current tax assets, (net)	21.38	19.31
Current tax liabilities, (net)	(120.70)	(240.90)
	(99.32)	(221.59)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Net income-tax liability at the beginning of the year	(221.59)	(67.73)
Add: On account of business combination (refer note 30)	4.52	-
Less: Current income tax expense	(3,319.95)	(2,776.18)
Add: Tax paid during the year	3,437.70	2,622.32
Net income tax liability as at the end of the year	(99.32)	(221.59)

22. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

Contingent liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Claims against the Group not acknowledged as debts	-	-

The Group based on its legal assessment do not believe that any of the pending claims/litigations if any with statutory authorities/ others require a provision as at the balance sheet date, as the likelihood of the probability of an outflow of resources at this point of time is low.

Capital and other commitments

Particulars	As at March 31, 2024	As at March 31, 2023
Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances)	4,199.07	5,067.60

23. EARNINGS PER SHARE

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Earnings for the year		
Net profit for the year attributable to equity shareholders (A)	11,882.53	8,463.16
Shares		
Weighted average number of equity shares for Basic EPS (B)	10,22,21,031	10,20,41,263
Add: Effect of dilution:		
- On account of outstanding employee based share based options	2,97,180	4,40,844
Weighted average number of equity shares for Diluted EPS (C)	10,25,18,211	10,24,82,107
(a) Basic earnings per share of face value of ₹ 1 each (A/B)	11.62	8.29
(b) Diluted earnings per share of face value of ₹ 1 each (A/C)	11.59	8.26

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

24. DISCLOSURE REQUIRED UNDER CLAUSE 22 OF MICRO, SMALL AND MEDIUM ENTERPRISE DEVELOPMENT ('MSMED') ACT, 2006

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31 March 2024 has been made in the financial statements based on information received and available with the Company. Further in view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier under the said Act.

Particulars	As at March 31, 2024	As at March 31, 2023
(a) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;		
- Principal amount due to micro and small enterprises	60.45	51.84
- Interest due on the above	-	-
(b) the amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier 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 day during the period/year) but without adding the interest specified under this MSMED Act, 2006;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of the each accounting year; and	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the MSMED Act, 2006.	-	-

Note: The above disclosures are provided by the Group based on the information available with the Company in respect of the registration status of its vendors/suppliers.

25. OPERATING SEGMENTS

A. Basis for segmentation

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments results are reviewed regularly by the Group's Chairman and Managing Director to make decisions about resources to be allocated to the segments and assess their performance.

The Chief Operating Decision Maker ("CODM") who are the Group's Chairman and Managing Director evaluate the Group's performance and allocates resources based on an analysis of various performance indicators at operational unit level and since there is single operating segment, no segment disclosures of the Group is presented. The Group's operations fall within a single business segment "Diagnostic services".

B. Major customers

Revenue from any single customer of the Group's operating segment does not exceed 10% of the total revenue reported.

26. PURCHASE COMMITMENTS TOWARDS REAGENT KITS

The Group has entered into agreements with certain suppliers for purchase of reagents which include the right to use equipment during the life of the agreement in addition to purchase of minimum committed quantities of reagents every year. These agreements are in substance, cost of reagents and services arrangements provided by the supplier on an annual basis and the minimum purchase commitments therein do not result in more than insignificant penalty on termination of the agreement. The cost of reagents which includes the cost of rental of the equipment is recorded as cost of material consumed.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

27. EMPLOYEE BENEFIT PLANS

The Group has following post employment benefit plans:

(a) Defined contribution plans

Contributions were made to provident fund and Employees' State Insurance in India for the employees of the Group as per the regulations. These contributions are made to registered funds administered by the Government of India. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any other constructive obligation. The expense recognised during the year in the consolidated statement of profit and loss towards defined contribution plan is ₹ 465.92 (March 31, 2023: ₹ 396.43).

(b) Defined benefit plan

The Group provides for Gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous

service for a period of 5 years are eligible for Gratuity. The amount of Gratuity payable on retirement/termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service or part thereof in excess of six months, restricted to a sum of ₹ 20.

The Gratuity plan of the Parent Company is administered through a Gratuity Scheme with Life Insurance Corporation of India ('LIC'). The Parent Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. The Gratuity plans of subsidiaries are unfunded.

