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kauvery

kauvery



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Corporate Information

Board of Directors

Dr S Chandrakumar
Executive Chairman (Whole-Time)

Dr S Manivannan
Managing Director

Dr T Senthil Kumar
Director

Dr S Vijayabaskaran
Director
(w.e.f August 11, 2023)

Mr Sunil Satyapal Gulati
Independent Director
(w.e.f April 01, 2024)

Mr Ravichandran Purushothaman
Independent Director
(w.e.f April 01, 2024)

Mrs. N Jeyanthei
Independent Director

Mr. Mohan Srinivasan
Independent Director
(w.e.f August 29, 2024)

Bankers

State Bank of India
HDFC Bank

Auditors

M/S. Deloitte Haskins & Sells
Chartered Accountants
ASVN RAMANA Tower 52,
Venkatnarayana Road,
T. Nagar, Chennai – 600 017

Registered Office

6, Royal Road, Cantonment,
Trichy -620 001
CIN: L85110TN1982PLC009781
E-Mail:
corporatecompliance@kauveryhospital.com
Website: www.kauveryhospital.com

Hospital Unit

1. Cantonment - Trichy
No 6, Royal Road, Cantonment.,
Trichy 620001

2. MAA Kauvery – Trichy
No.27, Alexandria Road,
Cantonment
Trichy – 620001.

Key Managerial Personnel

Dr D Senguttuvan
Executive Director & Unit Head
(w.e.f August 11, 2023)

Mr K Anand Babu
Chief Financial Officer

Ms Sushma K
Company Secretary &
Compliance Officer

Chairman Message

Company has recorded an average Occupancy rate of over 90%. The In-patient & Out-patient volume of the Company stood at 14,194 and 1,24,318 respectively.



Dear Shareholders,

At the outset, I am delighted to present the 41st Annual Report of KMC Speciality Hospitals (India) Limited with a remarkable year witnessing the inauguration of a separate facility dedicated to Mother & Child Care in Trichy, under the name of Maa Kauvery. With this new facility, the total number of beds stands at 450. I want to take this opportunity to reflect on the simple yet remarkable journey we have embarked upon and to express my deepest gratitude for your unwavering support and trust.

Over one and half decade ago, your Company joined the Kauvery Brand as a loss-making entity with a mere Revenue of Rs. 84 lakhs and has now grown to a revenue of Rs. 177 Crs and Profit of over Rs. 30 Crs in the reporting year. The acquisition was not just a strategic decision, but a commitment to growth, innovation and excellence. Since then, Kauvery took immense efforts enhancing the infrastructure and quality of healthcare services, and broadened the range of specialities with highly skilled and experienced doctors to meet the growing and diverse healthcare needs of our patients. Over the past five years, your Company has witnessed a significant growth in terms of operational performance.

As we reflect on the past year, I am proud to share with you the significant progress and achievements of our Company. In a dynamic and ever-evolving

healthcare landscape, we have continued to uphold our commitment to innovation, excellence and patient care. Your company has acquired a land under IBC process and developing it to a 200-bedded state-of-the-art Maa Kauvery hospital with latest equipment, dedicated to Mother and Child Care in Trichy, which became operational from January 29, 2024. I take immense pride to inform you that Maa Kauvery is one of the most reputed and trusted Mother & Child Care facility in South India.

During the financial year 2023-24, your Company has recorded an average Occupancy rate of over 90%. The In-patient & Out-patient volume of the Company stood at 14,194 and 1,24,318 respectively. Looking ahead, based on our strategic initiatives, market trend and increasing demand for quality healthcare, we anticipate consistent growth in the coming years.

In closing, I would like to express my deepest gratitude to our dedicated employees, Doctors, Shareholders, Vendors and other stakeholders for their continued support and responsiveness throughout our journey. Together, we will continue our mission of making great healthcare affordable.

Sincerely,

Dr S Chandrakumar
Founder & Executive Chairman



Leading with Purpose: Our Commitment to Sustainable Healthcare

We have remained steadfast in our dedication to integrating Environmental, Social, and Governance (ESG) principles into every aspect of our operations.



Dear Shareholders,

As the Managing Director of KMC Specialty Hospital, it is with great pride that I present this year's report, highlighting the significant progress we've made in our commitment to delivering exceptional healthcare in a sustainable and ethical manner. In a year marked by both challenges and opportunities, we have remained steadfast in our dedication to integrating Environmental, Social, and Governance (ESG) principles into every aspect of our operations. This report showcases how these principles are not just ideals we aspire to but are embedded in the very fabric of our daily work, guiding us as we build a healthier, more resilient future for our patients, our people, and the communities we serve.

Caring for Our Environment

Our approach to environmental responsibility is proactive and purposeful. We've made significant strides in reducing our carbon footprint by implementing energy-efficient systems across our facilities. Our waste reduction programs and water conservation initiatives are designed to ensure that we use resources wisely and sustainably. These efforts are about more than compliance—they reflect our commitment to leaving a better planet for future generations while continuing to deliver top-quality care.

Investing in Our People and Community

At the heart of our social responsibility efforts is a deep commitment to the well-being of our patients, our employees, and the communities we serve. We constantly strive to enhance patient safety and care, driving improvements in our practices and facilities. Our reach extends beyond our hospital, as we actively engage in community health initiatives, organizing camps and outreach programs to promote public health. Additionally, we're dedicated to the growth and development of our employees, offering them robust training programs, comprehensive health initiatives, and a work environment that supports both professional and personal growth.

Hospitalk Initiative

The Hospitalk initiative, recognizes and rewards exceptional nurses, boosting staff morale and promoting a culture of excellence in patient care. This recognition not only sets high standards for clinical practice but also motivates others, improving overall clinical quality and patient outcomes.

Commitment to Employee Development

We are committed to investing in our employees through comprehensive training and a supportive work environment. Our K-LIFT managerial development

program, which selects and trains 100 managers, further supports this commitment by enhancing their leadership skills and strategic capabilities. Through these efforts, we cultivate a culture of continuous learning and growth within Kauvery Hospital.

Kauvery's Career and Competency Development Programme (CCDP)

Kauvery's Career and Competency Development Programme (CCDP) is established to nurture talent, create employment opportunities, and foster continuous employee development, all of which drive organizational excellence and growth. This program emphasizes skill development, training, and employment, making a significant impact on healthcare excellence at our institution.

Upholding Strong Governance

Good governance is the backbone of our operations, and we're committed to maintaining the highest ethical standards in everything we do. Transparency, accountability, and integrity guide our decision-making processes. As part of our ongoing commitment to excellence, we are working towards ISO 27001:2022 certification. This internationally recognized standard for information security management will further solidify our commitment to protecting the sensitive data entrusted to us by our patients and partners.

Proactive Risk Management

We're not leaving anything to chance. Our newly established Risk Management Committee is focused on identifying and addressing potential risks across our organization. This proactive approach allows us to mitigate risks effectively, ensuring that our operations remain robust and that we continue to deliver reliable and safe healthcare services.

Maa Kauvery: A New Era of Care for Women and Children in Trichy

We are pleased to announce the launch of Maa Kauvery, a 200-bedded, state-of-the-art hospital in Trichy, dedicated exclusively to women and children. This new facility is a significant addition to our mission of becoming the most respected and trusted healthcare provider in the region.

Maa Kauvery will offer specialized care with a focus on paediatric super specialties and critical care. Key features include an 11-bedded paediatric emergency

department, a 16-bedded Paediatric Intensive Care Unit (PICU), a 10-bedded High Dependency Unit, and a 50-bedded Neonatal Intensive Care Unit (NICU). Additionally, a specialized 5-bedded unit will cater to bone marrow, liver, and renal transplants.

Set to open soon, Maa Kauvery will be equipped with cutting-edge technology and staffed by a dedicated team of specialists available 24/7, promising to set new standards in paediatric and obstetric care.

In conclusion, our unwavering focus on integrating ESG principles, pursuing ISO 27001:2022 certification, and strengthening our risk management practices underscores our dedication to building a healthcare environment that is not only exceptional but also sustainable and ethically sound. These initiatives are integral to our vision of positioning KMC Specialty Hospital as a leader in the healthcare industry, one that prioritizes the well-being of our patients, employees, and the communities we serve.

As we move forward, we are excited about the future and remain committed to delivering the highest standards of care while upholding our values of responsibility and integrity. Thank you for your continued trust and support.

Sincerely,

Dr S Manivannan
Founder & Managing Director



Board of Directors



Dr. S Chandrakumar
Executive Chairman
(Whole-Time)



Dr S Manivannan
Managing Director



Dr T Senthil Kumar
Director



Dr S Vijayabaskaran
Director



Mr Sunil Satyapal Gulati
Independent Director



**Mr Ravichandran
Purushothaman**
Independent Director

Key Managerial Personnel



Mrs. N Jeyanthei
Independent Director



Mr. Mohan Srinivasan
Independent Director
(w.e.f August 29, 2024)



Dr. D. Senguttuvan
Executive Director & Unit Head

Kauvery Kathaikal

These are unique vignettes drawn from our daily experiences in the wards, interacting with patients and their families. These encounters invigorate us and bring profound purpose and meaning to our service. Below are ten stories from real patients and families – Kauvery Kathaikal!



Often, it is the primary caregivers, rather than the patients who are distracted by their illness, who truly appreciate the doctors' ward rounds and discussions. I met two such caregivers, both professors of Indian origin at renowned universities in the US. They valued the bedside discussions, teaching, and learning sessions, and actively participated in them.

One professor had brought his elderly father, who had no history of seizures, for investigation after a brief episode of unconsciousness and a probable, though unconfirmed, seizure. The referring doctor had already started him on two oral anticonvulsants, following initial intravenous doses. Despite this, the patient was fully alert and cognitively intact, with investigations still in progress. I discussed with the team the importance of not rushing to treat an unconfirmed seizure with anticonvulsants unless necessary, suggesting we wait for the investigation results.

The second case involved avoiding polypharmacy in elderly patients who live alone or with an equally elderly spouse, both of whom might have visual impairments. I highlighted to the Clinical Pharmacy team the need to minimize prescriptions upon discharge and to ensure careful counseling. To illustrate this, I shared an anecdote about a doctor who was puzzled by an elderly patient's lack of improvement despite medication, only to find out the patient's wife was administering all medications mixed together in a jar, using a big spoon to give him one scoop three times a day.

Family Appreciation



During my visit to an elderly lady's shared room at the hospital, I met a patient who lived alone and had undergone Total Knee Replacement (TKR) for both knees. She also had Interstitial Lung Disease, which can cause increasing breathlessness. Her hobby was devotional singing, and she wanted to demonstrate how singing had helped her maintain lung function. She performed a mini-concert right there, much to the fascination of the nursing staff and Duty Medical Officers (DMOs), as nothing like this had happened before in the hospital wards!

The Sound of Music!



It became evident that primary caregivers often know more about patients than Duty Medical Officers. A 73-year-old man gave a comprehensive history of his 93-year-old mother, detailing her current illness, past medical history, medications, and how the illness had affected her. He also inquired about our diagnosis, the evidence supporting it, and our management plan. His mother listened calmly, only mildly curious about the outcome. This illustrates the need to consider both the patient and their primary carer as partners in the joint effort to improve the patient's health.

Co-opting the Carer!



In another case, a man in his forties with end-stage lung and kidney failure awaited a lung transplant. The young DMOs, new to the hospital, were unsure of the causes behind this dual organ failure. However, the carer, waiting to speak, explained that he had been working in Kuwait and had developed a worsening cough and breathlessness. He also had hyperuricemia, exacerbated by the hot, dry desert environment. These conditions, including exposure to particles like asbestos and silica in the sand, likely led to Interstitial Lung Disease and severe renal stone disease, culminating in Stage V renal failure. Fortunately, we were well-equipped to offer both lung and kidney transplants.

The Carer Knows the Epidemiology!



A recent example of communication failure was reported by a patient's family. A 64-year-old woman had been admitted to two leading hospitals, both diagnosing heart failure due to severe hypertension with a vague mention of a related kidney disease. However, the family never understood the connection between renal disease, hypertension, and heart failure. When her daughter-in-law reached out to me for a second opinion, I reviewed the imaging and discovered that the patient had bilateral renal artery stenosis, a rare but severe cause of renovascular hypertension. She had already lost function in one kidney due to severely reduced blood flow. At Kauvery Hospital, we managed the condition with angioplasty and stenting of the surviving kidney's renal artery. The patient recovered from both severe hypertension and heart failure, and her kidney function improved significantly.

Calling a Spade a Spade



A young woman developed severe Stevens-Johnson Syndrome (exfoliative dermatitis) in response to Ciprofloxacin. She had extensive bullous lesions, but fortunately, she recovered without secondary infections or sepsis. During her recovery, I had a meaningful conversation with her husband about preventing future reactions and understanding potential familial inheritances of hypersensitivity. It was a thoughtful and mature discussion, showcasing the value of partnering with patients and their families.

Family Stands Together



During a visit to the ER, I met a woman in her early thirties who looked bright and healthy. She described a recent incident where she lost consciousness while doing yoga. She had a history of a brain tuberculoma and seizures, which had been treated intermittently. Her detailed account was so informative that the ER team was captivated. Just as she finished, a neurosurgeon arrived to take over her care.

Patients are the Greatest Storytellers!



I encountered a healthy-looking man in his late thirties in the cardiology ward. He presented with pain and swelling in his right arm after carrying a child up a hill, leading to a diagnosis of acute axillary vein thrombosis. Upon further investigation, it was discovered he had experienced an acute myocardial infarction four years earlier without conventional risk factors. This pointed to the possibility of a genetic predisposition to thrombosis, underscoring the importance of learning from patient stories in medical practice.

In Medicine, You Learn from Stories



We have observed that 70% of acute pancreatitis cases are due to binge drinking, a potentially fatal condition. One patient, a young, handsome chief marine engineer, ended up in our ICU after binge drinking during his leave. After stabilizing his condition, we discussed healthy lifestyle choices. He promised to abstain from drinking in the future and to keep in touch.

"Cheers" Bring No Cheers to Liver and Pancreas



Upon entering the ward, I met a middle-aged couple from the city who had traveled out of their comfort zone to our tier-2 city hospital. The woman explained that she had Castleman's disease and had been receiving care from our hematologist. Then, in a twist, she revealed that her husband had acute leukemia, and she brought him here for treatment as well. I felt humbled by her trust in us and committed to upholding her faith and supporting their journey.

In Blood, We Match!



About Us

KMC Speciality Hospitals (India) Limited operates 450-bedded Multi-Specialty Hospital in Trichy, a major city in Tamil Nadu.

Specialities



Mother & Child Care Services



Neurosciences



Gastro Sciences



Orthopedics



Plastic Surgeries



Organ Transplants
(Liver & Bone Marrow Transplant)



Critical Care



KAUVERY HOSPITAL
Trichy, Cantonment



MAA KAUVERY HOSPITAL
Trichy, Cantonment

KMC Speciality Hospitals (India) Limited, Cantonment operates a 250-bedded Multi-Specialty Hospital in Trichy, Tamil Nadu, focusing on various speciality services.

The hospital facilities are centrally located, attracting patients from over 200 kilometres for Neonatal, Paediatric, Neuro, gastroenterology, and other tertiary care services.

Additionally, the hospital has expanded its capacity by operationalising a new facility, adding 200 beds dedicated to Mother and Child Care services, effective January 29, 2024.

Advanced Infrastructure

OT Theatres

ICUs

CT and MRI

Mammogram

Ventilators

Dexa Scan

Lab

Milestones

Sri Kauvery Medical Care (India) Ltd acquired KMC Speciality Hospitals India Ltd in October with 250 beds.

2008

Started Paediatrics Department.

2013

Started Neuro Science Department

2015

Activated Transplant Program; Completed 50+ Bone Marrow Transplants; 25+ Liver Transplants so far.

2022

Achieved consistent financial performance with 22% CAGR, reaching INR 158 Cr in revenues and 28.0% EBITDA.

2023

Announced the operationalisation of a new 200-bed hospital focused on Mother & Child care.

2024

Commitment to Quality Care

KMC Speciality Hospitals (India) Limited is committed to providing top-tier healthcare services. With its extensive facilities, specialized centers, and advanced infrastructure, the hospital continues to uphold its mission of delivering exceptional medical care and improving patient outcomes.

NABH accredited Hospital

Nursing excellence

Pioneers in adopting 5S-Workplace Organization Method in Hospital Sector backed by a Strong Digital ecosystem



Sustainable Growth Strategy

KMC Speciality Hospitals (India) Limited has devised a comprehensive sustainable growth strategy to ensure continuous improvement and expansion in the healthcare sector. This strategy focuses on several key areas



Doctors Engagement Model

Identifying, attracting, and retaining the right clinical talent resulting in better clinical outcomes.

Cutting Edge Technology

Staying up-to-date on technological advancements for better patient experience and clinical results.

Capacity Expansion

Expanding facilities with a legacy block of 250 beds (G+6F+1B) and a new block of 200 beds (G+5F+2B).

Centers of Excellence

Focusing on specialties and the growth of programs; Academic enablement with over 38+ DnB and diploma seats.

Quality / Digital Enablement

Achieving NABH accreditation, nursing excellence, and pioneering the 5S-Workplace Organization Method backed by a strong digital ecosystem.

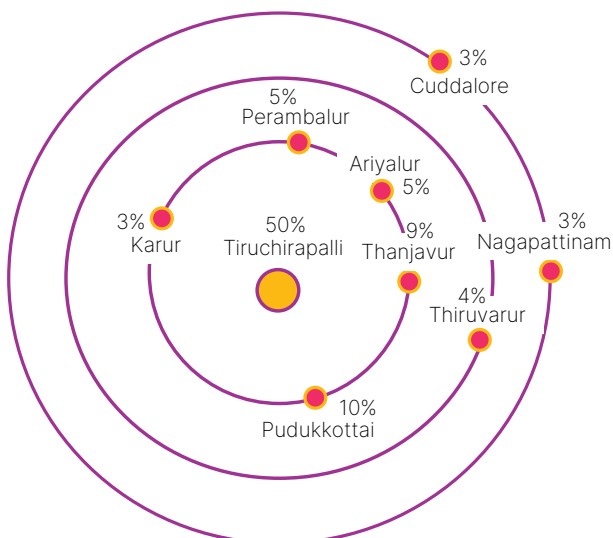
Enhancing Healthcare in and Around Our Facility: Creating Value

KMC Speciality Hospitals (India) Limited is dedicated to enhancing healthcare services in and around Tiruchirappalli, creating significant value for patients in the region. Our strategic location and comprehensive range of services have positioned us as a crucial healthcare provider, attracting in-patients from multiple districts.



In-Patient Flow and Outreach

The in-patient flow data reveals that a substantial 91% of our cases come from 9 key districts, highlighting our extensive reach and the trust placed in our services. The distribution is as follows:



~91% of IP comes from various cities in and around Tiruchirappalli as represented above

Strategic Location and Accessibility

Our hospital's central location in Tiruchirappalli ensures easy accessibility for patients from surrounding districts. This strategic positioning allows us to serve a wide geographical area, providing advanced medical care to communities with limited access to such services.

Creating Value for the Community

By drawing patients from a diverse range of districts, we are not only expanding our reach but also creating value for the community through:

Improved Access to Healthcare

Patients from various districts benefit from the advanced medical facilities and specialized care that we offer, reducing the need to travel long distances for quality healthcare.

Enhanced Patient Experience

Our focus on patient-centric care and advanced infrastructure ensures that every patient receives personalised and compassionate treatment.

Community Health Improvement

By addressing the healthcare needs of a broader population, we contribute to the overall health and well-being of the community, fostering a healthier society.



Human Capital

The primary HR priorities include talent acquisition and retention, compensation and benefits management, learning and development, and employee engagement. Each priority fosters a supportive work environment, enhances employee satisfaction, and aligns workforce capabilities with organisational goals.



Strategic HR Initiatives and Outcomes in FY24

Ongoing HR strategies focused on reducing attrition and promoting career development through initiatives like the Kauvery Initiative for Leadership Transformation (KLIFT) and the Kauvery Talent Transformation (KTT) program. These programs aim to build a strong leadership pipeline and provide career advancement opportunities for employees.

Training Programs for Medical and Non-Medical Staff

Training programs are designed to enhance both clinical and non-clinical competencies, with a strong emphasis on patient safety and quality care. Behavioural training focuses on effective communication, empathy, and interpersonal skills, ensuring that staff can deliver high-quality patient care.

Leadership Development Initiatives in FY24

Leadership initiatives like KLIFT aim to nurture in-house leaders by focusing on emotional intelligence, problem-solving, and decision-making skills. These programs are tailored to identify talent, provide targeted training, and conduct performance appraisals to build a competent leadership team.

Demographic Profile of the Workforce

The workforce at Kauvery Hospitals spans various age groups, with a majority in the 21-30 age bracket, reflecting a young and dynamic workforce. Efforts are made to cater to the diverse needs of employees across all age groups.

Grievance Handling Mechanisms

The hospital promotes open communication through skip-level meetings and a dedicated grievance committee. These mechanisms ensure that employee concerns are addressed promptly, fostering a culture of transparency and trust.

Employee Recognition and Engagement Initiatives

Programs like “Flying Angels,” “Super Pharmacist Competition,” and “Thangamanasu” recognise and reward outstanding employee contributions across various roles, from clinical staff to support services, enhancing engagement and morale.

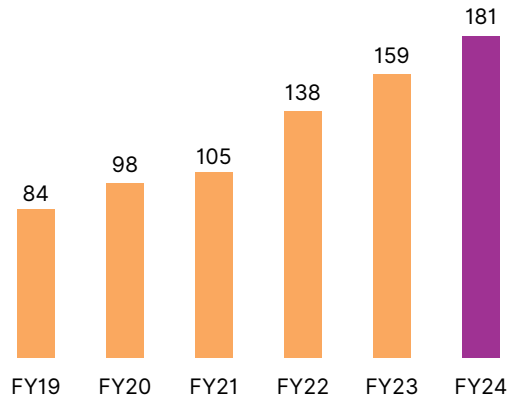
Employee Health and Safety

Health and safety are prioritized through initiatives like “Walkaholic 2.0,” annual health checkups, and comprehensive safety training. These programs aim to promote a healthy lifestyle, ensure safety in the workplace, and contribute to overall employee well-being.

Financial Highlights

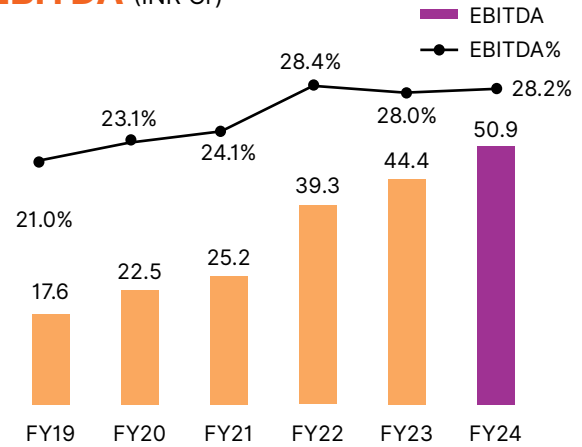
10 years Revenue CAGR of 17.8%

Revenue (INR Cr)



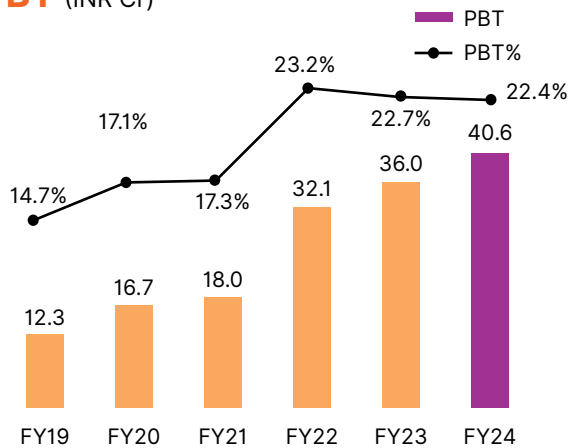
10 years EBITDA CAGR of 26.6%

EBITDA (INR Cr)



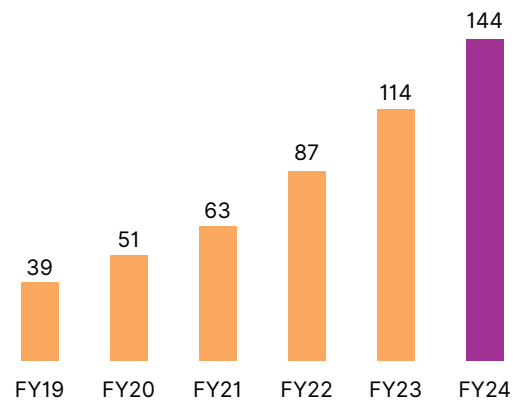
10 years PBT CAGR of 38.6%

PBT (INR Cr)



10 years Network CAGR of 30.5%

Network (INR Cr)





Awards & Recognitions

Successful infant transplant (BMT for 4-month-old baby)

Academics – DNB: Super Specialization courses (Plastics and Neurosurgery) inspection done (existing departments Paediatrics, Anesthesia, ENT, Radiology, Family Medicine)

5S Sustenance Level II Award (Trichy Region) – Competing for Model Unit

Long-term service Awards, HR Excellence-TISS Leap Vault

Our unit got 1st Prize in evidence based management platform “To increase the rate of exclusive breastfeeding” in ANEI CON National Level Conference

Our unit got 1st prize in “Showcasing the innovative process improvements initiative in quality & patient safety” during World Quality Month-2022 by CAHO

Times of India Award - Hospital/Clinical Rankings Survey 2023: Orthopedics, Plastic Surgery, & Diabetology in FY 24

We have recognized as a Examination center in down south India - Examination center NNF Exit, FAT Exams in FY 24

Differently abled persons staffing - District level award for rank 1 to employ differently abled persons in FY 24

Times Excellence Award – Service Excellence in Cardiology, Vascular Medicine, Oncology & Pediatrics in FY 24

Notice to Shareholders



KMC Speciality Hospitals (India) Limited

CIN: L85110TN1982PLC009781

REGISTERED OFFICE: No: 6, Royal Road, Cantonment, Trichy- 620001

WEBSITE: www.kauveryhospital.com

EMAIL ID: corporatecompliance@kauveryhospital.com | CONTACT NO: 0431-4077777

Notice to Shareholders

Notice is hereby given that the **FORTY-FIRST ANNUAL GENERAL MEETING** of the Members of **KMC SPECIALITY HOSPITALS (INDIA) LIMITED** ("the Company") will be held on **Friday, the 27th day of September, 2024 at 10:30 A.M. IST** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. **To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024 together with the Reports of the Board of Directors and the Auditor thereon.**
2. **To appoint a Director in place of Dr. S Vijayabaskaran (DIN: 05139565), who retires by rotation and being eligible, offers himself for re-appointment.**
3. **To consider re-appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company.**

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

RESOLVED THAT pursuant to Sections 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm registration number: 008072S) ("Deloitte") be and are hereby reappointed as the Statutory Auditors of the Company for the second term of five consecutive years, who shall hold office from the conclusion of this 41st AGM till the conclusion of the 46th AGM to be held in the year 2029, at such remuneration as may be determined by the Board of Directors of the Company in addition to the travelling and out of pocket expenses."

SPECIAL BUSINESS:

4. **To Consider re-appointment of Dr S Chandrakumar (DIN: 01867847) as Executive Chairman (Whole-Time) of the Company (Next Term Period: 29th September 2024 to 28th September 2027).**

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, (hereinafter referred to as the 'Act') read with Schedule V to the Act (including any amendment(s), statutory modification(s), variation(s) and/or re-enactment(s) for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and recommendation of Nomination and Remuneration Committee and the Board of Directors and such sanctions as may be necessary, the consent of the members be and is hereby accorded for re-appointment of Dr S Chandrakumar (DIN: 01867847) Executive Chairman (Whole-Time) for a three year term commencing from 29th September 2024 to 28th September 2027 at a remuneration not exceeding **Rs. 84,00,000/- (Rupees Eighty-Four Lakhs only)** per annum.

RESOLVED FURTHER THAT the remuneration payable to Dr S Chandrakumar be revised/ varied/ altered/ amended as per the terms that may be determined by the Nomination and Remuneration Committee from time to time and approved by the Board, which shall not exceed the maximum amount payable to Whole-Time Director in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder read with Schedule V to the Act, including any statutory modification or re-enactment thereof;

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Dr S Chandrakumar, Executive Chairman (Whole-Time) be paid the minimum remuneration as specified in Section II of Part II of Schedule V to the Companies Act, 2013 as in force in each financial year;

RESOLVED FURTHER THAT in addition to the remuneration, Dr S Chandrakumar, Executive Chairman (Whole-Time) shall be eligible for reimbursement of expenses incurred relating to official purposes as per the Company Policy from time to time;

RESOLVED FURTHER THAT Managing Director or Company Secretary of the company is hereby

authorized to do all such acts, deeds, things, and execute all such documents, instruments, and writings as may be required to give effect to this resolution.

5. To Consider re-appointment of Dr S Manivannan (DIN: 00910804) as Managing Director of the Company (Next Term Period: 01st October 2024 to 30th September 2027)

*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, (hereinafter referred to as the ‘Act’) read with schedule V to the Act (including any amendment(s), statutory modification(s), variation(s) and/or re-enactment(s) for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and recommendation of Nomination and Remuneration Committee and the Board of Directors and such sanctions as may be necessary, the consent of the members be and is hereby accorded for the re-appointment of Dr S Manivannan (DIN: 00910804), Managing Director for a three year term commencing from 01st October 2024 to 30th September 2027 at a remuneration not exceeding **Rs. 84,00,000/- (Rupees Eighty-Four Lakhs only)** per annum.

RESOLVED FURTHER THAT the remuneration payable to Dr S Manivannan, Managing Director be revised/ varied/ altered/ amended as per the terms that may be determined by the Nomination and Remuneration Committee from time to time and approved by the Board, which shall not exceed the maximum amount payable to Managing Director in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder read with Schedule V to the Act, including any statutory modification or re-enactment thereof;

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Dr S Manivannan, Managing Director be paid the minimum remuneration as specified in Section II of Part II of Schedule V to the Companies Act, 2013 as in force in each financial year;

RESOLVED FURTHER THAT in addition to the remuneration Dr S Manivannan, Managing Director shall be eligible for reimbursement of expenses incurred relating to official purposes as per the Company Policy from time to time;

RESOLVED FURTHER THAT Executive Director or Company Secretary of the Company is hereby authorised to do all such acts, deeds, things, and execute all such documents, instruments, and

writings as may be required to give effect to this resolution.

6. Appointment of Mr. Mohan Srinivasan (DIN: 00277477) as a Non – Executive Independent Director

*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 149, 150, 152, 161(1), Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules framed thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Mohan Srinivasan (DIN: 00277477) who was appointed as an Additional Director in the capacity of Non – Executive Independent Director with effect from 29th August 2024 who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations be and is hereby appointed as a Non – Executive Independent Director of the Company for a period of 3 (three) years with effect from 29th August 2024 till 28th August 2027 and that he shall not be liable to retire by rotation.

“RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations, approval be and is hereby given for continuation of Mr. Mohan Srinivasan’s appointment, beyond 09th August 2027, as an Independent Director of the Company on account of his attaining the age of 75 years on the said date”.

7. Ratification of remuneration to Cost Auditor for the financial year 2024-25

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of **Rs. 66,000/- (Rupees Sixty Six Thousand only)** plus applicable tax and reimbursement of out of pocket expenses for the financial year 2024-25, as approved by the Board of Directors of the Company, to be paid to M/s G Sugumar & Co, Cost Accountants (Registration No. 102522), Chennai,



appointed by the Board as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2024-25, be and is hereby ratified.”

By the order of the Board
For **KMC Speciality Hospitals (India) Limited**

Place: Chennai
Date: 28th August 2024

S/d
Sushma K
Company Secretary

Notes:

1. An Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (“the Act”) concerning the special business in the notice in respect of Item No. 4, 5, 6 and 7 is annexed hereto and forms part of this notice.
2. As required under Secretarial Standard on General Meetings (SS 2) issued by The Institute of Company Secretaries of India and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), brief profile of the Directors seeking reappointment in Item No. 2, 4, 5 and 6 of this Notice is annexed herewith as Annexure.
3. Pursuant to the General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through Video Conferencing (“VC”), without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.

The forthcoming Annual General Meeting (“AGM”) of the Company will thus be held through VC or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue of the 41st Annual General Meeting shall be the Registered office of the Company.
4. The Company shall send a physical copy of the Annual Report to those members who have requested the same via mail to the Company and the Registrar and Share Transfer Agent, mentioning their Folio No./ DP ID and Client ID.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and MCA

Circular dated May 05, 2022, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

The procedure for participating in the meeting through VC / OAVM is explained below and is also available on the website of the Company at <https://www.kauveryhospital.com/investors#>. The members may contact the RTA at investor@cameoindia.com or the CDSL helpdesk at helpdesk.evoting@cdslindia.com for any query or help with respect to participation in the meeting or e-voting facility.

6. The Members can join the AGM in the VC/OAVM mode 15 minutes before 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 to at least 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 Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who shall be allowed to attend the AGM without any restriction on account of first come first served basis.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
8. The members attending the AGM through VC/OAVM can vote during the meeting, provided they have not availed the facility of e-voting and voted prior to the meeting.
9. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy on his/her behalf to attend and vote at the AGM. Since the AGM is held through VC/OAVM pursuant to MCA Circulars, physical attendance of the members has been dispensed with and accordingly, the facility to appoint proxy will not be available for this AGM. Hence the proxy form, attendance slip and Route map are not annexed to this Notice.

However, in pursuance of Section 113 of the Companies Act, 2013, representatives of a body corporate who is a member, can attend the

AGM through VC/OAVM and cast their votes through e-voting. Corporate Members intending to authorize their representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend the AGM through VC / OAVM and cast their votes through e-voting.

10. The cut-off date for the purpose of determining eligibility of members for voting in connection with the 41st AGM is Friday, September 20, 2024.
11. In case of joint holders, the member whose name appears as the first holder in the Register of members of the Company shall be entitled to vote at the Annual General Meeting.
12. In accordance with the aforesaid MCA Circular dated September 25, 2023 and SEBI circular dated October 07, 2023, the Notice of the AGM along with the Annual Report 2024 is being sent only through electronic mode to those Members whose email addresses are registered with the Company /RTA/ Depositories. Members may note that the Notice and Annual Report 2024 will also be available on the Company's website at <https://www.kauveryhospital.com/investors#>, the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com & website of CDSL at www.evotingindia.com
13. The Register of Members and the Share Transfer Books of the Company shall remain closed from 21st September, 2024 to 27th September, 2024 (both days inclusive).
14. In case of shares held in Electronic form, members are requested to notify any change in address, e-mail id, bank details, etc. to the concerned Depository Participant, quoting their ID No. and in case of shares held in physical form, members are requested to intimate such change to the Registrar and Transfer Agent, Viz. M/s Cameo Corporate Services Limited, Subramanian Building, 1, Club House Road, Chennai - 600002. Further, three reminders in the year 2018 have been sent to the members holding shares in physical form through our Registrar and Transfer Agent, at their registered addresses insisting them to provide PAN and bank a/c details pursuant to directions given by SEBI circular dated April 20, 2018.
15. Further, pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, the members holding securities in physical form shall furnish the details of PAN, KYC & Nomination, which have not been updated in the database of the Registrar and Transfer Agent, Viz. M/s Cameo Corporate Services Limited. The said circular, along with the forms mentioned herein below have also been uploaded on the website of the Company for easy access:

Form ISR-1: Request for registering PAN, KYC Details or Changes / Updation thereof; to update/change details of PAN, Bank details, Signature, Mobile number, email id and address registered with the Company/RTA.

Form ISR-2: Confirmation of Signature of securities holder by the Banker; to update or record the signature of the shareholder with the Company/RTA.

Form ISR-3: Declaration Form for Opting-out of Nomination by holders of physical securities in Listed Companies; wherein members can declare their intention of opting out of nominating any person for the securities held by them in the Company.

Form No. SH-13: Nomination Form; to register a nominee for the securities held in the Company.

Form No. SH-14: Cancellation or Variation of Nomination; to cancel or change the nominees for the securities held in the Company.

The members holding securities in physical form and intent to register/update any or all of the above details with the Company/RTA are requested to intimate such information/updation to the RTA at the earliest with the above duly filled and signed forms and other relevant documents.

16. The Company's website is www.kauveryhospital.com, Annual Reports of the Company and other shareholder communications are made available on the Company's website.
17. All the members are requested to intimate their e-mail address to the Company's Registrar and Transfer Agents whose e-mail id is investor@cameoindia.com, mentioning the Company's name i.e., KMC Speciality Hospitals (India) Limited so as to enable the Company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
18. Members may please note that as per the SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, listed companies can issue securities only in dematerialized form while processing any request for Issue of duplicate securities certificate; Claim from Unclaimed Suspense Account; Renewal / Exchange of securities certificate; Endorsement; Sub-division / Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission; Transposition. Accordingly, the security holder can avail service requests by submitting duly filled and signed ISR-4 form. A copy of the said form is also available in the website of the company at <https://www.kauveryhospital.com/investors#>. In view of the above, to process service requests with ease and avail various other benefits



not associated with the physical securities, the members are advised to dematerialize the securities held by them in physical form. The members may contact the Company or the RTA with any clarification or help in this aspect.

19. The Register of Directors and their shareholding, maintained u/s 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested, maintained u/s 189 of the Companies Act, 2013 and all other documents referred to in the notice and explanatory statement, will be available for inspection electronically by the members during the Meeting through VC/OAVM. Members seeking to inspect such documents are requested to send an email to the Company at corporatecompliance@kauveryhospital.com.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period commences on 24th September 2024 at 09:00 a.m. IST and ends on 26th September 2024 at 05:00 p.m. IST. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted through e-voting process prior to the meeting date would not be entitled to vote during the meeting.
- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** requires listed entities to provide remote e-voting facility, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Shareholders holding shares in demat mode can also register directly with the depository. Shareholders would be able to access the e-voting page of various ESPs (e-voting service providers) through the websites of the Depositories without further authentication by ESPs for participating in the e-voting process.

Pursuant to the above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for individual shareholders holding securities in Demat mode through CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ul style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are requested to visit cdsI Website www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login, the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers’ website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsI website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or visit https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, users will be able to see the e-Voting option where the e-voting is in progress and shall also be able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser and type the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" Portal or visit https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser and type the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	The members can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, e-Voting option will be visible. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

For Individual Shareholders holding securities in demat mode, any help/query with respect to technical issues faced for logging in through Depository i.e. CDSL and NSDL can be raised in the following manner:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-48867000 and 022-24997000



(iv) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individuals holding in Demat form.**

- 1) Log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter their Folio Number registered with the Company.
- 4) Enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then you can login using the existing password.
- 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	<ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Company on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else click on “CANCEL” to change your vote and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote E-Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; corporatecompliance@kauveryhospital.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to

avoid any disturbance during the meeting.

6. Please note that Participants 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.
7. Shareholders who would like to express their views/ask questions at the meeting may register themselves as a speaker by sending a request from their registered email id in advance, atleast **5 days prior to meeting**, mentioning their name, demat account number/folio number, email id, mobile number at corporatecompliance@kauveryhospital.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at corporatecompliance@kauveryhospital.com. These queries will be replied to by the company suitably by email or addressed to at the AGM.

The Company reserves the right to restrict the number of questions and speakers depending on the availability of time for the AGM. Further, the sequence in which the shareholders will be called upon to speak will be solely determined by the Company.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor@cameoindia.com / corporatecompliance@kauveryhospital.com.



2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 18002109911.

Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013

The following Explanatory Statement sets out all the material facts relating to the Ordinary/Special Business:

Item No. 3: To consider re-appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company.

Deloitte Haskins & Sells LLP, Chartered Accountants, Chennai (Firm Registration No. 008072S), (hereinafter referred to as "Deloitte") were appointed as Statutory Auditors of the Company, for a period of 5 years, at the Annual General Meeting of the Company held on September 26, 2019, to hold office till the conclusion of the 41st Annual General Meeting. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or reappoint an audit firm as statutory auditors for not more than 2 (two) terms of 5 (five) consecutive years.

The company proposes to re-appoint M/s. Deloitte Haskins & Sells, Chartered Accountant (Firm Registration No. 008072S), Chennai as Statutory Auditors of the Company for another period of five years, to audit the financial statements of the Company from the FY 2024-25 to FY 2028-29 and to hold office until the conclusion of the 46th Annual General Meeting.

The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the Statutory Auditors for the remaining part of the tenure.

The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

Pursuant to Regulation 36(5) of SEBI (LODR) Regulations, 2015

- Proposed fees payable to the statutory auditor(s)– Rs.32,00,000/- per annum for FY 24-25
- Terms of appointment– 5 years from the conclusion of this Annual General Meeting
- Any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change: Not Applicable
- Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed: Considering the evaluation of the past performance, experience and expertise of Deloitte and based on the recommendation of the Audit Committee, it is proposed to appoint Deloitte as Statutory Auditors of the Company for a second term of five consecutive years till the conclusion of the 46th Annual General Meeting of the Company in terms of the aforesaid provisions

The Board of Directors recommend the resolution

as set out at item no.3 of the Notice for the approval of the Members by way of ordinary resolution.

Item No.4 : To Consider re-appointment of Dr S Chandrakumar (DIN: 01867847) as Executive Chairman (Whole-Time) of the Company (Next Term Period: 29th September 2024 to 28th September 2027).

Dr S Chandrakumar was appointed as Executive Chairman (Whole - time) of the Company at the Annual General Meeting of the Company held on 27th September, 2021, for a period of three years effective from 29th September 2021 to 28th September 2024.

Dr S Chandrakumar is the founder of Sri Kauvery Medical Care (India) Limited, the holding Company of your company and has contributed immensely to the growth of the Company.

Considering the long-term strategic vision and objectives of the Company, the Nomination and Remuneration Committee and the Board of Directors of the Company at their meeting held on 12th & 13th August, 2024 respectively, considered and approved the re-appointment of Dr S Chandrakumar for a period of three years with effect from 29th September 2024 to 28th September 2027 at a remuneration not exceeding **Rs. 84,00,000/- (Rupees Eighty-Four Lakhs Only) per annum**, taking into account his rich and varied experience in the Industry and contributions in steering the company to its current phenomenal turnaround.

The Board of Directors recommends the resolution in relation to the re-appointment of Dr S Chandrakumar, Executive Chairman (Whole-Time) of the Company, for the approval of the shareholders of the company by way of special resolution.

Other Terms:

The Executive Chairman (Whole-Time) shall be liable to retire by rotation.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Memorandum of Interest: Except Dr S Chandrakumar, the appointee and his relative Dr S Vijayabaskaran, Director of the Company, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item no. 4.

Item No. 5: To Consider re-appointment of Dr S Manivannan (DIN: 00910804) as Managing Director of the Company (Next Term Period: 01st October 2024 to 30th September 2027)

Dr S Manivannan was appointed as Managing Director of



the Company at the Annual General Meeting held on 27th September, 2021, for a period of three years effective from 01st October 2021 to 30th September 2024.

Considering the long-term strategic vision and objectives of the Company, the Nomination and Remuneration Committee and the Board of Directors of the Company at their meeting held on 12th & 13th August, 2024 respectively considered and approved the re-appointment of Dr S Manivannan for a period of three years with effect from 01st October 2024 to 30th September 2027 at a remuneration not exceeding **Rs. 84,00,000/- (Rupees Eighty-Four Lakhs only) per annum**, taking into account his rich and varied experience in the Industry and expertise in managing Hospital.

The Board of Directors recommends the resolution in relation to the re-appointment of Dr S Manivannan, Managing Director of the Company, for the approval of the shareholders of the company by way of special resolution.

Other terms:

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Memorandum of Interest: Except Dr S Manivannan, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at Item no. 5.

Item No. 6: Appointment of Mr. Mohan Srinivasan (DIN: 00277477) as a Non – Executive Independent Director

Pursuant to the provisions of Sections 149, 150, 152, 161(1) of the Companies Act, 2013 (“the Act”) read with Schedule IV thereto and Articles of Association of the Company, the Board of Directors (“the Board”) of the Company based on the recommendation of the Nomination and Remuneration Committee (“the Committee”) and subject to the approval of Shareholders, approved the appointment Mr. Mohan Srinivasan (DIN: 00277477) as a Non-Executive Independent Director (Additional Director) of the Company, with effect from 29th August 2024 for a term of three consecutive years i.e., till 28th August 2027.

Mr. Mohan Srinivasan possesses requisite skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. He has expertise in the areas of Accounting, Finance, Banking, Risk Management and General Management and possesses appropriate skills, expertise and competencies required at the Board.

Considering Mr. Mohan Srinivasan’s experience and professional competence, his appointment on the Board is in the overall interest of the Company. His expertise in the above mentioned areas, understanding of different business environment and experience of working with large corporates will be of great value for

the Company. Further, in the opinion of the Nomination & Remuneration Committee and the Board, Mr. Mohan Srinivasan fulfils the conditions specified in the Act & the Rules made thereunder and the SEBI Listing Regulations for appointment as an Independent Director, and he is independent of the management of the Company

Brief Profile of Mr. Mohan Srinivasan

Mr Mohan Srinivasan is a Chartered Accountant by profession and is partner of the Firm, Patel Mohan Ramesh & Co for the last 41 years. He is the Vice President of The Society of Auditors, Chennai. He is co-opted to the Company Law Committee of the Madras Chamber of Commerce & Industry (MCCI) and is also an Arbitrator approved by BSE Limited and National Stock Exchange of India Ltd (NSE) for settlement of disputed cases.

Justification for appointing Mr. Mohan Srinivasan as Independent Director as per Regulation 17 (1A) of SEBI Listing Regulations:

Pursuant to regulation 17(1A) of the SEBI Listing Regulations, consent of the shareholders by way of Special Resolution is required for continuation of directorship of the Non-Executive Directors of the Company who have attained the age of 75 years. Keeping in view his experience and knowledge, the Board of Directors are of the opinion that it will be in the interest of the Company to appoint Mr. Mohan Srinivasan as an Independent Director of the Company Accordingly, considering the profile and his expertise in the areas specified above the Board recommends appointment for an initial term of consecutive three years effective from 29th August 2024 up to 28th August 2027 and for continuation of Mr Mohan Srinivasan beyond 09th August 2027 on account of his attaining the age of 75 years on that date.

Directorship in other Companies and committee positions held by Mr. Mohan Srinivasan are as follows:

Sl No	Name of the Company	Director	Committee Positions
1	Unicopp Bizex Private Limited	Director	Nil
2	Unicorp Advisors Private Limited	Director	
3	Relyon Softech Limited	Director	

Mr. Mohan Srinivasan is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given consent for appointment as an Independent Director. The Company has received a declaration from Mr. Mohan Srinivasan confirming he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. Mr. Mohan Srinivasan is also registered with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs. Further, Mr. Mohan Srinivasan is not debarred from holding office of a Director by virtue of any order passed

by SEBI or any other such authority.

Copy of the draft letter of appointment of Mr. Mohan Srinivasan as an Independent Director setting out the terms and conditions is available for inspection as per the procedure of inspection provided in note no. 19 of this Notice. The terms and conditions of appointment are also uploaded on the website of the Company <https://www.kauveryhospital.com/investors>.

Apart from receiving sitting fees as may be decided pursuant to the provisions of the Companies Act, 2013, Mr. Mohan Srinivasan does not have any other pecuniary relationship with the Company. He is also not related to any Director or Key Managerial Personnel of the Company., None of the other Directors or Key Managerial Personnel of the Company or their relatives is/are concerned or interested, financially or otherwise, in the said resolution.

Disclosures, as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

In the opinion of the Board, Mr. Mohan Srinivasan possesses expertise and knowledge required at the Board, fulfils the conditions specified in the Act and the rules framed thereunder read with the provisions of the SEBI Listing Regulations, as amended, for appointment as an Independent Director and is independent of the management of the Company. The Board of Directors is of the opinion that the appointment of Mr. Mohan Srinivasan as an Independent Director in the best interest of the Company and recommends the Special Resolution as set out at Item No. 6 of the Notice for approval of the Members.

Item No. 7: Ratification of remuneration to Cost Auditor for the financial year 2024-25.

In terms of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is required to undertake the audit of its cost records by a Cost Accountant in practice.

In compliance with the above and Rule 14 (a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the Audit Committee of the Company at its meeting held on August 12, 2024 considered and recommended to the Board, the appointment of M/s G. Sugumar & co, Cost Accountants (Firm Registration Number: 102522) as the Cost Auditors of the Company for FY 2024-25 and a remuneration of Rs. 66,000/- (Rupees Sixty Six Thousand only) (plus applicable taxes and reimbursement of out-of-pocket expenses) payable to the Cost Auditors for FY 2024-25.

In making the decision on the appointment and remuneration of the Cost Auditors, the Audit Committee considered, the Cost Auditors' performance during the previous year(s) in examining and verifying the accuracy of the cost accounting records maintained by the Company and the scope of work.

The Board, on the recommendation of the Audit Committee approved the appointment of M/s G. Sugumar & co, Cost Accountants (Firm Registration Number: 102522) as the Cost Auditors of the Company for the FY 2024-25. The Board, also on the recommendations of the Audit Committee approved the remuneration of Rs. 66,000 /- (Rupees Sixty Six Thousand only) (excluding applicable taxes and reimbursement of out-of-pocket expenses) payable to Cost Auditors for FY 2024-25. In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board must be ratified by the Members of the Company. The consent of the Members is sought for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2025.

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

Accordingly, the Board of Directors recommends the resolution set forth in Item No. 7 for approval of members as Ordinary Resolution.



Annexure

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING (Pursuant to Regulation 36(3) of SEBI (LODR) Regulations & Secretarial Standard 2)

Item No: 2,4, 5 & 6

Name of the Director	Re-appointment Dr S Vijayabaskaran	Re-appointment Dr S Chandrakumar	Re-appointment Dr S Manivannan	Appointment Mr. Mohan Srinivasan
Director Identification Number	05139565	01867847	00910804	00277477
Type	Director	Executive Chairman – (Whole-Time)	Managing Director	Independent Director
Age & Date of Birth	55 years, 02/07/1969	59 years 15/04/1965	55 years, 30/10/1969	72 years, 09/08/1952
Date of Appointment/ Re- appointment	11/08/2023	29/09/2024	01/10/2024	29/08/2024
Qualification	MSc.(AG), PH D, PGDBA, PGDHA	M.B.B.S., M.D.,	M.B.B.S., M.D, D.N.B	Chartered Accountant
Number of Equity shares held	Nil	Nil	Nil	NIL
Brief Resume	<p>Dr. S. Vijayabaskaran is a doctorate is Agronomy, having diverse experience of over 14 years in managing & administering Multi Specialty Hospitals. He has extensive experience in obtaining NABH accreditation & achieving operational excellence with financial prudence in Hospital administration.</p>	<p>Dr S Chandrakumar (Executive Chairman) is a passionate leader, with over 20 years of reputed clinical experience and managing Multi Speciality hospitals. He is one of the Promoters of Sri Kauvery Medical Care (India) Limited.</p> <ul style="list-style-type: none"> • A qualified and experienced anaesthesiologist and critical care specialist with 20+ experience. • Former Chairman of CII TN State Council (21-22). • Life Member in Indian Society of Anaesthesiologists & Critical Care Medicine. 	<p>Dr S Manivannan (Managing Director) is an Anaesthesiologist, with over 20 years of reputed clinical experience and managing Multi Speciality hospitals. He is one of the Promoters of Sri Kauvery Medical Care (India) Limited.</p> <ul style="list-style-type: none"> • Qualified Anaesthesiologist with 20+ years of clinical experience. • Outstanding Anaesthesiologist for 2010 (Indian Society of Anesthesiology); • Leading Medical Entrepreneur 2018 by Indian Medical Association; • Certified Assessor in NABH (National Accreditation Board for Hospitals & Healthcare); • Founder of India's largest medical equipment expo – MEDICALL. 	<p>As provided in the explanatory statement</p>

Name of the Director	Re-appointment	Re-appointment	Re-appointment	Appointment
	Dr S Vijayabaskaran	Dr S Chandrakumar	Dr S Manivannan	Mr. Mohan Srinivasan
Experience/Expertise in specific functional area	Accounting, Finance, Law, Business Management, Operations, Risk Management, Fund Management, General Administration	Accounting, Finance, Law, Business Management, Operations, Risk Management, Fund Management, General Administration	Accounting, Finance, Law, Business Management, Operations, Risk Management, Fund Management, General Administration	Accounting, Finance, Law, Risk Management, Fund Management, General Administration
List of Public Limited Companies in which outside directorships held	Nil	Sri Kauvery Medical Care (India) Limited	Sri Kauvery Medical Care (India) Limited	Relyon Softech Limited
Chairman/ Member of the committee of Board of Directors of the company	Nil	Member in Stakeholder Relationship Committee	Member in 1) Audit Committee 2) Stakeholder Relationship Committee	Nil
Membership/ Chairmanships of committees of other public companies (Includes only Audit Committee and Stakeholders Relationship Committee)	Nil	Nil	Nil	Nil
No. of board meetings attended during the year	3	4	4	NA
Relationship with Directors inter-se	Brother of Dr S Chandrakumar, Director	Brother of Dr S Vijayabaskaran, Director	Nil	Nil



EVSN 240830036

Other Instructions:

- i. Mr. M. Alagar, Practicing Company Secretary (Membership No. F7488 and PCS No. 8196), Chennai has been appointed as Scrutinizer to scrutinize the e-voting process (electronically or otherwise) in a fair and transparent manner.
- ii. The scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through e-voting in the presence of at least two witnesses who are not in the employment of the Company and within a period of 2 working days from the conclusion of the meeting make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by the Chairman in writing for counter signature.
- iii. The Results shall be declared either by the Chairman or by an authorized person of the Chairman and the resolution will be deemed to have been passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolution(s).
- iv. Immediately after declaration of results, the same shall be placed along with the Scrutinizer's Report on the Company's website www.kauveryhospital.com/investors# and on the website of CDSL <https://www.evotingindia.com>, and communicated to BSE Limited, where the shares of the Company are listed, for placing the same in their website.

Board's Report - 2023-24



Board's Report - 2023-24

To,

The Members

Your Directors have pleasure in presenting their **Forty First** Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2024.

1. Financial highlights for the year ended March 31, 2024

Particulars	2023-24 (Rs In Lakhs)	2022-23 (Rs In Lakhs)
Operating Income	17,717.53	15,575.64
Other Income	355.99	312.86
Total Income	18,073.52	15,888.50
Operating Expenses	12,978.95	11,444.15
EBIDTA	5,094.57	4,444.35
Finance Cost	116.39	81.10
Depreciation	922.36	764.22
Profit/(Loss) before Tax	4,055.82	3,599.03
Tax expense	877.33	1,003.14
Provision for Deferred Tax	140.56	(72.95)
Profit/(Loss) after Tax (PAT)	3,037.93	2,668.84

2. Dividend

Board has not recommended dividend for the financial year 2023-24 keeping in view the long term objectives of the Company.

Your Company has formulated a Dividend Distribution Policy in compliance with Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. This is also available on the Company's website and can be accessed at: <https://www.kauveryhospital.com/investors>

3. Reserves

The Company has not transferred any amount to General reserve during the year.

4. Business and Operations Review

Total Operating income increased by **14%** to **Rs.17,717.53 lakhs** during the financial year 2023-24 from **Rs. 15,575.64 lakhs** in the previous year.

Your Company has earned Profit after tax of **Rs.3,037.93 lakhs** for the financial year 2023-24 higher than **Rs. 2,668.84 lakhs** achieved during the

previous year.

5. Information on state of Company's affairs

Information on operational and financial performance etc., is provided in the Management Discussion and Analysis Report, which is annexed to the Directors' Report and has been prepared inter-alia in compliance with the terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), 2015.

6. Statement in respect of adequacy of internal financial controls with reference to the Financial Statements

The Company has an Internal Control System commensurate with the size, scale and complexity of its operations. To maintain independence of the Internal Audit function, the Internal Auditor reports to the Chairman of the Audit Committee.

The Internal Audit Team along with the process team monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the report of internal audit, corrective actions in the respective areas are undertaken and controls strengthened. Significant audit observations and corrective actions thereon are reported to the Audit Committee of the Board.

7. Disclosure of particulars of loans/advances/ investments outstanding during the financial Year

The Company has not given any loans and advances to any other body corporate and associates as specified under Section 186 of the Companies Act, 2013 during the financial year 2023-24.

The details of the investments made by the Company and guarantees provided by the Company are given in the notes to the financial statements.

8. Deposits

The Company has not accepted any public deposits and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

9. Statutory Auditors

Section 139 of the Companies Act, 2013 provided for the appointment of Statutory Auditors for a period of five years and hence M/s Deloitte Haskins & Sells, Chartered Accountants (Registration No.008072S), Chennai were appointed as the Statutory Auditors

of the Company in the Annual General Meeting of the Company held on 26th September 2019 for a period till the conclusion of the ensuing Forty First Annual General Meeting.

The Board has recommended the re-appointment of M/s Deloitte Haskins & Sells., Chartered Accountants, (Registration No.008072S), Chennai as the Statutory Auditors of the Company for a second term of five consecutive years, from the conclusion of the ensuing 41st Annual General Meeting of the Company till the conclusion of the 46th Annual General Meeting to be held in the year 2029, for approval of shareholders of the Company, based on the recommendation of the Audit Committee in compliance with applicable provisions of the Companies Act, 2013.

10. The details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There are no significant and material orders passed by the regulators or courts or tribunals that may have an impact for the company as a going concern and /or company's operations.

Further no application against the Company has been filed or is pending under the Insolvency and Bankruptcy Code 2016. The Company has not done any one-time settlement with any Bank or Financial Institutions.

11. Closure of Register of Members and Share Transfer Books

The Register of Members and Share Transfer Books of the company will be closed suitably prior to holding Annual General Meeting.

12. The Board observed that there are no qualifications or reservations or adverse remarks by the Statutory Auditors as well as by the Secretarial Auditor in their reports.

13. Share Capital

The Company has not issued any equity shares with differential rights, sweat equity shares, employee stock options or employee stock purchase scheme. No shares have been transferred to Suspense account in terms of Regulation 39 of the SEBI Listing Regulations. As at the end of the financial year the Company's Authorized Equity Share Capital stands at Rs. 2500 lakhs and paid-up Equity Share Capital stands at Rs. 1630.85 Lakhs consisting of 1630.85 lakhs fully paid up Equity Shares of Re. 1 each.

14. Corporate Governance

Your Company has been complying with the provisions of Corporate Governance as stipulated in the SEBI Listing Regulations.

A separate report on Corporate Governance along

with Practicing Company Secretary's certificate on compliance of the Corporate Governance norms as stipulated in Schedule V read with Regulation 34(3) of the SEBI Listing Regulations and Management Discussion & Analysis report are provided elsewhere in this Annual Report.

15. Particulars of Employees

In accordance with the provisions of Section 197 (12) of the Companies Act, 2013, read with Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended the name and other particulars of employees are to be set out in the **Annexure - 4** forming part of the Annual Report (Boards' Report). However as per provisions of Sec 136(1) Companies Act, 2013 read with relevant proviso of Companies Act, 2013, the Annual Report (Boards' Report) is being sent to Members excluding the information relating to 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended. The said information is available for inspection at the Registered Office of the Company. Any member interested in obtaining such particulars may write to the Company and the same will be furnished.

16. Business Responsibility & Sustainability Reporting

In terms of Regulation 34 of SEBI Listing Regulations, the Business Responsibility & Sustainability Report for the year 2023-24 describing the initiatives taken by the Company towards Environment, Social and Governance (ESG) parameters & the performance against the nine principles of the 'National Guidelines on Responsible Business Conduct' (NGRBCs), is in the prescribed format in the Annual Report.

17. Details of Holding, Subsidiaries, Associate/JV Companies:

The Company is a subsidiary of Sri Kauvery Medical Care (India) Limited, which holds 75% of shares in the Company. The Company does not have any subsidiary, Associate or Joint Venture Companies.

18. Transfer to Investor Education and Protection Fund

As required under the provisions of Section 124 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, dividends that remain unpaid/unclaimed for a period of seven years, are to be transferred to the account administered by the Central Government viz., Investor Education and Protection Fund ("IEPF"). There are no amounts which remain unpaid/unclaimed for a period of seven years and hence no amount has been transferred to "IEPF".

19. Copy of Annual Return

The duly certified copy of Annual Return for the Financial Year ended 31st March 2024, as prescribed under Section 92 read with Rule 12 of the Companies



(Management and Administration) Rules, 2014, as amended shall be placed on the website of the company after the Annual General Meeting and the same can be accessed at <http://www.kauveryhospital.com/investors#>

20. Conservation of energy, technology absorption, foreign exchange earnings and outgo:

The particulars required to be given as per Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are as under

i. Conservation of energy-

Though the nature of the business of the company is such that the consumption of energy is not significant when compared to the overall cost of operations, the company takes all efforts to conserve energy by investing in renewable source of energy.

ii. Technology absorption-

The company is currently in the process of updating the technology in various fields of equipment. Within the limitations, everything possible was done to acquire, improve and update the technology.

iii. Foreign Exchange earnings and outgo

S. No.	Particulars	2023-2024	2022-2023
1.	Foreign Exchange earned	Rs 2.85 Lakhs	Nil
2.	Foreign Exchange outgo	Nil	Rs. 10.23 Lakhs

21. Corporate Social Responsibility

Corporate Social Responsibility (CSR) is an initiative brought in by the Ministry of Corporate Affairs whereby every company having net worth of rupees 500 Crores or more, or turnover of rupees 1000 Crores or more or a net profit of rupees 5 Crores or more during the immediately preceding financial year is mandated to serve the society by contributing at least 2% of the average net profits of the Company made during the three immediately preceding financial years in various CSR activities as defined in Schedule VII of the Companies Act, 2013.

