

September 06, 2024

National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Symbol: LALPATHLAB

Scrip Code: 539524

Sub: Intimation of NCLT order sanctioning the Scheme of Amalgamation of Paliwal Medicare Private Limited ('Transferor Company') with Paliwal Diagnostics Private Limited ('Transferee Company'), Subsidiary Companies of Dr. Lal PathLabs Limited

Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/ Madam,

We wish to inform you that the Hon'ble NCLT, Allahabad Bench on September 03, 2024, by way of pronouncement sanctioned the scheme of amalgamation of Paliwal Medicare Private Limited ('Transferor Company') with Paliwal Diagnostics Private Limited ('Transferee Company'), Subsidiary Companies of Dr. Lal PathLabs Limited under Section 230-232 of the Companies Act, 2013 read with Rules made thereunder.

The copy of said order was uploaded on the website of Hon'ble NCLT on September 05, 2024 and is available at this [link](#). A certified copy of the Order is awaited.

The disclosure in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is attached as **Annexure - A**.

We request you to please take the same on record.

Thanking You,
Yours Faithfully,

For **Dr. Lal PathLabs Limited**

Vinay Gujral
Company Secretary & Compliance Officer

Encl.: As above

DISCLOSURE AS PER REGULATION 30 OF LISTING REGULATIONS READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023:

S. No.	Particulars	Details
1	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	<p>Paliwal Medicare Private Limited ('Transferor Company'): Turnover: INR 47.44 Million (as on March 31, 2024)</p> <p>Paliwal Diagnostics Private Limited ('Transferee Company'): Turnover: INR 428.56 Million (as on March 31, 2024)</p>
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	It is a Scheme of Amalgamation between two Subsidiary Companies of Dr. Lal PathLabs Limited, not amounting to any transaction, therefore, this would not fall within the ambit of Related Party Transactions
3	Area of business of the entity(ies)	Transferor Company and Transferee Company are engaged in the business of carry on Radiological, Cardiological and other Diagnostic tests and to carry on and conduct Medical, Clinical and related activities
4	Rationale for amalgamation/merger	<p>a) The Transferee Company is a deemed Public Company Limited by Shares. It is a subsidiary of Dr. Lal PathLabs Limited (holding 80% paid up equity share capital). It is engaged in the business of carry on Radiological, Cardiological and other Diagnostic tests and to carry on and conduct Medical, Clinical and related activities.</p> <p>b) The Transferor Company is a deemed Public Company Limited by Shares. It is a subsidiary of Dr. Lal PathLabs Limited (holding 80% paid up equity share capital) and was incorporated to carry on business of:</p>

		<p>i. Radiological, Cardiological and other Diagnostic test and to carry on and conduct Medical Research and such other Medical, Clinical and related activities;</p> <p>ii. as advisor in the various fields and branches of medicines, medical facilities, health services and allied areas to any company, corporation, firm, society, trust, association, person, Government institution or any other body</p> <p>c) Both the Companies belongs to same group of shareholders and management</p> <p>d) The proposed Scheme of Amalgamation is aimed at:</p> <ul style="list-style-type: none"> • Expansion and Diversification • Optimum Economic Benefit • De-risking Strategy • Scaling up of operation for competitive advantages • Increase the Market capitalization • Cost reduction by reducing overheads • Increasing the efficiencies of operations • Tax benefits
5	In case of cash consideration – amount or otherwise share exchange ratio	For every 10 (Ten) equity shares of INR 10/- (Rupees Ten Only) each held in Transferor Company, 4 (Four) equity shares of INR 10/- (Rupees Ten Only) each of Transferee Company shall be issued
6	Brief details of change in shareholding pattern (if any) of listed entity	None, as the Scheme of Amalgamation is between the Subsidiary Companies of Dr. Lal PathLabs Limited