This defined benefit plans expose the Group to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

i. Reconciliation of the net defined benefit (asset)/liability

The amounts recognised in the balance sheet and the movements in the defined benefit obligation and fair value of plan assets over the year are as follows:

Particulars	March 31, 2024			March 31, 2023		
	Present value of obligation	Fair value of plan assets	Net amount	Present value of obligation	Fair value of plan assets	Net amount
Opening balance	644.47	372.12	272.35	534.23	279.00	255.23
On account of business combination (refer note 30)	64.20	-	64.20	-	-	-
Current service cost	127.64	-	127.64	105.81	-	105.81
Interest expense/(income)	41.17	(21.52)	19.65	32.86	(16.43)	16.43
Recognised in statement of profit or loss	233.01	(21.52)	211.49	138.67	16.43	122.24
Remeasurements						
Return on plan assets, excluding amounts included in interest expense	-	7.85	7.85	-	1.49	1.49
Actuarial (gains)/losses arising from:						
- Changes in demographic assumptions	0.13	-	0.13	-	-	-
- Changes in financial assumptions	4.32	-	4.32	(28.42)	-	(28.42)
- Experience variance (i.e. actual experience vs assumptions)	2.69	-	2.69	(0.01)	-	(0.01)
Re-measurements recognised in other comprehensive income	7.14	7.85	14.99	(28.43)	1.49	(26.94)
Contribution paid to the plan	-	70.00	(70.00)	-	75.59	(75.59)
Benefits paid	-	(16.33)	(16.33)	-	(2.59)	(2.59)
Closing balance	884.62	429.08	412.50	644.47	372.12	272.35

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

ii. Plan assets

Plan assets comprises of the following:

Particulars	March 31, 2024	March 31, 2023
Funds managed by Life Insurance Corporation of India	100%	100%

iii. Actuarial assumptions

Principal actuarial assumptions for defined benefit obligation are as follows:

Particulars	March 31, 2024	March 31, 2023
Discount rate	7.15%	7.30%
Salary escalation rate	8.00%	8.00%
Attrition rate	10.00% to 15.00%	10.00% to 15.00%

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.

Attrition rate: Represents the Group's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

iv. 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 and current service cost by the amounts shown below:

	Change in assumption			Impact on defined benefit obligation			
				Increase in Assumption		Decrease in Assumption	
	March 31, 2024	March 31, 2023		March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Discount rate	1.00%	1.00%	Decrease by	40.07	31.51	Increase by	44.71
Salary escalation rate	1.00%	1.00%	Increase by	43.17	34.34	Decrease by	39.80
Attrition rate	50.00%	50.00%	Decrease by	28.62	20.66	Increase by	39.95
							31.22

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the consolidated balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

v. Expected contributions to the plan for the next annual reporting period

Expected contribution to post-employment benefit plans for the next year ending March 31, 2025 is ₹ 461.92 (March 31, 2024: ₹ 343.59)

vi. Maturity profile of the defined benefit liability

The weighted average duration of the defined benefit obligation is 6 years (March 31, 2023: 6 years). The expected maturity analysis of defined benefit obligation on an undiscounted basis is as follows:

Particulars	Less than 1 year	Between 2-5 years	Between 6-10 years	More than 10 years
March 31, 2024	83.15	323.94	330.51	400.50
March 31, 2023	102.45	276.00	252.83	322.40

28. SHARE BASED PAYMENTS

VDCL Employee Stock Option Plan 2018 "The Plan" or "ESOP 2018"

The shareholders of the Company approved "VDCPL Employee Stock Option Plan 2018 (ESOP 2018)" at the Extraordinary General Meeting held on May 03, 2018 and subsequently it was amended at the extraordinary general meeting held on March 25, 2021 and August 26, 2021 to grant a maximum of 1,625,000 options to specified categories of employees of the Company. Each option granted and vested under ESOP 2018 shall entitle the holder to acquire one equity share of face value of Rs. 1 each of the Company.

The Plan consists of six schemes with various vesting periods from the grant date subject to satisfaction of vesting conditions. The method of settlement under the Plan is by issue of equity shares of the Company and there are no cash settlement alternatives for the employees.