Further, in terms of the CSR Rules, the CFO has certified to CSR Committee that the funds disbursed for CSR have been used, for the purpose and in the manner approved by the Board for financial year 2023- 2024.

The Company has duly constituted a Corporate Social Responsibility Committee as required under Section 135 (1) of the Companies Act, 2013 and the relevant rules made thereunder and the Board has approved a policy on Corporate Social Responsibility which is available in the website of the Company at <http://www.kauveryhospital.com/investors#>.

The Annual Report on your Company's CSR activities is appended as **Annexure-3** to the Board's Report.

22. Directors and Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Board of Directors is duly constituted. The Directors and Key Managerial Personnel as on date of this report are:

S. No.	Name of the Director/KMP	DIN/PAN	Designation
1	Dr. Sundararaj Chandrakumar	01867847	Executive Chairman (Whole-Time Director)
2	Dr. Selvaraj Manivannan	00910804	Managing Director
3	Dr. S Vijayabaskaran	05139565	Non-Executive Non-Independent Director
4	Dr. Thirunavukkarasu Senthil Kumar	01742558	Non-Executive Non-Independent Director
5	Ms. Narayanasami Jeyanthei	07143462	Independent Director
7	Mr. Sunil Satyapal Gulati	00016990	Independent Director
8	Mr. Ravichandran Purushothaman	06584433	Independent Director
9	Dr. D Senguttuvan	-	Key Managerial Personnel
10	Mr. Anandababu Kumaraswamy	AETPA9622D	Chief Financial Officer
11	Ms. Sushma K	FJMPS6815P	Company Secretary & Compliance Officer

During the year under review, following changes occurred in the composition of the Board of Directors and KMP:

S. No.	Name of the Director/ KMP	DIN	Designation	Effective Date	Nature of Change
1	Dr D Senguttuvan	01867900	Whole Time Director	11/08/2023	Cessation
2	Dr D Senguttuvan	NA	Key Managerial Personnel	11/08/2023	Appointment
3	Dr S Vijayabaskaran	05139565	Non-Executive Non-Independent Director	11/08/2023	Appointment
4	Mr A Krishnamoorthy	00386122	Non-Executive Independent Director	31/03/2024	Cessation
5	CA S Chenthilkumar	02621693	Non-Executive Independent Director	31/03/2024	Cessation
6	Mr N Bala Baskar	00469656	Non-Executive Independent Director	31/03/2024	Cessation

Details of the composition of the Board and that of various Committees of the Board as at the end of the FY 2023-24 are provided in the Corporate Governance Report annexed to the Boards' Report.

23. Declaration given by Independent Directors

All the Independent Directors of the Company have given their declaration under Section 149 (7) of the Companies Act, 2013, confirming that they are in compliance with the criteria as laid down in the said Section for being an Independent Director of the Company. Further, there has been no change in the circumstances which may affect their status as Independent Director during the year.

The Statement of Declaration of Independence from Independent Directors that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and the relevant rules and Regulation 16(1)(b) of SEBI Listing Regulations has been obtained from the Independent Directors and the Board has taken on record the same.

All the Independent Directors have registered with the databank of Independent Directors developed by the Indian Institute of Corporate Affairs in accordance with the provisions of Section 150 of the Act, 2013 and obtained Independent Director registration certificate. Further the Independent Directors have also declared that in the event of expiry of their registration with the Data bank, they shall take the necessary steps to renew their registration in accordance with the applicable provisions of the Companies Act 2013 read with rules made thereunder.

24. Policy on Directors' Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a director

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for the selection and appointment of Directors,

Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

25. Particulars of contracts or arrangements with related parties

During the financial year 2023-24 the contracts and arrangements entered by the Company with related parties were on an "arm's length" basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons, which may have a potential conflict with the interests of the Company at large.

The policy on dealing with Related Party Transactions as approved by the Board is uploaded on the Company's website.

The details of contracts or arrangements with related parties entered during the year are given in a separate report as **Annexure-1**.

26. Risk Management

The Company approaches Risk Management by identification, assessment, monitoring and mitigation of various risks that the company may face in its business. The Company's enterprise Risk Management approaches, identifies and categorizes the major risks relating to Operations and Finance. The Company's objective is to achieve a balance between acceptable levels of risk and reward in effectively managing its Operational, Financial, Business and other risks which is carried out through the Risk Management Committee/ Audit Committee Audit committee which meets at periodic intervals.

27. Reporting of Frauds

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of Act and Rules framed thereunder.



28. Secretarial Audit Report

Pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Alagar & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company in the Board Meeting held on 12th February 2024, for the FY 2023-24. The Secretarial Audit Report issued by the Company's Secretarial Auditor M/s. Alagar & Associates is annexed and forms part of this Report in **Annexure-2**. The report does not contain any qualification.

29. Number of meetings of Board

The details of the number of meetings of the Board of Directors are included as a part of Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

30. Composition of Audit Committee

The Audit Committee of the Company has been constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI Listing Regulations. The details of the Audit Committee are included as a part of Corporate Governance Report.

31. Details of establishment of vigil mechanism

The Company has formulated and adopted a vigil mechanism for employees to report genuine concerns to the Chairman of the Audit Committee. The policy provides opportunities for employees to access in good faith, the Audit Committee, if they observe unethical and improper practices. The Whistle Blower policy of the Company is available in the website of the Company and the same can be accessed at <http://www.kauveryhospital.com/investors#>.

32. Prevention of Insider Trading

The Company has adopted a code for prevention of insider trading with a view to regulate trading and securities by the Directors and designated employees of the Company. The code requires pre-clearance for dealing in the Company's securities and prohibits the purchase or sale of Company's Securities while in possession of unpublished price sensitive information and during the period when the trading window is closed.

The company maintains a structured digital database called "Vigilant" software wherein the details of all the designated persons are being captured in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

33. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Regulation 19 of the SEBI Listing Regulations, the Board of Directors of the Company has completed a formal evaluation of their performance and that of its Committees and individual directors.

34. Separate Meeting of Independent Directors

The Independent Directors of the Company had met during the financial year to review the performance of the Non-Independent Directors, Chairman (after taking into account the views of Executive and Non-Executive Directors of the Company) and Board as a whole and also the access, quality, quantity and timeliness of the flow of information between the Company's management and the Board.

During the Financial Year under review the Independent Directors met on 1st February, 2024 and all the Independent Directors attended the Meeting without the presence of the Non-Independent Directors and the members of the management.

35. Listing fees:

The Company confirms that it has paid the Annual Listing Fees for the year 2023-24 to BSE Limited, Stock Exchange where the company's shares are listed.

36. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:

The Company has in place a Policy on prevention of Sexual Harassment, in accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees are covered under this policy. 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 (POSH).

The company had not received any Complaints under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the financial year 2023-24.

37. Directors' Responsibility Statement as required under Section 134 (5) of the Companies Act, 2013

In terms of provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.

- (ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period.
- (iii) the directors had 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.
- (iv) the directors had prepared the annual accounts on a going concern basis.
- (v) the directors, had laid down internal financial controls and such internal financial controls are adequate and were operating effectively.
- (vi) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

38. Material changes and commitments affecting financial position between the end of the financial year and the date of the report

There is no change in the nature of business of the Company during the year. There are no material changes and commitments in the business operations of the Company since the close of the financial year on 31st March, 2024 to the date of this report.

39. Familiarization Programme for Independent Directors:

The Board members are provided with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The details of such familiarization programmes for the Independent Directors are posted on the website of the Company.

40. Applicability of maintenance of Cost Records as Specified by the Central Government

As per Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, Company is maintaining Cost Records as specified by the Central Government.

The Company had appointed M/s G Sugumar & Co, Cost Accountants (Registration No. 102522), Chennai, for auditing the cost records of the Company for the FY 2023-24.

41. Secretarial Standards

The company has complied with the applicable Secretarial Standards, as amended from time to time.

42. Acknowledgments

We thank the various Government Agencies and Banks for their continued support and co-operation to the Company. We place on record our appreciation of the contribution made by our employees, consultants and officers of the Company during the year under report.

For and on behalf of the Board of Directors

Place: Chennai
Date: May 29, 2024

Dr S Manivannan
Managing Director
DIN: 00910804

Dr S Chandrakumar
Executive Chairman (Whole-Time)
DIN: 01867847



Annexure - 1

Form No AOC-2

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

Details of Related Party Transactions

1. Details of contracts or arrangements or transactions not at Arm's length basis: None

Sl. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	-
2	Nature of contracts/arrangements/transactions	-
3	Duration of the contracts/arrangements/transactions	-
4	Salient terms of the contracts or arrangements or transactions including the value, if any	-
5	Justification for entering into such contracts or arrangements or transactions'	-
6	Date of approval by the Board	-
7	Amount paid as advances, if any	-
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

2. Details of material contracts or arrangements or transactions at Arm's length basis.

S. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ Transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service		Revenue from hospital services Rendered	NA	NIL
2	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service		Hospital services Availed	NA	NIL
3	Sri Kauvery Medical Care (India) Ltd	Purchase and Sale of goods		Sale of goods	NA	NIL
4	Sri Kauvery Medical Care (India) Ltd	Purchase and Sale of goods		Purchase of goods	NA	NIL
5	Sri Kauvery Medical Care (India) Ltd	leasing of property of any kind		Rental income	13.11.2013	NIL
6	Sri Kauvery Medical Care (India) Ltd	leasing of property of any kind		Rental expenses	NA	NIL
7	Sri Kauvery Medical Care (India) Ltd	Purchase and Sale of goods		Purchase of Asset	NA	NIL
8	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service		Guarantee Expenses	NA	NIL
9	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service		Guarantee Income	NA	NIL
10	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service	These transactions are of continuous in nature and are not for a specific period	Reimbursement of expenses received	NA	NIL
11	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service		Reimbursement of expenses paid	NA	NIL
12	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service		Claims made on behalf of the Holding Company	NA	NIL
13	Sri Kauvery Medical Care (India) Ltd	Availing and Rendering of Service		Reimbursement of Claims Received	NA	NIL
14	Curtis Drug Point Private Limited	Purchase and Sale of goods		Purchase of Goods	NA	NIL
15	Trivitron Healthcare Private Limited	Purchase and Sale of goods		Purchase of Consumables	NA	NIL
16	Neuberg Ehrlich Laboratory Private Limited	Availing and Rendering of Service		Testing Fees	NA	NIL
17	Kavery Medical Trust	leasing of property of any kind		Medical Record Charges	NA	NIL
18	Kavery Medical Trust	CSR Contribution		Donation		
19	Kauvery Hospital Medical Services Private Limited	Availing and Rendering of Service		Reimbursement of expenses	NA	NIL



S. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ Transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
20	Kauvery Hospitals (Bengaluru) Private Limited	Availing and Rendering of Service	These transactions are of continuous in nature and are not for a specific period	Reimbursement of expenses	NA	NIL
21	Hamsa Medical Services Private Limited	Availing and Rendering of Service		Hospital Services availed	NA	NIL
22	Hamsa Medical Services Private Limited	Availing and Rendering of Service		Reimbursement of expenses	NA	NIL
23	Medexpert Solutions Private Limited	Availing and Rendering of Service		Annual Maintenance charges	NA	NIL
24	Dr Suchitra	Availing and Rendering of Service		Doctor fees paid in professional capacity	NA	NIL
25	Dr S Chandrakumar	Whole time Director		Remuneration		
26	Dr S Manivannan	Managing Director		Remuneration		
27	Dr D Senguttuvan	Availing and Rendering of Service	Remuneration and doctor fees paid in professional capacity	NA	NIL	

Annexure - 2

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
KMC Speciality Hospitals (India) Limited
No. 6 Royal Road Cantonment
Trichy - 620 001

We have conducted the Secretarial Audit in compliance of applicable statutory provisions and the adherence to good corporate practices by **KMC Speciality Hospitals (India) Limited** herein after called the ("**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our 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, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended March 31, 2024 ("**Audit Period**") complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by "**the Company**" for the Financial Year ended March 31, 2024 according to the provisions of:

1. The Companies Act, 2013 ('Act') and the rules made thereunder, as amended from time to time including Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') and as mandated by the Companies Act, 2013.
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder, as amended from time to time;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder, as amended from time to time;
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, as amended from time to time; **(Not applicable for the Company for the Audit period)**
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), as amended from time to time: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **(there were no events requiring compliance during the audit period)**;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(there were no events requiring compliance during the audit period)**;
 - (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable for the Company for the Audit period)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding dealing with client;
 - (g) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
 - (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(there were no events requiring compliance during the audit period)** and
 - (j) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(there were no events requiring compliance during the audit period)**
6. **We report that** having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records



in pursuance thereof on test check-basis, the Company has complied with the following Labour and Industrial Laws specifically applicable to the Company, as listed below, as amended from time to time;

1. Atomic Energy Act, 1962
2. Bio-Medical Waste (Management and Handling) Rules, 1998
3. Blood Bank Regulations under Drugs and Cosmetics, Act 1940
4. Drugs and Cosmetic Act 1940
5. Pre-conception and Pre-natal Diagnostic Techniques Act, 1994
6. Pharmacy Act 1948
7. The Tamil Nadu Narcotic Drugs Rules, 1985
8. The Registration of Births and Deaths Act, 1969
9. Transplantation of Human Organ Act 1994
10. Tamilnadu Tax on Consumption or Sale of Electricity Act, 2003

We further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test check-basis, 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 Labour and Industrial Laws as listed below;

1. The Contract Labour (Regulation and Abolition) Act, 1970
2. The Employees' Provident Funds & Miscellaneous Provisions Act, 1952
3. The Employees' State Insurance Act, 1948
4. The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959
5. The Equal Remuneration Act, 1976 and The Equal Remuneration Rules, 1976
6. The Maternity Benefit Act, 1961
7. The Minimum Wages Act, 1948
8. The Payment of Bonus Act, 1965
9. The Payment of Gratuity Act, 1972
10. The Payment of Wages Act, 1936
11. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
12. The Tamil Nadu Industrial Establishments (Conferment of Permanent Status to Workmen) Act, 1981
13. The Tamil Nadu Labour Welfare Fund Act, 1972
14. The Tamil Nadu Payment of Subsistence Allowance Act, 1981

15. The Tamil Nadu Shops and Establishments Act, 1947
16. The Tamil Nadu Tax on Professions, Trades & Callings and Employments Act, 1992

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards, etc., mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. 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.

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

Majority decision is carried through while the dissenting members' views (if any) are captured and recorded as part of the minutes.

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

We further report that, during the audit period, no events occurred which had any major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards and that the Company has complied with such of those relevant clauses thereto which are applicable:

**For M. Alagar & Associates
(Practicing Company Secretaries)
Peer Review Certificate No:1707/2022**

**M. Alagar
Managing Partner
FCS No.: 7488
CoP No.: 8196
UDIN: F007488F000422606**

Place: Chennai
Date: May 22, 2024

This Report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

ANNEXURE - A**ANNEXURE TO SECRETARIAL AUDIT REPORT**

To,

The Members

KMC Speciality Hospitals (India) Limited

Our report is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we 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 management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For M. Alagar & Associates
Practising Company Secretaries
Peer Review Certificate No:1707/2022**

**M. Alagar
Managing Partner
FCS No: 7488
CoP No: 8196
UDIN: F007488F000422606**

Place: Chennai

Date: May 22, 2024



Annexure - 3

1. A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web- link to the CSR policy and project or programs.

As per the Companies Act, 2013, the Company has a policy on Corporate Social Responsibility (hereinafter referred as CSR) whereby it is mandatory to spend at least 2% of average net profits of the immediately preceding 3 financial years on "CSR" activities. CSR involves incurring costs that do not provide an immediate financial benefit to the Corporates, but instead promote positive social environmental change. In line with the above, the Company's CSR policy is designed keeping in mind the vision, mission, socio-economic environment and capacities of the company.

2. The Composition of the CSR Committee

S. No.	Name	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 A Krishnamoorthy	Chairman-Independent Director	2	2
2	Dr S Chandrakumar	Member - Executive Chairman (Whole-time)	2	2
3	Dr S Manivannan	Member- Managing Director	2	2

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company. at the web link: <https://www.kauveryhospital.com/investors>

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

5. a) Average net profit of the Company as per sub section (5) of Section 135: Rs 29,31,63,947/-

b) Two percent of average net profit of the company as per section (5) of Section 135: Rs. 58,63,279/-

c) Surplus arising out of the CSR projects or programmes 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 – Rs. 58,63,279/-

6. (a) Amount spent on CSR Projects

I. Ongoing Project – Rs. 47,25,000/-

II. Other than Ongoing Project – Rs. 11,50,000/-

(b) Amount spent in Administrative Overheads- Nil

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

(d) Total amount spent for the Financial Year [(a)+(b)+(c)] – Rs 58,75,000/-

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

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to subsection (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
Rs 58,75,000			Not Applicable		

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

S. NO	Particular	Amount (In Rs)
1	2	3
i	Two percent of average net profit of the company as per sub-section (5) of section 135	58,63,279
ii	Total amount spent for the Financial Year	58,75,000
iii	Excess amount spent for the Financial Year [(ii)-(i)]	11,721
iv	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
v	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. **Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:** Not Applicable

8. **Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:** Yes

The Company did not acquire or create any capital asset directly. However, the Company had approved an ongoing project in FY 2023-24 through an Implementing Agency and that implementing agency, as part of the ongoing project had acquired capital asset in its name towards the project.

S. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or as set(s)	Date of acquisition	Amount of CSR Spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration No. if applicable	Name	Registered Address
1	Vehicle- Bus	620017	12-03-2024	26,40,176*	CSR00014701	Kavery Medical Trust	1 & 2 Keelachatram Road, Trichy-620017

*This capital asset was acquired as a part of ongoing project jointly approved and undertaken by the Company, its Holding Company and its fellow subsidiary, Kauvery Hospital Medical Services Private Limited.

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

Place: Chennai
Date: May 29, 2024

Dr S Manivannan
Managing Director
DIN: 00910804

Dr S Chandrakumar
Executive Chairman (Whole-Time) and
Chairman of CSR Committee
DIN: 01867847



Annexure – 4

Details as per Section 197 of the Companies Act 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year

S. No.	Name of the Director	Ratio of the remuneration of director to the median employee remuneration
1.	Dr S Chandrakumar	37.93 %
2.	Dr S Manivannan	37.93 %

2. Percentage increase in remuneration

S. No.	Name of the Director	Designation	% of increase / decrease in Remuneration
1.	Dr S Chandrakumar	Executive Chairman (Whole-Time)	-
2.	Dr S Manivannan	Managing Director	-
3.	Dr D Senguttuvan*	Whole Time Director	8%
4.	Mr K Anandababu	Chief Financial Officer	16.02%
5.	Ms Sushma K	Company Secretary	14.00%

*Ceased as Director w.e.f. 11/08/2023

3. Percentage increase in the median remuneration of employees

The percentage of increase in the Median employee remuneration is 22% as compared to the previous year.

4. Permanent Employees:

The Number of Permanent Employees on the rolls of the Company as on March 31, 2024 is 1183 employees

5. Average percentile increase made in salaries of employees other than KMP in comparison to the percentile increase in the remuneration of KMP and the justification thereof

The average percentile increase in salaries of employees other than KMP is 13.16 % while that of KMPs is 12.67 %.

Justification for increase in remuneration of Director and Employees: Compensation revisions take into account performance metrics on sales, operating profits apart from other specific elements attributable to various functions within the organization. The Company's performance against the above metrics was close to or marginally above budgeted levels. The revisions also need to be reviewed in the light of short and medium term forecasts and budgets on profitability apart from qualitative objectives including quality and leadership parameters. Taking into account all the above elements the remuneration levels were increased as disclosed above.

6. Affirmation that the remuneration is as per the remuneration policy of the company

The Company affirms remuneration is as per the remuneration policy of the Company.

Management Discussion and Analysis Report

This Management Discussion and Analysis Report is a “forward looking statement” and forms part of the Annual Report of the Company. It indicates the Company's movement in the external environment vis-à-vis its own strengths and resources detailing the Company's objectives and expectations.

1. INDUSTRY STRUCTURE:

Healthcare has become one of India's largest sectors, both in terms of revenue and employment. Healthcare comprises hospitals, medical devices, clinical trials, outsourcing, telemedicine, medical tourism, health insurance and medical equipment. The Indian healthcare sector is growing at a brisk pace due to its strengthening coverage, services, and increasing expenditure by public as well private players.

India's healthcare delivery system is categorized into two major components - public and private. The government, i.e. public healthcare system, comprises limited secondary and tertiary care institutions in key cities and focuses on providing basic healthcare facilities in the form of primary healthcare centres (PHCs) in rural areas. The private sector provides a majority of secondary, tertiary, and quaternary care institutions with a major concentration in metros, tier-I and tier-II cities.

India's competitive advantage lies in its large pool of well-trained medical professionals. India is also cost-competitive compared to its peers in Asia and western countries. The cost of surgery in India is about one-tenth of that in the US or Western Europe. The low cost of medical services has resulted in a rise in the country's medical tourism, attracting patients from across the world. Moreover, India has emerged as a hub for R&D activities for international players due to its relatively low cost of clinical research.

Government Initiatives

Some of the major initiatives taken by the Government of India to promote Indian healthcare industry are as follows:

- PoshanAbhiyan is a Centrally Sponsored Scheme with the implementation of the scheme being done by States/UTs. To ensure that all Anganwadi Centres are equipped with Smartphones and Growth Monitoring devices (GMDs) such as Infantometer, Stadiometers, and Weighing Scale for Mothers and Infant, the Ministry has released revised guidelines for technical specifications and replacement of GMDs by the States.

- In the Union Budget 2023-24:
 - On February 25, 2024, Hon'ble Prime Minister Narendra Modi marked a significant stride in India's healthcare landscape by inaugurating five new All India Institute of Medical Sciences (AIIMS) across different states. These AIIMS facilities, situated in Rajkot (Gujarat), Bathinda (Punjab), Raebareli (Uttar Pradesh), Kalyani (West Bengal), and Mangalagiri (Andhra Pradesh), signify a transformative step towards bolstering tertiary healthcare infrastructure.
 - Under the Interim Union Budget 2024-25, the Ministry of Health and Family Welfare has been allocated Rs. 90,659 crore (US\$ 10.93 billion), an increase of 1.69% compared to Rs. 89,155 crore (US\$ 10.75 billion) in 2023-24.
 - Pradhan Mantri Swasthya Suraksha Yojana (PMSSY) was allocated Rs. 2,400 crore (US\$ 0.29 billion)
 - Human Resources for Health and Medical Education was allotted Rs. 5,016 crore (US\$ 0.60 billion).
 - National Health Mission was allotted Rs. 38,183 crore (US\$ 4.60 billion).
 - Ayushman Bharat – Pradhan Mantri Jan Arogya Yojana (AB-PMJAY) was allotted Rs. 7,500 crore (US\$ 0.90 billion).
- In July 2022, the World Bank approved a US\$ 1 billion loan towards India's Pradhan Mantri-Ayushman Bharat Health Infrastructure Mission.
- In order to promote medical tourism in the country, the government of India is extending the e-medical visa facility to the citizens of 156 countries.

Significant Industry highlights:

The Indian Healthcare industry continued its healthy growth in 2023 and reached a value of US\$ 372 billion driven by both the private sector and the government. As of 2024, the Indian healthcare sector is one of India's largest employers as it employs a total of 7.5 million people. Progress in telemedicine, virtual assistants, and data analytics is expected to create 2.7-3.5 million new tech jobs.

India's public expenditure on healthcare touched 2.1% of GDP in FY23 and 2.2% in FY22, against 1.6% in FY21, as per the Economic Survey 2022-23.

In FY24 (Till February 2024), premiums underwritten by health insurance companies grew to Rs. 2,63,082



crore (US\$ 31.84 billion). The health segment has a 33.33% share in the total gross written premiums earned in the country.

Indian medical tourism market was valued at US\$ 7.69 billion in 2024 and is expected to reach US\$ 14.31 billion by 2029. According to India Tourism Statistics, around 634,561 foreign tourists came for medical treatment in India in 2023, which was nearly 6.87% of the total international tourists who visited the nation. With US\$ 5-6 billion size of medical value travel (MVT) and 500000 International patients annually, India is among the global leader destinations for international patients seeking advanced treatment.

The e-health market size is estimated to reach US\$ 10.6 billion by 2025. As per information provided to the Lok Sabha by the Minister of Health & Family Welfare, Dr. Bharati Pravin Pawar, the doctor population ratio in the country is 1:854, assuming 80% availability of 12.68 lakh registered allopathic doctors and 5.65 lakh AYUSH doctors.

During 2022-23 (up to December 2022) Foreign Direct Investment, (FDI) inflow in India stood at US\$ 36,746 million. Some of the recent developments in the Indian healthcare industry are as follows:

- As of August 1, 2023, a total of 24.33 crore Ayushman cards have been created. To prevent, detect, and deter healthcare fraud and to ensure that eligible beneficiaries receive adequate treatment, the Government of India is using Artificial Intelligence (AI) and Machine Learning (ML). As on October, 2023, a total of 26 crore Ayushman cards have been created.
- As of February 20, 2023, more than 220.63 crore COVID-19 vaccine doses have been administered across the country. While as of May 11, 2023, more than 2.20 billion COVID-19 vaccine doses have been administered across the country.
- As of July 15, 2023, India has exported 30.12 crore vaccine doses.
- Multinational healthcare company Abbott has committed to converting 75 Primary Health Centers (PHCs) to Health and Wellness Centers (HWCs) in nine Indian States, in collaboration with Americares India Foundation, a nonprofit organisation dedicated to relief and development in the field of health. This will benefit over 2.5 million people from under-resourced communities every year.
- As of 2023, the number of medical colleges in India stood at 706.

Road Ahead

- India's healthcare sector is extremely diversified and is full of opportunities in every

segment, which includes providers, payers, and medical technology. With the increase in the competition, businesses are looking to explore the latest dynamics and trends which will have a positive impact on their business.

- India is a land full of opportunities for players in the medical devices industry. The country has also become one of the leading destinations for high-end diagnostic services with tremendous capital investment for advanced diagnostic facilities, thus catering to a greater proportion of the population. Besides, Indian medical service consumers have become more conscious towards their healthcare upkeep. Rising income levels, an ageing population, growing health awareness and a changing attitude towards preventive healthcare is expected to boost healthcare services demand in the future. Greater penetration of health insurance aided the rise in healthcare spending, a trend likely to intensify in the coming decade.
- The Government aims to develop India as a global healthcare hub, and is planning to increase public health spending to 2.5% of the country's GDP by 2025.

Source: IBEF Healthcare update May 2024

2. OPPORTUNITIES AND THREATS:

Opportunities:

- Rising income level
- Greater health awareness,
- Increased precedence of lifestyle diseases
- Improved access to health insurance coverage
- Opportunity for horizontal and vertical growth.
- Growing elderly population, changing disease patterns
- Encouraging avenues for attracting prospective investments.
- Great potential for medical tourism.

Threats:

- Increased Competition
- Increase in Cost of operation
- Technological Advancements
- Man Power Attrition

3. RISKS AND CONCERNS

- Increasing competitive intensity in the healthcare sector
- Increasing cost / scarcity of resources in the Industry
- Constant change in technology and revamping of existing systems.

- Government regulations and restrictions.

4. FINANCIAL AND OPERATIONAL PERFORMANCE

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, and Indian Accounting Standards (Ind AS) in India. The management accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflect the state of affairs of the Company in a true and fair manner.

Particulars	2023-24 (Rs In Lakhs)	2022-23 (Rs In Lakhs)
Operating Income	17,717.53	15,575.64
Other Income	355.99	312.86
Total Income	18,073.52	15,888.50
Operating Expenses	12,978.95	11,444.15
EBIDTA	5,094.57	4,444.35
Finance Cost	116.39	81.10
Depreciation	922.36	764.22
Profit/(Loss) before Tax	4,055.82	3,599.03
Tax expense	877.33	1,003.14
Provision for Deferred Tax	140.56	(72.95)
Profit/(Loss) after Tax (PAT)	3,037.93	2,668.84

Total Operating income increased by **14 %** to **Rs.17717.53 lakhs** during the financial year 2023-24 from **Rs. 15,575.64 lakhs** in the previous year.

Your Company has earned Profit after tax of **Rs.3037.93 lakhs** for the financial year 2023-24 significantly higher than **Rs. 2,668.84 lakhs** achieved during the previous year.

Improvement in Bed occupancy with better revenue mix coupled with operational efficiency and cost control measures contributed to better profitability.

5. OUTLOOK

Indian healthcare sector, being one of the fastest growing industries, there is immense scope for enhancing healthcare services penetration in India, thereby presenting ample opportunity for development of the healthcare industry. India's private healthcare sector has contributed significantly and accounts for about 60 per cent of inpatient care. Most private facilities initiated their plans in response to the COVID-19 pandemic, which involved significant investments to prepare facilities for controlling and preventing the infection, building infrastructure for quarantine and treatment, and equipping the facility with suitable medical supplies and additional workforce.

The biggest health emergencies of our times have not just laid bare the myriad challenges and gaps in our health system but also highlighted the importance of investing in 'well-being' at both personal and system level.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The company has a proper and adequate system of internal controls to ensure that all the assets are safeguarded, protected from unauthorized use and the transactions are authorized, recorded and reported correctly. The company conducts audit of various departments with an audit plan through an independent Internal Auditor and reports to the Audit Committee on significant issues with Action Taken Report. Wherever necessary the inputs of the Statutory Auditors are also obtained to ensure efficiency of the operations and accounting.

7. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NO OF PEOPLE EMPLOYED

The Company recognizes importance of leadership, technical and behavioral development for employees across the Company. The Company has launched continuous improvement & training programs aimed for increasing knowledge level of employees and offer rewards to those employees who performed well in such programs. Staff levels have been maintained adequately as per requirements.



8. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFORE

S. No	Ratios	Basis	31-Mar-24	31-Mar-23	Variance (in %)	Reasons
1.	Current ratio	Current Assets/ Current Liabilities	0.72	2.30	(68.63)%	Decrease due to increased liabilities towards for the capital projects at the year end.
2.	Debt Equity ratio	Total Liabilities/ shareholder funds	0.50	0.39	28.61%	Increase due to utilisation of additional loan during the year.
3.	Debt service coverage ratio	Net Operating revenue / Total Debt	2.16	3.48	(37.93)%	Decrease on account of increased future cash flows towards interest and principal repayments for the additional loans availed for the capital projects
4	Return on equity ratio	Net profit after taxes/ Average shareholders' equity	0.24	0.27	(12.47)%	-
5	Inventory Turnover ratio	Sales/ Average Inventory	11.30	11.08	1.99%	-
6	Trade receivable turnover ratio	Net Credit Sales/ Average Accounts Receivable	8.86	6.13	44.54%	Increase due to lower credit sales and increased average trade receivables during the year
7	Net Profit ratio	Net Profit/ Net Sales	17.15%	17.13%	0.07%	-
8	Operating Margin	Operating Income/ Revenue	98%	98%	Nil	-
9	Interest Coverage Ratio	EBITDA/Interest Expense	44	53	17%	-

9. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF

NIL

10. CAUTIONARY STATEMENT

The information and opinion expressed in this Report may contain certain forward-looking statements, which the management believe are true to the best of its knowledge at the time of its preparation. Actual results may differ materially from those either expressed or implied in this report.

