



**VIJAYA
DIAGNOSTIC
CENTRE** ®

December 19, 2023

To,
Listing Department
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051
NSE Symbol: VIJAYA

To,
The Corporate Relations Department
BSE Limited,
Phiroz Jeejeebhoy Towers,
25th Floor, Dalal Street
Mumbai- 400 001
BSE Scrip Code: 543350

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held on December 19, 2023

Ref.: Acquisition - Disclosure under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

We hereby inform you that the Board of Directors of Vijaya Diagnostic Centre Limited (“**the Company**”), at their meeting held today, (**i.e. December 19, 2023**), have inter-alia considered and approved the terms and conditions of the Share Purchase agreement (“**SPA**”) between the Company, P H Diagnostic Centre Private Limited (“**P H / Target**”) and its Promoters/Shareholders (“**Sellers**”) for the acquisition of 100% stake in “P H”. Post completion of the aforesaid acquisition, “P H” will become wholly-owned subsidiary (‘WOS’) of the Company.

Details required to be disclosed under the SEBI Listing Regulations, 2015 read with Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 have been provided in **Annexure – I** to this letter.

The Meeting commenced at 12:15 P.M. IST and concluded at 12:45 P.M. IST

Please take the above information on record.

Thanking you.

Yours Faithfully,
For Vijaya Diagnostic Centre Limited

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



Details as per circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023

S. No.	Particulars	Details
a.	Name of the target entity, details in brief such as size, turnover etc.	P H Diagnostic Centre Private Limited (“P H”) <i>(Largest Integrated Diagnostic Chain in Pune, Maharashtra)</i> For other details about the entity please refer point (j) below
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	The proposed acquisition does not fall within the purview of a related party transaction and the Promoter / Promoter Group / Group Companies are not interested in the entity being acquired
c.	Industry to which the entity being acquired belongs	The entity proposed to be acquired belongs to the Healthcare Industry
d.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The acquisition is in line with the Company’s objective to build a comprehensive diagnostic chain of network across different geographies and thereby increasing the market share and penetration. This strategic acquisition will help the company to expand rapidly and with a faster growth rate in Pune, Maharashtra.
e.	Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approvals required for this acquisition
f.	Indicative time-period for completion of the acquisition	Approximately one (1) month, subject to the completion of Conditions Precedent and other closing actions as per the SPA
g.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration only
h.	Cost of acquisition and/or the price at which the shares are acquired	Cost of acquisition of 100% shares from the existing shareholders of the Target Company is ₹134.65 Crores. Additionally, ₹12.85 Crores shall be infused into the Target Company by way of either Equity or Loan to pay the existing debt.



i.	Percentage of shareholding / control acquired and / or number of shares acquired	100%
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years' turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>P H is Pune's largest Integrated Diagnostic Centre, with a remarkable 23 years legacy of Trust.</p> <p>P H was founded by Dr. Hemanth Dhoka in 2001, who is a Doctor by profession with a vision to deliver quality health care and convenience to the customer by providing both pathology and radiology diagnostic services under one roof.</p> <p>P H is spread across Pune with three (3) Hub Centres equipped upto advanced radiology like MRI/CT, and three (3) spoke centres equipped upto basic radiology services like ECG, X-Ray & Ultrasound, and few collection & franchise centres.</p> <p>Date of Incorporation – 17/05/1995</p> <p>Registered Office address - 401, Lotus Court, Opp. Adinath Society, Pune Satara Road, Pune-411009, Maharashtra, India</p> <p>Authorised Share Capital - ₹ 5,00,00,000 divided into 5,00,000 equity shares of face value ₹ 100 each</p> <p>Paid up Share Capital - ₹ 1,00,000 divided into 1,000 equity shares of face value ₹ 100 each</p> <p>*Last Three Years Turnover (Approx.) – FY 2022-23 - ₹ 41.63 Crores FY 2021-22 - ₹ 49.24 Crores FY 2020-21 - ₹ 36.35 Crores</p> <p><i>*Includes turnover from the business carried on in the erstwhile partnership firm which got transferred to P H.</i></p>