Vested options can be exercised over a period of ten years from the grant date. The Exercise Price is the fair value of the equity share as on the date of the grant or as decided by the Nomination and remuneration committee. The time and performance based options under Scheme 1, 2, 3, 4, 5 and 6 become vested as below:

The time and performance based options under Scheme 1 become eligible on an annual basis at 30%, 30%, 20% and 20% over a period of four years and vesting starts from second year. The time and performance based options under Scheme 2 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years and vesting starts from third year. The time based options under Scheme 3 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years and vesting starts from third year. The time based options under Scheme 4 become eligible on annual basis at 100% and vest on second year from the grant date. The time based options under Scheme 5 become eligible and vest on an annual basis at 25%, 25%, and 50% over a period of three years. The time based options under Scheme 6 become eligible on an annual basis at 0%, 25%, 50% and 25% over a period of four years and The performance based options under Scheme 6 become eligible on an annual basis at 25%, 25%, 25% and 25% over a period of four years.

The fair value of equity share options is estimated at the date of grant using Black- Scholes model, taking into account the terms and conditions upon which the share options were granted. The total compensation cost recognised in the statement of profit and loss is ₹ 93.17 (March 31, 2023: ₹ 71.67).

(A) Details of options granted under ESOP 2018 by the Board/Nomination and Remuneration committee are as below:

Grant	Grant date	Number of options granted	Number of options outstanding	Exercise Price (in ₹)	Fair value at grant date (in ₹)
1 st Grant	May 10, 2018	4,63,750	-	220.00	222.10
2 nd Grant	October 31, 2018	9,000	-	233.90	233.90
3 rd Grant	April 01, 2019	75,780	-	236.90	236.90
4 th Grant*	March 25, 2021	8,66,853	2,73,450	111.11	111.11
5 th Grant	May 29, 2023	2,51,291	2,05,172	318.00	376.05

* The aforementioned shares are post subdivision of equity shares and before bonus issue (refer note 10(a)(v)).

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(B) The movement of stock options during the year (in No's)

Particulars	No of stock options
As at April 01, 2022	7,59,956
Forfeited/lapsed during the year before bonus issue (refer note 10(a)(v))	(47,194)
Vested/exercisable during the year	3,01,694
Exercised during the year	(1,05,249)
As at March 31, 2023	6,07,513
Granted during the year	2,51,291
Vested/exercisable during the year	2,14,510
Forfeited/lapsed during the year after bonus issue	(1,05,664)
Exercised during the year	(2,74,518)
As at March 31, 2024	4,78,622

(C) Disclosures as per Ind AS 102 for outstanding options*

Particulars	As at March 31, 2024	As at March 31, 2023
Weighted average exercise price for outstanding options at year end (in Rs.)	199.81	111.11
Weighted average remaining contractual life for outstanding options at year end	7.92 years	7.99 years
Range of exercise prices for outstanding options at year end (in Rs.)	111.11 to 318.00	111.11

* The aforementioned shares are post subdivision of equity shares and the effect of bonus issue (refer note 10(a)(v)).

(D) The key assumption used to estimate the fair value of stock option as on grant date

Grant date	Dividend yield	Risk-free interest rate	Expected life of options granted in years	Expected volatility
May 10, 2018	0%	7.95%	5.5 Years to 7 Years	21.32%
October 31, 2018	0%	7.84%	5.5 Years to 7 Years	24.95%
April 01, 2019	0%	7.15%	5.5 Years to 7 Years	29.52%
March 25, 2021	0%	6.12%	5.5 Years to 7 Years	43.78%
May 29, 2023	0.26%	6.74% to 6.80%	1.5 Years to 4.5 Years	43.91%

29. RELATED PARTIES

(a) Details of related parties

Description of relationship	Name of the related parties
Person exercising control	Dr. S. Surendranath Reddy (Executive Chairman) (also a KMP)
Key Management Personnel (KMP)	Dr. S. Surendranath Reddy (Executive Chairman)
	S Suprita Reddy (Managing Director & Chief Executive Officer)
	K Sunil Chandra (Executive Director)
	S Geeta Reddy (Director)
Independent Directors	Dr. D. Nageshwar Reddy
	Mr. S. P. Singh
	Mr. Satyanarayana Murthy Chavali
	Dr. Manjula Anagani

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(a) Details of related parties (Contd.)