DECLARATION AS TO THE COMPLIANCE OF CODE OF CONDUCT OF THE BOARD MEMBERS AND THE SENIOR MANAGEMENT PERSONNEL

This is to confirm that the Company has adopted the Code of Conduct for its employees including the Directors and Senior Management Personnel. The Code of Conduct is posted on the Company's website.

I confirm that the Company has in respect of the financial year ended March 31, 2024, received from the senior management team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them for the year ended March 31, 2024.

Place: Chennai
Date: May 29, 2024

Dr S Manivannan
Managing Director
DIN: 00910804

MD& CFO CERTIFICATION AS PER CLAUSE 17(8) READ WITH PART B OF SCHEDULE II OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

We certify to the Board that:

- A) We have reviewed financial statements and the cash flow statement for the year ended 31st March 2024 and that to the best of our knowledge and belief:
1. these statements do not contain materially untrue statement or omit any material fact or contain statement that might be misleading
 2. these statements together present a true and fair view of the company's Affairs and are in compliance with existing accounting standards, applicable Laws and regulations.
- B) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violate 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 the internal control systems of the company pertaining to the financial reporting and we have disclosed to auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify the deficiencies.
- D) We have indicated to auditors and the Audit Committee
1. Significant changes in internal control over financial reporting during the year;
 2. Significant changes in accounting policies during the year and same have been disclosed in the notes to the financial statements; and
 3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Chennai
Date: May 29, 2024

Dr S Manivannan
Managing Director
DIN: 00910804

K Anand Babu
Chief Financial Officer



CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER REGULATION 34(3) AND 53(F) READ WITH SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FROM A PRACTISING COMPANY SECRETARY

To
The Members
KMC Speciality Hospitals (India) Limited

We have examined the compliance of conditions of Corporate Governance by **KMC Speciality Hospitals (India) Limited**, for the year ended March 31, 2024 as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI LODR").

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the company.

In our opinion and to the best of our information and according to the explanation given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI LODR.

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

For M. Alagar and Associates
(Practicing Company Secretaries)
Peer Review Certificate No:1707/2022

M. Alagar
Managing Partner
FCS No: 7488
COP No. 8196
UDIN: F007488F000423081

Place: Chennai
Date: May 22, 2024

Corporate Governance Report



Corporate Governance Report

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

At KMC Speciality Hospitals (India) Limited, we are committed to maintaining the highest standards of Corporate Governance. Our philosophy is rooted in the belief that strong governance is essential for achieving our mission of making great healthcare affordable. We are dedicated to ensuring that our actions reflect our core values which includes continual improvement and real accountability. The Company ensures good governance through implementation of effective policies and procedures, which are regularly reviewed by the Board and its committees.

2. BOARD OF DIRECTORS:

The Board has an optimum combination of Executive, Non-Executive and Independent Directors, which ensures proper governance and management.

The Composition of the Board as on 31st March 2024 is in conformity with Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") read with Section 149 & Section 152 of the Companies Act 2013.

Name of the Director	Designation	Attended previous AGM held on 27/09/2023	Total Board meeting entitled to attend	Total Board meetings attended	No. of Directorship in other companies	Number of membership and Chairmanship in Audit/Stakeholder Relationship Committee(s) including this listed entity	
						Member**	Chairman*
Dr S Chandrakumar	Executive Chairman (Whole- Time)	Yes	4	4	9	1	0
Dr S Manivannan	Managing Director	Yes	4	4	12	2	0
Dr S Vijayabaskaran	Non-Executive Non-Independent Director	Yes	3	3	2	0	0
Dr T Senthil Kumar	Non-Executive Non-Independent Director	Yes	4	3	0	0	0
CA S Chenthilkumar	Independent Director	Yes	4	4	1	1	1
Mr A Krishnamoorthy	Independent Director	Yes	4	4	2	4	2
Mr N Bala Baskar	Independent Director	Yes	4	4	2	3	0
Mrs N Jeyanthei	Independent Director	No	4	4	2	0	0

* Pursuant to Regulation 26 of the SEBI Listing Regulations, the disclosure includes Chairmanship of Audit Committee and Stakeholders Relationship Committee in Public Companies whether Listed or Unlisted.

** Pursuant to Regulation 26 of the SEBI Listing Regulations, the disclosure includes Membership of Audit Committee and Stakeholders Relationship Committee in Public Companies whether Listed or Unlisted.

The Total strength of the Board as on 31st March 2024 - **8**.

3. NAME AND CATEGORY OF THE DIRECTORSHIP IN OTHER LISTED ENTITY

S.NO.	NAME OF THE DIRECTOR	NAME OF THE OTHER LISTED ENTITY	CATEGORY OF DIRECTORSHIP
1	Mr N Bala Baskar	S V Global Mill Limited	Independent Director

4. DISCLOSURE OF INTER-SE RELATIONSHIP OF DIRECTORS UNDER REGULATION 36 OF THE SEBI LISTING REGULATIONS

Dr S Vijayabaskaran, Director is Brother of Dr S Chandrakumar, Executive Chairman.

5. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS:

Dr T Senthil Kumar holds 1,287,136 equity shares of the Company.

Mrs N Jeyanthei holds 50,100 equity shares of the Company.

6. DATES OF BOARD MEETINGS

Board Meetings were held during the financial year 2023 -24 on the following dates: -

S. NO.	NAME OF THE DIRECTOR	29-May-23	11-Aug-23	10-Nov-23	12-Feb-24
1	Dr S Chandrakumar	PRESENT	PRESENT	PRESENT	PRESENT
2	Dr S Manivannan	PRESENT	PRESENT	PRESENT	PRESENT
3	Dr D Senguttuvan	PRESENT	PRESENT	NA	NA
4	Dr S Vijayabaskaran	NA	PRESENT	PRESENT	PRESENT
5	Dr T Senthil Kumar	PRESENT	PRESENT	LOA	PRESENT
6	CA S Chenthilkumar	PRESENT	PRESENT	PRESENT	PRESENT
7	Mr A Krishnamoorthy	PRESENT	PRESENT	PRESENT	PRESENT
8	Mr N Bala Baskar	PRESENT	PRESENT	PRESENT	PRESENT
9	Mrs N Jeyanthei	PRESENT	PRESENT	PRESENT	PRESENT

7. LIST OF CORE SKILLS/ EXPERIENCE/COMPETENCIES IDENTIFIED BY THE BOARD

The Board of Directors have identified the following Core Skills/ Practical Experience/ Special Knowledge/ Competencies as required in the context of its business(es) and sector(s) for it to function effectively:

- Accounting
- Finance
- Law
- Business Management
- Operations
- Risk Management
- Fund Management
- General Administration
- Any other matter the special knowledge of, and practical experience in, which would be Useful to the Company.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is an expert in the field relevant to the Company's business. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.



S. No.	Name of the Directors	Areas of Expertise
1	Dr S Chandrakumar	Accounting, Finance, Law, Business Management, Operations, Risk Management, Fund Management, General Administration
2	Dr S Manivannan	Accounting, Finance, Law, Business Management, Operations, Risk Management, Fund Management, General Administration
3	Dr S Vijayabaskaran	Accounting, Finance, Business Management, Operations, Management, General Administration
4	Dr T Senthil Kumar	Finance, Business Management, Operations, Fund Management, General Administration
5	CA S Chenthilkumar	Accounting, Finance, Law, Business Management, Fund Management, General Administration
6	Mr A Krishnamoorthy	Accounting, Finance, Law, Business Management, Operations, Risk Management, Fund Management, General Administration
7	Mr N Bala Baskar	Accounting, Finance, Business Management, Operations, General Administration
8	Mrs N Jeyanthei	Accounting, Finance, Law, Fund Management, General Administration

8. CONFIRMATION BY THE BOARD ON FULFILLMENT OF INDEPENDENCE OF THE INDEPENDENT DIRECTORS

The Board also hereby confirms that the Independent Directors of the Company fulfill all the conditions specified in the SEBI Listing Regulations and are Independent of the Management. Disclosures are submitted by the Independent Directors confirming their independence criteria which are subsequently confirmed by the Board.

9. CRITERIA FOR APPOINTMENT OF INDEPENDENT DIRECTORS

The Nomination and Remuneration Committee while considering the proposal for appointment of Independent Directors also considers the criteria of independence prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

The Independent Directors have confirmed that they meet the criteria of independence laid down under the Companies Act, 2013 and the SEBI Listing Regulations and they are independent from the Management.

10. DETAILED REASONS FOR THE RESIGNATION OF AN INDEPENDENT DIRECTOR WHO RESIGNS BEFORE THE EXPIRY OF HIS/HER TENURE ALONG WITH A CONFIRMATION BY SUCH DIRECTOR THAT THERE ARE NO OTHER MATERIAL REASONS OTHER THAN THOSE PROVIDED.

No, Independent Director has resigned before the expiry of his tenure during FY 2023-24.

11. CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE

M. Alagar & Associates, Practicing Company Secretaries, has issued a certificate as required under the SEBI Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this section as **Annexure 5**.

12. AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of the SEBI Listing Regulations, read with Section 177 of the Companies Act, 2013. The Audit Committee consists of the following Directors-

CA S Chenthilkumar	Chairman
Mr A Krishnamoorthy	Member
Mr N Bala Baskar	Member
Dr S Manivannan	Member

During the financial year 2023 - 24 the Audit Committee met as per the details given hereunder –

S.NO	NAME OF THE DIRECTOR	29-May-23	11-Aug-23	10-Nov-23	12-Feb-24
1	CA S CHENTHILKUMAR	PRESENT	PRESENT	PRESENT	PRESENT
2	MR A KRISHNAMOORTHY	PRESENT	PRESENT	PRESENT	PRESENT
3	MR N BALA BASKAR	PRESENT	PRESENT	PRESENT	PRESENT
4	DR S MANIVANNAN	PRESENT	PRESENT	PRESENT	PRESENT

Brief description of terms of reference of Audit Committee are as follows:

- | | |
|---|---|
| <p>i. Supervision of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;</p> <p>ii. Recommendation for appointment, remuneration and terms of appointment of Auditors of the company;</p> <p>iii. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;</p> <p>iv. Reviewing, with the management, the annual financial statements and auditor's report thereon; before submission to the Board for approval, with particular reference to:</p> <p>a. Matters required to be included in the Director's Responsibility Statement in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.</p> <p>b. Changes, if any, in accounting policies and practices and reasons for the same.</p> <p>c. Major accounting entries involving estimates based on the exercise of judgment by management.</p> <p>d. Significant adjustments made in the financial statements arising out of audit findings.</p> <p>e. Compliance with listing and other legal requirements relating to financial statements</p> <p>f. Disclosure of any related party transactions</p> <p>g. Modified opinion(s) in the draft audit report;</p> <p>v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;</p> <p>vi. 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</p> | <p>utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;</p> <p>vii. Review and monitor the auditor's independence and performance and effectiveness of audit process;</p> <p>viii. Approval or any subsequent modification of transactions of the company with related parties;</p> <p>ix. Scrutiny of inter – corporate loans and investments;</p> <p>x. Valuation of undertakings or assets of the company, wherever it is necessary;</p> <p>xi. Evaluation of internal financial controls and risk management systems;</p> <p>xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;</p> <p>xiii. 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;</p> <p>xiv. Discussion with internal auditors of any significant findings and follow up thereon;</p> <p>xv. 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;</p> <p>xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post -audit discussion to ascertain any area of concern;</p> <p>xvii. 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;</p> |
|---|---|



- xviii. To review the functioning of the Whistle Blower Mechanism;
- xix. Approval for appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- xx. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.
- xxi. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding Rs 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

13. NOMINATION AND REMUNERATION COMMITTEE

The constitution of Nomination and Remuneration Committee of the Company is as follows:

Mr A Krishnamoorthy	Chairman
CA S Chenthilkumar	Member
Mr N Bala Baskar	Member

During the financial year 2023-24 the Nomination and Remuneration Committee met on 11th August, 2023 and all the members were present.

Brief description of terms of reference of Nomination & Remuneration Committee are as follows:

- I. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- II. Formulation of criteria for evaluation of Independent Directors and the Board.
- III. Devising a policy on Board diversity.
- IV. 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 their appointment and removal.
- V. Whether to extend or continue the terms of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- VI. Recommend to the board all remuneration, in whatever form, payable to senior management.

Performance evaluation criteria for independent directors

The performance evaluation of Independent Directors was completed. The Board of Directors have expressed their satisfaction with the outcome of the evaluation process. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

14. STAKEHOLDERS RELATIONSHIP COMMITTEE

The constitution of Stakeholders Relationship Committee is as follows:

Mr A Krishnamoorthy	Chairman
Dr S Chandrakumar	Member
Dr S Manivannan	Member

The Stakeholders Relationship Committee oversees redressal of Shareholders and investor complaints on matters such as transfer of shares, non-receipt of share certificates and non-receipt of Annual Reports, ensures expeditious transfer of shares and issue of duplicate share certificates and approves demat / remat/ sub-division/consolidation/transposition/transmission of shares etc.

Ms Sushma K is the Company Secretary & Compliance officer of the Company.

The total number of complaints received during the financial year 2023 - 24 is categorized as under:

Number of shareholders' complaints as on April 01, 2023	0
Number of shareholders' complaints received during the year	24
Number of Complaints resolved during the year	24
Number of Complaints not resolved during the year	0
Number of Complaints pending as on March 31, 2024	0

M/s Cameo Corporate Services Limited, Subramanian Building, 1, Club House Road, Chennai – 600002 is the Registrar and Share Transfer Agents of the Company since June, 2008.

The Stakeholders Relationship Committee met 4 times during the financial year 2023-24 on 29th May 2023, 11th August 2023, 10th November 2023 & 12th February 2024 wherein all the members were present and ensured that requests related to transfer/transmission/transposition of shares, non-receipt of annual report, issue of new/ duplicate shares certificates, etc are promptly addressed to as required under the provisions of the SEBI Listing Regulations.

15. RISK MANAGEMENT COMMITTEE

The constitution of Risk Management Committee is as follows:

Mr A Krishnamoorthy	Chairman
CA S Chentilkumar	Member
Mr N Bala Baskar	Member
Dr S Manivannan	Member

Brief description of terms of reference of Risk Management Committee are as follows:

1. To formulate a detailed risk management policy which shall include:
 - a) 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.
 - b) Measures for risk mitigation including systems and processes for internal control of identified risks.
 - c) Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

During the financial year 2023-24 the Risk Management Committee met on 26th July, 2023 and 26th December 2024 and all the members were present.

16. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The constitution of Corporate Social Responsibility Committee is as follows:

Mr A Krishnamoorthy	Chairman
Dr S Chandrakumar	Member
Dr S Manivannan	Member

Brief description of terms of reference of Corporate Social Responsibility Committee are as follows:

- a. Formulate and recommend to the Board, an Annual Action Plan in pursuance to its CSR Policy.
- b. Recommend the amount of expenditure to be incurred on the activities referred to be undertaken by the Company;
- c. Monitor the utilization of fund based on the report produced by the Chief Financial Officer of the Company from time to time.
- d. Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

During the financial year 2023-24 the Corporate Social Responsibility Committee met on 29th May 2023 and 12th February, 2024 and all the members were present.

17. BORROWING AND BANKING COMMITTEE

The constitution of Borrowing and Banking Committee is as follows:

Dr S Chandrakumar	Member
Dr S Manivannan	Member
Dr D Senguttuvan	Member

Brief description of terms of reference of Borrowing & Banking Committee are as follows:

- a. Exercise borrowing powers not exceeding Rs. 25,00,000/- (Rupees Twenty-Five Lakhs only)
- b. Opening and closing of bank accounts, authorizing persons to sign cheques, documents and any other document for the operation of all present and future bank accounts of the Company.



18. REMUNERATION POLICY

As required under Regulation 19 (4) read with Part D of the Schedule II of the SEBI Listing Regulations, and Section 178 (3) of the Companies Act, 2013 the Nomination and Remuneration Committee of the Company has formulated a policy, relating to the remuneration of the Directors, Key Managerial Personnel and Senior Management Personnel available in the policies section of the website of the Company at the weblink: https://www.kauveryhospital.com/download/investrer/Policies_Codes/NRC-Policy.pdf

1. DETAILS OF REMUNERATION TO DIRECTORS:

The Non-Executive directors do not draw any remuneration from the Company. The independent directors receive sitting fees for attending each meeting of the Board and Committees thereof. The Company pays sitting fees of Rs. 20,000/- to all the independent directors for attending each meeting of the Board and Rs. 10,000/-for Audit, Nomination & Remuneration and other Committee meetings thereof which is within the limits prescribed under the Companies Act, 2013.

During the financial year 2022-23, the sitting fees paid to independent directors were as under:

S. NO.	NAME OF THE DIRECTOR	SITTING FEES PAID (In Rupees)	OTHERS	TOTAL (In Rupees)
1	CA S Chenthilkumar	Rs. 1,60,000	-	Rs. 1,60,000
2	Mr A Krishnamoorthy	Rs. 2,20,000	-	Rs. 2,20,000
3	Mr N Bala Baskar	Rs. 1,60,000	-	Rs. 1,60,000
4	Mrs N Jeyanthei	Rs. 90,000	-	Rs. 90,000

There are no other particular pecuniary relationships for transactions of the Non-Executive Directors' vis -à- vis of the Company. The Company pays remuneration by way of Salary, perquisites and allowances to the Managing Director and Executive Director.

Details of the remuneration and perquisites paid to the Whole -Time Directors are as under:

S. No	Name of Director	Salary Paid (in Rs.)	Stock Options	Performance linked incentives	Severance Fees	Others	Total (in Rs.)
1	Dr S Chandrakumar	Rs 84,00,000	-	-	-	-	Rs 84,00,000
2	Dr S Manivannan	Rs 84,00,000	-	-	-	-	Rs 84,00,000

2. REVIEW OF THE POLICY:

The Nomination and Remuneration Committee shall review this Policy to ensure its effectiveness and also compliance with the Companies Act, 2013 and Regulation 19(4) of the SEBI Listing Regulations.

19. SUBSIDIARY COMPANIES:

The Company has no Subsidiary Company.

20. ANNUAL GENERAL MEETINGS

I. Location, date and time for the last three Annual General Meetings held:

YEAR	DATE	VENUE	TIME
2022-2023	27.09.2023	through Video Conferencing("VC")/ Other Audio Visual Means ("OAVM")	10.30 AM
2021-2022	27.09.2022	through Video Conferencing("VC")/ Other Audio Visual Means ("OAVM")	10.30 AM
2020 - 2021	27.09.2021	through Video Conferencing("VC")/ Other Audio Visual Means ("OAVM")	10.30 AM

II. Special Resolutions passed in the last three Annual General Meetings

40th Annual General Meeting held for the year 2022-23 on 27th September 2023

a) No Special Resolution was passed.

39th Annual General Meeting held for the year 2021-22 on 27th September 2022

- a) Special Resolution was passed for the re-appointment of Mrs Jeyanthei Narayanasami (DIN: 07143462) as Independent Director of the Company for a second term (Next term period: 30th August 2023 to 29th August 2028).

38th Annual General Meeting held for the year 2020-21 on 27th September 2021

- a) Special Resolution was passed for the re-appointment of Dr S Chandrakumar (DIN: 01867847) as Executive Chairman (Whole-Time).
- b) Special Resolution was passed for the re-appointment of Dr S Manivannan (DIN: 00910804) as Managing Director of the Company.
- c) Special Resolution was passed for the Appointment of Dr D Senguttuvan (DIN: 01867900) as Executive Director of the Company.

III. Extraordinary General Meeting

No Extraordinary General Meeting of the members was held during the year 2023-24.

IV. Postal Ballot

No Resolution has been passed through Postal Ballot during the year 2023-24.

21. MEETING OF INDEPENDENT DIRECTORS:

The Company's Independent Directors are required to meet at least once in every Financial Year in compliance with the provisions of the Companies Act, 2013. Such meetings are conducted formally to enable Independent Directors to discuss the matters pertaining to the Company's Affairs and to put forth their views. Further, Independent Directors also review the performance of the Non-Independent Directors, Chairman (after taking into account the views of Executive and Non-Executive Directors of the Company) and Board as a whole and also the access, quality, quantity and timeliness of the flow of information between the Company's management and the Board.

During the Financial Year under review the Independent Directors met on 01st February, 2024 and all the Independent Directors attended the Meeting without the presence of the non-independent directors and the members of the management.

22. DISCLOSURES

A. RELATED-PARTY TRANSACTIONS

There have been no materially significant related-party transactions, pecuniary transactions or relationships between your Company and the Directors, the Management or related parties except

for those disclosed in the financial statements for the year ended March 31, 2024.

The policy on dealing with Related Party Transactions is posted on the website of the Company which may be accessed at the following web link: <http://www.kauveryhospital.com/investors#>.

B. DETAILS OF NON-COMPLIANCE

There is no stricture or penalties have been imposed by any Stock Exchange or Securities and Exchange Board of India (SEBI) or any statutory authority on any matter related to the capital markets during the last three years.

C. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Company has formulated and adopted a Vigil Mechanism as per Section 177 of the Companies Act, 2013 and Regulation 22 of the SEBI Listing Regulations and has established the necessary mechanism for employees to express to the management, their concerns and suggestions about the deficiencies in the systems and procedures or violation of any code of conduct or general ethics.

The details of establishment of Whistle Blower Policy is posted on the Company's website and the same may be accessed at the following web link: <http://www.kauveryhospital.com/investors#>

No personnel has been denied the access to the Audit Committee.

D. DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS

The Company has complied with all applicable mandatory requirements in terms of Regulations of SEBI Listing Regulations. The Company has also adopted the non-mandatory requirements to the extent and in the manner as stated elsewhere in the report.

E. RECONCILIATION OF SHARE CAPITAL AUDIT

A quarterly audit was conducted by a Practicing Company Secretary, reconciling the issued and listed capital of the Company with the aggregate of the number of shares held by investors in physical form and in the depositories and the said certificates were submitted to the stock exchange within the prescribed time limit. As on 31st March, 2024, there was no difference between the issued and listed capital and the aggregate of shares held by investors in both physical form and in electronic form with the depositories.

F. MEANS OF COMMUNICATIONS

The company is publishing Unaudited Quarterly /Audited Annual Results in English Newspaper ("Business Standard") and Tamil Newspaper ("Malai Malar") promptly besides communicating



the same to BSE Limited (BSE) through BSE Listing Centre where the shares of the company are at present listed, immediately after each of the Board Meetings in which resolutions for adopting the accounts are passed. Besides, such financial results are also published in the company's website.

The Annual Report, shareholding pattern and other corporate information are published in the website of the Company for the information of the shareholders at <http://www.kauveryhospital.com/investors#>

G. THE DISTRIBUTION PATTERN OF THE SHAREHOLDINGS AS ON 31.03.2024 IS AS FOLLOWS::

Pattern of Holding Equity Shares	No. of Share Holders	No. of Shares	% of Holding to Total No. of Shares
1 – 5000	86782	15526198	9.5203
5001 – 10000	246	1760600	1.0795
10001 – 20000	110	1555616	0.9538
20001 – 30000	44	1070534	0.6564
30001 – 40000	14	480603	0.2946
40001 – 50000	7	329372	0.2019
50001 – 100000	23	1639665	1.0054
Above 100000	36	140722412	86.2877
TOTAL	87262	163085000	100.00

23. GENERAL SHAREHOLDER INFORMATION:

(i) Annual General Meeting Date, Time and Venue of the 41th Annual General Meeting

The Date, Time and Venue of the 41st Annual General Meeting shall be held on Friday, the 27th day of September, 2024, at 10:30 am through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

(ii) Financial Year

The Company's financial year begins on April, 1 and ends on March, 31.

Tentative Financial Calendar for the year 2024-25 (as amended from time to time)

Financial year	April 1, 2024 to March 31, 2025
First quarter results	On or before August 14, 2024
Second quarter results	On or before November 14, 2024
Third quarter results	On or before February 14, 2025
Fourth quarter and Annual Results	On or before May 30, 2025

(iii) Date of book closure

The Register of Members and Share Transfer Books of the company will be closed suitably prior to holding Annual General Meeting.

(iv) Listing of Shares on Stock Exchange and Stock Code

The equity shares of the Company are listed with BSE Limited, P J Towers, Dalal Street, Fort, Mumbai – 400001. Stock Symbol: KMCSHIL; Scrip Code: 524520. The Company has paid the Annual Listing fee for the year 2023-24.

(v) Market Price data and performance in comparison to broad based indices of BSE Sensex

The closing market price of equity shares on March 28, 2024 (last trading day of the year) was Rs. 81.17 on BSE.

Monthly share price movement during the financial year 2022-23.

<https://www.bseindia.com/markets/equity/EQReports/StockPrchHistori.aspx?expandable=7&scripcode=524520&flag=sp &Submit=G>

<https://www.bseindia.com/indices/IndexArchiveData.html>

Month	KMC SPECIALITY HOSPITALS (INDIA) LIMITED			BSE LTD INDEX	
	High Price	Low Price	No. of Shares traded	High Price	Low Price
April-23	63.50	56.05	9,93,777	61,209.46	58,793.08
May-23	65.00	58.50	12,59,679	63,036.12	61,002.17
June-23	69.80	60.10	29,91,845	64,768.58	62,359.14
July-23	83.99	64.10	44,16,573	67,619.17	64,836.16
August-23	94.00	70.00	51,28,626	66,658.12	64,723.63
September-23	96.00	78.00	31,90,252	67,927.23	64,818.37
October-23	91.60	78.00	14,71,116	66,592.16	63,092.98
November-23	85.99	78.05	14,12,556	67,069.89	63,550.46
December-23	89.90	79.25	22,47,435	72,484.34	67,149.07
January-24	104.95	83.05	78,97,871	73,427.59	70,001.60
February-24	101.48	87.00	21,97,065	73,413.93	70,809.84
March-24	93.92	69.00	17,49,481	74,245.17	71,674.42

(vi) Dematerialization of shares and liquidity

Shares comprising of 95.3 % of the Paid-up Capital have been dematerialized as on 31.03.2024

(vii) Address of Registrar and Transfer Agents

M/s Cameo Corporate Services Limited
No 1, Subramanian Building, Club House Road,
Chennai - 600 002
Phone – 044-28460390
Email - investor@cameoindia.com

(viii) Share Transfer System

The share transfer activities are carried out by our Registrar & Transfer Agent, the details of which are given above. Pursuant to Regulation 40 (1) of SEBI Listing Regulations, effective from April 01, 2019, transfer of shares in physical mode has been discontinued and accordingly the Company has not processed transfer of shares in physical mode from the time the said Regulation was applicable, and all the transfer of shares would be carried out only in dematerialized form by the respective Depository Participants of the shareholders.

On a yearly basis, the compliance with the share transfer / transmission formalities is audited by a Practicing Company Secretary (PCS) in terms of Regulation 40(10) of SEBI Listing Regulations with the stock exchanges and a certificate to this effect is filed with the stock exchanges.

24. INFORMATION TO SHAREHOLDERS:

It is brought to the kind notice of the shareholders that SEBI vide its Circular dated October 07, 2023, had specified relaxations to companies from dispatching physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) to the shareholders, for the Annual General Meetings (AGMs) conducted till September 30, 2024.

Further, pursuant to SEBI circular dated March 16, 2023, the members holding securities in physical form are required to furnish the details of PAN, KYC & Nomination, which have not been updated in the database of the Registrar and Transfer Agent. Any folios wherein any of the PAN, KYC or Nomination details are not available with the RTA on or after October 01, 2023, shall be frozen by the RTA. The SEBI in the recent Circular dated November 17, 2023 deleted the Term "freezing/frozen". The same has been updated on the website of the Company at the following web link <http://www.kauveryhospital.com/investors#>. Instructed Stock Exchanges/RTA/ Company comply with the conditions laid down in this circular.

We therefore advise the shareholders to take immediate steps for dematerializing their shareholding in the company. Additionally, holding shares in dematerialized form offers host of benefits like enhanced security, ease of handling, faster transfers, exemption from stamp duty, eliminating bad deliveries. In view of the above, in order to be able to deal in the securities hassle-free, the shareholders are requested to take necessary steps for dematerializing their shares at an early date.

The Board has delegated the authority for approving transfer, transmission, etc. to the Stakeholders Relationship Committee. The Company's shares are traded under compulsory dematerialized mode. A certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the SEBI Listing Regulations is obtained from the Company Secretary in Practice and a copy of the certificate is filed with the Stock Exchange.

The shareholders are requested to contact the Registrar and Share Transfer Agents for any queries regarding the procedures for issue of new share certificates, dematerialization, transfers, nominations and address updations.



25. OUTSTANDING GDRs/ADRs/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

The Company does not have any Outstanding GDRs/ ADRs/ Warrants or any other Convertible instruments and hence this provision is not applicable during the financial year.

26. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company does not have any foreign exchange transactions except foreign exchange earnings of Rs 2,85,599 in the FY 2023-24. The Company does not have hedging activities and hence this provision is not applicable during the financial year.

27. WEB LINK WHERE POLICY FOR DETERMINING 'MATERIAL' SUBSIDIARIES IS DISCLOSED

The Company does not have any material subsidiary and hence this provision is not applicable during the financial year.

28. PLANT LOCATIONS

The Company is a healthcare industry and having two units.

S.No	Locations
1.	No. 6, Royal Road, Cantonment, Trichy – 620 001
2.	No. 27 Alexandria Road, Cantonment, Trichy - 620 001

29. CODE OF CONDUCT & INSIDER TRADING CODE

The Code of Conduct for Board Members & Senior Management Personnel of the company has been adopted which applies to all the Board of Directors and Senior Management of the Company. The Board of Director and Senior Management personnel have affirmed their compliance on an annual basis and their confirmations has been received in this regard. As required under Part D of Schedule V of the SEBI Listing Regulations, a declaration to this effect signed by the Managing Director & CFO is provided elsewhere in the Annual Report. The Code of Conduct policy is available on the Company's website: www.kauveryhospital.com/investors#.

The Company also has in place Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. This Code is applicable to all Directors and designated persons. The Code ensures prevention of dealing in shares by persons having access to unpublished price sensitive information.

The Company maintains a Structured Digital Database (SDD) called "Vigilant" software provided by Cameo Corporate Services Limited wherein the details of all the designated persons are being captured and in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015.