Description of relationship	Name of the related parties
Enterprise where KMP has Significance Influence	Vijaya Hospitals Private Limited
	Summit Nutraceuticals Private Limited
	Kshetra Agritech Private Limited
	Trikona Pharmaceuticals Private Limited
	Trikona Holdings LLP
	Vijaya Holdings India LLP
	S Square Properties LLP
	Park Health Systems Private Limited
	Asian Institute of Gastroenterology Private Limited
	Asian Institute Of Nephrology And Urology (Vizag) Private Limited
	Asian Institute Of Nephrology And Urology Private Limited
	IFFCO Kisan SEZ Limited
Relative of KMP	B. Vishnu Priya (Wife of K. Sunil Chandra)
Controlled Trust	Vijaya Diagnostic Charitable Trust

(b) Details of transactions during the year[#]

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rent paid		
Dr. S Surendranath Reddy	470.31	457.94
K Sunil Chandra	107.53	107.96
S Suprita Reddy	102.61	101.18
S Geeta Reddy	428.63	419.90
B Vishnu Priya	1.91	1.91
Vijaya Hospitals Private Limited	120.82	120.82
Rental deposits given, net		
Dr. S Surendranath Reddy	-	(0.80)
K Sunil Chandra	-	(1.19)
S Geeta Reddy	-	1.50
Purchase of Property, plant and equipment		
Asian Institute of Gastroenterology Private Limited	-	18.29
Sale of Property, plant and equipment		
Park Health Systems Private Limited	-	11.37
Sale of services		
Park Health Systems Private Limited	76.49	68.33
Asian Institute Of Nephrology And Urology (Vizag) Private Limited	0.17	-
Asian Institute Of Nephrology And Urology Private Limited	0.92	-
Remuneration to KMP		
Dr. S Surendranath Reddy	200.00	200.00
K Sunil Chandra	100.00	100.00
S Suprita Reddy	275.00	275.00
Independent Directors sitting fee/commision		
Dr. D.Nageshwar Reddy	12.00	12.00
Mr. S P Singh	12.00	12.00
Mr. Satyanarayana Murthy Chavali	12.00	12.00
Dr. Manjula anagani	12.00	12.00

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

(c) Amounts due (to)/from related parties

Particulars	As at March 31, 2024	As at March 31, 2023
Rent payable		
Dr. S Surendranath Reddy	36.10	-
S Suprita Reddy	7.89	-
K Sunil Chandra	8.30	-
Vijaya Hospitals Private Limited	9.22	-
S Geeta Reddy	32.89	0.33
B Vishnu Priya	0.16	-
Rental deposits		
Vijaya Hospitals Private Limited	34.95	34.95
Dr. S Surendranath Reddy	113.35	113.35
S Suprita Reddy	38.15	38.15
K Sunil Chandra	31.81	31.81
S Geeta Reddy	129.82	131.67
B Vishnu Priya	0.72	0.72
Trade receivables		
Park Health Systems Private Limited	7.49	7.05
Asian Institute of Nephrology and Urology (Vizag) Private Limited	0.08	-
Asian Institute of Nephrology and Urology Private Limited	0.25	-
Remuneration payable to Independent Directors		
Dr. D.Nageshwar Reddy	-	2.70
Mr. S P Singh	-	2.70
Mr. Satyanarayana Murthy Chavali	-	2.70
Dr. Manjula Anagani	-	2.70

Note:

- (i) 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.)
- (ii) *Amounts paid as dividends to promoters and their relatives in the capacity of shareholders are not considered as related party transactions.

30. ACQUISITION OF SUBSIDIARY

On December 21, 2023, the Company has acquired 100% equity stake in 'P H Diagnostic Centre Private Limited' (PH). The purchase price of acquired entity on December 21, 2023 had been allocated based on fair values at acquisition date, for various assets and liabilities acquired under Share purchase agreement ('SPA'). The fair values of assets and liabilities acquired have been determined in accordance with IndAS 103 - 'Business Combinations'.

A. Fair value of consideration transferred

Particulars	Amount (₹)
Cash	14,750.00
Total consideration	14,750.00

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

B. Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the date of acquisition:

Particulars	Note	Amount (₹)
Assets		
Property, plant and equipment	4 (a)	1,269.50
Right-of-use assets	4 (c)	922.88
Other financial assets	6 (e)	105.98
Deferred tax assets, net	7	47.62
Other tax assets	21	35.26
Other assets	9	57.36
Inventories	8	82.99
Trade receivables	6 (b)	296.13
Cash and Cash equivalents	6 (c)	162.67
Other Bank balances	6 (d)	4.08
Liabilities		
Lease liabilities	4 (c)	(960.56)
Trade payables	11 (a)	(183.47)
Current tax liabilities	21	(30.74)
Other liabilities	12 & 13	(159.57)
Total identifiable net assets acquired		1,650.13

C. Amounts recognised as Goodwill and other intangibles

Particulars	Amount (₹)
Fair value of consideration transferred	14,750.00
Fair value of net assets acquired	1,650.13
Goodwill	11,386.74
Brand	1,395.26
Non-compete	317.87

The goodwill is attributable mainly to the synergies, expected to be achieved by entering into new geography i.e., Pune and Maharashtra, explore and maximise business synergies between PH and the parent company.

D. Measurement of fair values

The valuation techniques used for measuring the fair value of material assets acquired were as follows:

Assets acquired	Valuation technique
Property, plant and equipment	Market comparison technique and cost technique: The valuation model considers quoted market prices for similar items when they are available, and depreciated replacement cost when appropriate. Depreciated replacement cost reflects adjustments for physical deterioration as well as functional and economic obsolescence.
Intangibles	Relief-from-royalty method and with-without method: Brand value is arrived using relief-from-royalty method by considering a five year projection of discounted estimates of net revenues, adjusted with the present value of tax amortization benefits on possible future amortizations of the brand. For valuing non-compete fees, with-without method has been used.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

E. Summary of post acquisition revenue and profit of the acquired entities included in the consolidated statement of profit and loss for the year ended March 31, 2024

Particulars	Amount (₹)
Revenues	1,305.90
Net profit considered in the consolidated statement of profit and loss	273.82

F. The consolidated revenue and consolidated net profit of the Group for the current reporting period had the acquisition taken place at the beginning of the accounting period

Particulars	Amount (₹)
Consolidated revenue from operations	57,914.62
Consolidated profit for the year	11,989.70

G. For acquired receivables

Fair value of the acquired trade receivables at the date of acquisition is ₹ 296.13 lakhs. The trade receivables comprise gross contractual amounts due of ₹ 296.13 lakhs, of which ₹ Nil was expected to be uncollectable at the date of acquisition

31. CAPITAL MANAGEMENT

The Group's policy is to maintain a stable and strong capital structure with a focus on equity so as to provide returns to shareholders, benefits to other stakeholders, creditors and to sustain future development and growth of the business. In order to maintain the capital structure, the Group monitors the return on capital as well as debt to total equity ratio. The Group aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to all its shareholders. For the purpose of debt to total equity, debt includes its long-term and short-term borrowings. Total equity comprises of issued share capital and all other equity reserves.

Particulars	March 31, 2024	March 31, 2023
Total debt	-	-
Total equity	65,991.12	54,663.08
Debt equity ratio	-	-

The Group's bank balances as at March 31, 2024 is ₹ 7,475.35 (March 31, 2023: ₹ 11,681.77) which are significantly higher than the debt outstanding of ₹ Nil (March 31, 2023: ₹ Nil).

32. FINANCIAL INSTRUMENTS

A. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

Particulars	Note	March 31, 2024		March 31, 2023		Fair value level
		Amortised cost	Fair value	Amortised cost	Fair value	
Financial assets						
Investments						
- in mutual funds - FVTPL	6 (a)	-	10,912.98	-	12,907.13	Level 1
- in equity instruments - FVOCI	6 (a)	-	4.00	-	4.00	Level 3
- in bonds - FVTPL	6 (a)	-	-	-	992.20	Level 1
Trade receivables	6 (b)	1,623.97	-	948.87	-	
Cash and cash equivalents	6 (c)	2,224.77	-	2,417.69	-	
Other bank balances	6 (d)	5,082.99	-	9,224.54	-	

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

A. Accounting classifications and fair values (Contd.)

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. (Contd.)

Particulars	Note	March 31, 2024		March 31, 2023		Fair value level
		Amortised cost	Fair value	Amortised cost	Fair value	
Other financial assets	6 (e)	1,442.37	-	1,261.96	-	
Total financial assets		10,374.10	10,916.98	13,853.06	13,903.33	
Financial liabilities						
Lease liabilities	4 (c)	25,918.23	-	24,755.90	-	
Trade payables	11 (a)	3,294.97	-	2,771.48	-	
Other financial liabilities	11 (b)	1,139.85	-	1,398.87	-	
Total financial liabilities		30,353.05	-	28,926.25	-	

The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, other bank balances, borrowings, trade payables and other financial liabilities approximate their carrying amount largely due to short-term nature of these instruments. Investments in mutual funds, which are classified as FVTPL are measured using net assets value at the reporting date multiplied by the quantity held.