30. WEB LINK WHERE DETAILS OF FAMILIARISATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS IS DISCLOSED

The familiarization programme for the Independent Directors can be accessed in the web link: <http://www.kauveryhospital.com/investors#>

31. ADDRESS FOR CORRESPONDENCE

Registered Office	No. 6, Royal Road, Cantonment, Trichy – 620001 Ph: 0431 4077777 Fax: 0431 2415402
Website address	www.kauveryhospital.com
E-mail	corporatecompliance@kauveryhospital.com

32. LIST OF ALL CREDIT RATINGS OBTAINED BY THE ENTITY ALONG WITH ANY REVISIONS THERETO DURING THE RELEVANT FINANCIAL YEAR, FOR ALL DEBT INSTRUMENTS OF SUCH ENTITY OR ANY FIXED DEPOSIT PROGRAMME OR ANY SCHEME OR PROPOSAL OF THE LISTED ENTITY INVOLVING MOBILIZATION OF FUNDS, WHETHER IN INDIA OR ABROAD

The Company has obtained the credit rating for its bank facilities of Term Loan of Rs. 97.40 Crores. The credit rating obtained is "IND A+/Stable/IND A1" and "IND A+/Stable " respectively from India Ratings & Research Private Limited on 25th October, 2023.

33. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32 (7A) OF THE SEBI LISTING REGULATIONS

The Company has not allotted any securities under preferential allotment or qualified institutions placement as specified under regulation 32 (7A) of SEBI Listing Regulations and this provision is not applicable during the financial year.

34. WHERE THE BOARD HAD NOT ACCEPTED ANY RECOMMENDATION OF ANY COMMITTEE OF THE BOARD WHICH IS MANDATORILY REQUIRED, IN THE RELEVANT FINANCIAL YEAR, THE SAME TO BE DISCLOSED ALONG WITH REASONS THEREOF

There is no such recommendation which has not accepted by the Board received from any committee of the Company during the financial year.

35. TOTAL FEES FOR ALL SERVICES PAID BY THE LISTED ENTITY AND ITS SUBSIDIARIES, ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR AND ALL ENTITIES IN THE NETWORK FIRM/NETWORK ENTITY OF WHICH THE STATUTORY AUDITOR IS A PART

Details relating to total fees paid to the statutory auditors are given in notes to financial statements of the Company.

36. DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

a. Number of complaints filed during the financial year	0
b. Number of complaints disposed of during the financial year	0
c. Number of complaints pending as on end of the financial year -	0

37. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) ABOVE, WITH REASONS THEREOF SHALL BE DISCLOSED.

All the required provisions are complied and there is no such non-compliance as required under Sub-Para (2) to (10) of Corporate Governance requirements under SEBI Listing Regulations.

38. THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED.

The Company is periodically reporting the Internal Audit Report to Audit Committee of the Company.

The Company has not adopted the other discretionary requirements as specified in Part E of Schedule II of SEBI (LODR) Regulations 2015.

39. THE DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 OF SEBI LISTING REGULATIONS SHALL BE MADE IN THE SECTION ON CORPORATE GOVERNANCE OF THE ANNUAL REPORT.

The disclosure of the Corporate Governance requirements specified in Regulation 17 to 27 as mentioned above and Clauses (B) To (I) of sub-regulation (2) of Regulation 46 to the extent applicable to the company has been complied with.

40. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:

This provision is not applicable to the company.

For and on behalf of the Board of Directors

Place: Chennai
Date: May 29, 2024

Dr S Chandrakumar
DIN: 01867847
Executive Chairman (Whole time)

Dr S Manivannan
DIN: 00910804
Managing Director



Annexure - 5

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members
KMC Speciality Hospitals (India) Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **KMC Speciality Hospitals (India) Limited** having CIN **L85110TN1982PLC009781** and having registered office at No. 6 Royal Road Cantonment, Trichy - 620001 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with **Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal <http://www.mca.gov.in/>) as considered necessary and explanations furnished to us by the Company & its officers, **we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of the Company** by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No	DIN	Name	Designation	Date of appointment/Re-appointment
1.	01867847	Mr. Sundararaj Chandrakumar	Executive Chairman - Whole-time Director	30/05/2011 (Re-appointment 29/09/2021)
2.	00910804	Mr. Selvaraj Manivannan	Managing Director	20/07/2013 (Re-appointment 01/10/2021)
3.	01742558	Mr. Thirunavukkarasu Senthil Kumar	Director	29/09/2016
4.	05139565	Mr. Sundararaju Vijayabaskaran	Director	11/08/2023
5.	02621693	Mr. Chenthilkumar Sathasivam *	Independent Director	26/03/2009 (Re-appointment 01/04/2019)
6.	00386122	Mr. Krishnamoorthy Arunachalam *	Independent Director	30/05/2008 (Re-appointment 01/04/2019)
7.	00469656	Mr. Natarajan Bala Baskar *	Independent Director	14/08/2013 (Re-appointment 01/04/2019)
8.	07143462	Mrs. Narayanasami Jeyanthei	Independent Director	31/03/2015 (Re-appointment 30/08/2023)

* Mr. Chenthilkumar Sathasivam (DIN: 02621693), Mr. Krishnamoorthy Arunachalam (DIN: 00386122) and Mr. Natarajan Bala Baskar (DIN: 00469656) ceased from the company due to expiry of their tenure as Independent Directors with effect from end of day on March 31, 2024.

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company

For M. Alagar & Associates
(Practising Company Secretaries)
Peer Review Certificate No:1707/2022

M. Alagar
Managing Partner
FCS No. 7488
CoP No. 8196
UDIN:F007488F000417821

Place: Chennai
Date: May 22, 2024

Business Responsibility & Sustainability Report



Business Responsibility & Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1. Corporate Identity Number (CIN) of the Listed Entity	L85110TN1982PLC009781
2. Name of the Listed Entity	KMC Speciality Hospitals (India) Limited
3. Year of incorporation	1982
4. Registered office address	No 6 Royal Road Cantonment Trichy - 620001
5. Corporate address	No 6 Royal Road Cantonment Trichy - 620001
6. E-mail	corporatecompliance@kauveryhospital.com
7. Telephone	0431-4077777
8. Website	www.kauveryhospital.com
9. Financial year for which reporting is being done	2023-2024
10. Name of the Stock Exchange(s) where shares are listed	BSE Limited
11. Paid-up Capital	Rs. 16,30,85,000/-
12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Dr S Manivannan, Email:- corporatecompliance@kauveryhospital.com Ph: 0431- 4022525
13. 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
14. Name of Assurance provider	Not Applicable
15. Type of Assurance Obtained	Not Applicable

II. Products/services

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

S.No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Hospital and Medical Care Services	Hospital Activities	100%

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

S.No.	Product/Service	NIC Code	% of total Turnover contributed
1	Hospital Activities	8610	100%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	2 Hospital Units at Tiruchirappalli, Tamilnadu	-	2
International	Nil		

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	Tamil Nadu – 2 Units located at Tiruchirappalli
International (No. of Countries)	Nil

b. What is the contribution of exports as a percentage of the total turnover of the entity? – **Not Applicable, as the company has its presence only in India**

c. A brief on types of customers: **Patients requiring medical assistance and healthcare services.**

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1.	Permanent (D)	1028	222	22%	806	78%
2.	Other than Permanent (E)	173	22	13%	151	87%
3.	Total employees (D + E)	1201	244	20%	957	80%
WORKERS						
4.	Permanent (F)					
5.	Other than Permanent (G)			NIL		
6.	Total workers (F + G)					

b. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	4	4	100%	0	0
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total differently abled employees (D + E)	4	4	100%	0	0%
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)					
5.	Other than permanent (G)			NIL		
6.	Total differently abled workers (F + G)					



21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	1	13%
Key Management Personnel	5	1	20%

22. 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	21%	79%	100%	23%	77%	100%	20%	80%	100%
Permanent Workers	NIL								

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held in listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Sri Kauvery Medical Care (India) Limited	Holding	75	Yes

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(ii) Turnover (in Rs.) – **Rs. 177,17,53,000**

(iii) Net worth (in Rs.) – **Rs. 143,57,97,000**

VII. Transparency and Disclosures Compliances

25. 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 2023-2024 Current Financial Year			FY 2022-2023 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://www.kauveryhospital.com/investors/	Nil	Nil	Nil	Nil	Nil	Nil
Investors (other than shareholders)	Yes https://www.kauveryhospital.com/investors/	Nil	Nil	Nil	Nil	Nil	Nil

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) <i>(If Yes, then provide web-link for grievance redress policy)</i>	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
Shareholders	https://www.kauveryhospital.com/investors	24	0	All complaints were resolved during the year	11	0	All complaints were resolved during the year
Employees and workers	Employees can register their complaints on internal portal, which is not available to general public	Nil	Nil	Nil	Nil	Nil	Nil
Customers (Patients)	https://www.kauveryhospital.com	1348	0	Nil	1864	0	Nil
Value Chain Partners	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Others (please specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil

26. 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, approach to adapt or mitigate the risk along with its financial implications, as per the following format: **The Company focuses on providing services in safe and sustainable manner. Any material issues pertaining to environmental and social matters that present a risk, if any, shall be considered with high priority.**

S. 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)
			NIL		



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.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9									
Policy and management processes																		
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y									
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y									
c. Web Link of the Policies, if available	www.kauveryhospital.com/investor#																	
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y									
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y									
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>KMC Specialty Hospitals (India) Limited confirms the following standards:</p> <ol style="list-style-type: none"> 1) Quality of healthcare guidelines issued by NABH 2) NVG Guidelines issued by the Ministry of Corporate Affairs, GOI 3) Environment and Social Guidelines issued by IFC 4) Environment Guidelines as per ISO 14001 and Ministry of Environment and Forest 5) National Neonatal Forum guidelines issued by National Neonatal Forum 6) Section 135 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 																	
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Company is yet to set specific commitments, goals and targets, however efforts are made by the Company on this matter and reporting on the same will be provided in the upcoming Financial years.																	
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Once goals are set by the Company, performance monitoring mechanism along with review process shall be implemented.																	
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)	<p>Environmental Sustainability, Social Sustainability, Economic Sustainability, and Governance. As a socially responsible company, the Company focusses on its contribution towards CSR programs for the welfare and upliftment of the society who do not have access to quality healthcare. The Company also ensures sustainable growth and effective governance to uphold accountability to these commitments and proper alignment between its business and social purposes.</p>																	
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	<table border="1"> <thead> <tr> <th>SI No</th> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Name</td> <td>Dr S Manivannan</td> </tr> <tr> <td>2</td> <td>Designation</td> <td>Managing Director</td> </tr> </tbody> </table>									SI No	Particulars	Details	1	Name	Dr S Manivannan	2	Designation	Managing Director
SI No	Particulars	Details																
1	Name	Dr S Manivannan																
2	Designation	Managing Director																

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.
- Yes Business Responsibility performance is reviewed as a part of the ongoing business review by the Management. The Board of Directors of the Company has constituted a **Risk Management Committee** to assist the Board to monitor various aspects of Environmental, Social & Governance responsibilities, information & cyber security and compliance risks. The Committee ensures that appropriate methodology, processes, and systems are in place to monitor and evaluate risks associated with the business of the Company and reviews the adequacy of the risk management practices and actions deployed by the management in respect of identification, impact assessment, monitoring, mitigation and reporting of key risks to the achievement of business objectives.
- The **Corporate Social Responsibility** committee of the Board governs and reviews the Corporate Social Responsibility activities of the Company. The Company's philosophy on Corporate Social Responsibility (CSR) is that "as the organization grows, the society and community around it should also grow". The Company's vision is to contribute to the social and economic development of the communities in which it operates, resulting in building a better and sustainable way of life for the society at large.
- The **Stakeholder Relationship Committee** considers and resolves the grievances of the shareholders of the Company, including complaints relating to non-receipt of Annual Report, transfer and transmission of securities and such other grievances

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)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	Business Responsibility performance is reviewed as a part of the ongoing business review by the Management. The Board/committee assess the BR performance annually.																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company is in compliances with applicable Regulation.																	
11. 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.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	The policies are reviewed by the Board and Senior Management Team and are amended periodically.								



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

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

NOT APPLICABLE

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

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	4	Periodic Regulatory Update -Changes in SEBI Regulations, Companies Act, 2013 and all other applicable sector specific laws	100%
Key Managerial Personnel	4	Periodic Regulatory Update - Changes in SEBI Regulations, Companies Act, 2013 and all other applicable sector specific laws	100%
Employees other than BoD and KMPs	4	Leadership Career Advancement Stress Management Fire & Safety	100%
Workers		NA	

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

Monetary

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

Non-Monetary

NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	NIL		
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	NA

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 does not have a separate policy but the Company's Disciplinary Procedure covers anti-bribery as an act warranting disciplinary action. Ethical business practices forms an integral part of the Company's core values and the Company is committed in running its business with highest standards of governance. The Disciplinary procedure is available on the Company's intranet and is accessible to all its employees.**



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 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Directors		
KMPs		Nil
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	0	NA	0	NA
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	NA	0	NA

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. **None**

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

	FY 23-24	FY 22-23
Number of days of accounts payable	21	28

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 23-24	FY 22-23
Concentration of Purchases	Purchases from trading houses as a % of total purchases	Nil	Nil
	Number of trading houses where purchases are made from	0	0
	Purchase from top 10 trading houses as % of total purchases from trading houses	Nil	Nil
Concentration of sales	Sale to dealers/distributors as % of total sales	NA	NA
	Number of dealers/distributors to whom sales are made	0	0
	Sales to top 10 dealers/distributors as % of total sales to dealers/ distributors	NA	NA
Share of RPTs in	a. Purchases (Purchase with related parties/Total Purchase)	13%	16%
	b. Sales (Sales to related parties/Total Sales)	1%	1%
	c. Loans & Advances (Loans & advances given to related parties /Total loans & advances)	Nil	Nil
	d. Investment (Investments in related parties/Total Investments made)	Nil	Nil

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness programmes
3	<ul style="list-style-type: none"> Sustainable Practices Workshop: Focusing on sustainable supply chain practices and environmental responsibilities. Energy Efficiency Training: Aims at reducing energy consumption and promoting efficient use of resources among our partners. Compliance and Standards Seminar: Broadly covers compliances with industry standards and regulations, including environmental and social governance. 	100%

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

- Yes. The Company receives an Annual Declaration and declarations for any change in interest from time to time from its Board of Directors on the entities they are interested in and ensures requisite approvals as required under the Acts as well as the Company's policies are in place before transacting with such entities / individuals. Directors recuse themselves from participation and discussion on the agenda items where they are interested. All related party transactions are entered on arm's length basis.**



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

Essential Indicators

- 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. **Since the Company is into Healthcare business, no R&D and Capex investments were made.**

	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R & D	NIL	NIL	NIL
Capex	NIL	NIL	NIL

- Does the entity have procedures in place for sustainable sourcing? (Yes/No)
 - If yes, what percentage of inputs were sourced sustainably?

The Company is in the business of providing healthcare service in which the products and services as inputs are regulated by the statutes and internal SOP, hence, we procure the products and services from empaneled vendors who adhere to Company's quality, social and environmental standards.

The Company also follows sustainable sourcing ensuring quality and safety of material procured from vendors. The Company strives to improve the energy and water footprints by reduction the power and fuel consumption by adopting new techniques and alternate methods i.e., use of infra-red controllers in water taps, rainwater harvesting system in our greenfield project, re-use of wastewater in watering the plants and trees, use of motion sensor for lighting automation.

- Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste. **The e-wastes, lead wastes, and metal scraps generated at the facility are disposed through authorized recyclers/dismantlers. Entire quantity of e-wastes and lead wastes generated are handed over to TNPCB authorized vendor. Bio-medical wastes generated are being disposed through approved vendors and in compliance with applicable laws.**
- Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same. **Not applicable.**

Leadership Indicators

- Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

The Company has not carried out any such activity during the financial year.

NIC Code	Name of Product/ Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/ No) If yes, provide the web-link.
NA					

- If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same. **The Company has not carried out any such activity during the financial year**

Name of Product / Service	Description of the risk / concern	Action Taken
NA		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Not Applicable

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-2024 Current Financial Year	FY 2022-2023 Previous Financial Year
	NA	

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format: **Not Applicable**

	FY 2023-2024 Current Financial Year			FY 2022-2023 Previous Financial Year		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)						
E-waste						
Hazardous waste						
Other Waste						

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category. **Not applicable as we are in healthcare services.**

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
	NA



PRINCIPLE 3 Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. Details of measures for the well-being of employees:

% of employees covered by											
Category	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	222	222	100%	222	100%	NA	NA	222	100%	222	100%
Female	806	806	100%	806	100%	806	100%	NA	NA	806	100%
Total	1028	1028	100%	1028	100%	806	78%	222	222	1028	100%
Other than Permanent employees											
Male	22	0	0%	0	0%	0	0%	0	0%	22	100%
Female	151	0	0%	0	0%	0	0%	0	0%	151	100%
Total	173	0	0%	0	0%	0	0%	0	0%	173	100%

b. Details of measures for the well-being of workers:

% of workers covered by											
Category	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male											
Female											Not Applicable
Total											
Other than Permanent employees											
Male											
Female											Not Applicable
Total											

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

	FY 2023-34	FY 2022-23
Cost incurred on well-being measures as a % of total revenue of the company	1%	1%

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

Benefits	FY 2023-2024 Current Financial Year			FY 2022-2023 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/N.A.)	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/N.A.)
PF	100%	NA	Yes	86%	NA	Yes
Gratuity	100%	NA	Yes	100%	NA	Yes
ESI	NA	NA	NA	27.8%	NA	Yes
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.

Yes, The Company has requisite infrastructure enabling easy access to differently abled persons. The Company also provides accessibility for the disabled staff in the entry and Exit with wheel chair provisions and also the Company has in place ramps and lifts for their movement.

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 has equal Opportunity policy which forms part of the internal policies of the Company that is linked with our intranet which is accessible for all our employees exclusively.**
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	67%	100%	NA	NA
Female	89%	100%	NA	NA
Total	85%	100%	NA	NA

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.

Category	Yes/No
Permanent Workers	Not Applicable
Other Than permanent workers	Not Applicable
Permanent Employees	Yes
Other than permanent employees	Yes

The entity has an open grievance redressal system, which is available online. Any employee can register their grievance in the space allocated in intranet with their employee number. All accumulated grievances are handled by top management on daily basis by a separate grievance redressal team. On a Day to day basis, the team analyses the grievances and resolves the grievances. Also once the grievance is resolved the team ensures that it is communicated to the concerned employee who raised the grievance.

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity: **Employees are not associated with any Trade Unions.**



8. Details of training given to employees and workers:

Category	FY 2023-2024 Current Financial Year					FY 2022-2023 Previous Financial Year				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health andsafety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	222	222	100%	222	100%	222	222	100%	222	100%
Female	806	806	100%	806	100%	761	761	100%	761	100%
Total	1028	1028	100%	1028	100%	983	983	100%	983	100%
Workers										
Male	NA									
Female										
Total										

9. Details of performance and career development reviews of employees and worker:

Category	FY 2023-2024 Current Financial Year			FY 2022-2023 Previous Financial Year		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	222	222	100%	222	222	100%
Female	806	806	100%	761	761	100%
Total	1028	1028	100%	983	983	100%
Workers						
Male	NA					
Female						
Total						

10. Health and safety management system:

- 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 hospital is doing regular audit on amenity risk and taking sufficient risk notification measures.

For Example: For Fire Safety, trainings being done along with fire drills twice a year. Sufficient safety measures are in place for handling O2 cylinders. The staffs are being trained regularly as per calendar on handling hazardous materials in the hospital.

- b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

A dedicated Quality Central Team at the entity does a regular risk audit and provides reports. Based on the risk, sufficient measures are taken to handle the risk. Employees are also informed to alert the management, if any risk arises. Preventive rounds assessment done by maintenance team, floor rounds done by infection control nurse. In general, safety officer will ensure the process of general safety precaution in all fields.

- c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N) **NA, since the Company does not have any workers.**

- d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, all employees of the Company have access to non-occupational medical and healthcare services. Mediclaim coverage is extended to all employees other than those under the ambit of the ESIC. Those under ESI ambit get all applicable medical benefits per ESIC. Additionally, all employees are also eligible for discounted treatment as per discount policy.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2023-24		FY 2022-23	
		Current	Financial Year	Previous	Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees				
	Workers				
Total recordable work-related injuries	Employees				
	Workers			Nil	
No. of fatalities	Employees				
	Workers				
High consequence work-related injury or ill-health (excluding fatalities)	Employees				
	Workers				

*Including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

The company has taken the following measures to ensure a safe & healthy workplace:

- **Educate employees on occupational hazards**
- **Tracking the employee health data and follow up**
- **Provides healthy food to all staff**

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			Nil		
Health & Safety			Nil			

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	100%
Working Conditions	100%

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. **No such concerns reported, hence there is no corrective action being undertaken.**



Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N)- **Yes All employees are covered under Life Insurance** (B) Workers (Y/N). **Not applicable**
2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners. **The measures taken by the entity include capturing these requirements as part of critical conditions under the Agreements and work order to ensure all statutory dues have been deducted & deposited by the value chain partners.**
3. Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment: **Nil**

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Employees	0	0	0	0
Workers	NA	NA	NA	NA

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No). **Yes**
5. Details on assessment of value chain partners:

% of value chain partners (by value of business done with such partners) that were assessed	
Health and safety practices	Nil
Working Conditions	

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners. **NIL**

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders**Essential Indicators**

- Describe the processes for identifying key stakeholder groups of the entity.

Internal and external group of stakeholders have been identified. This includes Employees, Shareholders & Investors, Customers, Vendors, Senior Management & Board of Directors.

- List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	Emails	As and when required	To maintain employee connect
Vendors	No	Emails	As and when required	Business
Customers (Patients)	No	Emails/Website	Ongoing	Patient Feedback
Shareholders	No	Newspaper/Website/ Meetings/Emails	Annual/Half year/ Quarterly	Various Corporate Announcements
Senior Management & Board of Directors	No	Direct communications, Email	Board / committee meetings (Quarterly)	Business discussions, review and industry specific matters

Leadership Indicators

- Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

As the company is part of healthcare sector, the aspects of economic, environmental and social topics are handled through various departments with material events reported to the Board. The respective departments, on an ongoing basis uses its interactions with various internal and external stakeholders including the regulatory requirements to arrive at significant topics impacting the business of the Company and its values.

- Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes. All decisions undertaken by the respective Departments are based on interactions with various internal and external stakeholders including regulators. The inputs received from such interactions are used to arrive at critical decisions and implement changes conducive to the ESG footprint of the Company.

- Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups. **None.**



PRINCIPLE 5 Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2023-24 Current Financial Year			FY 2022-23 Previous Financial Year		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	1028	1028	100%	983	983	100%
Other than permanent	173	173	100%	110	110	100%
Total Employees	1201	1201	100%	1093	1093	100%
Workers						
Permanent						
Other than permanent				NA		
Total Workers						

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24 Current Financial Year					FY 2022-23 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	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	1028	-	-	1028	100%	983	-	-	983	100%
Male	222	-	-	222	100%	222	-	-	222	100%
Female	806	-	-	806	100%	761	-	-	761	100%
Other than Permanent	173	-	-	173	100%	110	-	-	983	100%
Male	22	-	-	22	100%	26	-	-	26	100%
Female	151	-	-	151	100%	84	-	-	84	100%
Workers										
Permanent										
Male										
Female										
Other than Permanent						NA				
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	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	2	84,00,000	NA	-
Key Managerial Personnel	2	77,63,509	1	8,26,502
Employees other than BoD and KMP	244	15,493	957	21,857
Workers			NA	

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 23-24	FY 22-23
Gross wages paid to female as % of total wages	73%	77%

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.**

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company has adopted a Grievance Policy to develop and maintain an effective, timely, fair and equitable grievance handling system which is easily available and offered to all employees. A Code of Conduct that outlines the norms, employee responsibilities and acceptable employee conduct has also been formalized and compliance with the same is mandatory for all employees.

There is zero tolerance for sexual harassment at workplace.

A specific committee constituted in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to handle any complaints or concerns with respect to sexual harassment has also been established.

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		NIL			NIL	
Discrimination at workplace						
Child Labour						
Forced Labour/ Involuntary Labour			The Company is not into the business of manufacturing activity and hence has not employed any workers			
Wages						
Other human rights related issues						

7. Complaints filed under the Sexual Harassment of Women at workplace (Prevention, Prohibition and redressal) Act 2013 in the following format:

	FY 23-24	FY 22-23
Total complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaint on POSH as a % of female employees/workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil



8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company is committed to prohibiting discrimination or harassment of any kind against employees. It is also ensured that Employees who reports under the Vigil Mechanism or participates in the investigation do not face any adverse consequence. The Company has adopted Whistle Blower Policy, Code of Conduct and Grievance Policy in this regard. The following mechanism is followed by the Company to prevent adverse consequences to the complainant:

- **No unfair treatment will be meted out to a Whistle Blower by virtue of his / her having reported a Protected Disclosure the Whistle Blower Policy.**
- **The identity of the Whistle Blower shall be kept confidential**
- **Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower**

9. Do human rights requirements form part of your business agreements and contracts?

(Yes/No)Yes.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	NIL
Forced/involuntary labour	NIL
Sexual harassment	NIL
Discrimination at workplace	NIL
Wages	NIL
Others – please specify	NIL

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above. **Nil**

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints. -

The Company undertakes a regular review of its policies and business processes and updates are made as applicable, in line with regulatory changes or internal requirements.

2. Details of the scope and coverage of any Human rights due-diligence conducted. **Nil**

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016? **Yes.**

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	Nil
Discrimination at workplace	Nil
Child Labour	Nil
Forced Labour/Involuntary Labour	Nil
Wages	Nil
Others – please specify	Nil

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above. **None**

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment**Essential Indicators**

1. Details of total energy consumption (in KW) and energy intensity, in the following format:

Parameter	FY 2023-2024 (Current Financial Year)	FY2022-2023 (Previous Financial Year)
From renewable sources		
Total electricity consumption(A)	20,34,390	21,19,372
Total fuel consumption(B)	-	-
Energy consumption through Other sources(C)	-	-
Total energy consumption from renewable sources (A+B+C)	20,34,390	21,19,372
From non-renewable sources		
Total electricity consumption(D)	8,67,222	5,85,560
Total fuel consumption(E)	27,244	16,269
Energy consumption through Other sources(F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	8,94,466	6,01,829
Total energy consumed (A+B+C+D+E+F)	29,28,856	27,21,201
Energy intensity per rupee of turnover (Total energy consumption/Revenue from operations) (KW units/Lakh)	165.30	174.71
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	3702.9	3872.8
Energy intensity in terms of physical output(Energy intensity per Occupied Bed Days)	41.58	39.65

*Revenue from operations has been adjusted according to the latest PPP conversion factors for India, as published by the IMF. The conversion factor for the year ended March 31, 2024, is 22.401, while for the year ended March 31, 2023, it is 22.167

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. **Yes, an independent assessment and evaluation on energy consumption was carried out by NIN Energy India Private Limited during FY 23-24.**

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. **Not Applicable**



3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	Nil	Nil
(ii) Groundwater	38270	36067
(iii) Third party water	250	653
(iv) Seawater / desalinated water	Nil	Nil
(v) Others	Nil	Nil
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	38520	36720
Total volume of water consumption (in kilolitres)	38520	36720
Water intensity per rupee of turnover (Total water consumption / Revenue from operations) KL/Lakh	2.174	2.357
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	48.69	52.25
Water intensity in terms of physical output (Water intensity per Occupied Bed Days)	0.54	0.54

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 independent assessment/ evaluation/assurance has been carried out by any external agency.**

4. Provide the following details related to water discharged:

Parameter	FY 2023-2024	FY 2022-2023
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No Treatment		
- 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		Not Applicable
(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)		

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 independent assessment/ evaluation/assurance has been carried out by any external agency.**

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

As the part of water conservative initiatives domestic waste water generated from the hospital is recycled in Effluent Treatment Plant (ETP)

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
NOx		Not Applicable	
SOx		The Company is not into any manufacturing activity, and hence there is no emission of hazardous pollutants. There is normal consumption of energy by way of usage of air conditioners and electrical fixtures in Units and offices	
Particulate matter (PM)			
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others – please specify			

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:

Parameter	Unit	FY 2023-24 (Current Financial Year)	FY2022-23 (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	Not Applicable	The Company is not into any manufacturing activity, and hence there is no emission of hazardous pollutants. There is normal consumption of energy by way of usage of air conditioners and electrical instruments in units and offices.
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)			
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)			
Total Scope 1 and Scope 2 emission intensity in terms of physical output			
Total Scope 1 and Scope 2 emission 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..**

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)	21.50	19.50
E-waste (B)	NIL	NIL
Bio-medical waste (C)	54.50	48.00
Construction and demolition waste (D)	15.00	173.00
Battery waste (E)	NA	NA
Radioactive waste (F)	NA	NA
Other Hazardous waste. Please specify, if any. (G)	NA	NA
Other Non-hazardous waste generated (H) . Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	NA	NA
Total (A+B + C + D + E + F + G + H)	91.00	240.50
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.005	0.015
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.112	0.332
Waste intensity in terms of physical output (Waste intensity per Occupied Bed Days)	0.0013	0.0035
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	NA	NA
(ii) Re-used	NA	NA
(iii) Other recovery operations	NA	NA
Total		
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	NA	NA
(ii) Landfilling	NA	NA
(iii) Other disposal operations	NA	NA
Total		

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. **Yes, an independent assessment and evaluation on Hazardous waste, E waste & Bio medical waste was undertaken in Hazard Identification & Risk assessment (HIRA) Audit FY 23-24.**

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 entity generates biomedical waste, as a by-product of healthcare services. The Company has in place an effective management system of healthcare waste which addresses the basic elements of waste minimization, segregation and identification by sorting into categories including medical, general, recycled and food waste. The company has achieved the reduction in generation of waste, raw material and other resources through various initiatives like environment awareness campaigns, training and monthly monitoring of hazardous & nonhazardous waste. We are not carrying out major activity involving carbon emissions and we have policy in place to dispose of bio medical waste in accordance with the guideline of the government and to ensure minimum generation of radiation within the hospital.