B. Measurement of fair values

i. Valuation techniques and significant unobservable inputs

Investment in equity instruments: The fair value of investment in equity instruments approximate to its carrying value. Hence, no fair value gain/(loss) in accounted in OCI.

Name of financial asset	Valuation technique	Significant unobservable inputs
Investment in unquoted equity shares	Discounted cash flow method was used to capture the present value of the expected future economic benefits that will flow to the Group arising from the investments in financial assets	Long term, growth rate, Discount rate Revenue multiple

ii. Transfer between Level 1 and 2

There have been no transfers from Level 2 to Level 1 or vice-versa in the current financial year and no transfers in either direction in the last financial year.

iii. Level 3 fair values

Particulars	FVOCI equity securities	
	March 31, 2024	March 31, 2023
Balance as at the beginning of the year	4.00	4.00
Investment made	-	-
Net change in fair value (unrealised)	-	-
Balance as at the end of the year	4.00	4.00

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

32. FINANCIAL INSTRUMENTS - FAIR VALUATION AND RISK MANAGEMENT

C. Financial Risk Management

The Group activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Trade receivables, security deposits, bank deposits and loans.	Ageing analysis. Credit score of customers/entities.	Monitoring the credit limits of customers and obtaining security deposits.
Liquidity Risk	Borrowings	Cash flow forecasts managed by finance team under the overview of Senior Management.	Working capital management by Senior Management. The excess liquidity is channelised through bank deposits and investment in mutual funds.

The Group's risk management is carried out by the Senior Management under policies approved by the Board of Directors. The Board of Directors provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk and liquidity risk.

i. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and loans.

The Group has no significant concentration of credit risk with any counterparty.

Trade receivables and loans

Customer credit risk is managed by the respective department subject to Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits as defined by the Group. Outstanding customer receivables are regularly monitored.

Expected credit loss (ECL) assessment for individual customers

As per simplified approach, the Group makes provision of expected credit losses on trade receivable using a provision matrix to mitigate the risk of default payment and make appropriate provision at each reporting date.

Trade receivables	As at March 31, 2024				As at March 31, 2023			
	ECL Rate	Gross amount	ECL amount	Net amount	ECL Rate	Gross amount	ECL amount	Net amount
below 90 days past due	0.63%	697.64	4.41	693.23	3.02%	671.16	20.29	650.87
91 to 180 days past due	1.93%	487.55	9.43	478.12	7.12%	238.62	17.00	221.62
181 to 270 days past due	3.94%	319.14	12.57	306.57	10.77%	44.10	4.75	39.35
271 to 360 days past due	7.87%	102.52	8.07	94.45	20.66%	17.82	3.68	14.14
361 to 450 days past due	13.19%	31.99	4.22	27.77	25.86%	20.42	5.28	15.14
451 to 540 days past due	16.02%	7.18	1.15	6.03	63.08%	11.01	6.95	4.06
541 to 630 days past due	19.56%	16.82	3.29	13.53	75.68%	11.56	8.75	2.81
631 to 720 days past due	45.88%	7.89	3.62	4.27	89.66%	8.58	7.70	0.88
above 720 days past due	100.00%	174.07	174.07	-	100.00%	101.70	101.70	-
Total		1,844.80	220.83	1,623.97		1,124.97	176.10	948.87

The ageing analysis of the receivables has been considered from the date the invoice falls due.

Particulars	Less than 180 days	More than 180 days	Provision	Total
March 31, 2024	1,184.54	660.26	(220.83)	1,623.97
March 31, 2023	905.00	219.97	(176.10)	948.87

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

Management believes that the unimpaired amounts that are past due by more than 180 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

The movement in the allowance for impairment in respect of trade receivables is as follows:

Particulars	March 31, 2024	March 31, 2023
Balance at the beginning of the year	176.10	152.82
Add: Allowance measured at lifetime expected credit loss	48.00	23.28
Less: Amounts written off	(3.27)	-
Balance at the end of the year	220.83	176.10

Credit risk on cash and cash equivalents, deposits with banks is generally low as the said deposits have been made with the banks who have been assigned high credit rating by credit rating agencies. Investments of surplus funds are made only with approved financial institutions. Investments primarily include investments in mutual funds.