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: **The Company does not have its operations/ offices around ecologically sensitive areas.**

S. 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.
NA			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial 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
NA					

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, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format: **Yes. The Company is in compliance with applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder**

S. 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
Nil				



Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area
- (ii) Nature of operations
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water		
(ii) Groundwater		
(iii) Third party water		
(iv) Seawater / desalinated water		
(v) Others		NOT APPLICABLE
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed / turnover)		
Water intensity (optional) – the relevant metric may be selected by the entity		
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water		
- No treatment		
- With treatment – please specify level of Treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		NOT APPLICABLE
(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)		

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 independent assessment/ evaluation/assurance has been carried out by any external agency**

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2023-2024 (Current Financial Year)	FY 2022-2023 (Previous Financial Year)
Total Scope 3 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	The Company is not into any Manufacturing activity, and hence there is no emission of hazardous pollutants. There is normal consumption of energy by way of usage of air conditioners and electrical instruments in units and offices.	
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission 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

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities. **Not Applicable, as Company does not have its operations/ offices around ecologically sensitive areas.**
4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format: **None for the reporting period.**

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
NIL			

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link. **The Risk Management Committee of the Company reviews the Business continuity and disaster management. The Company also has Contingency Plan and comprehensive Business Continuity and Disaster Management Plan in place, specifically designed to address data recovery.**
6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard. **Not applicable**
7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts. **Not applicable**



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- **6**
- 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.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	National Human Resources	National
2	BB Forum	State
3	Madras Management Association	State
4	Confederation of Indian Industry (CII)	National
5	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
6	Tamilnadu Chamber of Commerce and Industry (TCCI)	State

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
NIL	NIL	NIL

Leadership Indicators

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/Half yearly/ Quarterly / Others – please specify)	Web Link, if available
			NIL		

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
Nil					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format: **Not applicable**

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
NA						

3. Describe the mechanisms to receive and redress grievances of the community.

The Company has processes as stated below to receive and redress concerns/grievances received from the employees and other stakeholders.

- Receipt of Grievances:** The Company receives employee grievances - via the HR Soft mobile application, HR soft desktop app, and also through mail.
- Scheduling Meetings for addressing Grievances:** Meetings are Scheduled meetings with the concerned employees to discuss their grievances.
- Providing Resolution and Follow-up:** Once the grievances are addressed and solutions are agreed upon, document the resolution. Follow up with the employees to ensure that the solutions implemented are satisfactory and effective in resolving their grievances.

The Company periodically reviews the grievance redressing process to identify any areas for further improvement.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2023-2024	FY 2022-2023
Directly sourced from MSMEs/ small producers	23%	37%
Directly from within India	100%	100%

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 23-24	FY 22-23
Rural	30%	30%
Semi- urban	25%	25%
Urban	25%	25%
Metropolitan	20%	20%

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)



Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
NA	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No	State	Aspirational District	Amount Spent (In INR)
1	TamilNadu	Trichy	10,00,000
2	TamilNadu	Trichy	1,50,000
3	TamilNadu	Hosur	47,25,000

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) - **No.**
 (B) From which marginalized /vulnerable groups do you procure? - **Not applicable**
 (C) What percentage of total procurement (by value) does it constitute? - **Not applicable**

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Nil				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
Nil		

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	To promote sports	A National Tennis player is supported towards training with the object of promoting sports	100%
2	To promote healthcare	Government Hospital	100%
3	To promote healthcare	Public at Large	100%

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 collects patients' feedback (OP, IP and health check-up patients) through physical feedback forms. Feedback is also collected both in person and in the website and reviewed by the Company. Post discharge call after 72 hours of discharge is also practiced for all the patients.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

As a percentage to total turnover

Environmental and social parameters relevant to the product

Safe and responsible usage

NA

Recycling and/or safe disposal

3. Number of consumer complaints in respect of the following

	FY 2023-2024		Remarks	FY 2022-2023		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	0	0	Nil	0	0	Nil
Advertising	0	0	Nil	0	0	Nil
Cyber-security	0	0	Nil	0	0	Nil
Delivery of essential services	1348	0	Nil	1864	0	Nil
Restrictive Trade Practices	0	0	Nil	0	0	Nil
Unfair Trade Practices	0	0	Nil	0	0	Nil
Other	NA	NA	NA	NA	NA	NA

4. Details of instances of product recalls on account of safety issues: **The company does not manufacture any product – hence product recall is 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, we do have a framework and policy in place for cybersecurity and managing risks related to data privacy. Our framework outlines the measures and procedures we adhere to in order to safeguard our organisation's data and ensure compliance with relevant regulations. We continuously review and update our policies to address emerging threats and maintain the highest standards of security and privacy protection. Policy Link: <https://www.kauveryhospital.com/privacy/>

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. **NIL**

7. Provide the following information relating to data breaches:

- a) Number of instances of data breaches – **Nil. No events of data breach during the FY 23-24.**
- b) Percentage of data breaches involving personally identifiable information of customers – **Nil. No events of data breach during the FY 23-24.**
- c) Impact, if any, of the data breaches - **Nil. No events of data breach during the FY 23-24.**



Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available). **Company Website www.kauveryhospital.com**
2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services. **Not applicable as we are in healthcare services.**
3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services. **Press releases, Media, Notice Boards etc.**
4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. **Not Applicable**
5. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No) **Yes**

Independent Auditor's Report



Independent Auditor's Report

To The Members of KMC Speciality Hospitals (India) Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **KMC Speciality Hospitals (India) Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of 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 financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p>Capitalization of property, plant and equipment:</p> <p>The Company has capitalized significant property, plant and equipment during the year which has resulted in increase in its capacity (refer Note 4 of the financial statements). The classification of capital work-in-progress and property, plant, and equipment is a critical evaluation made by the Management in preparation of the financial statements for the year ended March 31, 2024. We considered the evaluations made by the management for the significant capitalizations in terms of capital work-in-progress and property, plant and equipment made during the year, as a key audit matter.</p>	<p>Principal Audit Procedures Performed:</p> <p>We assessed the appropriateness of accounting policy for the capitalization of the property plant and equipment as per relevant accounting standards.</p> <p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ol style="list-style-type: none"> Evaluated the design of internal controls relating to vendor selection for the capital projects and capitalization of the property, plant and equipment. For selected samples where we carried out a combination of procedures involving inquiry and observation, inspection of evidence in respect of operation of these controls. For selected samples tested the verification of the purchase orders, invoices, installation/ work completion certificates. Reviewed the capitalization workings provided by the Management and the classification of the assets capitalised.

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

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Business Responsibility & Sustainability Report and Corporate Governance Report, but does not include the financial statements and our auditor's report thereon. The Board's Report, Business Responsibility & Sustainability Report and Corporate Governance Report are expected to be made available to us after the date of this auditor's report.
- Our opinion on the financial statements does not cover the other information and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Board's Report, Business Responsibility & Sustainability Report and Corporate Governance Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors is responsible for assessing

the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls 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.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.



If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls 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 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 Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary

for the purposes of our audit.

- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) 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 (a) and (b) above, contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. Based on our examination, which included test checks, the Company has used an accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 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(s). Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.
- As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the year ended March 31, 2024.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 008072S)

Sumit Trivedi
Partner
(Membership No. 209354)
(UDIN: 24209354BKEERC9342)

Place: Chennai
Date: May 29, 2024



Annexure “A”

to the Independent Auditor’s Report

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the “Act”)

We have audited the internal financial controls with reference to financial statements of **KMC Speciality Hospitals (India) Limited** (the “Company”) as at March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls 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 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 control 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 control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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 control 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on, the criteria for internal financial control

with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 008072S)

Sumit Trivedi
Partner
(Membership No. 209354)
(UDIN: 24209354BKEERC9342)

Place: Chennai
Date: May 29, 2024



Annexure B

To the Independent Auditor's Report

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

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, Capital Work-in-Progress and Investment Properties and relevant details of Right-of-Use assets.
 - B. The Company has maintained proper records showing full particulars of Intangible Assets.
 - (b) The Company has a program of verification of Property, Plant and Equipment, so as to cover all the items once every two years which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. Pursuant to the program, no such assets were due for physical verification during the year. Since no physical verification of Property, Plant and Equipment was due during the year the question of reporting on material discrepancies noted on verification does not arise.
 - (c) Based on the examination of the registered sale deed provided to us, we report that, the title deeds of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in Property, Plant and Equipment, Capital Work-in-Progress and Investment Properties are held in the name of the Company as at the balance sheet date. Immovable properties of Land and Buildings whose title deeds have been pledged as security for loans, guarantees, etc., are held in the name of the Company based on the confirmations directly received by us from lenders.
 - (d) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use assets) and Intangible Assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.
 - (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
 - (iii) The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.
 - (iv) The Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans granted, investments made and guarantees and securities provided, as applicable.
 - (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
 - (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Act. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us in respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, duty of custom, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

Name of the Statute	Nature of the dues	Amount involved and unpaid (Rs. Lakhs)	Period to which the amount relates	Forum where dispute is pending
Central Goods and Service Tax Act, 2017	Goods and Services Tax	Rs. 222.79	2017-18	Deputy Commissioner (appeals)
Central Goods and Service Tax Act, 2017	Goods and Services Tax	Rs. 21.65	2017-18	Commissioner (appeals)

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income-tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company does not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) and (ix)(f) of the Order are not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x) (a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to

in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Services Tax, Employees' State Insurance, Provident Fund, Income-tax, duty of custom, cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

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

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

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

(b) We have considered, the draft internal audit reports issued to the Company during the year and covering the period upto December 31, 2023 and the draft internal audit report issued after the balance sheet date covering the period January 01, 2024 to March 31, 2024 for the period under audit.

(xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with



any of its directors or persons connected with such directors and hence provision of section 192 of the Act are not applicable to the Company.

- (xvi) (a) (b) (c) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- (d) The Group does not have any Core Investment Company as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further

state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) The Company has fully spent the required amount toward Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the order is not applicable for the year.
- (xxi) The Company does not have any requirement to prepare consolidated financial statements and hence reporting under clause (xxi) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 008072S)

Sumit Trivedi
Partner
(Membership No. 209354)
(UDIN: 24209354BKEERC9342)

Place: Chennai
Date: May 29, 2024

Financial Statements



Balance Sheet

for the year ended March 31, 2024

(All amounts are in Indian Rupees Lakhs except share data or as stated)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	4	19,555.14	7,835.67
Right-of-use assets	5	964.94	512.66
Capital work-in-progress	4	64.45	3,403.71
Investment property	6	40.43	40.43
Other intangible assets	7	6.48	38.67
Financial assets			
(i) Investments	8	0.38	0.38
(ii) Other financial assets	9	425.69	177.30
Deferred tax asset (net)	10	-	66.62
Income tax assets (net)	11	288.70	155.20
Other non-current assets	12	1,673.45	748.91
Sub-total - Non-current assets		23,019.66	12,979.55
Current assets			
Inventories	13	204.85	227.39
Financial assets			
(i) Trade receivables	14	438.18	437.36
(ii) Cash and cash equivalents	15	484.57	183.71
(iii) Bank balances other than cash and cash equivalents above	16	1,783.19	3,695.35
(iv) Loans	17	16.45	17.58
(v) Other financial assets	9	300.10	441.32
Other current assets	12	124.55	183.07
Sub-total - Current assets		3,351.89	5,185.78
Total - Assets		26,371.55	18,165.33
Equity and liabilities			
Equity			
Equity share capital	18	1,630.85	1,630.85
Other equity	19	12,727.12	9,719.36
Sub-total - Equity		14,357.97	11,350.21
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	22	6,385.20	3,986.96
(ii) Lease liabilities	23	762.61	456.13
Provisions	24	148.73	109.72
Deferred tax liabilities (net)	10	63.79	-
Other non-current liabilities	25	8.11	8.02
Sub-total - Non-current liabilities		7,368.44	4,560.83
Current liabilities			
Financial liabilities			
(i) Borrowings	22	854.84	463.27
(ia) Lease liabilities	23	179.00	88.10
(ii) Trade payables			
- Total outstanding dues of micro enterprises and small enterprises	26	28.59	4.13
- Total outstanding dues of creditors other than micro enterprises and small enterprises	26	727.39	637.30
(iii) Other financial liabilities	27	2,379.96	456.66
Other current liabilities	25	292.99	315.92
Provisions	24	182.37	288.91
Sub-total - Current liabilities		4,645.14	2,254.29
Sub-total - Liabilities		12,013.58	6,815.12
Total - Equity and liabilities		26,371.55	18,165.33

See accompanying notes forming part of the financial statements

In terms of our report attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's registration No.008072S

Sumit Trivedi
Partner
Membership No. 209354

for and on behalf of the board of directors of
KMC Speciality Hospitals (India) Limited
CIN: L85110TN1982PLC009781

Dr. S. Manivannan
Managing Director
DIN: 00910804

Dr. S. Chandrakumar
Executive Chairman (Whole-Time)
DIN: 01867847

K. Anand Babu
Chief Financial Officer

Sushma K
Company Secretary

Place: Chennai
Date: May 29, 2024

Place: Chennai
Date: May 29, 2024

Statement of profit and loss

for the year ended March 31, 2024

(All amounts are in Indian Rupees Lakhs except share data or as stated)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
Income			
a) Revenue from operations	29	17,717.53	15,575.64
b) Other income	30	355.99	312.86
Total income		18,073.52	15,888.50
Expenses			
a) Cost of materials consumed	31	358.66	288.28
b) Purchases of stock-in-trade	32	2,066.97	2,034.52
c) Changes in inventories of stock-in-trade	33	16.80	(25.91)
d) Employee benefits expense	34	3,826.71	3,120.45
e) Finance costs	35	116.39	81.10
f) Depreciation and amortisation expense	36	922.36	764.22
g) Other expenses	37	6,709.81	6,026.81
Total expenses		14,017.70	12,289.47
Profit before tax		4,055.82	3,599.03
Tax expense	10		
a) Current tax (including prior years)		877.33	1,003.14
b) Deferred tax		140.56	(72.95)
Total tax expense		1,017.89	930.19
Profit for the year		3,037.93	2,668.84
Other comprehensive income/(loss)	10		
Items that will not be reclassified subsequently to profit / (loss)			
a) Re-measurement of defined benefit plans (net)		(40.32)	1.42
b) Income tax relating to items that will not be reclassified to profit or loss		10.15	(0.36)
Total other comprehensive income/(loss), net of tax		(30.17)	1.06
Total comprehensive income		3,007.76	2,669.90
Earnings per share (Equity shares of nominal value of Rupee 1 each)	21		
Basic		1.86	1.64
Diluted		1.86	1.64

See accompanying notes forming part of the financial statements

In terms of our report attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's registration No.008072S

for and on behalf of the board of directors of
KMC Speciality Hospitals (India) Limited
CIN: L85110TN1982PLC009781

Sumit Trivedi
Partner
Membership No. 209354

Dr. S. Manivannan
Managing Director
DIN: 00910804

Dr. S. Chandrakumar
Executive Chairman (Whole-Time)
DIN: 01867847

K. Anand Babu
Chief Financial Officer

Sushma K
Company Secretary

Place: Chennai
Date: May 29, 2024

Place: Chennai
Date: May 29, 2024



Statement of changes in equity

for the year ended March 31, 2024

(All amounts are in Indian Rupees Lakhs except share data or as stated)

a. Equity share capital

Particulars	Amount
Balance as at April 1, 2022	1,630.85
Movement during the year	-
Balance as at March 31, 2023	1,630.85
Movement during the year	-
Balance as at March 31, 2024	1,630.85

b. Other equity

Particulars	Reserves and surplus	Other comprehensive income	Total
	Retained earnings	Remeasurement of net defined benefit liability	
Balance as at April 1, 2022	7,117.67	(68.21)	7,049.46
Profit for the year	2,668.84	-	2,668.84
Total other comprehensive income/(loss), net of tax	-	1.06	1.06
Balance as at March 31, 2023	9,786.51	(67.15)	9,719.36
Profit for the year	3,037.93	-	3,037.93
Total other comprehensive income/(loss), net of tax	-	(30.17)	(30.17)
Balance as at March 31, 2024	12,824.44	(97.32)	12,727.12

See accompanying notes forming part of the financial statements

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Cash flow statement

for the year ended March 31, 2024

(All amounts are in Indian Rupees Lakhs except share data or as 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	4,055.82	3,599.03
Adjustments:		
Depreciation and amortisation expense	922.36	764.22
Provision for loss allowance	1.90	47.47
Bad debts written off	61.36	-
Provision utilised for write off	(61.36)	-
Finance costs	116.39	81.10
Interest income from banks	(184.78)	(176.66)
Interest income from others	(18.51)	-
(Profit)/loss on sale of property, plant and equipment (net)	2.01	9.29
Operating profit before working capital / other changes	4,895.18	4,324.45
Adjustment for (increase)/decrease in operating assets		
Inventories	22.54	(40.16)
Trade receivables	(2.72)	(131.04)
Other financial assets and other assets - Non-current	(57.95)	(58.37)
Other financial assets and other assets - Current	174.89	(240.89)
Adjustment for increase/(decrease) in operating liabilities		
Trade payables	114.55	101.72
Liabilities and provisions	(293.62)	198.34
Cash generated from operations	4,852.87	4,154.05
Direct taxes paid (net)	(1,010.83)	(921.49)
Net cash flow from operating activities (A)	3,842.04	3,232.56
B Cash flows from investing activities		
Acquisition of property, plant and equipment (including capital advances, net of capital creditors)	(7,527.18)	(4,411.44)
Proceeds from sale of property, plant and equipment	3.15	1.01
Bank deposits (having original maturity of more than three months)	1,699.94	(555.17)
Interest received	233.34	166.24
Net cash used in investing activities (B)	(5,590.75)	(4,799.36)
C Cash flows from financing activities		
Proceeds from non-current borrowings	3,556.54	1,913.88
Repayment of non-current borrowings	(766.73)	(151.66)
Payment of lease liabilities	(146.18)	(125.39)
Interest and finance charges paid	(594.06)	(53.00)
Net cash from financing activities (C)	2,049.57	1,583.83
Net increase in cash and cash equivalents (A+B+C)	300.86	17.03
Cash and cash equivalents at the beginning of the year	183.71	166.68
Cash and cash equivalents at the end of the year	484.57	183.71



	As at March 31, 2024	As at March 31, 2023
Components of cash and cash equivalents:		
Cash on hand	23.40	17.55
Balances with banks		
- on current accounts	247.88	166.16
- on deposit accounts (original maturity of three months or less)	213.29	-
	484.57	183.71

Reconciliation of change in liabilities arising from financing activities is given in note 22.4

See accompanying notes forming part of the financial statements

In terms of our report attached

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for and on behalf of the board of directors of
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Notes to Financial Statements



Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

1. Company information

KMC Speciality Hospitals (India) Limited ("the Company") was originally incorporated as Advanced Medical Care Private Limited on December 31, 1982 under the Companies Act, 1956 and was converted into a Public Limited Company on July 15, 1988. The name of the Company was changed to Seahorse Hospitals Limited on March 21, 1995 and to its current name with effect from October 24, 2008. The Company is a super speciality hospital based in Trichy, belonging to the Kauvery Hospitals group. The Company is primarily engaged in the business of rendering medical and healthcare services.

2. Basis of preparation

A. Statement of Compliance

The financial statements of the Company have been prepared and presented in accordance with the Generally Accepted Accounting Principles (GAAP). GAAP comprises of Indian Accounting Standards (Ind AS) as specified in Section 133 of the Companies Act, 2013 ('the Act') read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 ("the Rules") and the relevant amendment rules issued thereafter, pronouncements of regulatory bodies applicable to the Company and other provisions of the Act.

B. Application of new and revised Ind AS

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.

C. Accounting convention and assumptions

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or

liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

D. Basis of presentation

The Balance sheet, the Statement of Profit and Loss, and the Statement of Changes in Equity, are presented in the format prescribed under Division II of Schedule III of the Act, as amended from time to time, for Companies that are required to comply with Ind AS. The Statement of Cash Flows has been presented as per the requirements of Ind AS 7 - Statement of Cash Flows.

Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0" in the relevant notes in these financial statements.

E. Functional and presentation currency

Items included in the Financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The financial statements are presented in Indian Rupees (INR) the national currency of India, which is the functional currency of the company. All amounts are in Indian Rupees Lakhs except share data or as stated.

F. Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions 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 accounting estimates are recognised prospectively.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment is included in the following notes:

- Note 10 – recognition of deferred tax assets/liabilities;
- Note 28 – measurement of defined benefit obligations: key actuarial assumptions;
- Notes 39 – recognition and measurement of provisions and contingencies: key assumptions about likelihood and magnitude of an outflow of resources;

Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

- Note 4 – Useful life of Property, Plant and Equipment
- Note 14 – Provision for loss allowance on trade receivables.

G. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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.

Management uses various valuation techniques to determine fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management based on its assumptions on observable data as far as possible but where it not available, the management uses the best information available.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

H. Operating cycle

Any asset or liability is classified as current if it satisfies any of the following conditions:

- (i) The asset / liability is expected to be realized / settled in the Company's normal operating cycle;

- (ii) The asset is intended for sale or consumption;
- (iii) The asset / liability is held primarily for the purpose of trading;
- (iv) The asset / liability is expected to be realized / settled within twelve months after the reporting period;
- (v) The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- (vi) In the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

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

3. Material accounting policies

A. Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

(i) Initial recognition

Financial assets and financial liabilities are initially measured at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of profit and loss.



Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

(ii) Subsequent measurement

(1) Financial assets

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets, except for investments forming part of interest in subsidiaries / associates, which are measured at cost.

Classification of financial assets

The Company classifies its financial assets in the following measurement categories:

- a) Those to be measured subsequently at fair value (either through other comprehensive income, or through Statement of profit and loss), and
- b) Those measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Amortized cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on these assets that is subsequently measured at amortized cost is recognized in Statement of profit and loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVTOCI)

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVTOCI). Movements in the carrying amount are taken through OCI. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of profit and loss and recognized in other income / (expense).

Fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortized cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on these assets that is subsequently measured at fair value through profit or loss is recognized in the Statement of profit and loss.

Impairment of financial assets

Expected credit loss (ECL) is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls).

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are measured at amortised cost e.g., cash and bank balances, investment in equity instruments of subsidiary companies, trade receivables and loans etc.

At each reporting date, the Company assesses whether financial assets carried at amortised cost is credit-impaired. A financial asset is 'credit-impaired' when one or more events that have detrimental impact on the estimated future cash flows of the financial assets have occurred.

Evidence that the financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- the breach of contract such as a default or being past due as per the ageing brackets;
- it is probable that the borrower will enter bankruptcy or other financial re-organisation; or
- the disappearance of active market for a security because of financial difficulties.

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes

Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense/income in the statement of profit and loss. ECL for financial assets measured as at amortized cost and contractual revenue receivables is presented as an allowance, i.e., as an integral part of the measurement of those assets in the financial statements. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Write off policy:

The Company writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. Any recoveries made are recognised in Statement of profit and loss.

(2) Financial liabilities and equity instruments:

Classification as equity or financial liability

Equity and Debt instruments issued by the

Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Financial liabilities at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

Financial liabilities at FVTPL

Liabilities that do not meet the criteria for amortized cost are measured at fair value through profit or loss. A gain or loss on these assets that is subsequently measured at fair value through profit or loss is recognized in the Statement of profit and loss.

(iii) Derecognition

(1) Derecognition of financial assets

A financial asset is derecognized only when the Company has transferred the rights to receive cash flows from the financial asset. Where the Company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is



Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

derecognised if the Company has not retained 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, the transferred assets are not derecognised.

(2) Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of profit and loss.

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. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in Statement of profit and 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.

B. Foreign currency transactions and translations

Transactions in foreign currencies are translated into the respective functional currency of company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting

date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in Statement of profit and loss, except for such exchange differences arising from the translation of specific items which are recognised in OCI, as the case may be.

C. Property, plant and equipment (PPE)

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition 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.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in Statement of profit and loss.

(ii) Capital work in progress and Capital advances

Advances paid toward the acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as "Capital Advances" under Other Noncurrent Assets and the cost of property, plant and equipment not ready to use before such date are disclosed under "Capital work in progress".

Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

(iii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

(iv) Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term. Freehold land is not depreciated.

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	61	60
Surgical and other equipment's	10	13
Electrical installations	5	10
Computers and accessories	3	3
Books	10	10
Furniture, fixtures and fittings	5	10
Vehicles	4	6

Leasehold improvements are being depreciated over the term of the lease, or estimated useful life of the assets, whichever is lower on a straight-line basis.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use

these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

Assets individually costing Rs. 5,000 and less are fully depreciated in the year of purchase based on the technical evaluation, the management believes that it represents the relevant useful life of these assets.

D. Intangible assets

(i) Measurement

Intangible assets are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in Statement of profit and loss as incurred.

(iii) 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 and is included in depreciation and amortisation in Statement of Profit and Loss.

The estimated useful lives are as follows:

Asset category	Management estimate of useful life
Software	3

E. Investment property

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. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Any gain or loss on disposal of an investment property is recognised in Statement of profit and loss.



Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

The fair values of investment property is disclosed in the notes. The fair value of investment property has been determined in accordance with the requirements of *Ind AS 113 - Fair value measurement*.

F. Inventories

Inventory comprises of pharmacy stock and consumables. Pharmacy stock is valued at the lower of cost and net realisable value including necessary provision for obsolescence. Consumables are valued at cost. Cost comprises purchase price and all incidental expenses incurred in bringing the inventory to its present location and condition. The cost of consumables is charged to the Statement of profit and loss in the year of purchase. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The comparison of cost and net realisable value is made on an item-by-item basis.

The Company follows the first-in-first out method of determining the cost of inventories.

Due allowance is estimated and made by the Management for slow moving / non-moving items of inventory, wherever necessary, based on the past experience and such allowances are adjusted against the carrying inventory value.

G. Impairment of PPE and intangible assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date 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).

The Company's corporate assets do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

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. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of other 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 had been recognised.

H. Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., 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 amount of obligation can be estimated reliably.

(ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in Statement of profit and loss in the periods during 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

Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

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 in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), 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 Statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in Statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(iv) Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurements gains or losses are

recognised in Statement of profit and loss in the period in which they arise.

(v) Termination benefits

Termination benefits are expensed at the earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

I. Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) 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. Expected future operating losses are not provided for.

J. Contingent liability and contingent assets

Contingent liability is disclosed for:

- (i) A possible obligation that arises 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
- (ii) Present obligations arising from past events where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.



Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

K. Revenue

The Company derives its revenue primarily from rendering medical and healthcare services. Income from medical and healthcare services comprises of income from hospital services and sale of pharmacy products.

Inpatient and outpatient revenue

Inpatient and outpatient revenue is recognized as and when the related services are rendered. Revenue is also recognised in relation to the services rendered to the patients who are undergoing treatment/ observation on the balance sheet date to the extent of services rendered.. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of discounts and concessions offered by the Company.

'Unbilled revenue' represents the value of medical and healthcare services rendered in excess of amounts billed to the patients as at the balance sheet date.

Sale of traded goods – pharmacy items

Revenue from sale of pharmacy items are recognized on delivery of items to the customers which is when the Company satisfies a performance obligation by transferring a promised good to a patient. Pharmacy items are transferred when the patient obtains control of such items.

The Company collects Goods & Service Tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

L. Leases

The Company's lease asset classes primarily consist of leases for buildings. The Company assesses whether a contract contains a lease, at inception of a contract. 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. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases

Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

that have a lease term of 12 months. The Company recognises the lease payments associated with these leases as an expense over the lease term.

M. Other income

(i) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably.

Interest income or expense is accrued on a time basis, by reference to the principle/outstanding using the effective interest rate applicable.

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.

(ii) Dividend income

Dividend income is recognized when the right to receive the income is established.

N. Income tax

Income tax comprises current and deferred tax. It is recognised in Statement of profit and loss except to the extent that it relates to a business combination or 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 by the reporting date.

Current tax assets and current tax 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 taxes is also recognised in respect of carried forward tax losses and tax credits.

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



Notes to financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

O. Borrowing cost

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. Cost in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the statement of Profit and Loss over the tenure of the loan. Borrowing costs allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction/ development of the qualifying asset up to the date of capitalisation of such assets are added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying assets is interrupted.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is the borrowing costs eligible for capitalisation.

All other borrowing costs eligible are recognised in Statement of profit and loss in the period in which they incurred.

P. Earnings per share

Basic earnings per share is computed by dividing the net profit / (loss) after tax (including the post tax effect of exceptional items, if any) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of exceptional items, if any) for the year attributable to equity shareholders as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Q. Operating segment

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. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company's Managing Director is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the Chief Operating Decision Maker ('CODM'). The Company's CODM reviews financial information presented, for purposes of making operating decisions and assessing financial performance of the Company. Therefore, the Company has determined that it operates in a single operating and reportable segment.

R. Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

S. Cash flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. In cash flow statement, cash and cash equivalents include cash in hand, balances with banks in current accounts and other short-term highly liquid investments with original maturities of three months or less.

T. Insurance claims

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

U. Recent accounting 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 financial statements for the year ended March 31, 2024

(All amounts are in Indian Rupees lakhs unless otherwise stated)

4 Property, plant and equipment and capital work-in-progress

Particulars	Land (free-hold)	Buildings	Lease-hold improvements	Surgical and other equipment	Electrical installation	Computers	Books	Furniture, fixtures and fittings	Vehicles	Total (A)	Capital work-in-progress
Gross block											
As at April 1, 2022	3,911.53	1,180.60	631.16	2,891.20	566.63	216.64	0.61	131.34	160.63	9,690.34	564.36
Additions	-	181.47	152.79	432.32	396.55	20.78	-	26.25	49.46	1,259.62	3,010.77
Disposals	-	-	(1.18)	(51.98)	(4.93)	-	-	(0.23)	-	(58.32)	-
Capitalised during the year	-	-	-	-	-	-	-	-	-	-	(171.42)
As at March 31, 2023	3,911.53	1,362.07	782.77	3,271.54	958.25	237.42	0.61	157.36	210.09	10,891.64	3,403.71
Additions	-	8,650.15	508.03	931.35	2,232.49	130.51	-	90.27	63.35	12,606.15	8,125.91
Disposals	(45.02)	(67.32)	-	(9.73)	-	-	-	-	-	(122.07)	-
Capitalised during the year	-	-	-	-	-	-	-	-	-	-	(11,465.17)
As at March 31, 2024	3,866.51	9,944.90	1,290.80	4,193.16	3,190.74	367.93	0.61	247.63	273.44	23,375.72	64.45
Accumulated depreciation											
As at April 1, 2022	-	178.55	526.37	1,163.67	260.90	129.09	0.37	74.99	103.34	2,437.28	-
Depreciation for the year	-	40.07	71.03	313.51	139.18	49.91	0.04	18.44	34.53	666.71	-
Disposals	-	-	(1.18)	(42.10)	(4.53)	-	-	(0.21)	-	(48.02)	-
As at March 31, 2023	-	218.62	596.22	1,435.08	395.55	179.00	0.41	93.22	137.87	3,055.97	-
Depreciation for the year	-	51.62	71.18	344.53	198.02	54.84	0.04	25.08	31.20	776.51	-
Disposals	-	(5.62)	-	(6.28)	-	-	-	-	-	(11.90)	-
As at March 31, 2024	-	264.62	667.40	1,773.33	593.57	233.84	0.45	118.30	169.07	3,820.58	-
Net carrying value											
Balance as at March 31, 2023	3,911.53	1,143.45	186.55	1,836.46	562.70	58.42	0.20	64.14	72.22	7,835.67	3,403.71
Balance as at March 31, 2024	3,866.51	9,680.28	623.40	2,419.83	2,597.17	134.09	0.16	129.33	104.37	19,555.14	64.45

4.1 Capital work-in-progress ageing schedule (CWIP)

As at March 31, 2024

Particulars	Amount in CWIP for a period				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	64.45	-	-	-	64.45

As at March 31, 2023

Particulars	Amount in CWIP for a period				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	2,839.35	403.01	161.35	-	3,403.71



There are no projects which are under suspension. With regards to ongoing projects there are no projects where completion is over due or has exceeded the cost as compared to its original plan and consequent amendments approved by the Board thereon.