The security deposit pertains to rent deposit given to lessors. The Company does not expect any losses from non-performance by these counter-parties

ii. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The finance team monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash outflows on trade payables and other financial liabilities and any excess/short liquidity is managed in the form of current borrowings, bank deposits and investment in mutual funds as per the approved frame work.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

March 31, 2024	Carrying amount	Total	Contractual cash flows				
			6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Lease liabilities	25,918.23	40,173.64	1,885.05	1,926.89	3,733.61	9,283.33	23,344.76
Trade payables	3,294.97	3,294.97	3,294.97	-	-	-	-
Capital creditors	305.07	305.07	305.07	-	-	-	-
Other financial liabilities	834.78	834.78	834.78	-	-	-	-
	30,353.05	44,608.46	6,319.87	1,926.89	3,733.61	9,283.33	23,344.76

March 31, 2023	Carrying amount	Total	Contractual cash flows				
			6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Lease liabilities	24,755.90	40,491.46	1,747.11	1,754.69	3,641.09	9,325.27	24,023.30
Trade payables	2,771.48	2,771.48	2,771.48	-	-	-	-
Capital creditors	768.36	768.36	768.36	-	-	-	-
Other financial liabilities	834.07	834.07	834.07	-	-	-	-
	29,129.81	44,865.37	6,121.02	1,754.69	3,641.09	9,325.27	24,023.30

Except for these financial liabilities, it is not expected that cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

33. ADDITIONAL INFORMATION AS REQUIRED UNDER PARA 2 OF GENERAL INSTRUCTION FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS OF SCHEDULE III TO THE ACT

Sr. No.	Name of Company	March 31, 2024							
		Net assets, i.e., total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income/(loss)		Share in total comprehensive income/(loss)	
		Amount	As % of consolidated net assets	Amount	As % of consolidated profit/(loss)	Amount	As % of consolidated net assets	Amount	As % of consolidated profit/(loss)
	Parent								
	Vijaya Diagnostic Centre Limited	65,332.11	99.00%	11,460.20	95.79%	(12.44)	110.87%	11,447.76	95.78%
	Subsidiaries (including step down subsidiaries)*								
1	Medinova Diagnostic Services Limited	(206.60)	(0.31)%	75.27	0.63%	1.22	(10.87)%	76.49	0.64%
2	VDC Diagnostic (Karnataka) LLP	460.72	0.70%	25.09	0.21%	-	0.00%	25.09	0.21%
3	Medinova Millennium MRI Services LLP	190.94	0.29%	124.61	1.04%	-	0.00%	124.61	1.04%
4	P H Diagnostic Centre Private Limited	786.34	1.19%	273.82	2.29%	-	0.00%	273.82	2.29%
	Non-controlling interest in all subsidiaries	271.78	0.41%	81.18	0.68%	0.46	(4.10)%	81.64	0.68%
	Total	66,835.29	101.28%	12,040.17	100.64%	(10.76)	95.90%	12,029.41	100.64%
	Consolidation adjustments	(844.17)	(1.28)%	(76.46)	(0.64)%	(0.46)	4.10%	(76.92)	(0.64)%
	Net amount	65,991.12	100.00%	11,963.71	100.00%	(11.22)	100.00%	11,952.49	100.00%

* The above disclosure do not include the financial information of Doctorslab Medical Services Private Limited and Namrata Diagnostic Centre Private Limited as these have been struck off on April 06, 2024 and as at March 31, 2024, these do not contain any financial information which is required to be disclosed

Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

33. ADDITIONAL INFORMATION AS REQUIRED UNDER PARA 2 OF GENERAL INSTRUCTION FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS OF SCHEDULE III TO THE ACT. (Contd.)