4.2 Refer Note 22.2 for Property, plant and equipment pledged / hypothecated as securities for borrowings

5 Right-of-use asset

Particulars	Land	Buildings	Total
Gross block			
As at April 01, 2022	29.24	232.66	261.90
Additions	-	427.81	427.81
Disposals / adjustments during the year	-	-	-
As at March 31, 2023	29.24	660.47	689.71
Additions	18.15	745.91	764.06
Disposals / adjustments during the year	-	(193.37)	(193.37)
As at March 31, 2024	47.39	1,213.01	1,260.40
Accumulated depreciation			
As at April 01, 2022	6.63	87.35	93.98
Depreciation for the year	5.40	50.42	55.82
Disposals / adjustments during the year	-	27.25	27.25
As at March 31, 2023	12.03	165.02	177.05
Depreciation for the year	8.62	104.45	113.07
Disposals / adjustments during the year*	-	5.34	5.34
As at March 31, 2024	20.65	274.81	295.46
Net carrying value			
As at March 31, 2023	17.21	495.45	512.66
As at March 31, 2024	26.74	938.20	964.94

*Adjustment represents amount capitalised during the year amounting to Rs. 5.34 Lakhs. (Year ended March 31, 2023 - Rs. 27.25 Lakhs)

6 Investment property

A Reconciliation of carrying amount

Cost	Land#
Balance as at April 1, 2022	40.43
Additions	-
Disposals	-
Balance as at March 31, 2023	40.43
As at April 01, 2023	40.43
Additions	-
Disposals	-
Balance as at March 31, 2024	40.43
As at March 31, 2023	40.43
As at March 31, 2024	40.43

Investment property represents freehold land in Trichy towards which depreciation charge is not applicable. Accordingly, the carrying amount (net) is equivalent to the gross carrying amount as at the respective balance sheet date. There is no impairment in respect of investment property. There were no immovable properties where the title deeds are not held in the name of the Company.

Also refer Note 22.2 for investment property pledged / hypothecated as securities for borrowings.

B Fair value

As at March 31, 2023	3,232.32
As at March 31, 2024	3,480.96

Fair valuation of investment property is based on the valuation by a registered valuer as defined under Rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 using market comparable approach, based on recent market prices without any significant adjustments being made to the market observable data. There has been no change to the valuation technique during the year. The fair value measurement for the investment property has been categorised as a Level 2.

C Information regarding income and expenditure related to investment property

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rental income from the investment property	1.44	1.44

7 Other intangible assets

Particulars	Software
Gross block	
As at April 1, 2022	219.81
Additions	-
Disposals	-
As at March 31, 2023	219.81
Additions	0.59
Disposals	-
As at March 31, 2024	220.40
Accumulated amortisation	
As at April 1, 2022	139.45
Amortisation for the year	41.69
Disposals	-
As at March 31, 2023	181.14
Amortisation for the year	32.78
Disposals	-
As at March 31, 2024	213.92
Net carrying value	
As at March 31, 2023	38.67
As at March 31, 2024	6.48

8 Non current investments

Particulars	As at March 31, 2024	As at March 31, 2023
Investments in equity shares - Others at fair value through profit and loss (FVTPL)		
Unquoted equity shares fully paid		
3,800 (March 31, 2023: 3,800) Equity shares of Nazca Energy Private Limited	0.38	0.38
Total unquoted investments	0.38	0.38
Aggregate carrying amount of unquoted investments	0.38	0.38



9 Other financial assets

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Security deposits	188.82	152.65
Bank deposits with more than 12 months maturity	236.87	24.65
Total non-current financial assets	425.69	177.30
Current		
Unbilled revenue	246.99	333.88
Interest accrued on fixed deposits but not due (due to mature within 12 months from the original date)	30.10	60.15
Reimbursement receivable from holding company (Refer note 42)	-	36.17
Reimbursement receivable from fellow subsidiaries (Refer note 42)	23.01	11.12
Total current financial assets	300.10	441.32

10 Income tax

A Amounts recognised in statement of profit and loss

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax (a)		
Current tax	877.33	989.38
Short/(excess) provision for tax relating to prior period	-	13.76
Deferred tax (b)		
Attributable to -		
Origination and reversal of temporary differences	140.56	(72.95)
Tax expense (a) + (b)	1,017.89	930.19

B Income tax recognised in other comprehensive income (OCI)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Amount	Tax (expense) / benefit	Net of tax	Amount	Tax (expense) / benefit	Net of tax
Remeasurements of defined benefit plan liability (net)	(40.32)	10.15	(30.17)	1.42	(0.36)	1.06

C Reconciliation of effective tax rate

Particulars	For the year ended March 31, 2024		For the year ended March 31, 2023	
	%	Amount	%	Amount
Profit before tax		4,055.82		3,599.03
Tax using the Company's domestic tax rate	25.17%	1,020.77	25.17%	905.80
Effect of:				
Prior period taxes		-		13.76
Expenses not deductible for tax purpose		-2.88		10.63
Effective tax rate / tax expense		1,017.89		930.19

The tax rate used for the aforesaid reconciliation is the corporate tax rate of 25.17% under Section 115BAA of the Income-tax Act, 1961 payable by corporate entities in India.

D Recognised deferred tax assets and liabilities**Movement in temporary differences for the year ended March 31, 2024 and March 31, 2023**

Particulars	Balance as at April 1, 2022	Recognized in statement of profit and loss (FY 2022-23)	Recognized in other comprehensive income (FY 2022-23)	Balance as at March 31, 2023	Recognized in statement of profit and loss (FY 2023-24)	Recognized in other comprehensive income (FY 2023-24)	Balance as at March 31, 2024
Property, plant and equipment	(165.48)	30.21	-	(135.27)	(100.15)	-	(235.42)
Provision for employee benefits	118.71	20.78	(0.36)	139.13	(23.37)	10.15	125.91
Loss allowance on trade receivables	42.86	11.95	-	54.81	(14.96)	-	39.85
Lease liability net of right-of-use assets	(2.06)	10.01	-	7.95	(2.08)	-	5.87
Deferred tax asset / (liabilities) (net)	(5.97)	72.95	(0.36)	66.62	(140.56)	10.15	(63.79)

11 Income tax assets (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Income tax advance (net)*	288.70	155.20
Total income tax assets (net)	288.70	155.20

*Provision for income tax Rs. 4,179.32 Lakhs, As at March 31,2023: Rs. 3,301.99 Lakhs.

12 Other assets

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good)		
Non-current		
Capital advances	1,673.45	743.71
Advances to holding company (Refer note 42)	-	5.20
Total non-current assets	1,673.45	748.91
Current		
Prepaid expenses	98.13	174.42
Advance to suppliers	26.42	8.65
Total current assets	124.55	183.07

13 Inventories

Particulars	As at March 31, 2024	As at March 31, 2023
Stock-in-trade (Pharmacy items)	118.12	134.92
Consumables (Surgical material and medical stores)	86.73	92.47
Total inventories	204.85	227.39



Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
1. The cost of inventories recognised as an expenses during the year (Refer notes 31, 32 and 33)	2,442.43	2,296.89
2. The cost of inventories recognised as an expense, includes write downs of inventory to net realisable value, amounting to	-	-
3. The mode of valuation of inventories has been stated in note 3(F)		

14 Trade receivables

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured)		
Undisputed trade receivables - Considered good	438.18	437.36
Undisputed trade receivables - Which have significant increase in credit risk	74.15	25.04
Less: Provision for loss allowance	(74.15)	(25.04)
	438.18	437.36
Undisputed trade receivables - Credit impaired	84.16	192.74
Less: Provision for loss allowance	(84.16)	(192.74)
	-	-
Total trade receivables	438.18	437.36

Note : Includes receivable from related parties. Refer note 42.

14.1 Credit period and risk

Credit is provided mainly to insurance companies, corporate customers, customers with insurance coverage and customers covered by Government accorded health benefits. The insurance companies are required to maintain minimum reserve levels and pre-approve the insurance claim, Government undertakings and the corporate customers are enterprises with high credit ratings. Accordingly, the Company's exposure to credit risk in relation to trade receivables is low. Further creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables are monitored on a continuous basis by the receivables team.

Trade receivables are non-interest bearing. The trade receivables, include certain customers having more than 5% of the total outstanding trade receivable balance:

Particulars	As at March 31, 2024	As at March 31, 2023
Number of customers	6	6
Amount outstanding	365.16	468.64
Percentage of amount outstanding to total outstanding dues	70%	74%

There are no other customers who represent more than 5% of the total balance of trade receivables. There are no customers who has accounted more than 10% of revenue for the year ended March 31, 2024 and March 31, 2023.

Note : No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

14.2 Expected credit loss allowance

The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix, considering the amounts due from the government undertakings and the other undertakings. Further the Company also establishes an allowance for credit loss that represents its estimate of expected losses in respect of trade and other receivables based on the past and recent collection trend.

14.3 Movement of loss allowance in trade receivable

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	217.78	170.31
Add: Provision for loss allowance (Also refer note 37)	1.90	81.84
Less: Utilization of provision for loss allowance (Also refer note 37)	(61.36)	(34.37)
Closing balance	158.32	217.78

The Company's exposure to credit risk and loss allowances relating to trade receivables are disclosed in note 38(B)(ii).

14.4 Trade receivable ageing schedule

As at March 31, 2024:

Particulars	Outstanding for following periods from due date of payment						Total
	Within the credit period	Less than 6 months	6 months - 1 year	1 - 2 years	2-3 years	More than 3 years	
(a) Undisputed trade receivables -Considered good	394.85	41.85	1.48	-	-	-	438.18
(b) Undisputed trade receivables -Which have significant increase in credit risk	35.62	31.82	6.71	-	-	-	74.15
(c) Undisputed trade receivables -Credit impaired	-	-	7.73	42.53	13.15	20.75	84.16
(d) Disputed trade receivables -Considered good	-	-	-	-	-	-	-
(e) Disputed trade receivables -Which have significant increase in credit risk	-	-	-	-	-	-	-
(f) Disputed trade receivables -Credit impaired	-	-	-	-	-	-	-
Total	430.47	73.67	15.92	42.53	13.15	20.75	596.49
Less : Allowance for credit Loss							(158.32)
Net trade receivables							438.18

As at March 31 2024, Unbilled revenue is disclosed under note 9 amounting to Rs. 246.99 lakhs, ageing less than 6 months.



As at March 31, 2023:

Particulars	Outstanding for following periods from due date of payment							Total
	Within the credit period	Less than 6 months	6 months - 1 year	1 - 2 years	2-3 years	More than 3 years		
(a) Undisputed trade receivables - Considered good	437.36	-	-	-	-	-	437.36	
(b) Undisputed trade receivables - Which have significant increase in credit risk	25.04	-	-	-	-	-	25.04	
(c) Undisputed trade receivables - Credit impaired	-	56.02	49.13	41.29	17.87	28.43	192.74	
(d) Disputed trade receivables - Considered good	-	-	-	-	-	-	-	
(e) Disputed trade receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-	
(f) Disputed trade receivables - Credit impaired	-	-	-	-	-	-	-	
Total	462.40	56.02	49.13	41.29	17.87	28.43	655.14	
Less : Allowance for credit Loss							(217.78)	
Net trade receivables							437.36	

As at March 31 2023, Unbilled revenue is disclosed under note 9 amounting to Rs. 333.88 lakhs, ageing less than 6 months.

15 Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	23.40	17.55
Balances with banks		
- on current accounts	247.88	166.16
- on deposit accounts (original maturity of three months or less)	213.29	-
Total cash and cash equivalents	484.57	183.71

16 Bank balances other than cash and cash equivalents above

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks		
- on deposit accounts (original maturity of more than three months but less than 12 months)	1,783.19	3,695.35
Total bank balances other than cash and cash equivalents above	1,783.19	3,695.35

17 Loans

Particulars	As at March 31, 2024	As at March 31, 2023
<i>(Unsecured, considered good)</i>		
Current		
Employee advances	16.45	17.58
Total current loans	16.45	17.58

Note: There are no loans due by directors or other officers of the company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member.

18 Equity share capital

Particulars	As at March 31, 2024	As at March 31, 2023
Authorised		
250,000,000 (March 31, 2023: 250,000,000) equity shares of Rs. 1/- each	2,500.00	2,500.00
	2,500.00	2,500.00
Issued, subscribed and fully paid up		
163,085,000 (March 31, 2023: 163,085,000) equity shares of Rs. 1/- each fully paid up	1,630.85	1,630.85
Total equity share capital	1,630.85	1,630.85

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

Equity shares

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares (in full numbers)	Amount	No. of shares (in full numbers)	Amount
Equity shares of Rs. 1/- each fully paid up				
At the beginning of the year	16,30,85,000	1,630.85	16,30,85,000	1,630.85
At the end of the year	16,30,85,000	1,630.85	16,30,85,000	1,630.85

b. Rights, preferences and restrictions attached to shares

The Company has only one class of equity shares having a par value of Rs. 1 each. Each holder is entitled to one vote per equity share. Dividends are paid in Indian Rupees. Dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders at the Annual General Meeting, except in the case of interim dividend.

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

The Board of Directors of the Company have not recommended dividend for the financial year ended March 31, 2024 and March 31, 2023.



c. Shares held by holding company

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares (in full numbers)	Amount	No. of shares (in full numbers)	Amount
Equity shares of Rs. 1/- each fully paid up with voting rights				
Sri Kauvery Medical Care (India) Limited, the Holding Company	12,23,13,750	1,223.14	12,23,13,750	1,223.14

d. Details of share holders holding more than 5% of equity shares Rs. 1/- each fully paid in the Company

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares (in full numbers)	% of total equity shares	No. of shares (in full numbers)	% of total equity shares
Equity shares of Rs. 1/- each fully paid up with voting rights				
Sri Kauvery Medical Care (India) Limited, the Holding Company	12,23,13,750	75%	12,23,13,750	75%

e. Bonus shares/ buy-back for consideration other than cash allotted during a period of five years immediately preceding the financial year ended March 31, 2024:

- The Company has not allotted any shares without payment being received in cash.
- The Company has not allotted paid bonus shares.
- The Company has not bought back any shares during the aforesaid period.

f. Shareholding of promoters*

(i) Equity shares with voting rights

As at March 31, 2024

Promoter name	No. of shares (in full numbers)	% of total Shares	% of Change during the year#
Sri Kauvery Medical Care (India) Limited	12,23,13,750	75%	-

As at March 31, 2023

Promoter name	No. of shares (in full numbers)	% of total Shares	% of Change during the year#
Sri Kauvery Medical Care (India) Limited	12,23,13,750	75%	-

*Promoter means promoter as defined in the Companies Act, 2013.

% change during the year represents the % change in total holding when compared to the previous year end.

19 Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
Reserves and surplus		
Retained earnings		
At the beginning of the year	9,786.51	7,117.67
Add: Profit for the period	3,037.93	2,668.84
At the end of the year	12,824.44	9,786.51
Other comprehensive income		
Remeasurement of net defined benefit liability		
At the beginning of the year	(67.15)	(68.21)
Add/(less): Total other comprehensive income/(loss), net of tax	(30.17)	1.06
At the end of the year	(97.32)	(67.15)
Total other equity	12,727.12	9,719.36

19.1 Notes: Nature and purpose of other reserves

Retained earnings

Retained earnings represents the profits generated by the Company post distribution of dividends (if any) to the shareholders. The reserve can be utilised for distribution of dividend by the Company considering the requirements of the Companies Act, 2013.

Other comprehensive income

Other items of other comprehensive income consist of remeasurement of net defined benefit liability.

20 Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments. The funding requirements are met through a mixture of equity and other borrowings. The Company's policy is to use current and non-current borrowings to meet anticipated funding requirements. The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio is as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Debt*	7,240.04	4,450.23
Less: Cash and cash equivalents**	(2,267.76)	(3,879.06)
Adjusted net debt	4,972.28	571.17
Total equity#	14,357.97	11,350.21
Adjusted net debt to adjusted equity ratio##	0.35	0.05

*Debt is defined as non-current borrowings including current maturities of long term borrowings and current borrowings.

**Cash and cash equivalents includes other bank balances (current portion)

#Equity includes all capital and reserves of the Company that are managed as capital.

Going concern:

The Financial statements have been drawn on a going concern basis in view of the arrangement made with the bankers for the project payments. Accordingly, the payables for procurement towards projects with pending final certification, under the current funding arrangement with the bankers where there are undrawn term loan facilities. Under such funding arrangement on submission of such project related bills 70% will be funded under the sanctioned term loan and paid over period as disclosed in borrowings.



21 Earnings per share (EPS)

Basic and diluted earnings per share

The calculation of basic earnings per share is based on profit attributable to ordinary shareholders and weighted-average number of ordinary shares outstanding as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit for the year attributable to the equity shareholders (A) (Rs. in Lakhs)	3,037.93	2,668.84
Weighted average number of equity shares outstanding as at reporting date (B) (in full numbers)	16,30,85,000	16,30,85,000
Basic earnings per share (A/B) (in Rs.)	1.86	1.64
Diluted earnings per share (A/B) (in Rs.)	1.86	1.64

The Company does not have any potential equity shares. Accordingly, basic and dilutive EPS would remain the same.

22 Borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Secured		
Term loans from banks	6,380.97	3,973.62
Vehicle loans from Banks	4.23	13.34
Total non-current	6,385.20	3,986.96
Current		
Secured		
Current maturities of non-current borrowings	854.84	463.27
Total current	854.84	463.27

22.1 Terms of secured loans from banks

Particulars	Interest Rate	Outstanding Instalment as on date	Nature of security	Repayment Terms	As at March 31, 2024	As at March 31, 2023
(i) Term loan from State Bank of India:						
Term loan 1	9.32% to 9.60%	March 31, 2024 - 38 Quarters March 31, 2023 - 40 Quarters	Refer Note 22.2 (i) to (v)	Principal quarterly and interest monthly	5,446.32	4,290.06
Term loan 2	6.90% to 8.03%	March 31, 2024 - 32 Quarters March 31, 2023 - Nil	Refer Note 22.2 (i) to (v)	Principal quarterly and interest monthly	1,734.64	-
Sub-Total (i)					7,180.96	4,290.06

Particulars	Interest Rate	Outstanding Instalment as on date	Nature of security	Repayment Terms	As at March 31, 2024	As at March 31, 2023
(ii) Vehicle loan from HDFC Bank:						
Vehicle loan 1	7.08%	March 31, 2024 - 18 months March 31, 2023 - 30 months	Refer Note 22.2 (vi)	Principal and interest monthly	12.25	19.84
Vehicle loan 2	9.75%	March 31, 2024 - 3 months March 31, 2023 - 15 months	Refer Note 22.2 (vi)	Principal and interest monthly	1.11	4.62
Sub-Total (ii)					13.36	24.46
(iii) Term loan from Yes Bank Limited:						
Term loan 1	9.75% to 10.40%	March 31,2024 - 6 months March 31,2023 - 18 months	Refer Note 22.2 (vii)	Principal and interest monthly	36.84	106.86
Term loan 2	9.71% to 10.35%	March 31,2024 - 5 months March 31,2023 - 17 months	Refer Note 22.2 (vii)	Principal and interest monthly	8.88	28.85
Sub-total (iii)					45.72	135.71
Grand total of borrowings (i+ii+iii)					7,240.04	4,450.23
Less: Current maturities of non-current borrowings					854.84	463.27
Total borrowings (Non-current)					6,385.20	3,986.96

22.2 Security information

- (i) Hypothecation of property, plant and equipment's created/ purchased out of bank finance.
- (ii) Equitable mortgage over commercial land belonging to the Company and hospital building on the land measuring 60,598 sq. ft belonging to Survey No.13,14/1,14/2part and 32 situated at No. 27, Alexindia Road, Cantonment, Trichy - 620001.
- (iii) Equitable mortgage over commercial building belonging to the Company with build-up area 111083 sq.ft., built on Land measuring 24864 sq.ft., at: 5 royal Road, belonging to Sri Kauvery Medical care (India) Limited (Title deed No. 3171/2008) situated in Ward K, Block No.17, New TS No. 5, Trichy Jt I & II, Sub regional District of K Abhishekapuram Trichy - 620001
- (iv) Personal guarantees of Dr. S. Chandrakumar, Executive Chairman (Whole-time Director) and Dr. S. Manivannan, Managing Director of the Company.
- (v) Corporate guarantee from Sri Kauvery Medical Care (India) Limited, the Holding Company.
- (vi) The loan is secured by way of hypothecation of the related vehicle.
- (vii) The loans are secured by way of first and exclusive charge on the equipment purchased against the loan.

22.3 Additional information

- a. The Company does not have any borrowings secured against current assets, therefore the disclosure of the difference between quarterly statement submitted to banks and balance as per books is not applicable.
- b. The Company does not have any charges or satisfaction of charge which is yet to be registered with the Registrar of Companies beyond the statutory period.
- c. The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.
- d. The Company has utilised the borrowing amount taken from financial institutions for the purpose as stated in the sanction letter.



22.4 Reconciliation of change in liabilities arising from financing activities:

i) For the year ended March 31, 2024

Particulars	As at April 1, 2023	Proceeds	Repayments	Others [^]	New lease additions	As at March 31, 2024
Non-current borrowings (including current maturities)	4,450.23	3,556.54	(766.73)	-	-	7,240.04
Lease liabilities (Non-current and current)	544.23	-	(146.18)	(169.75)	713.31	941.61

[^] Others includes interest on lease liabilities and other adjustments

ii) For the year ended March 31, 2023

Particulars	As at April 1, 2022	Proceeds	Repayments	Others [^]	New lease additions	As at March 31, 2023
Non-current borrowings (including current maturities)	2,688.01	1,913.88	(151.66)	-	-	4,450.23
Lease liabilities (Non-current and current)	190.24	(125.39)	-	51.57	427.81	544.23

[^] Others includes interest on lease liabilities and other adjustments

23 Lease liabilities

- (a) The Company, at the inception of a contract assesses whether 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.

In adopting Ind AS 116, the Company has applied the below practical expedients:

- (i) The Company has applied a single discount rate to a portfolio of leases with reasonably similar characteristics.
 - (ii) The Company has treated the leases with remaining lease term of less than 12 months as if they were "short term leases".
 - (iii) The Company has not applied the requirements of Ind AS 116 for leases of low value assets.
- (b) The Company has taken land and buildings on leases having lease terms of more than 1 year to 42 years, with the option to extend the term of leases. Refer note 5 for carrying amount of right-to-use assets at the end of the reporting period by class of underlying asset.

A. Break-up of current and non-current lease liabilities :

The following is the break-up of current and non-current lease liabilities :

Particulars	As at March 31, 2024	As at March 31, 2023
Current lease liabilities	179.00	88.10
Non-current lease liabilities	762.61	456.13
Total	941.61	544.23

B. Movement in lease liabilities

The following is the movement in lease liabilities :

Particulars	Amount
Balance as on April 01, 2022	190.24
Additions	427.81
Finance costs charged to Statement of Profit and Loss	28.43
Finance costs capitalised	19.03
Adjustments	4.11
Payment of Lease liabilities	(125.39)
Balance as on March 31, 2023	544.23
Additions	713.31
Finance costs charged to Statement of Profit and Loss	35.63
Finance costs capitalised during the year	4.44
Adjustments	(209.82)
Payment of Lease liabilities	(146.18)
Balance as on March 31, 2024	941.61

C. The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at March 31, 2024	As at March 31, 2023
Less than one year	261.96	134.53
One to five years	761.86	418.41
More than five years	216.69	202.45
Total	1,240.51	755.39

D. Amounts recognised in the Statement of Profit and Loss:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest on lease liabilities	35.63	28.43
Expenses relating to short term leases	64.19	80.22
Depreciation on right-of-use assets	113.07	55.82
Total	212.89	164.47

E. Amounts recognised in the Cash Flow Statement:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Total cash outflow for leases	146.18	125.39



24 Provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Provision for employee benefits		
Compensated absences (Refer note 28.3)	109.11	109.72
Gratuity (Refer note 28.2)	39.62	-
Total non-current provisions	148.73	109.72
Current		
Provision for employee benefits		
Compensated absences (Refer note 28.3)	60.43	91.64
Gratuity (Refer note 28.2)	121.94	197.27
Total current provisions	182.37	288.91

25 Other liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Security deposits	8.11	8.02
Total non-current liabilities	8.11	8.02
Current		
Advance from patients	148.48	194.06
Statutory liabilities	144.51	121.86
Total current liabilities	292.99	315.92

26 Trade payables

Particulars	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro enterprises and small enterprises*	28.59	4.13
Total outstanding dues of creditors other than micro enterprises and small enterprises**	727.39	637.30
Total	755.98	641.43

*For dues to micro and small enterprises, (Refer note 41)

**Includes trade payables from related parties (Refer note 42)

26.1 Trade payables ageing schedule

As at March 31, 2024

Particulars	Outstanding from due date of payment				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	28.59	-	-	-	28.59
(ii) Others	720.09	-	7.30	-	727.39
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	748.68	-	7.30	-	755.98

As at March 31, 2023

Particulars	Outstanding from due date of payment				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	4.13	-	-	-	4.13
(ii) Others	629.99	7.31	-	-	637.30
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	634.12	7.31	-	-	641.43

27 Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Current		
Liabilities towards purchase of property, plant and equipment	2,251.88	220.76
Interest accrued but due on borrowings	56.62	-
Interest accrued but not due on borrowings	0.29	0.67
Employee benefits payable	-	207.02
Reimbursement payable to holding company (Refer note 42)	71.17	-
Reimbursement payable to fellow subsidiaries (Refer note 42)	-	28.21
Total current financial liabilities	2,379.96	456.66

28 Assets and liabilities relating to employee benefits

28.1 Defined contribution plan

Company's (employer's) contribution to defined contribution plans recognised as expenses in the statement of profit and loss are:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Employer's contribution to provident fund	185.16	131.89
Employer's contributions to employee state insurance	49.83	39.91
Total	234.99	171.80

Provident fund benefits:

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund, which is defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to provident fund is included in "Contribution to provident and other funds".

Employee state insurance benefits:

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Employee State Insurance, which is defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to Employee state Insurance is included in "Contribution to provident and other funds".



28.2 Defined benefit plans -Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the amount calculated as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. When there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit. Investments for these plans are carried out by Life Insurance Corporation of India.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

In respect of the above plans, the actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31 2024 and March 31 2023 by an independent member firm of the Institute of Actuaries of India. The present value of the defined benefit obligation and the related current service cost and past service cost, were measured using the projected unit credit method.

The amount included in the Balance Sheet arising from the entity's obligation in respect of defined benefit plan is as follows :

Particulars	As at March 31, 2024	As at March 31, 2023
Net (asset) / liability recognised in the balance sheet:		
Gratuity:		
Present value of defined benefit obligation	423.37	321.15
Fair value of plan assets	(261.81)	(123.88)
Net liability recognised in the balance sheet	161.56	197.27
<i>Current portion of the above</i>	121.94	197.27
<i>Non-current portion of the above</i>	39.62	-

For details about the related employee benefit expenses (Refer note 34).

A. Funding

The funding requirements are based on the gratuity fund's actuarial measurement framework set out in the funding policies of the plan. The funding of Plan is based on a separate actuarial valuation for funding purposes for which the assumptions may differ from the assumptions set out in (E). Employees do not contribute to the plan.

B. Reconciliation of the net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset) liability and its components.

Particulars	As at March 31, 2024	As at March 31, 2023
Reconciliation of present value of defined benefit obligation		
Balance at the beginning of the year	321.15	278.17
Benefits paid	(16.24)	(19.15)
Current service cost	54.74	47.05
Interest cost	23.01	14.73
Actuarial (gains)/ losses recognised in other comprehensive income		
changes in demographic assumptions	15.29	(9.57)
changes in financial assumptions	9.25	(8.97)
experience adjustments	16.17	18.89
Balance at the end of the year	423.37	321.15
Reconciliation of fair value of plan assets		
Balance at the beginning of the year	123.88	134.15
Contributions paid into the plan	144.90	-
Benefits paid	(16.24)	(19.15)
Interest income	8.88	7.10
Return on plan assets recognised in other comprehensive income	0.39	1.78
Balance at the end of the year	261.81	123.88
Net defined benefit liability	161.56	197.27

C. Amount recognised in the total comprehensive income in respect of the defined benefit plan are as follows :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
i. Expense recognised in profit or loss		
Current service cost	54.74	47.05
Interest cost	23.01	14.73
Interest income	(8.88)	(7.11)
Total gratuity expense recognised in statement of profit and loss	68.87	54.67
ii. Remeasurement recognised in other comprehensive income		
Actuarial (gain)/ loss on defined benefit obligation	40.71	0.35
Return on plan assets excluding interest income	(0.39)	(1.77)
Total other comprehensive income	40.32	(1.42)

D. Plan assets

The entire plan assets are managed by the insurer. The details with respect to the composition of investments in the fair value of plan assets have not been disclosed in the absence of the necessary information.



E. The principal assumptions used for the purpose of actuarial valuation were as follows :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount rate	7.15%	7.2%
Future salary growth	12%	11%
Attrition rate	32%	39%
Normal retirement age	60 Years	60 Years
Mortality rate*	100%	100%
	(% of IALM 2012 -2014)	(% of IALM 2012 -2014)

* Based on India's standard mortality table with modification to reflect the expected changes in mortality / others.

- (a) The estimate of future salary increase takes into account inflation, seniority, promotion and other relevant factors.
- (b) Discount rate is based on the prevailing market yields of Indian Government bonds as at the balance sheet date for the estimated term of the obligation.

Sensitivity analysis

Significant actuarial assumptions for the determination of defined benefit obligation are discount rate, expected salary increase rate, attrition rate and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting Year while holding all other assumptions constant :

(Increase) / decrease on the defined benefit obligation	As at March 31, 2024	As at March 31, 2023
(i) Discount rate		
Increase by 1%	12.49	7.89
Decrease by 1%	(13.23)	(8.26)
(ii) Future salary growth		
Increase by 1%	(11.62)	(7.81)
Decrease by 1%	11.50	7.64
(iii) Attrition rate		
Increase by 50%	29.78	21.51
Decrease by 50%	(67.86)	(43.13)
(iv) Mortality rate		
Increase by 10%	0.04	0.02
Decrease by 10%	(0.02)	-

- (a) The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.
- (b) Furthermore, in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.
- (c) There is no change in the methods and assumptions used in preparing the sensitivity analysis from the prior years.

F. Experience adjustments

Amounts of the current year and previous four periods are as follows:

Particulars	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Defined benefit obligation	423.37	321.15	278.18	207.00	168.27
Plan asset	(261.81)	(123.88)	(134.17)	(90.74)	(71.99)
Deficit/(Surplus)	161.56	197.27	144.01	116.26	96.28
Experience adjustments					
- in plan liabilities (loss) / gain	16.17	18.89	23.60	(5.54)	(14.35)
- in plan assets (loss) / gain	-	-	-	-	-

G. Effect of plan on Company's future cash flows

(a) Funding Arrangements and Funding Policy

The Company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance Company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

(b) Expected contributions to post-employment benefit plans for the next year from the respective year end date is as follows:

Year ended	Amount
March 31, 2024	212.85
March 31, 2023	232.03

(c) The weighted average duration of the defined benefit obligation during the respective year end is as follows:.

Year ended	No. of years
March 31, 2024	3 Years
March 31, 2023	2 Years

(d) Maturity profile of defined benefit obligation on an undiscounted basis is as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
1 Year	125.54	117.04
2 to 5 years	292.39	223.99
6 to 10 years	97.10	44.10
More than 10 years	24.61	5.57
Total	539.64	390.70

28.3 Compensated absences

The compensated absences cover the Company's liability for earned leave. Based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. Accordingly, the Company has accounted for provision for compensated absences as below:

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current portion	109.11	109.72
Current portion	60.43	91.64
Total	169.54	201.36



The key assumptions used in the computation of provision for compensated absences as per the actuarial valuation done by an independent actuary are as given below:

Particulars	As at March 31, 2024	As at March 31, 2023
Discount rate	7.15%	7.2%
Future salary growth	12%	11%
Attrition rate	32%	39%
Normal retirement age	60 Years	60 Years
Mortality rate*	100%	100%
	(% of IALM 2012 -2014)	(% of IALM 2012 -2014)

* Based on India's standard mortality table with modification to reflect the expected changes in mortality / others.

- (i) The estimate of future salary increase takes into account inflation, seniority, promotion and other relevant factors.
- (ii) Discount rate is based on the prevailing market yields of Indian Government bonds as at the balance sheet date for the estimated term of the obligation.

29 Revenue from operations

A. Revenue from contracts with customers:

The Company generates revenue primarily from the hospital services and sale of pharmacy products to its customers. Other operating revenue includes sale of scraps, annual maintenance contract services and ambulance services.

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from medical and healthcare services		
Sale of services:		
Income from hospital services	16,618.83	14,581.63
Sale of goods:		
Sale of pharmacy products	1,016.03	907.63
Other operating revenue		
Sale of scraps	6.92	4.24
Others	75.75	82.14
Total revenue from operations	17,717.53	15,575.64

B. Disaggregation of revenue

Revenue from contract with customers is disaggregated by primary geographic market, major service and product lines and timing of revenue recognition, as set out below:-

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Primary geographical markets		
India	17,717.53	15,575.64
Total revenue from operations	17,717.53	15,575.64
Major service lines / products		
Revenue from in-patient services	14,796.03	13,068.73
Revenue from out-patient services	1,822.80	1,512.90
Sale of pharmacy products	1,016.03	907.63
Sale of scraps	6.92	4.24
Others	75.75	82.14
Total revenue from operations	17,717.53	15,575.64
Timing of revenue recognition		
Services transferred over time	14,871.78	13,150.87
Services transferred at a point in time	1,822.80	1,512.90
Products transferred at a point in time	1,022.95	911.87
Total revenue from operations	17,717.53	15,575.64

C. Reconciliation of revenue recognised with contract price:

(i) Income from hospital services (including other operating revenue):

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Contract price (as reflected in the invoice raised on customer as per terms of the contract with customer)	17,161.92	15,127.81
Reduction in form of discounts and allowances	(467.33)	(464.04)
Revenue recognised in statement of profit and loss	16,694.59	14,663.77

(ii) Pharmaceutical products (including sale of scrap) :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Contract price (as reflected in the invoice raised on customer as per terms of the contract with customer)	1,036.83	923.21
Reduction in form of discounts and allowances	(13.89)	(11.34)
Revenue recognised in statement of profit and loss	1,022.94	911.87
Total revenue from operations	17,717.53	15,575.64



D. Contract balances

The following disclosure provides information about receivables, contract assets and liabilities from contracts with customers:

Particulars	As at March 31, 2024	As at March 31, 2023
Receivables which are included in Trade receivables* (Refer note 14)	596.49	655.14
Contract assets - Unbilled revenue (Refer note 9)	246.99	333.88
Contract liabilities - Advance from patients (Refer note 25)	(148.48)	(194.06)

*Represents gross trade receivables without considering expected credit loss allowance.

30 Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest income from bank deposits	184.78	176.66
Interest income from others	18.51	-
Rental income (refer note 42)	18.90	12.96
Miscellaneous income	133.80	123.24
Total other income	355.99	312.86

31 Cost of materials consumed

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Inventories at the beginning of the year	92.47	78.22
Add: Purchases of consumables*	352.92	302.53
Less: Inventories at the end of the year (refer note 13)	(86.73)	(92.47)
Total cost of materials consumed	358.66	288.28

*Includes consumables for in-patient services as well as for sale of pharmacy products.

32 Purchases of stock-in-trade

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Purchase of stock-in-trade*	2,066.97	2,034.52
Total purchase of stock-in-trade	2,066.97	2,034.52

*Comprises pharmacy products for in-patient services as for well as sale of pharmacy products

33 Changes in inventories of stock-in-trade

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening stock-in-trade	134.92	109.01
Closing stock-in-trade	(118.12)	(134.92)
Total changes in inventories of stock-in-trade	16.80	(25.91)

34 Employee benefits expense

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages and bonus	3,278.67	2,704.01
Contribution to provident and other funds (Refer note 28.1& 28.2)	303.86	186.58
Staff welfare expenses	244.18	229.86
Total employee benefits expense	3,826.71	3,120.45

Note : Employee benefit expenses capitalised during the year amounting to Rs. 227.27 Lakhs.
(Year ended March 31, 2023 - Rs. 32.68 Lakhs)

35 Finance costs

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest		
- on term loans*	79.34	50.26
- on lease liabilities (Refer note 23)	35.63	28.43
- on others	1.42	2.41
Total finance costs	116.39	81.10

* The Company has capitalised borrowing cost towards qualifying assets during the year amounting to Rs. 533.91 lakhs (Year ended March 31, 2023 - 457.97 lakhs) at a rate of 9.45 % Per annum.

36 Depreciation and amortisation expense

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation of property, plant and equipment (Refer note 4)	776.51	666.71
Depreciation of right-of-use assets (Refer note 5)	113.07	55.82
Amortisation of intangible assets (Refer note 7)	32.78	41.69
Total depreciation and amortisation expense	922.36	764.22

Note: Amount of depreciation capitalised during the year amounting to Rs. 5.34 Lakhs.
(Year ended March 31, 2023 - Rs. 27.25 Lakhs)

37 Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Hospital operating expenses		
Professional fees paid to consultants	3,661.44	3,397.09
Power and fuel	363.17	282.25
Repairs and maintenance		
- Buildings	34.56	27.44
- Plant and machinery	178.68	96.13
- Others	398.43	316.01
Sub-contracting charges	819.47	667.14
Medical gas	25.94	31.18
Rent	64.19	80.22
Blood and medical record scan charges	93.38	95.48



Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Patient diet expenses	94.95	91.08
Total (A)	5,734.21	5,084.02
Administrative expenses		
Rates and taxes	63.60	72.10
Business promotion and publicity	288.51	273.96
Communication expenses	36.05	37.32
Travelling and conveyance	105.32	88.03
Printing and stationery	105.37	88.68
Legal and professional charges	86.45	77.14
Payment to auditors (Refer note (i) below)	27.81	24.72
Security charges	16.43	5.28
Bad debts written off	61.36	34.37
Less: Provision utilised (Refer note 14.3)	(61.36)	(34.37)
Net bad debts written off	-	-
Corporate social responsibility (Refer note (ii) below)	58.74	45.30
Provision for loss allowance (Refer note 14.3)	1.90	81.84
Insurance	37.33	27.73
Bank charges	41.73	31.61
Directors sitting fees	6.30	6.90
Loss on disposal of property, plant and equipment (net)	2.01	9.29
Miscellaneous expenses	98.05	72.89
Total (B)	975.60	942.79
Grand Total (A + B) - Operating expenses	6,709.81	6,026.81

Note: Other expenses capitalized during the year amounting to Rs 28.60 Lakhs (Year ended March 31, 2023 - Nil)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(i) Payment to auditors (excluding goods and services tax)		
Statutory audit	21.00	18.60
Limited reviews	6.00	5.40
Out of pocket expenses	0.81	0.72
Total	27.81	24.72

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(ii) Details of corporate social responsibility expenditure (CSR)		
(a) Amount required to be spent by the Company during the year	58.74	45.30
(b) Amount of expenditure incurred		
(i) Construction / acquisition of any assets	-	-
(ii) On purposes other than (i) above	58.74	45.30
(c) Shortfall/(excess) at the end of the year	-	-
(d) Total of previous years short fall	-	-
(e) Reason for shortfall	Not applicable	Not applicable
(f) Nature of CSR activities		
- Promoting sports	10.00	10.00
- Preventive health care	48.74	35.30
(g) Details of related party transactions		
Kauvery Medical Trust	47.24	17.30
(h) Provisions w.r.t CSR expenditure pursuant to contractual obligation	-	-

38 Financial instruments - Fair value and risk management

A. Accounting classification 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.

March 31, 2024	At cost	Amortised cost	Financial assets/ liabilities at fair value through Profit or Loss	Financial assets at fair value through OCI	Total carrying value
Financial Assets:					
Investments	-	-	0.38	-	0.38
Loans	-	16.45	-	-	16.45
Trade receivables	-	438.18	-	-	438.18
Cash and cash equivalents	-	484.57	-	-	484.57
Bank balances other than cash and cash equivalents above	-	1,783.19	-	-	1,783.19
Other financial assets	-	725.79	-	-	725.79
	-	3,448.18	0.38	-	3,448.56
Financial liabilities					
Borrowings	-	7,240.04	-	-	7,240.04
Lease liabilities	-	941.61	-	-	941.61
Trade payables	-	755.98	-	-	755.98
Other financial liabilities	-	2,379.96	-	-	2,379.96
	-	11,317.59	-	-	11,317.59



March 31, 2023	At cost	Amortised cost	Financial assets/ liabilities at fair value through Profit or Loss	Financial assets at fair value through OCI	Total carrying value
Financial assets					
Investments	-	-	0.38	-	0.38
Loans	-	17.58	-	-	17.58
Trade receivables	-	437.36	-	-	437.36
Cash and cash equivalents	-	183.71	-	-	183.71
Bank balances other than cash and cash equivalents above	-	3,695.35	-	-	3,695.35
Other financial assets	-	618.62	-	-	618.62
	-	4,952.62	0.38	-	4,953.00
Financial liabilities					
Borrowings	-	4,450.23	-	-	4,450.23
Lease Liabilities	-	544.23	-	-	544.23
Trade payables	-	641.43	-	-	641.43
Other financial liabilities	-	456.66	-	-	456.66
	-	6,092.55	-	-	6,092.55

The Company has not disclosed fair values of financial instruments such as investments, trade receivables, cash and cash equivalents, bank balances other than cash and cash equivalents, other financial assets, borrowings, trade payables and other financial liabilities, since their carrying amounts are reasonable approximates of fair values due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following method and assumption was used to estimate the fair value / amortized cost:

The fair value of unquoted instruments, loans from banks and other financial liabilities, as well as other non-current financial liabilities are estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

The following table presents the fair value measurement hierarchy of financial assets and liabilities measured at fair value on recurring basis as at March 31, 2024 and March 31, 2023:

Particulars	Total	Fair value measurement using		
		Level 1	Level 2	Level 3
Financial assets measured at fair value:				
FVTPL financial assets designated at fair value:				
Investment in equity instruments (unquoted)				
March 31, 2024	0.38	-	0.38	-
March 31, 2023	0.38	-	0.38	-

There have been no transfers among Level 1, Level 2 and Level 3 during the year

B. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- credit risk (see (B)(ii));
- liquidity risk (see (B)(iii));
- Interest Rate Risk (see (B)(iv))

i. Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors along with the top management are responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company,

ii. Credit risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and financial institutions and other financial instruments.

The carrying amount of financial assets represents the maximum credit exposure.

Particulars	Carrying amount	
	As at March 31, 2024	As at March 31, 2023
Investments	0.38	0.38
Trade receivables	438.18	437.36
Loans	16.45	17.58
Cash and cash equivalents	484.57	183.71
Bank balances other than cash and cash equivalents above	1,783.19	3,695.35
Other financial assets	725.79	618.62
Total	3,448.56	4,953.00

Investments

The Investment made by the Company in other Companies are subject to the uncertainty of their ability to generate profits from their operations and provide returns to the Company against the investment made.

Trade receivables (Refer note 14)

Loans

This balance primarily constitute of employee advances. The Company does not expect any losses from non-performance by these counter parties.

Cash and cash equivalents

The Company held cash and cash equivalents with credit worthy banks and financial institutions as at the reporting dates which has been measured on the 12-month expected loss basis. The credit worthiness of such banks and financial institutions are evaluated by the management on an ongoing basis and is considered to be good with low credit risk.

Other financial assets (including other bank balances)

Other financial assets comprises of rental deposits given to lessors, unbilled revenue, bank deposits (due to mature within and after 12 months from the reporting date), interest accrued on fixed deposits, electricity deposit given to Tamil Nadu Electricity Board and receivables from related parties. These fixed deposits are held with credit worthy banks and financial institutions. The credit worthiness of such banks and financial institutions are evaluated by the management on an ongoing basis and is considered to be good with low credit risk.



iii. Liquidity risks

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 financial liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, including contractual interest.

As at March 31, 2024

Particulars	1 year or less	1-5 years	More than 5 years	Total	Carrying amount
Borrowings	854.84	3,954.87	2,473.49	7,283.20	7,240.04
Lease liabilities	261.96	761.86	216.69	1,240.51	941.61
Trade payables	755.98	-	-	755.98	755.98
Other financial liabilities	2,379.96	-	-	2,379.96	2,379.96
Total	4,252.74	4,716.73	2,690.18	11,659.65	11,317.59

As at March 31, 2023

Particulars	1 year or less	1-5 years	More than 5 years	Total	Carrying amount
Borrowings	730.06	3,647.82	2,363.79	6,741.67	4,450.23
Lease liabilities	134.53	418.41	202.45	755.39	544.23
Trade payables	641.43	-	-	641.43	641.43
Other financial liabilities	456.66	-	-	456.66	456.66
Total	1,962.68	4,066.23	2,566.24	8,595.15	6,092.55

Also refer Note 20

iv. Interest rate risks

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

Interest rate sensitivity analysis

If interest rates had been 1% higher and all other variables were held constant, the company's profit for the year ended would have impacted in the following manner:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Decrease in the profit for the year	7.56	3.53

If interest rates were 1% lower, the company's profit would have increased by the equivalent amount as shown in the above table.

39 Contingent liabilities and commitments

Particulars	As at March 31, 2024	As at March 31, 2023
a) Contingent liabilities		
(i) Claims against the Company not acknowledged as debts	-	-
(ii) Guarantees given outstanding		
- Guarantees given to bankers on behalf of the holding company Sri Kauvery Medical Care (India) Limited	2,640.08	4,218.43

(iii) The Company, is empaneled under TNCMCHIS, Medi Assist Health Care Service and MD India - TN Govt NHIS for all the services offered by the hospital including Cardiology and Cardiothoracic Surgery. Heart patients under this scheme are treated by the Company in its hospital and wherever the patients require Angioplasty or Heart Surgeries like Bypass Surgery, Valve Replacement, etc., is outsourced to the Kauvery Heart City Hospital, a division of SKMC, the holding company, which is located within the same premises. All the approvals for such procedures are obtained and bills are submitted by the Company. The amount so received from this scheme for such cardiac procedures performed by Heart City is being reimbursed on a monthly basis as per the agreed terms between both the Company and the Holding Company. In the opinion of the management, such outsourcing arrangements are in accordance with the guidelines issued by the Government of Tamil Nadu vide orders in G.O.Ms No. 268 Health and Family Welfare (EAP/1) Department) dated November 17, 2016 (as amended) and in compliance with the Memorandum of Undertaking dated May 2, 2017 entered into with United India Insurance Company Limited.

(iv) Amendment to the Minimum Wages Act

On March 02, 2018, the Govt. of Tamil Nadu passed an order by way of notification in the Official Gazette revising the minimum wages for employment in hospitals and nursing homes under the Minimum Wages Act, 1948. As per the order the notification shall come into force with immediate effect. We understand from the management that the impact of the said notification is fairly significant for the Healthcare Industry in particular to companies operating in Tier II and Tier III cities. In this regard, the Association of Healthcare Providers India ("AHPI") of which the Company is a member had filed a writ petition with the Madurai Bench of Madras High Court and pursuant to the aforesaid petition, the court had granted an interim stay order dated May 31, 2018 restraining the authorities from initiating proceedings against the members of AHPI.

Labour and Employment Department has issued an order dated July 16, 2019 and has mentioned that Committee is constituted to hold enquiries and advice the Government in the matter of revision of minimum wages and a report will be submitted with in 6 months from the date of the GO order. Taking into consideration the above developments and also based on the opinion from legal counsel and in view of the above, the amount has not been ascertained/determined. Accordingly, the Company has not created any provision in the books of account for the Year ended March 31, 2024 and March 31, 2023.

b) Commitments	As at March 31, 2024	As at March 31, 2023
Estimated value of contracts remaining to be executed on capital account and not provided for (net of advances)	4,268.08	289.71

The Company also receives claims, which arise in the ordinary course of the business. However, the management does not believe that such matters would have a material effect on the financial statements.

40 Segment reporting

Ind AS 108 "Operating Segment" ("Ind AS 108") establishes standards for the way that public business enterprises report information about operating segments and related disclosures about products and services, geographic areas, and major customers. Based on the "management approach" as defined in Ind AS 108, Operating segments are to be reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM evaluates the Company's performance and allocates resources on an overall basis. The Company's sole operating segment is therefore 'Medical and Healthcare Services'. The Company's entire business operations is in India. Accordingly, there are no additional disclosures to be provided under Ind AS 108.

41 Dues to micro and small enterprises

The management has identified the enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Such determination/ identification has been done on the basis of information received and available with the Company and relied upon by the auditors. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2024 has been made in the financial statements based on information received and available with the Company.



Particulars	As at March 31, 2024	As at March 31, 2023
(i) The amounts remaining dues to micro and small suppliers as at the end of the year		
- Principal amount	28.59	4.13
- Interest due on the above amount	-	-
(ii) Amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Act, 2006 and amounts of payment made to the suppliers beyond the appointed day during the year.	-	-
(iii) Amount of interest due and payable for the period of delay in making payment but without adding the interest specified under this Act.	-	-
(iv) Amount of interest accrued and remaining unpaid at the end of the year.	-	-
(v) 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 enterprises.	-	-

42 Related party disclosures

a) Names of related parties and nature of relationship are as follows:

Nature of relationship	Name of the related party
Holding company	Sri Kauvery Medical Care (India) Limited
Fellow subsidiaries	Curtis Drug Point private limited
	Kauvery Hospitals (Bengaluru) Private Limited
	Hamsa Medical Services Private Limited
	Yashomati Hospitals Private Limited
	Healthcare Capital Private Limited
	Kauvery Hospital Medical Services Private Limited
Key management personnel (KMP)	Dr. S. Chandrakumar, Whole-time director
	Dr. S. Manivannan, Managing Director
	Dr. D. Senguvattan, Executive Director (upto August 11, 2023)
	Mr. K. Anand Babu - Chief Financial Officer
	Ms. Sushma K - Company Secretary
	Mr. Krishnamoorthy Arunachalam - Director (Upto March 31, 2024)
	Mr. Natarajan Bala Baskar - Director (Upto March 31, 2024)
	Mr. CA. S. Chenthilkumar - Director (Upto March 31, 2024)
	Mrs. N. Jeyanthei - Director
Person having significant influence	Dr. D. Senguvattan (w.e.f August 11, 2023)
Enterprises over which Non-executive director of Holding company (Dr. GSK Velu) have control	Trivitron Health Care Private Limited
Associate of Holding Company	Neuberg Ehrlich Laboratory Private Limited (upto November 30, 2023)
Enterprises over which KMP exercise significant influence	Kavery Medical Trust Medexpert Software Solutions Private Limited
Relative of KMP	Dr. N. Suchitra (Relative of Dr. S. Manivannan)

Notes:

1. Related party relationships are as identified by the management and relied upon by the auditors.
2. The aforesaid list includes only the list of related parties with transactions during the year except where control exists.

b) Transaction with related parties during the year

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sri Kauvery Medical Care (India) Limited		
Revenue from hospital services rendered	119.38	115.33
Hospital services availed	226.73	164.51
Doctor fees reimbursed	73.58	44.38
Sale of goods	1.20	1.81
Purchase of goods	2.54	2.27
Purchase of property, plant and equipment	3.75	0.51
Sale of property, plant and equipment	-	1.01
Rental income	13.56	12.96
Rental expenses (Refer note (e) below)	2.10	2.10
Guarantee expenses	68.03	25.46
Guarantee commission income	33.88	35.02
Reimbursement of expenses received	196.95	105.05
Reimbursement of expenses paid	109.08	188.21
Claims made on behalf of the holding company (Refer note 39 a(iii))	423.65	238.45
Reimbursement of claims received on behalf of the holding company (Refer note 39 a(iii))	409.69	538.12
Curtis Drug point private limited		
Purchase of goods	273.32	653.96
Trivitron Health Care Private Limited		
Purchase of goods	0.71	1.28
Repairs and maintenance - Plant and machinery	0.38	1.79
Neuberg Ehrlich Laboratory Private Limited		
Sub-contracting charges	787.52	647.35
Kavery Medical Trust		
Rent	1.62	1.61
Corporate social expenditure	47.25	17.30
Kauvery Hospital Medical Services Private Limited		
Purchase of goods	-	0.02
Reimbursement received towards software maintenance charges	10.24	3.22
Reimbursement of expenses paid	-	28.50
Kauvery Hospitals (Bengaluru) Private Limited		
Reimbursement of expenses received	11.83	11.12
Sale of goods		-
Hamsa Medical Services Private Limited		
Hospital services availed	26.64	8.41
Reimbursement of expenses received	8.85	0.73
Medexpert Software Solutions Private Limited		
Hospital services availed	27.50	-



Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Dr. S. Chandrakumar		
- Remuneration (Refer note b & c below)	84.00	84.00
Dr. S. Manivannan		
- Remuneration (Refer note b & c below)	84.00	84.00
Mr. K. Anand Babu		
- Remuneration (Refer note b & c below)	112.12	85.71
Ms. Sushma K		
- Remuneration (Refer note b & c below)	8.73	7.06
Dr. D. Senguttuvan		
- Professional fees paid to consultants	330.36	348.56
- Remuneration (Refer note b & c below)	56.17	48.60
- Incentive	47.20	42.20
Dr. N. Suchitra		
-Professional fees	302.51	239.14
Mr. Krishnamoorthy Arunachalam		
-Director sitting fees	2.20	2.40
Mr. Natarajan Bala Baskar		
-Director sitting fees	1.60	1.80
Mr. CA. S. Chenthilkumar		
-Director sitting fees	1.60	0.90
Ms. N. Jeyanthei		
-Director sitting fees	0.90	1.80

c) Balances outstanding as at the year end

Particulars	As at March 31, 2024	As at March 31, 2023
Sri Kauvery Medical Care (India) Limited		
Trade payable	13.04	8.77
Other non-current assets	-	5.20
Other financial assets	-	36.17
Other financial liabilities	71.17	-
Guarantees and collaterals given (Refer Note (d) below)	2,640.08	4,218.43
Guarantees and collaterals taken (Refer Note (d) below)	7,093.12	4,290.02
Kauvery Hospital Medical Services Private Limited		
Other financial liabilities	-	28.21
Other financial assets	0.06	-
Kauvery Hospitals (Bengaluru) Private Limited		
Other financial assets	22.95	11.12
Neuberg Ehrlich Laboratory Private Limited		
Trade payable	59.84	48.77
Curtis Drug point private limited		
Trade payable	5.14	2.99
Trivitron Health Care Private Limited		
Trade payable	-	0.06
Hamsa Medical Services Private Limited		
Trade payable	0.23	1.69
Dr. D. Senguttuvan		
- Incentive payable	29.44	26.84
Dr. N Suchitra		
Trade payable	23.92	15.99

Notes :

- The Company accounts for costs incurred by / on behalf of the Related Parties based on the actual invoices / debit notes raised and accruals as confirmed by such related parties. The Related Parties have confirmed to the Management that as at March 31 2024 and as at March 31 2023, there are no further amounts payable to / receivable from them, other than as disclosed above. The Company incurs certain costs on behalf of other companies in the group. These costs have been allocated/recovered from the group companies on a basis mutually agreed to with the group companies.
- Remuneration and other benefits pertain to short term employee benefits. As the gratuity and compensated absences are determined for all the employees in aggregate, the post-employment benefits and other long-term benefits relating to key management personnel cannot be ascertained individually.
- The remuneration payable to key management personnel is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends.
- The above guarantees represents financial guarantee provided by the Company for term loans availed by the holding company and financial guarantee provided by the Holding Company for the term loans availed by the company.
- The rental expense disclosed above represents the actual amounts payable as per the agreement entered into between the parties (excluding taxes thereon) accounted as payment of lease liabilities in the books.
- The amount of transactions disclosed above is without considering goods and services tax (wherever applicable, irrespective of whether input credit has been availed or not) as charged by/to the counter party as part of the invoice/relevant document and is gross of tax deducted at source under the Income-tax Act, 1961 and accounted in the ledger of the concerned expense/transaction head.



- (g) The amount of payables/receivables indicated above is after deducting tax (wherever applicable) and after including goods and services tax (wherever applicable) as charged by/to the counter party as part of the invoice/relevant document and accounted in the ledger of the concerned party.
- (h) Refer Note 22.2 for guarantees/securities provided by related parties in connection with loans availed by the Company.

43 Additional disclosures - Ratios

The ratios for the year ended March 31, 2024 and March 31, 2023 are as follows:

Particulars	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	Variance	Notes
Current Ratio	Current assets	Current liabilities	0.72	2.30	(68.63)%	a
Debt equity ratio	Total borrowings	Shareholder's equity	0.50	0.39	28.61 %	b
Debt service coverage ratio	Earnings available for debt services ⁽¹⁾	Debt service ⁽²⁾	2.16	3.48	(37.93)%	c
Return on equity ratio	Net profit after taxes	Average share holder's equity	0.24	0.27	(12.47)%	
Inventory turnover ratio	Cost of goods sold	Average inventory	11.30	11.08	1.99 %	
Trade receivables turnover ratio	Net credit revenue	Average trade receivable	8.86	6.13	44.54 %	d
Trade payables turnover ratio	Net credit purchases	Average trade payables	12.95	13.79	(6.12)%	
Net capital turnover ratio	Net revenue	Net working capital (Current assets less current liabilities)	(13.70)	5.31	(358.00)%	e
Net profit ratio	Net profit after tax	Net revenue	17.15%	17.13%	0.07 %	
Return on capital employed	Earnings before interest and taxes	Capital employed ⁽³⁾	19.38%	22.56%	(14.09)%	

⁽¹⁾ Earnings available for debt service represents net profit after taxes, non-cash operating expenses like depreciation and other amortizations, interest and other adjustments like loss on sale of property, plant and equipment, etc.

⁽²⁾ Debt service represents interest, lease payment and principal repayment.

⁽³⁾ Capital employed represent tangible net worth, total debt and deferred tax liability.

Notes:

- Decrease due to increased liabilities towards for the capital projects at the year end.
- Increase due to additional loan availed for the capital projects during the year.
- Decrease on account of increased future cash flows towards interest and principal repayments for the additional loans availed for the capital projects.
- Increase due to lower credit sales and increased average trade receivables during the year.
- Decrease due to increased liabilities towards for the capital projects at the year end.

44 Additional regulatory information as required by Schedule III to the Companies Act, 2013 - Others

- (a) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 and March 31, 2023 for holding any benami property under Benami Property Transactions (prohibition) Act, 1988.
- (b) Transactions and balances with companies which have been removed from register of Companies [struck off companies] as at the above reporting periods is Nil.
- (c) The Company has not traded / invested in Crypto currency or virtual currency.
- (d) 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 or entities, 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.
- (e) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (f) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961).
- (g) The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person.
- (h) The Company does not have any scheme of arrangements which have been approved by the competent authority in terms of sections 230 to 237 of the Act.
- (i) The Company has complied with the number of layers prescribed under of Section 2(87) of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

45 Disclosures required under section 186(4) of the Companies Act, 2013

Name of the entity	Purpose (i.e. proposed utilisation by the recipient)	As at March 31, 2024	As at March 31, 2023
(i) Investment made			
Nazca Energy Private Limited	NA	0.38	0.38
(ii) Guarantees given			
Sri Kauvery Medical Care (India) Limited	Term loans	2,640.08	4,218.43



46 Operating leases

As lessor

The Company had entered into an operating lease arrangement in respect of certain office space with a lease term of 29 years, which are subject to renewal at mutual consent thereafter. The cancellable arrangements can be terminated by either party after giving due notice. The lease rent income recognised during the year amounts to INR 18.90 lakhs (Previous year: INR 12.96 lakhs). The schedule for future minimum lease payments in respect of non-cancellable operating lease is set out below:

Particulars	As at March 31, 2024	As at March 31, 2023
Not later than one year	13.60	1.44
Later than one year but not later than five years	18.36	6.16
Later than five years	18.44	19.85
Total	50.40	27.45

- 47 The Indian Parliament has approved the Code on Wages, 2019 and the Code on Social Security, 2020 which could impact the employee compensation expenses including the contributions by the Company towards Provident Fund and Gratuity. The effective date from which the change are applicable is yet to be notified and final rules are yet to be framed. The Company will carry out an evaluation of the impact and record the same in the financial statements in the period in which the Code becomes effective and the related rules are published.
- 48 The financial statements were approved for issue by the board of directors on May 29, 2024.
- 49 Previous year figures have been reclassified to conform to the current year classification/presentation.

for and on behalf of the board of directors of
KMC Speciality Hospitals (India) Limited
CIN: L85110TN1982PLC009781

Dr. S. Manivannan
Managing Director
DIN : 00910804

Dr. S. Chandrakumar
Executive Chairman (Whole-Time)
DIN : 01867847

K. Anand Babu
Chief Financial Officer

Sushma K
Company Secretary

Place: Chennai
Date: May 29, 2024



KMC Speciality Hospitals (India) Limited

No 6, Royal Road, Cantonment,
Trichy -620 001

CIN: L85110TN1982PLC009781

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