Sr. No.	Name of Company	March 31, 2023							
		Net assets, i.e., total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income/(loss)		Share in total comprehensive income/(loss)	
		Amount	As % of consolidated net assets	Amount	As % of consolidated profit/(loss)	Amount	As % of consolidated net assets	Amount	As % of consolidated profit/(loss)
	Parent								
	Vijaya Diagnostic Centre Limited	54,508.80	99.72%	8,323.39	97.68%	19.39	96.18%	8,342.78	97.68%
	Subsidiaries (including step down subsidiaries)								
1	Medinova Diagnostic Services Limited	(283.09)	(0.52)%	63.00	0.74%	0.77	3.84%	63.77	0.75%
2	VDC Diagnostic (Karnataka) LLP	435.63	0.80%	22.53	0.26%	-	0.00%	22.53	0.26%
3	Doctorslab Medical Services Private Limited	125.37	0.23%	8.48	0.10%	-	0.00%	8.48	0.10%
4	Medinova Millennium MRI Services LLP	66.33	0.12%	103.53	1.22%	-	0.00%	103.53	1.21%
5	Namrata Diagnostic Centre Private Limited	(125.16)	(0.23)%	(0.22)	0.00%	-	0.00%	(0.22)	0.00%
	Non-controlling interest in all subsidiaries	190.14	0.35%	57.54	0.68%	0.29	1.44%	57.83	0.68%
	Total	54,918.02	100.47%	8,578.25	100.68%	20.45	101.46%	8,598.70	100.68%
	Consolidation adjustments	(254.94)	(0.47)%	(57.55)	(0.68)%	(0.29)	(1.46)%	(57.84)	(0.68)%
	Net amount	54,663.08	100.00%	8,520.70	100.00%	20.16	100.00%	8,540.86	100.00%

Note:

The disclosure as above represents separate information for each of the consolidated entities before elimination of inter-company transactions. The net impacts on elimination of inter company transactions/profits/Consolidation adjustments have been disclosed separately. Based on the group structure, the Management is of the view that the above disclosure is appropriate under requirements of the Act.

34. ADDITIONAL REGULATORY INFORMATION PURSUANT TO THE REQUIREMENT IN DIVISION II OF SCHEDULE III TO THE COMPANIES ACT, 2013

- The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the financial year.
- The Group has not traded or invested in Crypto Currency or Virtual Currency during the financial year.



Notes to the Consolidated Financial Statements (Contd.)

for the year ended March 31, 2024

(All amounts in Indian Rupees in lakhs, except for share data or as otherwise stated)

- iv. The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
- v. 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:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vi. 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:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vii. The Group has not entered into any 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).
- viii. The Group has not been declared as wilful defaulter by any bank or financial institution or other lender.
- ix. The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- 35.** The Parent has received a letter dated July 5, 2021, March 14, 2022 and September 16, 2022 under Section 37 of the Foreign Exchange Management Act, 1999 read with Section 133(6) of the Income Tax Act, 1961 from the Directorate of Enforcement, Government of India ("ED") requesting certain information for the purpose of their investigation. The Parent has responded to the ED letter by letter dated August 5, 2021, March 31, 2022 and September 29, 2022 by providing the information requested for. The letter has only sought certain information, which has been complied with, and it is not a show cause notice or demand letter at this stage, and there is no impact to the financial statements.

36. SUBSEQUENT EVENTS

- (a) The wholly owned subsidiaries of the Group namely Doctorslab Medical Services Private Limited and Namrata Diagnostic Centre Private Limited, based on the application filed by the respective companies have been struck off by the Registrar of Companies (ROC) on April 06, 2024, since there were no operations in these companies. There is no impact on account of this in the financial statements.
- (b) Subsequent to March 31, 2024, the Board of Directors of the Company at its meeting held on 08 May 2024 has recommended a final dividend of Re. 1/- per equity share which is subject to approval at the ensuing Annual General Meeting of the Company and hence was not recognised as a liability.

As per our report of even date attached.

For B S R and Co

Chartered Accountants

ICAI Firm registration number: 128510W

Amit Kumar Bajaj

Partner

Membership Number: 218685

For and on behalf of the Board of Directors of

Vijaya Diagnostic Centre Limited

CIN: L85195TG2002PLC039075

Dr. S. Surendranath Reddy

Executive Chairman

DIN: 00108599

S. Suprita Reddy

Managing Director

DIN: 00263618

Hansraj Singh Rajput

Company Secretary
Membership No: F11438

K. Sunil Chandra

Executive Director
DIN: 01409332

Narasimha Raju K.A.

Chief Financial Officer

Place: Hyderabad

Date: 08 May 2024

Place: Hyderabad

Date: 08 May 2024



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